Condensed Interim Consolidated Financial Statements Three Months Ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

The accompanying unaudited condensed interim consolidated financial statements for International Battery Metals Ltd. (the "Company") have been prepared by management in accordance with International Financing Reporting Standards ("IFRS"). These condensed interim consolidated financial statements, which are the responsibility of management, are unaudited and have not been reviewed by the Company's auditors. The Company's Audit Committee and Board of Directors have reviewed and approved these condensed interim consolidated financial statements. In accordance with the disclosure requirements of National Instrument 51-102 released by the Canadian Securities Administrators, the Company's independent auditors have not performed a review of these condensed interim consolidated financial statements.

Condensed Interim Consolidated Statements of Financial Position As at June 30, 2023 and March 31, 2023

(Expressed in Canadian dollars)

(Unaudited)

	Note		June 30, 2023		March 31, 2023
ASSETS					
Current assets					
Cash	20	\$	3,923,494	\$	406,860
Amounts receivable	5, 20		23,142		61,055
Prepaid expenses	6		463,969		372,702
Total current assets			4,410,605		840,617
Equipment	7		33,767,641		32,953,874
Intangible assets	8, 9		6,437,731		6,774,006
Prepaid expenses	6		110,729		275,800
Right-of-use asset	10		178,429		214,380
Total assets		\$	44,905,135	\$	41,058,677
LIABILITIES Current liabilities					
Trade payables and other liabilities	11, 15, 20	\$	2,121,031	\$	2,785,163
Lease obligation - current	12, 20	Φ	127,956	Φ	128,847
Total current liabilities	12, 20		2,248,987		2,914,010
Lease obligation – long term	12, 20		55,481		90,023
Total liabilities	,		2,304,468		3,004,033
Shareholders' equity					, ,
Share capital	13		68,454,745		64,390,792
Reserves	14		20,637,022		15,756,695
Deficit			(46,444,085)		(41,962,891)
Accumulated other comprehensive loss			(47,015)		(129,952)
Total shareholders' equity			42,600,667		38,054,644
Total liabilities and shareholders' equity		\$	44,905,135	\$	41,058,677

Nature and Continuance of Operations (Note 1)

Contingency (Note 18)

Approved and Authorized by the Board on August 25, 2023:						
"William Webster"	Director	"John Burba"				

Director

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

	Note		June 30, 2023		July 31, 2022
Expenses					
Amortization of intangible assets	9	\$	336,275	\$	336,275
General and administrative	15, 16	Ψ	4,180,747	Ψ	2,098,725
Operating loss	13, 10		(4,517,022)		(2,435,000)
Gain on debt settlement			-		76,548
Gain on write-off of accounts payable			35,828		13,880
Net loss for the period			(4,481,194)		(2,344,572)
Other comprehensive income					
Foreign currency translation adjustments			82,937		10,883
Net and comprehensive loss for the period		\$	(4,398,257)	\$	(2,333,689)
Loss per share, basic and diluted	13	\$	(0.02)	\$	(0.02)
Weighted average number of shares outstanding - basic	13		200,686,320		136,273,092
Weighted average number of shares outstanding - diluted	13		200,686,320		136,273,092

Condensed Interim Consolidated Statements of Cash Flows For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

Cash provided by (used in)		June 30, 2023	July 31, 2022
Cash flows used in operating activities			
Net income (loss)	\$	(4,481,194) \$	(2,344,572)
Non-cash transactions:	Ψ	(1,101,171)	(2,3 : 1,5 / 2)
Share-based payments		2,346,719	448,724
Amortization of intangible asset		336,275	336,275
Depreciation		32,258	10,349
Unrealized foreign exchange loss		(35,838)	(50,213)
Gain on write-off of accounts payable		-	(13,880)
Gain on debt settlement		-	(76,548)
Changes in operating assets and liabilities:			
Amounts receivable		37,913	(3,679)
Prepaid expenses		73,024	(168,346)
Trade payables and other liabilities		(909,448)	(932,664)
Net cash used in operating activities		(2,600,291)	(2,794,554)
Cash flows used in investing activities			
Purchase of equipment		(531,496)	(862,830)
Net cash used in investing activities		(531,496)	(862,830)
Cash flows provided by financing activities			
Proceeds from private placement		6,761,580	_
Share issuance costs		(409,068)	_
Proceeds from warrants exercised		245,049	_
Proceeds from options exercised		, -	83,000
Principal portion of lease liability payments		(31,303)	(9,464)
Net cash provided by financing activities		6,566,258	73,536
Increase (decrease) in cash		3,434,471	(3,583,848)
Effect of foreign exchange rate changes on cash		82,163	11,652
Cash, beginning of period		406,860	7,740,260
Cash, end of period	\$	3,923,494 \$	4,168,064

Supplemental Disclosures with Respect to Cash Flows (Note 17)

International Battery Metals Ltd.
Condensed Interim Consolidated Statements of Changes in Shareholders' Equity For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

