

Musk Metals Corp.

Financial Statements

March 31, 2023

(Expressed in Canadian Dollars)

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Financial Statements
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(Expressed in Canadian dollars)

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DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

Independent Auditor's Report

To the Shareholders of Musk Metals Corp.

Opinion

We have audited the financial statements of Musk Metals Corp. (the "Company"), which comprise the statements of financial position as at March 31, 2023 and 2022, and the statements of loss and comprehensive loss, changes in shareholders' equity and cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 to the financial statements, which indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters, that in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Except for the matter described in the Material Uncertainty Related to Going Concern section, we have determined that there are no other key audit matters to communicate in our report.

Vancouver

1500 – 1140 West Pender St.
Vancouver, BC V6E 4G1
604.687.4747

Surrey

200 – 1688 152 St.
Surrey, BC V4A 4N2
604.531.1154

Tri-Cities

700 – 2755 Lougheed Hwy
Port Coquitlam, BC V3B 5Y9
604.941.8266

Victoria

320 – 730 View St.
Victoria, BC V8W 3Y7
250.800.4694

Other Information

Management is responsible for the other information. The other information comprises the information included in Management's Discussion and Analysis.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error,

as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is David Goertz.



DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS
Vancouver, BC

July 31, 2023

Musk Metals Corp.
Statements of Financial Position
Expressed in Canadian dollars

	Note	March 31, 2023 \$	March 31, 2022 \$
ASSETS			
Current assets			
Cash		192,633	1,197,794
Prepaid expenses	4	222,285	5,167
Sales tax recoverable and other receivables		88,781	35,681
Short-term investment	5	24,000	-
Total current assets		527,699	1,238,642
Exploration and evaluation assets	6	1,337,319	1,173,904
Total assets		1,865,018	2,412,546
LIABILITIES			
Current liabilities			
Accounts payables and accrued liabilities	7	316,354	346,492
Due to related parties	11	84,950	107,075
Other liabilities	8	121,161	224,809
Total liabilities		522,465	678,376
SHAREHOLDERS' EQUITY			
Share capital	9	5,238,612	4,883,813
Reserve	10	1,202,873	1,200,975
Accumulated deficit		(5,098,932)	(4,350,618)
Total shareholders' equity		1,342,553	1,734,170
Total liabilities and shareholders' equity		1,865,018	2,412,546

Nature of operations and going-concern (Note 1)

Subsequent events (Note 14)

Approved on behalf of the Board:

Nader Vatanchi (signed)

Nader Vatanchi, Director

Mario Pezzente, (signed)

Mario Pezzente, Director

The accompanying notes are an integral part of these financial statements.

Musk Metals Corp.
Statements of Loss and Comprehensive Loss
Expressed in Canadian dollars

		For the Year Ended March 31,	
	Note	2023	2022
		\$	\$
EXPENSES			
Consulting	11	338,250	540,885
Corporate administration		32,542	21,635
Directors' fees	11	48,000	54,000
Impairment of exploration and evaluation asset	6	234,291	1,390,331
Interest and penalties		1,017	-
Management fees	11	90,000	70,000
Office and miscellaneous		42,842	48,455
Professional fees		62,062	88,507
Share-based compensation	9, 11	1,647	359,063
Shareholder communications		12,818	13,209
Transfer agent and filing fees		12,106	19,745
		(875,575)	(2,605,830)
OTHER ITEMS			
Gain on settlement of debt	9(b)	19,613	-
Settlement of flow-through liability	8	103,648	111,103
Unrealized gain on short-term investment	5	4,000	-
NET LOSS AND COMPREHENSIVE LOSS		(748,314)	(2,494,727)
LOSS PER SHARE – Basic and diluted		(0.04)	(0.19)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING – Basic and diluted		17,021,275	13,156,057

The accompanying notes are an integral part of these financial statements.

Musk Metals Corp.
Statements of Changes in Shareholders' Equity
Expressed in Canadian dollars

	Number	Share Capital	Reserve	Subscriptions Received	Deficit	Total
		\$	\$	\$	\$	\$
Balance, March 31, 2021	9,227,092	3,011,410	856,908	89,450	(1,855,891)	2,101,877
Units issued for cash	4,463,059	1,720,730	-	-	-	1,720,730
Share issuance costs	-	(176,144)	53,497	-	-	(122,647)
Common shares issued for exercise of warrants	1,397,125	279,425	-	(63,450)	-	215,975
Common shares issued for exercise of stock options	425,000	211,493	(68,493)	(26,000)	-	117,000
Common shares issued for exploration and evaluation asset	500,000	145,000	-	-	-	145,000
Flow-through share liability	-	(308,101)	-	-	-	(308,101)
Share-based compensation	-	-	359,063	-	-	359,063
Net loss and comprehensive loss	-	-	-	-	(2,494,727)	(2,494,727)
Balance, March 31, 2022	16,012,276	4,883,813	1,200,975	-	(4,350,618)	1,734,170
Common shares issued for exploration and evaluation asset	75,000	19,500	-	-	-	19,500
Common shares issued for settlement of debt	326,875	45,763	-	-	-	45,763
Units issued for cash	2,017,125	258,192	-	-	-	258,192
Share issuance costs	-	(1,156)	251	-	-	(905)
Common shares issued for exercise of warrants	162,500	32,500	-	-	-	32,500
Share-based compensation	-	-	1,647	-	-	1,647
Net loss and comprehensive loss	-	-	-	-	(748,314)	(748,314)
Balance, March 31, 2023	18,593,776	5,238,612	1,202,873	-	(5,098,932)	1,342,553

(*) The Company effected a 4:1 share consolidation on June 9, 2023. All share and per share amounts have been retrospectively presented to reflect the share consolidation.

