GOLD'N FUTURES MINERAL CORP.

(AN EXPLORATION STAGE COMPANY)

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

FOR THE PERIODS ENDED

JUNE 30, 2024 AND 2023

(EXPRESSED IN CANADIAN DOLLARS)

(UNAUDITED – PREPARED BY MANAGEMENT)

NOTICE TO READER

REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the condensed interim consolidated financial statements, they must be accompanied by a notice indicating that the condensed interim consolidated financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements of Gold'n Futures Mineral Corp. (the "Company") have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of condensed interim consolidated financial statements by an entity's auditor.

Condensed Interim Consolidated Statements of Financial Position
(Expressed in Canadian dollars)
(Unaudited)

As at	June 30, 2024 $	December 31, 2023 (Audited) $
Assets		
Current assets		
Cash	**6,102**	67,117
Sales tax recoverable	**32,173**	23,909
Prepaid expenses (Note 6)	**38,665**	34,167
Total current assets	**76,940**	125,193
Long-term assets		
Exploration and evaluation assets (Note 7)	**1,128,717**	1,113,532
Total assets	**1,205,657**	1,238,725
Liabilities and Shareholders' Equity		
Current liabilities		
Accounts payable and accrued liabilities (Notes 8 and 11)	**826,915**	787,221
Flow through share premium (Note 10)	**142,702**	144,300
Total liabilities	**969,617**	931,521
Shareholders' Equity		
Share capital (Note 9)	**28,306,748**	28,033,053
Reserves	**2,201,430**	2,288,485
Deficit	**(30,272,138)**	(30,014,334)
Total Shareholders' Equity	**236,040**	307,204
Total liabilities and shareholders' Equity	**1,205,657**	1,238,725

Nature of Operations and Going Concern (Note 1)

Approved on behalf of the Board on September 11, 2024:

"Vicki Rosenthal" ***"Matt Fish"***

Director – Vicki Rosenthal Director – Matt Fish

The accompanying notes are integral to these condensed interim consolidated financial statements.

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian dollars)
(Unaudited)

	Three months ended		Six months ended	
	June 30, 2024 $	June 30, 2023 $	June 30, 2024 $	June 30, 2023 $
Expenses				
Consulting fees	**11,600**	42,829	**71,600**	100,000
Corporate development	**18,205**	69,455	**40,360**	102,151
General and office administration	**656**	10,207	**3,909**	36,541
Professional fees (Note 11)	**45,322**	46,315	**90,910**	98,327
Registration, filing and transfer agent fees	**170**	12,939	**1,280**	16,429
Share-based compensation (Note 9)	**-**	60,875	**105,000**	296,912
Loss before other items	**(75,953)**	(230,620)	**(313,059)**	(650,360)
Other items				
Premium on flow-through shares (Note 10)	**79**	3,682	**1,598**	12,252
Gain on debt settlement (Note 9)	**41,602**	-	**41,602**	40,000
	41,681	3,682	**43,200**	52,252
Net loss and comprehensive loss for the period	**(34,272)**	(226,938)	**(269,859)**	(598,108)
Net loss and comprehensive loss per share	**(0.00)**	(0.00)	**(0.00)**	(0.00)
Weighted average number of shares outstanding	**210,871,308**	177,856,242	**205,845,840**	177,856,242

The accompanying notes are integral to these condensed interim consolidated financial statements.

Condensed Interim Consolidated Statement of Changes in Shareholders' Equity
(Expressed in Canadian dollars)
(Unaudited)

	Number of Shares	Share Capital ($)	Share-Based Payments Reserve ($)	Warrant Reserve ($)	Deficit ($)	Total ($)
Balance, December 31, 2022	171,856,242	27,684,744	942,249	1,218,565	(24,085,197)	5,760,361
Settlement of debt	2,000,000	60,000	-	-	-	60,000
Conversion of RSUs	4,000,000	120,000	(120,000)	-	-	-
Share-based compensation	-	-	296,912	-	-	296,912
Loss for the period	-	-	-	-	(598,108)	(598,108)
Balance, June 30, 2023	177,856,242	27,864,744	1,119,161	1,218,565	(24,683,305)	5,519,165
Balance, December 31, 2023	**197,761,242**	**28,033,053**	**1,142,566**	**1,145,919**	**(30,014,334)**	**307,204**
Conversion of RSUs	**8,000,000**	**180,000**	**(180,000)**	**-**	**-**	**-**
Settlement of debt	**18,738,967**	**93,695**	**-**	**-**	**-**	**93,695**
Share-based compensation	**-**	**-**	**105,000**	**-**	**-**	**105,000**
Expiry of finders' warrants	**-**	**-**	**-**	**(12,055)**	**12,055**	**-**
Loss for the period	**-**	**-**	**-**	**-**	**(269,859)**	**(269,859)**
Balance, June 30, 2024	**224,500,209**	**28,306,748**	**1,067,566**	**1,133,864**	**(30,272,138)**	**236,040**

The accompanying notes are integral to these condensed interim consolidated financial statements.