						Accumulated other	Total
	Common shares	Share capital	Obligation to issue shares	Reserves \$	Deficit \$	comprehensive income (loss)	shareholders' equity \$
Balance at April 30, 2022	136,273,092	34,288,096	5,426,022	14,437,264	(30,230,484)	24,733	23,945,631
Share-based payments	-	-	_	448,724	-	_	448,724
Funds received for options to be exercised	-	-	114,000	-	-	-	114,000
Foreign currency translation	-	-	-	-	-	10,883	10,883
Net loss for the period	-	-	-	-	(2,344,572)	-	(2,344,572)
Balance July 31, 2022	136,273,092	34,288,096	5,540,022	14,885,988	(32,575,056)	35,616	22,174,666
Balance at March 31, 2023	195,435,910	64,390,792	-	15,756,695	(41,962,891)	(129,952)	38,054,644
Shares issued for							
Private placement	6,396,999	4,124,996	-	2,636,584	-	-	6,761,580
Shares issued for restricted share units	12,500	15,500	-	-	-	-	15,500
Warrants exercised	422,498	332,525	-	(87,476)	-	-	245,049
Share issuance costs	-	(409,068)	-	-	-	-	(409,068)
Share-based payments	-	-	-	2,185,416	-	-	2,185,416
Shares to be issued for restricted share unit plan	-	-	-	145,803	-	-	145,803
Foreign currency translation	-	-	-	-	-	82,937	82,937
Net loss for the period	-	-	-	-	(4,481,194)	-	(4,481,194)
Balance at June 30, 2023	202,267,907	68,454,745	-	20,637,022	(46,444,085)	(47,015)	42,600,667

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

1. Nature and Continuance of Operations

International Battery Metals Ltd. (the "Company") was incorporated under the Business Corporations Act (British Columbia) on July 29, 2010. The Company trades on the Canadian Securities Exchange under the stock symbol "IBAT". The Company also trades on the Over-The-Counter Markets ("OTC") under the stock symbol "IBATF" and the Frankfurt Stock Exchange under the stock symbol "8RE".

The Company's head office and registered and records office is located at Royal Centre, Suite 1750 - 1055 W Georgia Street, Vancouver, BC V6E 3P3.

The Company is an advanced technology company focused on lithium extraction from salars, geothermal brines and oil field brines.

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") applicable to a going concern which assumes that the Company will be able to continue its operations and will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future.

The Company has not generated revenue from operations. As at June 30, 2023 the Company's accumulated deficit was \$46,444,085 and has a working capital of \$2,161,618. The Company will periodically have to raise funds to continue operations and, although it has been successful in doing so in the past, there is no assurance it will be able to do so in the future. These factors comprise a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern. These condensed interim consolidated financial statements do not reflect adjustments that would be necessary if the going concern assumption were not appropriate.

The Company's business financial condition and results of operations may be negatively affected by economic and other consequences from Russia's military action against Ukraine and the sanctions imposed in response to that action in late February 2022. In response to the military action by Russia, various countries, including Canada and the United States, issued broad-ranging economic sanctions against Russia. The ramifications of the hostilities and sanctions may not be limited to Russia and Ukraine and may spill over to and negatively impact other regional and global economic market and on various sectors, industries and markets for securities and commodities globally.

While the Company expects any direct impacts, of the war in the Ukraine, to the business to be limited, the indirect impacts on the economy and on the mining industry and other industries in general could negatively affect the business and may make it more difficult for it to raise equity or debt financing. There can be no assurance that the Company will not be impacted by adverse consequences that may be brought about on its business, results of operations, financial position and cash flows in the future. As a result, there always exists uncertainty that causes significant doubt about the Company's ability to continue as a going concern. These condensed interim consolidated financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue in business.

2. Basis of Preparation

The condensed interim consolidated financial statements of the Company were approved and authorized for issue by the Board of Directors on August 25, 2023.

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

2. Basis of Preparation (Continued)

The Company's condensed interim consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair value. In addition, these condensed interim consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

Statement of compliance

The condensed interim consolidated financial statements of the Company have been prepared in accordance with IFRS applicable to the preparation of interim financial statements, including International Accounting Standards ("IAS") 34, Interim Financial Reporting, as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

On January 12, 2023, the board of directors approved the change in the fiscal year from January 31 to March 31 at the request of the Company's auditor due to the auditor's resource constraints. As a result, the 2023 fiscal year was for the 14-month period ended March 31, 2023.

Basis of consolidation

In addition to the Company, the condensed interim consolidated financial statements incorporate the financial statements of its wholly owned subsidiaries in the United States, IBAT USA, Inc. and Selective Adsorption Lithium, Inc. ("SAL").

A subsidiary is an entity over which the Company has control, directly or indirectly, where control is defined as the power to govern the financial and operating policies of an enterprise so as to obtain benefits from its activities. A subsidiary is consolidated from the date upon which control is acquired by the Company and all intercompany transactions and balances have been eliminated on consolidation.

3. Summary of Significant Accounting Policies

The accounting policies followed by the Company are set out in Note 3 to the audited annual financial statements for the fourteen months ended March 31, 2023, and have been consistently followed in the preparation of these condensed interim consolidated financial statements.

New accounting standards issued but not yet effective

Certain new accounting standards and interpretations have been issued but are not mandatory for the current period and have not been early adopted. The Company is currently assessing the impact of these standards and does not expect the impact to be material to the Company's current or future reporting periods.

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

4. Significant Accounting Judgments, Estimates and Assumptions

The preparation of the Company's condensed interim consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the condensed interim consolidated financial statements and reported amounts of income and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates. In preparing these condensed interim consolidated financial statements, the significant estimates and critical judgments were the same as those applied to the audited consolidated financial statements as at and for the fourteen months ended March 31, 2023.

5. Amounts Receivable

	June 30, 20	June 30, 2023			
GST receivable	\$ 23,	142	\$	22,626	
Other receivable		-		38,429	
	\$ 23,	142	\$	61,055	

6. Prepaid Expenses

	June 30, 2023	March 31, 2023
Prepaid expenses – current	\$ 463,969	\$ 372,702
Prepaid expenses – long term	110,729	275,800
	574,698	\$ 648,502

7. Equipment

During the three months ended June 30, 2023, \$Nil (three months ended July 31, 2022 - \$389,184) was paid or accrued by EVL Holdings LLC ("EVL") to engineers, consultants, and fabricators on the Company's behalf (Note 11). EVL are a related party to the Company by virtue of their significant shareholdings. As the lithium extraction unit is not yet in use, no depreciation has been recorded.