The accompanying notes are an integral part of these financial statements.

Musk Metals Corp.
Statements of Cash Flows
Expressed in Canadian dollars

	For the Year Ended March 31,	
	2023	2022
	\$	\$
OPERATING ACTIVITIES		
Net loss for the year	(748,314)	(2,494,727)
Items not affecting cash:		
Impairment of exploration and evaluation assets	234,291	1,390,331
Gain on settlement of debt	(19,613)	-
Settlement of flow-through liability	(103,648)	(111,103)
Unrealized gain on short-term investment	(4,000)	-
Share-based compensation	1,647	359,063
Change in non-cash working capital items:		
Prepaid expenses	-	(5,167)
Sales tax recoverable and other receivables	(53,100)	(26,815)
Due to related parties	43,251	49,950
Accounts payables and accrued liabilities	(42,111)	(59,707)
Cash flows used in operating activities	(691,597)	(898,175)
INVESTING ACTIVITIES		
Acquisition of exploration and evaluation assets	(12,000)	(28,000)
Proceeds from option payments on exploration and evaluation assets	20,000	-
Exploration and evaluation expenditures, net of tax credits	(394,233)	(387,139)
Prepaid exploration and evaluation expenditures	(217,118)	-
Cash flows used in investing activities	(603,351)	(415,139)
FINANCING ACTIVITIES		
Proceeds from issuance of units for cash, net of issuance costs	257,287	1,598,083
Proceeds from issuance of common shares for exercise of warrants	32,500	215,975
Proceeds from issuance of common shares for exercise of stock options	-	117,000
Cash flows provided by financing activities	289,787	1,931,058
Change in cash	(1,005,161)	617,744
Cash, beginning of year	1,197,794	580,050
CASH, END OF YEAR	192,633	1,197,794
NON-CASH INVESTING AND FINANCING ACTIVITIES:		
Common shares issued for exploration and evaluation asset	19,500	145,000
Fair value of short-term investment received as option payment on exploration and evaluation on assets	20,000	-
Exploration and evaluation expenditures in accounts payable	28,148	16,174
Common shares issued for settlement of debt	45,763	-
Fair value of finder's warrants issued for share issuance costs	251	53,497

The accompanying notes are an integral part of these financial statements.

Musk Metals Corp.

Notes to the Financial Statements

March 31, 2023

(Expressed in Canadian dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN

Musk Metals Corp. ("Musk" or the "Company") was incorporated under the *Business Corporations Act* (British Columbia). The principal business of the Company is the acquisition, exploration, and evaluation of mineral properties in Canada. The Company's shares trade on the Canadian Securities Exchange under the symbol "MUSK".

The address of its head office is located at Suite 2905 - 700 West Georgia Street, Vancouver, British Columbia, Canada V7Y 1C6. The address of its registered office is 800 - 885 West Georgia Street, Vancouver, British Columbia, Canada V6C 3H1.

These financial statements have been prepared on a going concern basis in accordance with International Financial Reporting Standards ("IFRS"), which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. At March 31, 2023, the Company had not yet achieved profitable operations. The Company expects to incur further losses in the development of its exploration assets. The continued operations of the Company are dependent upon its ability to identify, evaluate and negotiate an acquisition of or participation in an interest in properties, assets or businesses. These conditions represent a material uncertainty that may cast significant doubt upon the Company's ability to continue as a going concern. These financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. If the going concern assumption was not used, then the adjustments required to report the Company's assets and liabilities on a liquidation basis could be material to these financial statements.

2. BASIS OF PRESENTATION

(a) Statement of compliance

These financial statements have been prepared using accounting policies in compliance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

(b) Approval of the financial statements

The financial statements were reviewed by the Audit Committee and approved and authorized for issue on July 31, 2023 by the Board of Directors of the Company.

(c) Basis of preparation

The financial statements of the Company have been prepared on an accrual basis and are based on historical costs, except for certain financial assets carried at fair value. The financial statements are presented in Canadian dollars, the functional currency of the Company, unless otherwise noted.

The Company's financial statements include the accounts of the Company, as well as the accounts of its previously wholly-owned subsidiaries, 1109692 B.C. Ltd., 1258512 B.C. Ltd., 1279810 B.C. Ltd., and Tonto Investments Inc, up to March 8, 2022, being the date of dissolution of the subsidiaries.

Musk Metals Corp.

Notes to the Financial Statements

March 31, 2023

(Expressed in Canadian dollars)

2. BASIS OF PRESENTATION (continued)

(d) Use of estimates and judgements

The preparation of these financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the year. Actual results could differ from these estimates.

The preparation of these financial statements require management to make judgments regarding the going concern of the Company, as discussed in Note 1, and the classification / allocation of expenditures as exploration and evaluation expenditures or operating expenses.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the end of the reporting period, that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

Deferred tax assets and liabilities

The measurement of deferred income tax provision is subject to uncertainty associated with the timing of future events and changes in legislation, tax rates and interpretations by tax authorities. The estimation of taxes includes evaluating the recoverability of deferred tax assets based on an assessment of the Company's ability to utilize the underlying future tax deductions against future taxable income prior to expiry of those deductions. Management assesses whether it is probable that some or all of the deferred income tax assets will not be realized.