(AN EXPLORATION STAGE COMPANY)

Condensed Interim Consolidated Statement of Cash Flows
(Expressed in Canadian Dollars)
(Unaudited)

For the six month period ended,	**June 30, 2024** **$**	June 30, 2023 $
Cash flows used in for operating activities		
Net loss and comprehensive loss for the period	**(269,859)**	(598,108)
Adjustments for items not involving cash:		
Gain on settlement of debt	**(41,602)**	(40,000)
Premium on flow-through shares	**(1,598)**	(12,252)
Share-based compensation	**105,000**	296,912
	(208,059)	(353,448)
Changes in non-cash working capital items:		
Prepaid expenses	**1,994**	2,299
Sales tax recoverable	**(14,756)**	15,932
Accounts payable and accrued liabilities	**160,556**	75,007
Net cash used in operating activities	**(60,265)**	(260,210)
Cash flows used in investing activities		
Exploration and evaluation assets	**(750)**	(516,389)
Net cash used in investing activities	**(750)**	(516,389)
Change in cash during the period	**(61,015)**	(776,599)
Cash, beginning balance	**67,117**	823,450
Cash, ending balance	**6,102**	46,851

Supplemental disclosure with respect to cash flows (Note 11)

The accompanying notes are integral to these condensed interim consolidated financial statements.

Notes to the Condensed Interim Consolidated Financial Statements
For the periods ended June 30, 2024 and 2023
(Expressed in Canadian dollars)
(Unaudited)

1. NATURE OF OPERATIONS AND GOING CONCERN

Gold’n Futures Mineral Corp. (formerly European Metals Corp.), (the “Company” or “Gold’n Futures”) is in the exploration stage and engaged principally in the acquisition and exploration of mineral properties. The mailing address of the Company is 409 - 22 Leader Lane, Toronto, Ontario, M5E 0B2, and its head office is located at Suite 1890 - 1075 West Georgia Street, Vancouver, British Columbia, V6C 3C9. Effective July 6, 2020, the Company changed its name from European Metals Corp. to Gold’n Futures Mineral Corp.

The shares of the Company are listed on the Canadian Stock Exchange (the “CSE”) under the symbol “FUTR" and on the Frankfurt Stock Exchange under the symbol “G6M”.

As at June 30, 2024, the Company has not generated any revenues from operations. The Company realized a net loss of $269,859 (2023 - $598,108) for the period, and a working capital deficiency of $892,677 (December 31, 2023 – $806,328) and an accumulated deficit of $30,272,138 (December 31, 2023 - $30,014,334). The Company’s operations have been primarily funded from equity financings which are dependent upon many external factors and may be difficult to impossible to secure or raise when required. The Company will continue to require additional funding to maintain its ongoing levels of operations and administration, and retire its indebtedness as they come due. While the Company has been successful in securing financings in the past, there can be no assurance that it will be able to do so in the future.

These condensed interim consolidated financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business operations for the foreseeable future. Realization values may be substantially different from carrying values as shown and these consolidated financial statements do not give effect to the adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. The Company’s assets may also be subject to increases in taxes and royalties, renegotiation of contracts, currency exchange fluctuations and restrictions, and political uncertainty. The Company’s ability to continue as a going concern is dependent upon the ability of the company to obtain the necessary financing to develop its properties.

Longer term, the Company may pursue opportunities to raise additional capital through equity markets; however, there can be no assurance it will be able to raise funds in the future. The ultimate ability of the Company to remain a going concern and complete exploration and development of properties, if properties are proven successful, is dependent upon successfully raising additional capital.

These condensed interim consolidated financial statements financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets, liabilities and reported expenses should the Company be unable to continue as a going concern. These adjustments could be material.