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

7. Equipment (Continued)

		Lithium	Office						
Cost	Extraction Unit		Co	Computer Equipment			t Total		
Balance at January 31, 2022	\$	24,128,075	\$	2,421	\$	-	\$	24,130,496	
Additions		8,820,859		2,282		1,996		8,825,137	
Balance at March 31, 2023		32,948,934		4,703		1,996		32,955,633	
Additions		814,102		-		-		814,102	
Balance at June 30, 2023	\$	33,763,036	\$	4,703	\$	1,996	\$	33,769,735	

	Lithium		Office	
Accumulated Depreciation	Extraction Unit	Computer	Equipment	Total
Balance at January 31, 2022	\$ -	\$ 484	\$ -	\$ 484
Depreciation	-	1,059	216	1,275
Balance at March 31, 2023	-	1,543	216	1,759
Depreciation	-	235	100	335
Balance at June 30, 2023	\$ -	\$ 1,778	\$ 316	\$ 2,094

	Lithium				Office			
Net Book Value	Extraction Unit		Computer		Equipment		Total	
Balance at March 31, 2023	\$	32,948,934	\$	3,160	\$	1,780	\$	32,953,874
Balance at June 30, 2023	\$	33,763,036	\$	2,925	\$	1,680	\$	33,767,641

8. Lithium Extraction Technology Asset Purchase

On April 12, 2018, the Company closed an asset purchase agreement with North American Lithium Inc. ("NAL") and SAL, a company formerly controlled by shareholders of NAL, pursuant to which the Company acquired (i) NAL's data, analysis and reports related to lithium extraction from oilfield brines for petrolithium extraction projects for consideration of US\$875,000 cash and (ii) 100% of the outstanding shares of SAL, which holds intellectual property for consideration of up to 25,309,488 common shares of the Company (the "Acquisition").

At the closing of the asset purchase transaction the Company issued 4,700,000 common shares with a fair value of \$2,256,000 as of the date of closing the asset purchase transaction. As part of the transaction, the Company also granted a 5% production income royalty to NAL on future product income.

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

8. Lithium Extraction Technology Asset Purchase (Continued)

The additional 20,609,488 in share-based consideration for the acquisition is in the form of milestone shares ("Milestone Shares") and will be issued upon SAL achieving certain milestones (the "Milestones") as follows:

Milestone	Number of performance shares to be issued
i) Shares upon SAL and the Company filing three U.S. or foreign patent applications with respect to intellectual property (filings completed)	4,000,000
ii) Shares upon SAL and the Company filing three additional patents with respect to intellectual property (filings completed)	5,536,496
iii) Shares upon SAL and the Company filing three additional patents with respect to intellectual property (filings completed)	5,536,496
iv) Shares upon the Company completing either of the following: one or more private placement financing(s) resulting in the issuance of an aggregate of no less than 5,000,000 common shares in the Company; or completing a laboratory – scale pilot plant for the processing of lithium or lithium concentrates (issued on November 7, 2018)	5,536,496

The Milestone Shares were contingently issuable, and their fair value at the time of the acquisition was estimated using a probability-weighted analysis based on the probability of achieving the Milestones. The resulting valuation was recorded as obligation to issue Milestone Shares of \$3,201,185. On November 7, 2018, the Company issued 5,536,496 Milestone Shares upon the satisfaction of Milestone (iv) above and transferred \$2,657,734 from obligation to issue shares to share capital.

During the twelve months ended January 31, 2022, the Company satisfied all Milestones related to the original acquisition of assets. As a result, the fair value of the obligation of the Milestone Shares was re-valued to \$5,426,022. The increase in the fair value of the Milestone Shares of \$4,882,571 has also been reflected as an addition to the Company's intellectual property (Note 9). On February 7, 2023, the balance of 15,072,992 Milestone Shares were issued to the shareholders of NAL and \$5,426,022 was transferred from obligation to issue shares to share capital.

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

8. Lithium Extraction Technology Asset Purchase (Continued)

In November 2018, the Company entered into licensing agreements as amended with Ensorcia Metals Corporation ("Ensorcia") and its wholly-owned subsidiaries, Sorcia and Ensorcia Argentina LLC ("EAL") whereby the Company issued lithium extraction technology licenses to Sorcia and EAL to use the first extraction systems manufactured by the Company in exchange for a six percent royalty (6%) on the gross sales price of all products produced and sold, less selling costs, using the licensed technology and a ten percent (10%) common membership interest in Sorcia and EAL. On February 4, 2021, the Company exchanged its ten percent (10%) interest in Sorcia and EAL for a ten percent (10%) participation interest in each of Sorcia's and EAL's future resource projects or lithium extraction facility where IBAT licensed rights are utilized. The definition of participation interest is to be agreed upon and calculated at the time any future resource projects are negotiated. By way of example, if a 50:50 joint venture is anticipated, the parties will reserve 10% participation interest for the Company, with the other signatories to the agreement each receiving a 45% interest. Ensorcia is a related party of the Company by virtue of significant shareholdings.

On February 21, 2023, the Company executed an amendment to the license agreements with Sorcia and EAL in which they agree to relinquish their rights to lease the first extraction system. In return, Sorcia and EAL shall receive priority over construction of the next IBAT extraction system on IBAT's construction schedule. The amendment to the agreements changed the termination date that the Company can terminate the agreement with Sorcia and EAL from December 31, 2023 to December 31, 2028.

The investments in Sorcia and EAL were accounted for as investments carried at FVTPL whose fair value at January 31, 2021 was \$Nil. The participation interest in Sorcia's and EAL's future resource projects had a net value of \$Nil at June 30, 2023 (March 31, 2023 - \$Nil).