The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income, which in turn is dependent upon the successful operations of the Company. To the extent that management's assessment of the Company's ability to utilize future tax deductions changes, the Company would be required to recognize more or fewer deferred tax assets, and deferred tax provisions or recoveries could be affected.

Carrying value and recoverability of exploration and evaluation assets

The carrying amount of the Company's exploration and evaluation assets does not necessarily represent present or future values, and the Company's exploration and evaluation assets have been accounted for under the assumption that the carrying amount will be recoverable. Recoverability is dependent on various factors, including the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development and upon future profitable production or proceeds from the disposition of the mineral properties themselves. Additionally, there are numerous geological, economic, environmental and regulatory factors and uncertainties that could impact management's assessment as to the overall viability of its properties or to the ability to generate future cash flows necessary to cover or exceed the carrying value of the Company's exploration and evaluation assets.

Musk Metals Corp.

Notes to the Financial Statements

March 31, 2023

(Expressed in Canadian dollars)

3. SIGNIFICANT ACCOUNTING POLICIES

Exploration and evaluation assets

The Company may hold interests in mineral property interests in various forms, including prospecting licenses, exploration and exploitation concessions, mineral leases and surface rights, and property options. The Company capitalizes payments made in the process of acquiring legal title to these properties. Mineral property interest acquisition costs are recorded at historical cost. Exploration and evaluation expenditures are capitalized except for those expenditures incurred on properties prior to obtaining legal rights to explore the specific area which are recognized in profit or loss as incurred. Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to development assets within property, plant and equipment.

The carrying values of exploration and evaluation assets are assessed for impairment when facts and circumstances suggest that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount. Examples of such facts and circumstances are when the period for which the Company has the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed, substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned, exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area, and sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale. When impairment indicators exist, the asset's recoverable amount is estimated. If it is determined that the estimated recoverable amount is less than the carrying value of an asset, then a write-down is recognized in profit or loss. An impairment loss is reversed if there is indication that there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of amortization, if no impairment loss had been recognized.

Restoration and environmental obligations

The Company recognizes liabilities for statutory, contractual, constructive or legal obligations associated with the retirement of long-term assets, when those obligations result from the acquisition, construction, development or normal operation of the assets. The net present value of future restoration cost estimates arising from the decommissioning of plant and other site preparation work is capitalized to the related asset along with a corresponding increase in the restoration provision in the period incurred. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value.

The Company's estimates of restoration costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to the related asset with a corresponding entry to the restoration provision. The Company's estimates are reviewed annually for changes in regulatory requirements, discount rates, effects of inflation and changes in estimates. The Company currently has no measurable obligations for restoration and environmental costs.

Share-based payments

The Company accounts for share-based payments using the fair value method. Share-based payments to employees are measured at the fair value of the instruments issued and amortized over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to reserves. The fair value of options is determined using the Black-Scholes Option Pricing Model which incorporates

Musk Metals Corp.

Notes to the Financial Statements

March 31, 2023

(Expressed in Canadian dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Share-based payments (continued)

all market vesting conditions. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

Flow-through shares

The Company from time to time issues flow-through common shares to finance a significant portion of its exploration program. Pursuant to the terms of the flow-through share agreements, these shares transfer the tax deductibility of qualifying resource expenditures to investors.

On issuance, the Company bifurcates the flow-through share into i) a flow-through share premium, equal to the estimated premium, if any, investors pay for the flow-through feature, which is recognized as a liability; and ii) share capital. Upon expenses being renounced and incurred, the Company derecognizes the liability and the premium is recognized as other income.

Proceeds received from the issuance of flow-through shares are restricted to be used only for Canadian resource property exploration expenditures within a two-year period. The Company may also be subject to a Part XII.6 tax on flow-through proceeds renounced under the Look-back Rule, in accordance with Government of Canada flow-through regulations. When applicable, this tax is accrued as a financial expense until paid.

Financial Instruments

The Company classifies its financial instruments in the following categories: at fair value through profit or loss ("FVTPL"), at fair value through other comprehensive income (loss) ("FVTOCI") or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

The following table shows classification of the Company's financial instruments:

Financial asset/ liability	Classification
Cash	Amortized cost
Short-term investment	FVTPL
Accounts payable	Amortized cost
Due to related parties	Amortized cost

Measurement

Financial assets and liabilities at amortized cost

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs and subsequently carried at amortized cost less any impairment.

Financial assets and liabilities at FVTPL

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the statements of loss and comprehensive loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the statements of loss and comprehensive income (loss) in the period in which they arise. Where management has opted to recognize a financial liability at FVTPL, any changes associated with the Company's own credit risk will be recognized in other comprehensive loss.

Musk Metals Corp.

Notes to the Financial Statements

March 31, 2023

(Expressed in Canadian dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial Instruments (continued)

Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company shall recognize in the statements of loss and comprehensive loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

Derecognition

Financial assets

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity. Gains and losses on derecognition are generally recognized in the statements of loss and comprehensive loss.

Financial liabilities

The Company derecognizes financial liabilities only when its obligations under the financial liabilities are discharged, cancelled or expired. Generally, the difference between the carrying amount of the financial liability derecognized and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognized in the statements of loss and comprehensive loss.

Loss per share

Basic loss per share is calculated by dividing the net loss for the year divided by the weighted average number of common shares outstanding during the year. The diluted loss per share are calculated based on the weighted average number of common shares outstanding during the year, plus the effects of the dilutive common share equivalents. This method requires that the dilutive effect of outstanding options and warrants issued be calculated using the treasury stock method.