2. BASIS OF PREPARATION AND STATEMENT OF COMPLIANCE

Statement of Compliance

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and in accordance with IAS 34 – Interim Financial Reporting. These condensed interim consolidated financial statements do not include all of the information required for annual financial statements and should be read in conjunction with the Company’s audited financial statements for the year ended December 31, 2022. These condensed interim consolidated financial statements have been prepared following the same accounting policies as the Company’s audited consolidated financial statements for the year ended December 31, 2023.

The Board of Directors approved these condensed interim consolidated financial statements on September 11, 2024.

Basis of Presentation

These condensed interim consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information. In addition, these condensed interim consolidated financial statements have been prepared on the historical-cost basis, except for the revaluation of certain financial assets and financial liabilities to fair value.

2. BASIS OF PREPARATION AND STATEMENT OF COMPLIANCE (continued)

Basis of Consolidation

The condensed interim consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries; Mantis Explorations Inc., Mantis Explorations Ltd., Avenue Bancorp Ltd., and University Avenue Management Ltd.

The results of subsidiaries acquired or disposed of during the years presented are included in the condensed interim consolidated statement of loss and comprehensive loss from the effective date of acquisition and up to the effective date of disposal, as appropriate. All intercompany transactions, balances, income and expenses are eliminated upon consolidation.

Functional and presentation currency

These condensed interim consolidated financial statements are presented in Canadian dollars, which is the Company's functional currency.

3. MATERIAL ACCOUNTING POLICIES

In preparing these condensed interim consolidated financial statements, the significant accounting policies and the significant judgments made by management in applying the Company's significant accounting policies and key sources of estimation uncertainty were the same as those that applied to the Company's audited consolidated financial statements for the year ended December 31, 2023.

The preparation of condensed interim consolidated financial statements requires that the Company's management make judgments and estimates of effects of uncertain future events on the carrying amounts of the Company's assets and liabilities at the end of the reporting period. Actual future outcomes could differ from present estimates and judgments, potentially having material future effects on the Company's condensed interim financial statements. Estimates are reviewed on an ongoing basis and are based on historical experience and other facts and circumstances. Revisions to estimates and the resulting effects on the carrying amounts of the Company's assets and liabilities are accounted for prospectively.

Segment Reporting

The Company determined that it had only one operating segment, the mining exploration.

4. CAPITAL RISK MANAGEMENT

The Company includes equity, comprising issued share capital and deficit, in the definition of capital, which as at June 30, 2024 totaled a deficit of $30,272,138 (December 31, 2023 - $30,014,334).

The Company's primary objective with respect to its capital management is to ensure that it has sufficient cash resources to fund its exploration commitments. To secure the additional capital necessary to continue with the exploration of mineral properties, the Company may attempt to raise additional funds through the issuance of debt or equity. The Company is not subject to any capital requirements imposed by a lending institution.

The Company monitors its capital structure and makes adjustments according to market conditions in an effort to meet its objectives given the current outlook of the business and industry in general. The Company may manage its capital structure by issuing new shares and adjusting capital spending. The capital structure is reviewed by management and the Board of Directors on an ongoing basis.

There were no changes in the Company's process, policies and approach to capital management during the period ended June 30, 2024.

5. FINANCIAL INSTRUMENTS

Fair value hierarchy

The Company's financial instruments consist of cash and accounts payable and accrued liabilities.

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: Valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities;
Level 2: Valuations based on directly or indirectly observable inputs in active markets for similar assets or liabilities, other than Level 1 prices, such as quoted interest or currency exchange rates; and
Level 3: Valuations based on significant inputs that are not derived from observable market data, such as discounted cash flow methodologies based on internal cash flow forecasts.

The fair value of the Company's cash is classified as a Level 1 fair value measurement. The Company does not have any Level 2 or 3 fair value measurements.

As at June 30, 2024, the fair values of the Company's financial instruments approximate their carrying values due to the relatively short-term maturity of these instruments. The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk (including interest rate risk, foreign currency risk and price risk).

(i) Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash. Cash is held with a Canadian chartered bank, from which management believes the risk of loss to be minimal.