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

9. Intangible Assets

Upon completion of the Acquisition (Note 8), the Company acquired certain intellectual property (the "Intellectual Property"), from the former shareholders of SAL. A continuity of the Company's intangible assets is as follows:

Cost	1	Intellectual property – SAL	Patent	Total
Balance, January 31, 2022	\$	11,600,058 \$	13,519	\$ 11,613,577
Additions		-	-	-
Balance, March 31, 2023		11,600,058	13,519	11,613,577
Additions		-	-	-
Balance, June 30, 2023	\$	11,600,058 \$	13,519	\$ 11,613,577

		Intellectual		
Accumulated Amortization]	property – SAL	Patent	Total
Balance, January 31, 2022	\$	3,270,210	\$ 78	\$ 3,270,288
Amortization		1,568,494	789	1,569,283
Balance, March 31, 2023		4,838,704	867	4,839,571
Amortization		336,106	169	336,275
Balance, June 30, 2023	\$	5,174,810	\$ 1,036	\$ 5,175,846

Intellectual					
Net Book Value	р	roperty – SAL	Patent	Total	
At March 31, 2023	\$	6,761,354 \$	12,652 \$	6,774,006	
At June 30, 2023	\$	6,425,248 \$	12,483 \$	6,437,731	

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

10. Right-of-Use Asset

Cost	Office	
Balance at January 31, 2022	\$	-
Additions	293,3	05
Foreign currency translation	17,5	45
Balance at March 31, 2023	310,8	50
Foreign currency translation	(6,47	71)
Balance at June 30, 2023	\$ 304,3	79

Accumulated Depreciation	(Office
Balance at January 31, 2022	\$	-
Depreciation		93,771
Foreign currency translation		2,699
Balance at March 31, 2023		96,470
Depreciation		31,923
Foreign currency translation		(2,443)
Balance at June 30, 2023	\$	125,950

Net Book Value	Office
Balance at March 31, 2023	\$ 214,380
Balance at June 30, 2023	\$ 178,429

Refer to Note 12 for description of lease.

11. Trade Payables and Other Liabilities

	June 30, 2023		March 31, 2023		
Trade payables (1)	\$	1,778,399	\$	2,317,326	
Accrued liabilities		342,632		467,837	
	\$	2,121,031	\$	2,785,163	

⁽¹⁾ Included in trade payables is \$940,500 (March 31, 2023 - \$960,495) owed to EVL (Notes 14 and 16).

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

12. Lease Liability

The Company entered into a sub-lease agreement for office space in Houston, Texas, commencing July 1, 2022 for a term of twenty-nine months at a monthly lease payment of USD\$8,495. The lease liability is calculated using an incremental borrowing rate of 5.65%.

	Office
Balance, January 31, 2022	\$ -
Additions	293,305
Lease liability payments	(100,540)
Accretion expense	11,134
Foreign currency translation	14,971
Balance, March 31, 2023	\$ 218,870
Lease liability payments	(34,227)
Accretion expense	2,922
Foreign currency translation	(4,128)
Balance, June 30, 2023	\$ 183,437

Allocated as:	June 30, 2023	March 31, 2023
Current	\$ 127,956	\$ 128,847
Non-current	55,481	90,023
Balance, June 30, 2023	\$ 183,437	\$ 218,870

Maturity analysis	June 30, 2023	March 31, 2023
Less than one year	\$ 135,040	\$ 137,911
One to three years	56,267	91,941
Total undiscounted lease liability	191,307	229,852
Amount representing implicit interest	(7,870)	(10,982)
Lease liability	\$ 183,437	\$ 218,870

The Company has elected not to recognize a lease liability for leases with an expected term of 12 months or less. Additionally, certain variable lease payments are not permitted to be recognized as lease liabilities and are recognized in profit and loss as incurred.

13. Share Capital

Authorized

Authorized share capital: an unlimited number of common shares with no par value.

Issued and outstanding

For the three months ended June 30, 2023, the Company:

a) On April 19, 2023, issued 422,498 common shares to Sorcia Minerals LLC for warrants that were exercised at \$0.58 for gross proceeds of \$245,049, which resulted in a transfer from equity reserves to share capital of \$87,476.

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

13. Share Capital (Continued)

- b) On April 21, 2023, completed a private placement financing of 6,396,999 units for gross proceeds of US\$5,000,000 (\$6,761,580). Each unit consisted of one common share and one share purchase warrant, with each warrant entitling the holder to purchase one additional common share for a period of two years from the date of issuance at an exercise price of \$1.21 per share. The Company recognized \$4,124,996 to share capital and \$2,636,584 to reserves. The Company paid an advisory fee of US\$300,000 (\$409,068).
- c) On June 30, 2023, issued 12,500 common shares pursuant to a restricted share unit agreement. The Company recognized \$15,500 in share capital.