Impairment of non-financial assets

An impairment loss is recognized when the carrying amount of an asset, or its cash generating unit ("CGU"), exceeds its recoverable amount. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. Impairment losses are recognized in profit and loss for the period. Impairment losses recognized in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to CGUs and then to reduce the carrying amount of the other assets in the unit on a pro-rata basis. The recoverable amount of assets is the greater of an asset's fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs. An impairment loss is only reversed if there is an indication that the impairment loss may no longer exist and there has been a change in the estimates used to determine the recoverable amount, however, not to an amount higher than the carrying amount that would have been determined had no impairment loss been recognized in previous years. Assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment.

Musk Metals Corp.

Notes to the Financial Statements

March 31, 2023

(Expressed in Canadian dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (continued)**Future accounting standards, amendments and interpretations**

There are no other pending IFRSs or IFRIC interpretations that are expected to have a material impact on the Company's financial statements.

4. PREPAID EXPENSES

	March 31, 2023 \$	March 31, 2022 \$
Prepaid shareholder communications fees	5,168	5,167
Advance for exploration expenditures	217,117	-
	222,285	5,167

5. SHORT-TERM INVESTMENT

During the year ended March 31, 2023, the Company received 400,000 common shares of Zeal Exploration Inc. ("Zeal"), a private company, with a fair value of \$20,000 pursuant to an option agreement on its Lawyers East, West and North Prospects (Note 6). The fair value of common shares held was determined by reference to recent private sales of the common shares of Zeal.

	March 31, 2022 fair value \$	Additions \$	Unrealized gain \$	March 31, 2023 fair value \$
Zeal - Common shares	-	20,000	4,000	24,000
	-	20,000	4,000	24,000

6. EXPLORATION AND EVALUATION ASSETS***Pluto Gold Prospect, Quebec***

The Company has acquired the rights, through staking, to mineral claims located in the Chapais Township, Quebec, collectively known as the Pluto Gold Prospect. On January 19, 2022, the Company entered into an option agreement on the Pluto Gold Prospect, whereby the optionee can earn up to a 100% interest in the property (Note 14).

McDonough Red Lake Prospect, Ontario

On May 20, 2020, the Company entered into a property option agreement to acquire a 100% interest in the McDonough Red Lake Prospect. The McDonough Red Lake Prospect consists of 4 claims in the Red Lake Greenstone Belt of northwestern Ontario. Under the terms of the agreement, the Company will pay \$2,000 (paid) and issue 50,000 common shares (issued) upon signing, \$8,000 (paid) within 30 days of signing, \$10,000 (paid) and 50,000 common shares within 12 months of signing (issued), \$15,000 on the second anniversary of signing and \$25,000 on the third anniversary of signing. The property is subject to a 1.5% Net Smelter Return ("NSR") to the Vendor of which the Company has the right to purchase a 0.75% NSR for \$500,000. During the year ended March 31, 2023, the Company recognized an impairment of \$129,302 on the McDonough Red Lake Prospect. On April 11, 2023, the Company issued notice to the optionor that it was terminating the option agreement.

Lawyers East and West Prospect, B.C.

On September 22, 2020, the Company acquired mineral claims located in the Golden Triangle region of British Columbia, collectively known as the Lawyers East and West Prospect in connection with the acquisition of 1258512.

Musk Metals Corp.

Notes to the Financial Statements

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(Expressed in Canadian dollars)

6. EXPLORATION AND EVALUATION ASSETS (continued)

Lawyers North Prospect, B.C.

On January 4, 2021, the Company acquired mineral claims located in the Golden Triangle region of British Columbia, collectively known as the Lawyers North Prospect in connection with the acquisition of 1279810. During the year ended March 31, 2022, the Company recognized an impairment of \$1,390,331 on the Lawyers East, West and North Prospect.

On June 1, 2022, the Company entered into an option agreement on its Lawyers East, West and North Prospects, whereby the optionee can earn up to a 100% interest in the properties. The optionee may exercise the first option and earn a 50% interest in the properties by paying the Company \$20,000 (received) and issue 400,000 common shares (received) upon signing, \$25,000 and 200,000 common shares within 12 months of signing (amended subsequently – Note 14), \$25,000 and 200,000 common shares within 24 months of signing and making certain exploration expenditures on the property within 24 months from the date of the option agreement. The optionee may exercise the second option within 36 months of the date of the option agreement and earn an additional 50% interest in the properties for a total of 100% interest by paying the Company \$90,000, issuing 800,000 common shares of the optionee, and granting a 2% NSR with 1% of the NSR purchasable for \$1,000,000 by the optionee.

Elon Lithium Prospect, Quebec

On March 25, 2021, the Company acquired mineral claims located in the La Corne and Fiedmont townships of Quebec, collectively known as the Elon Lithium Prospect.

Pakeagama Lithium Prospect, Ontario

On April 6, 2021, the Company entered into a property option agreement to acquire a 100% interest in the Pakeagama Lithium Prospect claims located in the Electric Avenue pegmatite field of northwestern Ontario. The property consists of four contiguous mining claims, which was subsequently increased to seven mining claims. In order to acquire a 100% interest, the Company must pay:

- i) \$8,000 (paid) and issue 75,000 common shares (issued) within 3 business days of signing the property option agreement;
- ii) \$12,000 (paid) and issue 75,000 common shares (issued) on the first-year anniversary;
- iii) \$20,000 on the second-year anniversary; and
- iv) \$30,000 on the third-year anniversary.

The property is subject to a 1.5% NSR to the vendor, of which the Company has the right to purchase a 0.5% NSR for \$500,000.