(ii) Liquidity risk

Liquidity risk is the risk that the Company may not have sufficient cash resources to meet its financial obligations as they come due. The Company's liquidity and operating results may be adversely affected if its access to the capital market is hindered, whether as a result of a downturn in stock market conditions generally or matters specific to the Company. The Company generates cash flow primarily from its financing activities. As at June 30, 2024, the Company had cash and cash equivalents of $6,102 (December 31, 2023 - $67,117) to settle trade accounts payable and accrued liabilities, and flow through share premium of $969,617 (December 31, 2023 - $931,521). The Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms. The Company regularly evaluates its cash position to ensure preservation and security of capital as well as liquidity. As discussed in Note 1, the Company's ability to continually meet its obligations and carry out its planned exploration activities is uncertain and dependent upon the continued financial support of its shareholders and securing additional financing. Management is continuing in its efforts to secure a financing and believes it will be successful.

(iii) Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates and foreign exchange rates.

(iv) Interest rate risk

The Company has cash and cash equivalent balances and no variable interest-bearing debt. The Company's current policy is to invest excess cash in guaranteed investment certificates issued by a Canadian chartered bank with which it keeps its bank accounts. The Company periodically monitors the investments it makes and is satisfied with the credit worthiness of its Canadian chartered bank.

(v) Foreign currency risk

The Company's functional and presentation currency is the Canadian dollar and major purchases are transacted in Canadian dollars. The Company at the present time does not have any foreign currency balances subject to foreign currency risk.

(Expressed in Canadian dollars)

5. FINANCIAL INSTRUMENTS (continued)

(vi) Sensitivity analysis

Based on management's knowledge and experience of the financial markets, the Company believes the following movements are reasonably possible over a twelve-month period:

Cash is subject to floating interest rates. The Company has no variable debt and receives low interest rates on its cash and cash equivalents balances. As such, the Company does not have significant interest rate risk.

6. PREPAID EXPENSES

The prepaid expenses are comprised as follows:

	June 30, 2024 $	December 31, 2023 $
Exploration and evaluation expenditures	30,000	30,000
Professional fees	2,173	4,167
	32,173	34,167

7. EXPLORATION AND EVALUATION ASSETS

For the period ended June 30, 2024:

Title to exploration and evaluation assets involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral claims. The Company has investigated title to all of its exploration and evaluation assets and, to the best of its knowledge; title to all of its exploration and evaluation assets is in good standing.

	Canada			
	Hercules-Elmhirst Project	Brady Gold Project	Handcamp Project	Total
Balance, December 31, 2023	$ -	$ 1,093,132	$ 20,400	$ 1,113,532
Additions during the period:				
Geological consulting	-	12,500	-	12,500
Mapping	2,685	-	-	2,685
Total for the period	2,685	12,500	-	15,185
Impairment during the period	-	-	-	-
Balance, June 30, 2024	$ 2,685	$ 1,105,632	$ 20,400	$ 1,128,717

For the year ended December 31, 2023:

Title to exploration and evaluation assets involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral claims. The Company has investigated title to all of its exploration and evaluation assets and, to the best of its knowledge; title to all of its exploration and evaluation assets is in good standing.

Notes to the Condensed Interim Consolidated Financial Statements
For the periods ended June 30, 2024 and 2023
(Expressed in Canadian dollars)
(Unaudited)

7. EXPLORATION AND EVALUATION ASSET (continued)

	Canada			
	Hercules-Elmhirst Project	Brady Gold Project	Handcamp Project	Total
Balance, December 31, 2022	$ 4,220,290	$ 1,072,633	$ 20,400	$ 5,313,323
Additions during the year:				
Acquisition costs	400,000	-	-	400,000
Geological consulting	116,490	20,499	-	136,989
Mapping	1,500	-	-	1,500
Total for the year	517,990	20,499	-	538,489
Impairment during the year	(4,738,280)	-	-	(4,738,280)
Balance, December 31, 2023	$ -	$ 1,093,132	$ 20,400	$ 1,113,532

(a) Hercules - Elmhirst Property, Ontario, Canada

On October 15, 2020, the Company entered into an Option Agreement, as amended, (the "Agreement") with Argonaut Gold Inc. ("Argonaut") to acquire up to a 90% interest in the Hercules – Elmhirst property (the "Property") located 120 kilometers northeast of Thunder Bay, Ontario in the townships of Elmhirst and Rickaby, within the Thunder Bay North Mining District. The property consists of 372 contiguous claim cells (6,951 hectares). On September 26, 2022, the Company entered into an amending agreement (the "Amendment") with Argonaut. Pursuant to the Amendment, the Company can earn up to a 50% interest in the Hercules – Elmhirst Property by paying $3,500,000 cash, and incurring $7,000,000. On July 28, 2023, the Company entered into a Further Amending Agreement (the "Further Amendment") where the Company can earn up to a 50% interest in the Hercules – Elmhirst Property by paying $3,500,000 cash, and incurring $7,000,000 in exploration expenditures. as follows:

Due Date	Cash payments due to Argonaut*	Exploration Expenditures to be incurred or funded each year
On October 15, 2020	$500,000 (paid)	$500,000 (incurred)
October 15, 2021	$750,000 (paid)	Nil
April 1, 2023	$400,000 (paid)	Nil
December 31, 2024	$600,000	$2,000,000
January 31, 2025	$500,000	Nil
June 30, 2025	$750,000	$2,000,000
December 1, 2026	Nil	$2,500,000

*Argonaut has the option to receive an equivalent number of the Company's common shares in lieu of the cash payments.

The Company must also grant a 1% royalty upon the Company earning the first 50% interest in the Hercules – Elmhirst Property.

Upon completion of the aforementioned commitments, the Company will have an option to earn an additional 40% interest in the Hercules – Elmhirst Property from Argonaut by paying an additional $5,000,000 cash or, at the sole discretion of Argonaut issuing an equivalent number of common shares of the Company, and by delivering a National Instrument 43-101 compliant pre-feasibility study on the Hercules – Elmhirst Property by a Qualified Person by December 31, 2028. The Company issued a total of 10,000,000 common shares with a value of $2,000,000 as finder's fees in connection with the Hercules – Elmhirst Property acquisition.

During the year ended December 31, 2023, the Company impaired the Hercules- Elmhirst Property and recorded a write-off of $4,738,280.

In February 2024, the Company amended the option agreement and under the new amended terms of the Option, the Company has restructured and deferred future payments to be made to Argonaut and exploration obligations against the property. Under the new terms of the Option, the Company has the option to acquire, on or before December 31, 2026 an initial 50% Earned Interest in the property (the "First Option") by:

Notes to the Condensed Interim Consolidated Financial Statements
For the periods ended June 30, 2024 and 2023
(Expressed in Canadian dollars)
(Unaudited)

7. EXPLORATION AND EVALUATION ASSET (continued)

(a) Hercules - Elmhirst Property, Ontario, Canada (continued)

i. paying to Argonaut $350,000 by December 31, 2024, where previously, the Company has paid $1,650,000 in cash;
ii. incurring Exploration Expenditures of $7,000,000 on the property by December 31, 2026, of which the Company has incurred approximately $1,000,000; and
iii. granting a 1% Royalty.

Subject to the Company having exercised the First Option, Argonaut has also granted to the Company the ability to increase its interest by acquiring a further 40% Earned Interest in the property bringing its total Earned Interest to 90% (the "Second Option") by paying to Argonaut a final amount of $6,500,000, in cash within 60 days of exercising the First Option. In addition, and of material importance, the Company's obligation to deliver a National Instrument 43-101 compliant pre-feasibility study on the property on or before December 31, 2027 has been removed per this amendment to the Option.

(b) Brady Gold Project

The Company entered into a purchase and sales agreement ("PSA") with United Gold Inc. "(United Gold") to acquire 100% interest in the Brady Gold project located in the south-central Newfoundland gold belt. In order to acquire the interest, the Company issued 6,000,000 common shares of the Company with a value of $720,000 and granted a 2% net-smelter royalty ("NSR") to United Gold. The Company has the right to re-purchase the NSR by providing written notice and paying $1,000,000.

The Company issued 600,000 common shares of the Company with a value of $72,000 as finder's fee to qualified parties in connection with the acquisition.

During the year ended December 31, 2021, the Company entered into an option agreement to acquire interest in mineral claims that surround the Brady Gold Property and Reid Gold Zone. Pursuant to the option agreement, the Company will issue 3,000,000 common shares in the capital of the Company as follows:

Due Date	**Common shares**
Upon regulatory approval	500,000 (issued with a fair value of $65,000)
On or before May 21, 2022	500,000 (issued with a fair value of $37,500)
On or before May 21, 2023	1,000,000 (issued with a fair value of $75,000)
On or before May 21, 2024	1,000,000 (issued with a fair value of $75,000)

Upon completion of the share issuance, the vendor will hold a 2% Net Smelter Returns royalty. During the year ended December 31, 2021, the Company obtained 100% interest in the Brady Gold Project by issuing 3,000,000 common shares pursuant to the option agreement.