For the fourteen months ended March 31, 2023, the Company:

- a) On February 24, 2022, completed a private placement financing of 3,333,333 units for gross proceeds of US\$10,000,000 (\$12,766,859). Each unit consisted of one common share and one share purchase warrant with each warrant entitling the holder to purchase one additional common share for a period of two years from the date of issue at an exercise price of \$3.83 per share. The Company recognized \$7,472,117 to share capital and \$5,294,742 to reserves. The Company paid an advisory fee of US\$600,000 (\$766,274) and will pay US\$300,000 upon the exercise of all of the warrants pursuant to the private placement, which will be recorded upon payment.
- b) On March 9, 2022, issued 600,000 common shares to former directors for options that were exercised at \$0.38 for gross proceeds of \$228,000 which resulted in a transfer from equity reserves to share capital of \$333,321.
- c) On July 27, 2022, received notice of its former CFO exercising 100,000 options at an exercise price of \$0.38 and 400,000 options at an exercise price of \$0.19, reflecting a total value of \$114,000. \$83,000 was received in cash, and it was mutually agreed upon to settle the remaining amount of \$31,000 against debt owing to the former CFO. On August 15, 2022, 500,000 common shares were issued to the former CFO which resulted in a transfer from equity reserves to share capital of \$129,920.
- d) On October 7, 2022, issued 2,550,000 common shares for options that were exercised at \$0.38 for gross proceeds of \$969,000 which resulted in a transfer from equity reserves to share capital of \$1,416,615. Of these options exercised, 2,350,000 were exercised by the former CFO, 100,000 were exercised by the spouse of the former CFO and 100,000 were exercised by a consultant of the Company.
- e) On October 20, 2022, issued 300,000 common shares to the former CFO for options that were exercised at \$0.62 for gross proceeds of \$186,000 which resulted in a transfer from equity reserves to share capital of \$234,960.

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

13. Share Capital (Continued)

- f) On January 30, 2023, issued 6,662,324 common shares at \$0.305 per share for gross proceeds of \$2,032,009 following the exercise of the pre-emptive rights under the private placement closed in August 2019. These common shares were issued at \$0.305 per share which was based on the 30 day volume-weighted average price on January 6, 2021 when notice was required to be provided to the parties providing them the opportunity to exercise their pre-emptive rights under the private placement closed in August 2019. During the fourteen months ended March 31, 2023, the Company determined these parties were not provided the opportunity to acquire enough common shares to maintain their percentage holding in the Company when they were previously provided with notice on January 6, 2021 and advised each of the parties of their right to acquire an additional 3,331,162 common shares at \$0.305 per share.
- g) On February 7, 2023, issued 15,072,992 Milestone Shares to the shareholders of NAL in relation to SAL achieving certain milestones subsequent to the acquisition by the Company (Note 8), which resulted in a transfer from obligation to issue shares to share capital of \$5,426,022. Included in the 15,072,992 Milestone Shares issued to the shareholders of NAL is 5,024,331 Milestone Shares that were issued to Dr. John Burba, Director of Global Technology, Director and former CEO. Christina Borgese and Marc Privitera through respective counsel, have agreed that the remaining 10,048,661 Milestone shares issued pursuant to the terms of the share exchange agreement will not be subject to the voluntary pooling conditions agreed to and accepted by Dr. Burba. The Company issued the remaining 10,048,661 Milestone shares to be equally distributed amongst each of Ms. Borgese and Mr. Privitera.
- h) On March 21, 2023, closed a private placement of 17,250,000 units of the Company at a price per unit of \$0.58 to Sorcia and EVL. Each unit consists of one common share and one common share purchase warrant entitling the holder thereof to acquire one common share of the Company at a price per common share of \$0.58 until April 19, 2023. The Company recognized \$6,433,488 to share capital and \$3,571,512 to reserves. Upon closing of the private placement, Sorcia exercised 8,202,502 of its share purchase warrants at \$0.58 per common share for 8,202,502 common shares, which resulted in a transfer from reserves to share capital of \$1,698,280. Also, upon closing of the private placement, EVL exercised all 8,625,000 of its share purchase warrants at \$0.58 per common share for 8,625,000 common shares, which resulted in a transfer from reserves to share capital of \$1,785,756. In lieu of receiving cash proceeds for the issuance of 34,077,502 common shares, the Company settled \$9,759,951 of its balance owing to Sorcia (Notes 11 and 15) and \$10,005,000 of its balance owing to EVL (Notes 11 and 15).

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

13. Share Capital (Continued)

Weighted average breakdown

Per share amounts

	For the three months ended June 30, 2023	For the three months ended July 31, 2022
Weighted average number of shares outstanding:		
Issued common shares as at beginning of period	195,435,910	136,273,092
Effect of common shares issued during the period	5,250,410	-
Weighted average number of shares outstanding – basic and		_
diluted	200,686,320	136,273,092
Loss per share – basic and diluted	\$ (0.02)	\$ (0.02)

14. Reserves

Stock options

The Company has a stock option plan (the "Plan") which provides eligible directors, officers, employees and consultants of the Company with the opportunity to acquire an ownership interest in the Company and is the basis for the Company's long-term incentive scheme. The Plan is administered by the Board, or if appointed, by a special committee of directors appointed from time to time by the Board. The maximum number of common shares issuable under the Plan shall not exceed 10% of the number of common shares of the Company issued and outstanding as of each award date, inclusive of all common shares reserved for issuance pursuant to previously granted stock options. The exercise price of options granted under the Plan will not be less than the closing market price of the Company's common shares on the exchange. The options have a maximum term of ten years from date of issue and vesting is determined by the Board.

During the three months ended June 30, 2023:

- On May 3, 2023, the Company granted 2,100,000 stock options exercisable at \$1.12 for a period of five years to directors and management of the Company. 1,900,000 options vested upon date of grant, and 200,000 options vest one year from the date of grant. The fair value of the options vested during the three months ended June 30, 2023 of \$1,857,679 was recorded as share-based payment expense included in general and administrative expenses and was calculated using the Black-Scholes Option Pricing Model.
- On June 7, 2023, the Company amended the exercise price of 1,800,000 stock options previously granted to officers, directors and employees of the Company with exercise prices ranging from \$3.50 to \$4.37 per share to the greater of \$1.12 per share and the greater of the trading price of the Company's common shares immediately proceeding the date of grant and the trading price of the Company's common shares on the date of grant. In order to amend the exercise price of the 1,800,000 stock options, the Company cancelled 1,800,000 stock options on June 7, 2023 and issued replacement options on July 7, 2023 following a thirty day grace period at the amended exercise price of \$1.41 per share, which was the trading price of the Company's common shares on the date of grant.