During the year ended March 31, 2023, the Company recognized an impairment of \$104,990 on the McDonough Red Lake Prospect. On April 5, 2023, the Company issued notice to the optionor that it was terminating the option agreement.

Allison Lake Prospect, Ontario

On January 31, 2022, the Company entered into a Mineral Property Purchase Agreement to acquire 100% interest in four mineral claims constituting the Allison Lake Prospect in consideration for \$10,000 (paid) and 375,000 common shares (issued). The vendors will retain a 1.5% NSR on the property, of which the Company may purchase one half of the NSR for \$1,000,000 at any time up to commencement of production.

Musk Metals Corp.

Notes to the Financial Statements

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6. EXPLORATION AND EVALUATION ASSETS (continued)

The Company has incurred costs on its exploration and evaluation assets as follows:

	Pluto Gold Prospect \$	McDonough Red Lake Prospect \$	Lawyers East, West and North Prospects \$	Elon Lithium Prospect \$	Pakeagama Lithium Prospect \$	Allison Lake Prospect \$	Total \$
Balance, March 31, 2021	139,237	86,254	1,468,331	294,100	-	-	1,987,922
Acquisition costs	-	26,000	-	-	39,500	107,500	173,000
Exploration expenditures:							
Geological	97,173	17,048	192,000	48,280	-	16,875	371,376
Travel/ accommodation	-	-	-	11,394	-	-	11,394
Tilling and sampling	-	-	-	4,436	-	-	4,436
Mobilization/demobilization	-	-	-	12,700	-	4,500	17,200
Mining tax credits received	(1,093)	-	-	-	-	-	(1,093)
Impairment	-	-	(1,390,331)	-	-	-	(1,390,331)
Balance, March 31, 2022	235,317	129,302	270,000	370,910	39,500	128,875	1,173,904
Acquisition costs	-	-	-	-	31,500	-	31,500
Exploration expenditures:							
Claim administration	6,200	-	-	-	1,732	-	7,932
Geological	200,169	-	-	145,032	26,257	-	371,458
Travel/ accommodation	-	-	-	8,157	-	-	8,157
Mobilization/demobilization	-	-	-	12,659	6,000	-	18,659
Option payments received:							
Cash	-	-	(20,000)	-	-	-	(20,000)
Shares	-	-	(20,000)	-	-	-	(20,000)
Impairment	-	(129,302)	-	-	(104,989)	-	(234,291)
Balance, March 31, 2023	441,686	-	230,000	536,758	-	128,875	1,337,319

7. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	March 31, 2023 \$	March 31, 2022 \$
Accounts payable	234,057	287,572
Accrued liabilities	82,297	58,920
	316,354	346,492

8. OTHER LIABILITIES

Other liabilities include the liability portion of the flow-through shares issued. The following is a continuity schedule of the liability portion of the flow-through share issuances:

Flow-through Liabilities	\$
Balance, March 31, 2021	27,811
Liability incurred on flow-through shares issued	308,101
Settlement of flow-through share liability on incurring expenditures	(111,103)
Balance, March 31, 2022	224,809
Settlement of flow-through share liability on incurring expenditures	(103,648)
Balance, March 31, 2023	121,161

Musk Metals Corp.

Notes to the Financial Statements

March 31, 2023

(Expressed in Canadian dollars)

9. SHARE CAPITAL

(a) Authorized – Unlimited number of common shares without par value.

(b) Issued and Outstanding

Year ended March 31, 2023:

On April 6, 2022, the Company issued 75,000 common shares with a fair value of \$19,500 pursuant to the property purchase agreement to acquire a 100% interest in the Pakeagama Lithium Prospect (Note 6).

On September 29, 2022, the Company issued 326,875 common shares with a fair value of \$45,763 to settle due to related parties balance of \$65,376, resulting in a gain on settlement of \$19,613.

On November 15, 2022, the Company issued a total of 2,017,125 units at \$0.128 per unit, for gross proceeds of \$258,192. Each unit consists of one common share of the Company and one share purchase warrant, with each warrant entitling the holder to purchase one additional share at a price of \$0.20 per warrant share for a period of five years. The Company paid a cash finder's fee of \$320, incurred legal costs of \$585, and issued 2,500 broker warrants with fair value of \$251. Each broker warrant entitles the holder to purchase one common share at \$0.20 per warrant share for a period of 5 years.

In February 2023, the Company issued a total of 162,500 common shares pursuant to the exercise of warrants at \$0.20 per share for total proceeds of \$32,500.

Year ended March 31, 2022:

On April 7, 2021, the Company issued 75,000 common shares with a fair value of \$31,500 pursuant to a property option agreement to acquire a 100% interest in the Pakeagama Lithium Prospect (Note 6).

On May 12, 2021, the Company issued 50,000 common shares with a fair value of \$16,000 pursuant to the property option agreement to acquire a 100% interest in the McDonough Red Lake Prospect (Note 6).

On July 28, 2021, the Company issued a total of 1,041,667 flow-through units at \$0.48 per unit, for gross proceeds of \$500,000. Each unit consists of one flow-through common share and one-half of one non-flow-through warrant, with each whole warrant exercisable into one common share at \$0.56 per share for a 2 year term. The Company paid cash finder's fees of \$46,000, issued 95,833 finder's warrants with a fair value of \$19,761 and incurred other financing costs of \$6,000. Each finder's warrant is exercisable into one common share at \$0.48 per share for a 2 year term. On issuance, the Company recognized a flow-through premium of \$145,833.