(c) Handcamp Project, Newfoundland, Canada

On or about June 1, 2021, the Company staked two mineral claims (7,500 hectares) that are contiguous with the above Handcamp property. The Company has retained the staked property for either optioning or exploration for its own account.

8. ACCOUNTS PAYABLE

The accounts payable and accrued liabilities are comprised as follows:

	June 30, 2024 $	December 31, 2023 $
Accounts payable and accrued liabilities	403,034	303,774
Accounts payable to related parties (Note 11)	114,600	174,166
Part XII.6 tax and penalties (Note 10)	309,281	309,281
	826,915	787,221

Notes to the Condensed Interim Consolidated Financial Statements
For the periods ended June 30, 2024 and 2023
(Expressed in Canadian dollars)
(Unaudited)

9. SHARE CAPITAL

(a) Authorized

Unlimited number of common shares.

(b) Issued

During the period ended June 30, 2024, the Company issued the following common shares:

On May 3, 2024, the Company issued 6,312,363 common shares with a fair value of $31,562 to settle debt with a third party creditor of $69,436 for business consulting fees and recognized a gain on debt settlement of $37,874.

On June 27, 2024, the Company issued 12,426,604 common shares with a fair value of $62,133 to settle debt with third parties and related party creditors of $65,861 for legal, accounting and corporate administration fees and recognized a gain on debt settlement of $3,728.

During the period ended June 30, 2024, the Company issued 8,000,000 common shares pursuant to the conversion of 8,000,000 RSUs. Accordingly, $180,000 was transferred from reserves to share capital.

During the period ended June 30, 2023, the Company issued the following common shares:

During the period ended June 30, 2023, the Company issued 4,000,000 common shares pursuant to the conversion of 4,000,000 RSUs. Accordingly, $120,000 was transferred from reserves to share capital.

On February 28, 2023, the Company issued 2,000,000 common shares valued at $0.03 per share to settle $100,000 of accounts payable and recorded a gain on settlement of debt of $40,000.

(c) Warrants

The following is a summary of the Company's warrant activity:

	Number of Warrants #	**Weighted average exercise price $**
Balance, December 31, 2022	59,896,089	0.115
Issued	12,305,000	0.016
Expired	(33,012,961)	(0.12)
Balance, December 31, 2023	39,188,128	0.092
Expired	(10,594,128)	(0.17)
Balance, June 30, 2024	**28,594,000**	**0.064**

As at June 30, 2024, the Company had the following outstanding warrants:

Number of Warrants Outstanding	Exercise Price	Expiry Date	Average remaining Contractual life (Years)
16,240,000	0.075	December 30, 2024	0.75
49,000*	0.075	December 30, 2024	0.75
11,500,000	0.050	November 17, 2028	4.64
805,000*	0.050	November 17, 2028	4.64
28,594,000			2.11

*Denotes finder's warrants

Notes to the Condensed Interim Consolidated Financial Statements
For the periods ended June 30, 2024 and 2023
(Expressed in Canadian dollars)
(Unaudited)

9. SHARE CAPITAL (continued)

(d) Share options and restricted share units

Gold'n Futures Options may be granted under the Gold'n Futures Plan to directors, officers, employees and other service providers subject to the rules and regulations of applicable regulatory authorities and any Canadian stock exchange upon which the Gold'n Futures shares may be listed or may trade from time to time. The number of Gold'n Futures shares reserved for issue to any one person pursuant to the Gold'n Futures Plan within any one-year period may not exceed 5% of the issued and outstanding Gold'n Futures Shares. The maximum number of Gold'n Futures shares which may be reserved for issuance to insiders under the Gold'n Futures Plan, any other employer share option plans or options for services, shall be 10% of the total number of Gold'n Futures Shares issued and outstanding at the time of the grant (on a non-diluted basis). The maximum number of Gold'n Futures options which may be granted to any one consultant under the Gold'n Futures Plan, any other employer share options plans or options for services, within any 12-month period, must not exceed 2% of the total number of Gold'n Futures shares issued and outstanding at the time of the grant (on a non-diluted basis).