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

14. Reserves (Continued)

During the fourteen months ended March 31, 2023:

- On March 5, 2022, the Company granted 1,000,000 stock options exercisable at \$4.37 for a period of five years to directors and management of the Company. The options vested immediately upon grant. The fair value of the options of \$3,826,912 was recorded as share-based payment expense included in general and administrative expenses and was calculated using the Black-Scholes Option Pricing Model.
- On March 9, 2022, 600,000 stock options were exercised which resulted in a transfer from equity reserves to share capital of \$333,321 (Note 13).
- On May 16, 2022, the Company granted 200,000 stock options exercisable at \$4.10 for a period of five years to an employee of the Company. The options vest equally over 3 years commencing on the date of grant. The fair value of the options vested during the fourteen month period ended March 31, 2023 of \$466,599 was recorded as share-based payment expense included in general and administrative expenses and was calculated using the Black-Scholes Option Pricing Model.
- On July 1, 2022, the Company granted 600,000 stock options exercisable at \$3.50 for a period of five years to the CEO and former President of the Company. 300,000 options vested upon the date of grant, and 300,000 options vest one year from the date of grant. The fair value of the options vested during the fourteen month period ended March 31, 2023 of \$1,609,566 was recorded as share-based payment expense included in general and administrative expenses and was calculated using the Black-Scholes Option Pricing Model.
- On August 15, 2022, 500,000 stock options were exercised which resulted in a transfer from equity reserves to share capital of \$129,920 (Note 13).
- On October 7, 2022, 2,550,000 stock options were exercised which resulted in a transfer from equity reserves to share capital of \$1,416,615 (Note 13).
- On October 20, 2022, 300,000 stock options were exercised which resulted in a transfer from equity reserves to share capital of \$234,960 (Note 13).

The following table summarizes information regarding stock options outstanding and exercisable as at June 30, 2023

E		Number of outions	Number of outions	Weighted-average
Exercise		Number of options	Number of options	remaining contractual
price	Expiry date	outstanding	exercisable	life (years)
\$0.19	August 28, 2023	800,000	800,000	0.16
\$0.38	January 5, 2026	4,898,500	4,898,500	2.52
\$0.57	June 15, 2026	400,000	400,000	2.96
\$3.19	January 21, 2027	320,000	240,000	3.56
\$4.37 (1)	March 5, 2027	1,000,000	1,000,000	3.68
\$4.10 (1)	May 16, 2027	200,000	100,000	3.88
\$3.50 (1)	July 1, 2027	600,000	300,000	4.01
\$1.12	May 3, 2028	2,100,000	1,900,000	4.85
Total		10,318,500	9,638,500	3.09

⁽¹⁾ The exercise price of these 1,800,000 stock options was amended on July 7, 2023 to an exercise price of \$1.41.

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

14. Reserves (Continued)

Warrants

The following table summarizes information regarding warrants outstanding and exercisable as at June 30, 2023:

Exercise		Number of warrants	Weighted-average remaining
price	Expiry date	outstanding and exercisable	contractual life (years)
\$1.21	February 24, 2024	3,333,333	0.65
\$1.21	April 21, 2025	6,396,999	1.81
Total		9,730,332	1.41

During the three months ended June 30, 2023:

- On April 19, 2023, 422,498 warrants were exercised at \$0.58 per share for gross proceeds of \$245,049. As a result, \$87,476 were transferred from equity reserves to share capital.
- On April 21, 2023, the Company amended the exercise price of 3,333,333 warrants issued under the private placement completed on February 24, 2022 from \$3.83 per share to \$1.21 per share.
- On April 21, 2023, the Company issued 6,396,999 share purchase warrants (Note 13) as part of a private placement financing with each warrant entitling the holder to purchase one additional common share for a period of two years from the date of issue at an exercise price of \$1.21 per share (Note 13).

During the fourteen months ended March 31, 2023:

- On February 24, 2022, the Company issued 3,333,333 share purchase warrants (Note 13) as part of a private placement financing with each warrant entitling the holder to purchase one additional common share for a period of two years from the date of issue at an exercise price of \$3.83 per share. The Company paid an advisory fee of US\$600,000 and will pay an additional US\$300,000 upon the exercise of all of the warrants pursuant to the private placement (Note 13).
- On March 21, 2023, the Company issued 17,250,000 share purchase warrants (Note 13) as part of a private placement with Sorcia and EVL with each warrant entitling the holder to purchase one additional common share until April 19, 2023, at an exercise price of \$0.58 per share. On March 21, 2023, Sorcia exercised 8,202,502 of its warrants at \$0.58 per common share and EVL exercised all 8,625,000 of its warrants at \$0.58 per common share (Note 13). In lieu of receiving cash proceeds for the exercise of the 8,202,502 and 8,625,000 warrants for Sorcia and EVL, respectively the Company settled \$4,757,451 and \$5,002,500 of the balance owing to Sorcia and EVL, respectively.

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

14. Reserves (Continued)

Stock option and warrant transactions are summarized as follows:

	Warrai	nts	Options			
	Number	Weighted average exercise price	Number	Weighted average exercise price		
Balance, January 31, 2022	- \$	-	10,368,500 \$	0.46		
Granted	20,583,333	1.11	1,800,000 (1)	4.05		
Exercised	(16,827,502)	0.58	(3,950,000)	0.38		
Balance, March 31, 2023	3,755,831	3.46	8,218,500	1.28		
Granted	6,396,999	1.21	2,100,000	1.12		
Exercised	(422,498)	0.58	-	-		
Balance, June 30, 2023	9,730,332 \$	1.21	10,318,500 \$	1.25		

⁽¹⁾ The exercise price of these 1,800,000 stock options was amended on July 7, 2023 to an exercise price of \$1.41.