On September 9, 2021, the Company issued a total of 1,819,166 non-flow-through units at \$0.30 per unit, for gross proceeds of \$545,750. Each unit consists of one common share and one warrant, with each warrant exercisable into one common share at \$0.40 per share for a 2 year term. The Company paid cash finder's fees of \$2,780, issued 9,267 finder's warrants with a fair value of \$1,866, and incurred other financing costs of \$2,500. Each finder's warrant is exercisable into one common share at \$0.40 per share for a 2 year term.

On December 8, 2021, the Company issued a total of 750,000 flow-through units at \$0.40 per unit, for gross proceeds of \$300,000. Each unit consists of one flow-through common share and one-half of one non-flow-through warrant, with each whole warrant exercisable into one common share at \$0.52 per share for a 2 year term. The Company paid cash finder's fees of \$34,400, issued 75,000 finder's warrants with a fair value of \$15,999 and incurred other financing costs of \$741. Each finder's warrant is exercisable into one common share at \$0.40 per share for a 2 year term. On issuance, the Company recognized a flow-through premium of \$60,000.

Musk Metals Corp.

Notes to the Financial Statements

March 31, 2023

(Expressed in Canadian dollars)

9. SHARE CAPITAL (continued)**(b) Issued and Outstanding (continued)**

On December 8, 2021, the Company issued a total of 852,227 flow-through units at \$0.44 per unit, for gross proceeds of \$374,980. Each unit consists of one flow-through common share and one-half of one non-flow-through warrant, with each whole warrant exercisable into one common share at \$0.52 per share for a 2 year term. The Company paid cash finder's fees of \$29,098, issued 76,133 finder's warrants with a fair value of \$15,870 and incurred other financing costs of \$1,129. Each finder's warrant is exercisable into one common share at \$0.44 per share for a 2 year term. On issuance, the Company recognized a flow-through premium of \$102,267.

On February 4, 2022, the Company issued 375,000 common shares with a fair value of \$97,500 pursuant to the property purchase agreement to acquire a 100% interest in the Allison Lake Prospect (Note 6).

During year ended March 31, 2022, the Company issued a total of 425,000 common shares pursuant to the exercise of stock options with exercise prices ranging between \$0.28 per share and \$0.52 per share for total proceeds of \$143,000, of which \$26,000 was received prior to March 31, 2021.

During the year ended March 31, 2022, the Company issued 1,397,125 common shares pursuant to the exercise of warrants at \$0.20 per share for total proceeds of \$279,425, of which \$63,450 was received prior to March 31, 2021.

(c) Stock Options

The Company's incentive stock option plan provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with the applicable stock exchange's requirements and limitations, grant to directors, officers, employees and consultants to the Company, non-transferable options to purchase common shares.

	Number of Options	Weighted Average Exercise Price \$
Outstanding and exercisable, March 31, 2021	732,500	0.40
Granted	1,600,000	0.36
Exercised	(425,000)	0.32
Expired	(87,500)	0.36
Cancelled/Forfeited	(262,500)	0.52
Outstanding and exercisable, March 31, 2022	1,557,500	0.36
Granted	62,500	0.22
Expired	(257,500)	0.52
Cancelled/Forfeited	(62,500)	0.22
Outstanding and exercisable, March 31, 2023	1,300,000	0.33

Share-based compensation expense is determined using the Black-Scholes option pricing model. During the year ended March 31, 2023, the Company recognized share-based compensation expense of \$1,647 (2022 - \$359,063), of which \$nil (2022 - \$228,799) pertains to directors, officers and a company controlled by the father of the Chief Financial Officer of the Company.

Musk Metals Corp.

Notes to the Financial Statements

March 31, 2023

(Expressed in Canadian dollars)

9. SHARE CAPITAL (continued)**(c) Stock Options (continued)**

The weighted average fair value of options granted during the year ended March 31, 2023, was \$0.04 (2022 - \$0.24) per share. Weighted average assumptions used in calculating the fair value of share-based compensation expense are as follows:

	2023	2022
Risk-free interest rate	4.03%	0.66%
Dividend yield	0%	0%
Expected volatility	154%	150%
Expected life (years)	0.62	1.8
Forfeiture rate	0%	0%

As at March 31, 2023, the following stock options are outstanding and exercisable:

Number of Stock Options Outstanding	Number of Stock Options Exercisable	Exercise Price \$	Expiry Date
825,000	825,000	0.30	December 20, 2023
475,000	475,000	0.38	August 13, 2023
1,300,000	1,300,000		

The weighted average stock price on the date of the exercise of stock options during the year ended March 31, 2023, was \$nil (2022 - \$0.40) per share.

(d) Share Purchase Warrants

	Number of Warrants	Weighted Average Exercise Price \$
Balance, March 31, 2021	7,424,382	0.56
Issued	3,397,345	0.44
Exercised	(1,397,125)	0.20
Expired	(825,000)	0.40
Balance, March 31, 2022	8,599,602	0.60
Issued	2,019,625	0.20
Exercised	(162,500)	0.20
Expired	(2,255,132)	1.20
Balance, March 31, 2023	8,201,595	0.34

Musk Metals Corp.