The maximum number of Gold'n Futures options which may be granted to investor relations persons under the Gold'n Futures Plan, any other employer share options plans or options for services, within any 12-month period must not exceed, in the aggregate, 2% of the total number of Gold'n Futures shares issued and outstanding at the time of the grant (on a non-diluted basis). The exercise price of Gold'n Futures options issued under the Gold'n Futures Plan may not be less than the fair market value of the Gold'n Futures shares at the time the option is granted, subject to any discounts permitted by applicable legislative and regulatory requirements.

The Company applies the fair value method of accounting for all share-based compensation awards. The following is a summary of the Company's share option activity:

	Number of Share Options #	**Weighted average exercise price $**
Balance, December 31, 2022	10,438,889	0.07
Expired	(38,889)	(0.09)
Balance, December 31, 2023 and June 30, 2024	**10,400,000**	
Exercisable, December 31, 2023 and June 30, 2024	**10,400,000**	**0.07**

As at June 30, 2024, the Company had the following outstanding share options:

Number of Share Options Outstanding #	Number of Share Options Exercisable #	Exercise Price $	Expiry Date	Average remaining Contractual life (Years)
250,000	250,000	0.20	October 9, 2025	1.53
6,250,000	6,250,000	0.06	January 31, 2027	2.84
3,900,000	3,900,000	0.05	April 12, 2027	3.03
10,400,000	**10,400,000**			3.18

During the period ended June 30, 2024, the Company recognized a total of $Nil (2023 - $116,037) in share-based compensation.

(Expressed in Canadian dollars)

9. SHARE CAPITAL (continued)

(d) Share options and restricted share units (continued)

Restricted share units (RSUs)

The following is a summary of the Company's restricted share units activity:

	Number of Share Options #	Weighted average exercise price $
Balance, December 31, 2022	**2,000,000**	**0.045**
Granted	4,000,000	0.030
Exercised	(4,000,000)	(0.030)
Balance, December 31, 2023	**2,000,000**	**0.045**
Granted	7,000,000	0.02
Exercised	(8,000,000)	(0.02)
Balance, June 30, 2024	**1,000,000**	**0.045**

As at December 31, 2023, the Company had the following outstanding restricted share units:

Number of RSUs Outstanding	Exercise Price	Expiry Date	Average remaining Contractual life (Years)
2,000,000	$ 0.045	April 12, 2025	1.28
2,000,000			1.28

During the period ended June 30, 2024, the Company recognized a total of $105,000 (2023 - $120,000) in share-based compensation on the grant of 7,000,000 (2023 – 4,000,000) restricted share units which was comprised of the following:

On February 9, 2024, the Company issued 2,000,000 common shares pursuant to the conversion of these RSUs and $90,000 was transferred from reserves to share capital.

On February 26, 2024, the Company granted 7,000,000 restricted share units to a Director and CEO of the Company with an expiry date of February 26, 2029.

10. COMMITMENTS

Flow-through Share Premium liability and Expenditure Commitment

In August 2021, the Company raised $810,935 by issuing flow-through shares. The premium paid by investors in excess of the market price of the shares was $85,362. In accordance with flow-through regulations, the Company is committed to incur eligible exploration expenditures before December 31, 2022 in the amount of $810,935 which was renounced to investors in December 2021. The amount of the flow-through spending commitment fulfilled to December 31, 2021 was $447,022, leaving a commitment of $363,913 to be spent before December 31, 2022. The Company incurred $363,913 in eligible exploration expenditures during the year ended December 31, 2022 to fulfil the flow-through spending commitment for the August 2021 flow-through private placement.

In September 2021, the Company raised $428,843 by issuing flow-through shares. The premium paid by investors in excess of the market price of the shares was $45,141. In accordance with flow-through regulations, the Company is committed to incur eligible exploration expenditures before December 31, 2022 in the amount of $428,843 which will be renounced to investors in December 2021. The Company incurred an additional $15,185 (2023 - $116,389) in eligible exploration expenditures during the period ended June 30, 2024 and has not fulfilled the flow-through spending commitment for the September 2021 flow-through private placement.

(Expressed in Canadian dollars)

10. COMMITMENTS (continued)

In April 2022, the Company raised $145,500 by issuing flow-through shares. The premium paid by investors in excess of the market price of the shares was $44,769. In accordance with flow-through regulations, the Company is committed to incur eligible exploration expenditures before December 31, 2023 in the amount of $145,500 which was renounced to investors in December 2022. The amount of the flow-through spending commitment fulfilled to December 31, 2022 was $Nil, leaving a commitment of $145,500 to be spent before December 31, 2023. The Company has not fulfilled the flow-through spending commitment for the April 2022 flow-through private placement as at June 30, 2024.