Fair value determination

Fair values were estimated using the Black-Scholes Option Pricing Model with the following assumptions:

	Three ended	hree ended June 30, 2023 Fourteen months ended Ma 2023				
	Options	Warrants	Options Warra			
Risk-free interest rate	2.87%	3.73%	1.49 – 3.10%	1.52 - 3.70%		
Share price on grant date	\$1.12	\$1.19	\$3.50 - \$4.37	\$1.30 - \$3.72		
Expected volatility	128%	126%	134 - 136%	39 - 149%		
Expected life (years)	5.00	2.00	5.00	0.08 - 2.00		
Expected dividend yield	0.00%	0.00%	0.00%	0.00%		

The expected volatility assumptions have been developed taking into consideration historical volatility of the Company's share price.

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

14. Reserves (Continued)

Restricted Share Unit Plan

On November 25, 2020, the Company adopted a restricted share unit plan (the "RSU Plan") which allows for certain discretionary bonuses and similar awards, related to the achievement of long-term financial and strategic objectives of the Company, to be provided to eligible directors, officers, employees and consultants of the Company. The RSU Plan is administered by the Board, or if appointed, by a special committee of directors appointed from time to time by the Board. The maximum number of common shares issuable under the RSU Plan shall not exceed 10% of the number of common shares of the Company issued and outstanding as of each award date. The CEO and former President of the Company was issued \$600,000 USD (\$773,160) in restricted share units on July 1, 2022 with \$300,000 USD (\$386,580) of the restricted share units vesting on July 1, 2023 and the remaining \$300,000 USD (\$386,580) of restricted share units vesting on July 1, 2024. The Company issued 220,902 restricted share units based on a share price of \$3.50 on July 1, 2022 with 110,451 of the units vesting on July 1, 2023 and 110,451 units vesting on July 1, 2024.

On June 30, 2023, the Company granted 12,500 restricted share units to an employee and issued the shares to settle the RSU's. The Company recognized \$15,500 to share capital.

Restricted share unit transactions are summarized as follows:

	Outstanding
Balance, January 31, 2022	-
Granted	220,902
Balance, March 31, 2023	220,902
Granted	12,500
Exercised	(12,500)
Balance, June 30, 2023	220,902

15. Related Party Transactions

Key management personnel compensation and other related party transactions

Key management personnel include directors and officers of the Company. The remuneration of directors and other members of key management are as follows:

	Three months ended June 30, 2023	Three months ended July 31, 2022
Management fees, salaries and benefits (1)	\$ 325,705	\$ 289,994
Directors' fees (1)	100,368	78,265
Share-based payments (1)	2,056,776	-
	\$ 2,482,849	\$ 368,259

⁽¹⁾ Management fees, salaries and benefits, directors fees and share-based payments are included in general and administrative expenses.

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

15. Related Party Transactions (Continued)

The Company has entered into agreements with officers that include termination and change of control clauses. In the case of termination and change of control, the officers are entitled to certain amounts payable. As at June 30, 2023, the Company had two of these types of agreements with officers of the Company that totaled annual base fees of \$703,500. In the case of termination, the officers are entitled to an amount equal to \$485,750 and a bonus payment equal to the pro-rata portion of annual or target bonus for the year. In a change of control the foregoing applies as well as accelerated vesting of equity awards.

During the three months ended June 30, 2023 and July 31, 2022, other related party transactions consisted of the following:

- Included in general and administrative expenses is \$Nil (July 31, 2022 \$6,877) in advertising and promotion fees paid to the son of the Company's Director of Global Technology, Director and former CEO.
- During the three months ended June 30, 2023, Sorcia exercised 422,498 warrants at \$0.58 per share for gross proceeds of \$245,049 (Note 14).
- During the three months ended June 30, 2023, the Company granted 1,900,000 stock options exercisable at \$1.12 for a period of five years to directors and officers of the Company (Note 14).
- During the three months ended June 30, 2023, the Company amended the exercise price of 1,600,000 stock options previously granted to officers and directors of the Company with exercise prices ranging from \$3.50 to \$4.37 per share to the greater of \$1.12 per share and the greater of the trading price of the Company's common shares immediately proceeding the date of grant and the trading price of the Company's common shares on the date of grant. In order to amend the exercise price of the 1,600,000 stock options, the Company cancelled 1,600,000 stock options on June 7, 2023 and issued replacement options on July 7, 2023 following a thirty day grace period at the amended exercise price of \$1.41 per share, which was the trading price of the Company's common shares on the date of grant (Note 14).
- During the three months ended July 31, 2022, the Company granted 600,000 stock options exercisable at \$3.50 for a period of five years to the CEO and former President of the Company (Note 14). During the three months ended July 31, 2022, the Company also granted \$600,000 USD of restricted share units to the CEO and former President of the Company with \$300,000 USD of the restricted share units vesting on July 1, 2023 and \$300,000 USD of the restricted share units vesting on July 1, 2024 (Note 14).

Due from/to related parties

At June 30, 2023, \$1,022,889 (March 31, 2023 - \$1,245,861) was due to directors and former directors and related parties and is included in trade payables and accrued liabilities. Included in this amount at June 30, 2023 was \$940,500 (March 31, 2023 - \$960,495) owed to EVL (Note 11). The balance owing was a result of EVL making payments on the Company's behalf for the development of the lithium extraction unit. The amounts owing to related parties were unsecured, non-interest bearing and due on demand.