Notes to the Financial Statements

March 31, 2023

(Expressed in Canadian dollars)

9. SHARE CAPITAL (continued)

(d) Share Purchase Warrants (continued)

As at March 31, 2023, the Company had 8,201,595 share purchase warrants outstanding. Each warrant entitles the holder the right to purchase one common share as follows:

Number of Warrants	Exercise Price \$	Expiry Date
95,832	0.48	July 28, 2023
520,833	0.56	July 28, 2023
1,828,433	0.40	September 9, 2023
750,000	0.60	September 22, 2023
75,000	0.40	December 8, 2023
76,133	0.44	December 8, 2023
801,114	0.52	December 8, 2023
2,034,625	0.20	April 19, 2027
2,019,625	0.20	November 15, 2027
8,201,595		

As at March 31, 2023, the weighted average remaining life of warrants outstanding was 2.39 years.

10. RESERVE

	March 31, 2023 \$	March 31, 2022 \$
Balance, beginning of year	1,200,975	856,908
Share-based compensation	1,647	359,063
Fair value of finder's warrants	251	53,497
Reclassification of fair value of stock options exercised	-	(68,493)
Balance, end of year	1,202,873	1,200,975

Musk Metals Corp.

Notes to the Financial Statements

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(Expressed in Canadian dollars)

11. RELATED PARTY TRANSACTIONS

Key management personnel compensation and other related party transactions

The Company considers key management personnel to be the directors and officers of the Company.

During the year ended March 31, 2023, the Company incurred \$30,000 (2022 - \$30,000) in management fees to a company controlled by the Chief Executive Officer of the Company, for services rendered.

During the year ended March 31, 2023, the Company incurred \$60,000 (2022 - \$49,000) in management fees to the Chief Financial Officer of the Company, for services rendered.

During the year ended March 31, 2023, the Company incurred \$44,250 (2022 - \$54,000) in directors' fees to companies controlled by Directors of the Company, for services rendered.

During the year ended March 31, 2023, the Company incurred \$3,750 (2022 - \$nil) in directors' fees to a director of the Company, for services rendered.

During the year ended March 31, 2023, the Company incurred \$156,000 (2022 - \$129,000) in consulting fees to companies controlled by the father of the Chief Financial Officer of the Company, for services rendered.

During the year ended March 31, 2023, the Company incurred share-based compensation expense of \$nil (2022 - \$228,799) to directors, officers and a company controlled by the father of the Chief Financial Officer of the Company.

During the year ended March 31, 2023, the father of the Chief Financial Officer of the Company purchased 1,171,875 units at \$0.128 per unit (2022 - 500,000 units at \$0.30 per unit).

Related party balances

As at March 31, 2023, the Company has a balance of \$9,450 (2022 - \$21,525) payable to a company controlled by the Chief Executive Officer of the Company. The amount is unsecured, non interest-bearing and due on demand.

As at March 31, 2023, the Company has a balance of \$27,300 (2022 - \$27,300) payable to companies controlled by the father of the Chief Financial Officer of the Company. The amount is unsecured, non interest-bearing and due on demand.

As at March 31, 2023, the Company has a balance of \$9,450 (2022 - \$14,375) payable to companies controlled by Directors of the Company. The amounts are unsecured, non interest-bearing and due on demand.

As at March 31, 2023, the Company has a balance of \$nil (2022 - \$7,875) payable to a company controlled by the former Chief Financial Officer of the Company. The amount is unsecured, non interest-bearing and due on demand.

As at March 31, 2023, the Company has a balance of \$36,000 (2022 - \$36,000) payable to the former Chief Executive Officer of the Company. The amount is unsecured, non interest-bearing and due on demand.

As at March 31, 2023, the Company has a balance of \$2,750 (2022 - \$nil) payable to a Director of the Company. The amount is unsecured, non interest-bearing and due on demand.

Musk Metals Corp.

Notes to the Financial Statements

March 31, 2023

(Expressed in Canadian dollars)

12. FINANCIAL RISK AND CAPITAL MANAGEMENT

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes. The type of risk exposure and the way in which such exposure is managed is provided as follows:

(a) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash held in bank accounts. The Company's cash is deposited with a major bank in Canada. This risk is managed by using a major bank that is a high credit quality financial institution as determined by rating agencies.

(b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis.

Historically, the Company's primary source of funding has been the issuance of equity securities for cash, primarily through private placements and the advance of loans. The Company's access to equity financing is dependent upon market conditions and market risks. There can be no assurance of continued access to equity funding.

(c) Interest rate risk

Interest rate risk is the risk due to variability of interest rates. The Company is exposed to interest rate risk on its bank account. The income earned on the bank account is subject to the movements in interest rates. The Company has cash balances and fixed interest-bearing loans, therefore, interest rate risk is nominal.

(d) Capital management

The Company's policy is to maintain a capital base sufficient to maintain investor and creditor confidence and to sustain future development of the business. The capital structure of the Company consists of working capital and share capital. There were no changes in the Company's approach to capital management during the year. The Company is not subject to any externally imposed capital requirements.

(e) Classification of financial instruments

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly;

Level 3 – Inputs that are not based on observable market data.

Musk Metals Corp.

Notes to the Financial Statements

March 31, 2023

(Expressed in Canadian dollars)

12. FINANCIAL RISK AND CAPITAL MANAGEMENT (continued)**(e) Classification of financial instruments (continued)**

Financial assets and financial liabilities included in the statement of financial position are as follows:

	March 31, 2023 \$	March 31, 2022 \$
Cash	192,633	1,197,794
Short-term investment	24,000	-
Accounts payable and accrued liabilities	(316,354)	(346,492)
Due to related parties	(84,950)	(107,075)

(f) Fair value

The Company's financial instruments are presented as level 1 within the fair value hierarchy as at March 31, 2023 and 2022, based on observable information and demand payment requirement, with the exception of short-term investment which is presented as level 2 within the fair value hierarchy. The fair value of the short-term investment was determined by reference to recent private sales of the common shares of the private company.