In December 2022, the Company raised $812,000 by issuing flow-through shares. The premium paid by investors in excess of the market price of the shares was $81,200. In accordance with flow-through regulations, the Company is committed to incur eligible exploration expenditures before December 31, 2023 in the amount of $812,000 which was renounced to investors in December 2022. The amount of the flow-through spending commitment fulfilled to December 31, 2022 was $Nil, leaving a commitment of $812,000 to be spent before December 31, 2023. The Company has not fulfilled the flow-through spending commitment for the December 2022 flow-through private placement as at June 30, 2024.

Under Canadian tax legislation, a company is permitted to issue flow-through shares, whereby the Company agrees to incur qualifying exploration and evaluation expenditures and renounce the related income tax deductions to the investors. Proceeds from the issuance of these shares are allocated between share capital and the sale of the related tax benefit. The allocation is made based on the difference between the quoted price of the existing shares and the price that the investor pays for the shares. A liability is recognized for the difference. The liability is reduced and the reduction of the premium liability is recorded as premium on flow-through shares on a pro-rata basis to the corresponding eligible expenditures that have been incurred.

	Flow-through Premium Liability $	Flow-through Spending Commitment $
Balance, December 31, 2021	83,448	792,756
April 2022 flow-through issuance	44,769	145,500
December 2022 flow-through issuance	81,200	812,000
Reduction for expenses incurred	(50,539)	(480,113)
Balance December 31, 2022	158,878	1,270,143
Reduction for expenses incurred	(14,578)	(138,489)
Balance, December 31, 2023	144,300	1,131,654
Reduction for expenses incurred	(1,598)	(15,185)
Balance, June 30, 2024	142,702	1,116,469

During the year ended December 31, 2022, the Company recorded Part XII.6 tax and a penalty of $171,241 and is committed to incur further eligible exploration expenditures of $302,072 for the September 2021 flow-through private placement as the Company did not incur the required qualifying exploration expenditures in relation to the September 2021 flow-through private placement.

During the year ended December 31, 2023, the Company recorded Part XII.6 tax of $138,040 and is committed to incur further eligible exploration expenditures of $174,154 for the September 2021 flow-through private placement as the Company did not incur the required qualifying exploration expenditures in relation to the September 2021 flow-through private placement.

11. RELATED PARTY TRANSACTIONS

(a) Related parties include the Board of Directors, officers, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions. Related party transactions conducted in the normal course of operations are measured at the exchange value (the amount established and agreed to by the related parties). As at June 30, 2024, included in accounts payable and accrued liabilities are amounts owing to related parties amounting to $114,600 (December 31, 2023 - $174,166) that are unsecured, payable on demand and without interest.

Notes to the Condensed Interim Consolidated Financial Statements
For the periods ended June 30, 2024 and 2023
(Expressed in Canadian dollars)
(Unaudited)

11. RELATED PARTY TRANSACTIONS (continued)

	June 30, 2024 $	December 31, 2023 $
Company controlled by the former CEO	57,000	158,726
Company controlled by a Director and Treasurer	41,412	15,440
Company controlled by a Director	16,188	-
	114,600	174,166

(b) In accordance with IAS 24, key management personnel are those having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including any directors (executive and non-executive) of the Company. The remuneration of directors and key management of the Company was as follows:

	June 30, 2024 $	June 30, 2023 $
Management fees to a company controlled by the former CEO	71,600	90,000
Legal fees to a company controlled by a Director	45,108	-
Share-based compensation to CFO	15,000	-
Share-based compensation to former CEO	90,000	-
	221,708	90,000

12. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

Significant non-cash transactions during the period ended June 30, 2024 included:

(a) The Company issued 8,000,000 common shares pursuant to the conversion of 8,000,000 RSUs. Accordingly, $180,000 was transferred from reserves to share capital (Note 9).

(b) The Company issued an aggregate 18,738,967 common shares with a fair value of $93,695 pursuant to debt settlements to settle debt of $135,297 with third party and related party creditors for business consulting, legal, accounting and corporate administration fees and recognized a gain on debt settlement of $41,602 (Note 9).

Significant non-cash transactions during the period ended June 30, 2023 included:

(a) The Company issued 4,000,000 common shares pursuant to the conversion of 4,000,000 RSUs. Accordingly, $120,000 was transferred from reserves to share capital.