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

16. General and Administrative Expenses

	For the three months ended June 30, 2023	For the three months ended July 31, 2022		
Advertising and promotion	\$ 5,687	\$	73,022	
Accretion expense	2,923		1,381	
Bank charges and interest	2,458		5,196	
Depreciation (Notes 7 and 10)	32,258		10,349	
Filing fees	5,660		38,975	
Foreign exchange loss	137,562		(65,562)	
Management fees, salaries and benefits (Note 15)	423,160		457,245	
Meals and entertainment and travel	57,898		65,745	
Office and miscellaneous	177,622		116,700	
Professional fees	976,468		762,000	
Rent	12,332		184,950	
Share-based payments (Notes 14 and 15)	2,346,719		448,724	
	\$ 4,180,747	\$	2,098,725	

For the three months ended July 31, 2022, the Company has reclassified consulting fees to different operating expense items on the condensed interim consolidated statement of loss and comprehensive loss.

17. Supplemental Disclosures with Respect to Cash Flows

	For the nree months led June 30, 2023	-	For the ree months led July 31, 2022
Equipment purchases included in trade payables and other liabilities	\$ 282,606	\$	278,714
Equipment purchases included in amounts owed to EVL	\$, -	\$	389,184
Right-of-use asset additions	\$ -	\$	293,305
Obligation to issue shares offset against accounts payable	\$ -	\$	31,000
Value of exercised warrants transferred to share capital	\$ 87,476	\$	_
Interest paid	\$ 2,923	\$	1,381

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

18. Contingency

In April 2021, former Company employees and directors and a company which they control, filed a complaint in the United States District Court for the District of Colorado against the Company for alleged wrongful dismissal and breach of a share exchange agreement. The complaint alleges non-payment of wages and benefits, appropriation of property and interference in outside employment. The Company is objecting to the complaint, has retained counsel to address and filed a countersuit alleging the counterclaim defendants diverted Company work to themselves and interfered with contractual relations. The amounts and outcome of the complaint cannot be determined at this time and has not been accrued for in the condensed interim consolidated financial statements for the three months ended June 30, 2023.

19. Capital Risk Management

The Company manages its capital structure and makes adjustments to it to effectively support the development and acquisition of technologies for the extraction and processing of lithium from various sources, as well as the acquisition of lithium resource properties. In the definition of capital, the Company includes, as disclosed on its condensed interim consolidated statements of financial position: share capital, deficit and reserves.

The Company is dependent on external financing to fund its activities. In order to carry out the planned development and acquisitions and pay for general administrative costs, the Company will be using its existing working capital and will raise additional amounts as needed. The Company will continue to develop and acquire new technology if it feels there is sufficient economic potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management during the three months ended June 30, 2023. The Company is not subject to externally imposed capital requirements and does not have exposure to asset-backed commercial paper or similar products.

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

20. Financial Instruments and Risk Management

Categories of financial instruments

	J	une 30, 2023	March 31, 2023	
FINANCIAL ASSETS		,		,
FVTPL, at fair value				
Cash	\$	3,923,494	\$	406,860
At amortized cost				
Other receivable		_		38,429
Total financial assets	\$	3,923,494	\$	445,289
FINANCIAL LIABILITIES				
Other liabilities, at amortized cost				
Trade payables and other liabilities	\$	2,121,031	\$	2,785,163
Lease liability		183,437		218,870
Total financial liabilities	\$	2,304,468	\$	3,004,033

The Company has classified fair value measurements of its financial instruments using a fair value hierarchy that reflects the significance of inputs used in making the measurements as follows:

- Level 1 fair value measurements are those derived from quoted prices in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1, that are observable either directly or indirectly.
- Level 3 fair value measurements are those derived from valuation techniques that include inputs that are not based on observable market data.

The fair value of financial assets and financial liabilities at amortized cost is determined based on discounted cash flow analysis or using prices from observable current market transactions. The Company considers that the carrying amount of all its financial assets and financial liabilities recognized at amortized cost in the condensed interim consolidated financial statements approximates their fair value due to the demand nature or short-term maturity of these instruments. Cash is measured using level 1 of the fair value hierarchy. Financial assets do not include amounts due from a government agency as it is a statutory (not contractual) obligation.

Credit risk

Financial instruments that potentially subject the Company to credit risk consist of cash. The Company manages its credit risk relating to cash by dealing only with high-rated financial institutions as determined by rating agencies. As a result, credit risk is considered insignificant. The Company does not consider any of its financial assets to be impaired.

Notes to the Condensed Interim Consolidated Financial Statements For the three months ended June 30, 2023 and July 31, 2022 (Expressed in Canadian dollars) (Unaudited)

20. Financial Instruments and Risk Management (Continued)

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities. The Company manages liquidity risk by maintaining sufficient cash balances to enable settlement of transactions on the due date. The Company is exposed to liquidity risk. The Company addresses its liquidity by raising capital through the issuance of equity. While the Company has been successful in securing financings in the past, there is no assurance that it will be able to do so in the future.

Foreign currency risk

Foreign currency risk is the risk that a variation in exchange rates between the Canadian dollar and the U.S. dollar will affect the Company's operations and financial results. The operating results and financial position of the Company are reported in Canadian dollars.

As at June 30, 2023, the Company held cash of approximately \$3,922,700 and trade payables and other liabilities of \$1,752,051 denominated in U.S. dollars. As at June 30, 2023, if the value of the Canadian dollar had strengthened or weakened by 5% against the U.S. dollar, with all other variables held constant, comprehensive loss would have been approximately \$109,000 lower or higher respectively.

Other risks

Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest rate risk and commodity price risk arising from financial instruments.

21. Segmented Information

The Company has a single reportable segment, the acquisition and development of advanced technology focused on Lithium brine extraction. All non-current assets are domiciled in the United States.