13. INCOME TAXES

A reconciliation of income taxes at statutory rates with reported taxes is as follows:

	2023 \$	2022 \$
Net loss for the year	(748,314)	(2,494,727)
Statutory income tax rate	27%	27%
Income tax benefit computed at statutory tax rate	(202,000)	(674,000)
Permanent differences	153,000	(88,000)
Impact of flow through shares	100,000	-
Share issue cost	-	(33,000)
Change in valuation allowance	(51,000)	795,000
Deferred income tax expense (recovery)	-	-

Significant components of the Company's unrecognized deferred tax assets are as follows

	2023 \$	2022 \$
Non-capital losses	902,000	995,000
Exploration and evaluation assets	245,000	193,000
Share issue costs	28,000	38,000
	1,175,000	1,226,000
Valuation allowance	(1,175,000)	(1,226,000)
Net deferred tax liabilities	-	-

No net deferred tax asset has been recognized in respect of the above because the amount of future taxable profit that will be available to realize such assets is not probable.

The Company has non-capital losses of \$3,346,000 available for carry-forward to reduce future years' income for income tax purposes. These losses expire beginning in 2036.

Musk Metals Corp.

Notes to the Financial Statements

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14. SUBSEQUENT EVENTS

- (a) On April 26, 2023, the Company received 400,000 common shares of Hi-View Resources Inc. ("Hi-View"), a publicly traded company, in exchange for its short-term investment of 400,000 common shares of Zeal pursuant to the acquisition of Zeal by Hi-View.
- (b) Pursuant to a property option agreement (the "Option Agreement") with Jinhua Capital Corp. ("Jinhua"), dated effective January 19, 2022, and as amended on May 11, 2022, and April 28, 2023, the Company has agreed to grant an option (the "Option") for Jinhua to earn up to a 100% interest in 54 mineral claims constituting the Pluto Property, located in the Dolomieu and Daubree Townships of Quebec (the "Property").

The Option is subject to the approval of the Exchange and is intended to constitute Jinhua's Qualifying Transaction (as defined in Exchange Policy 2.4 - Capital Pool Companies).

The option to acquire an initial 80% in the Property (the "First Option") will be deemed to be exercised by Jinhua by paying:

- \$118,324 in cash, common shares of Jinhua, or combination thereof, at the sole election of Jinhua on the closing date of the Option Agreement; and
- an additional \$118,324 in cash, common shares of Jinhua, or combination thereof, at the sole election of Jinhua on or before the date that is 18 months from the Exchange approval and closing of concurrent private placement of at least \$500,000 ("Closing Date").

Upon satisfaction of the payments set out above, the First Option will be deemed to be exercised, and Jinhua will earn an 80% interest in and to the Property. Any common shares of Jinhua issued to the Company pursuant to the Option Agreement will be issued at a price of \$0.10 per share, or as otherwise required by the Exchange, and will be subject to a restricted period of four months and one day.

Upon the exercise of the First Option, Jinhua and the Company will be deemed to have formed a joint venture (the "Joint Venture") on a 80% - 20% basis, and will promptly execute a Joint Venture agreement based upon the material terms attached to the Option Agreement. Jinhua will initially have a participating interest in the Joint Venture and the Company will initially have a carried interest in the Joint Venture until the earlier of: (a) exercise of the Second Option (as defined herein); and (b) termination of the Second Option.

In the event the Second Option is terminated for failing to satisfy the conditions thereof, the Company's interest in the Property will automatically change to a participating interest.

The option to acquire the remaining 20% interest in the Property (the "Second Option") will be deemed to be exercised by Jinhua by:

- incurring at least \$250,000 in qualified exploration and development expenditures on the Property (the "Expenditures") on or before the fourth anniversary of the execution of the Option Agreement; and
- incurring an additional \$500,000 (\$750,000 in aggregate) in Expenditures on or before the fifth anniversary of the execution of the Option Agreement.

Upon satisfaction of the payments set out above, the Second Option will be deemed to be exercised, and an additional undivided 20% right, title and interest (100% in the aggregate) in and to the Property will automatically vest in Jinhua. Upon the exercise of the Second Option, the Joint Venture will terminate. In the event that Jinhua fails to satisfy the conditions to exercise the Second Option, the Second Option will terminate, the Company's interest will automatically change from a carried interest to a participating interest, and the parties will proceed to advance the Property in accordance with the Joint Venture agreement terms.

Musk Metals Corp.

Notes to the Financial Statements

March 31, 2023

(Expressed in Canadian dollars)

14. SUBSEQUENT EVENTS (continued)

Pursuant to the Option Agreement, the Company will advance \$226,000 (paid) to the authors (the "Authors") of the technical report on the Property (the "Technical Report"), as a prepaid expense of the Company, for the Authors to undertake the proposed phase 1 geological work program on the Property as set out in the Technical Report ("Phase 1 Work"). The Option Agreement provides for the following:

- upon the Authors completing the Phase 1 Work, the Company has agreed to immediately undertake commercially reasonable efforts to provide Jinhua with all relevant and supporting geological information, details, logs, invoices, expenditures and other documents evidencing the completion of the Phase 1 Work (the "Geological Records") (provided); and
- upon receipt of the Geological Records by Jinhua and verification that the Geological Records evidence that the Authors have completed the Phase 1 Work by expending at least \$200,000 thereto in accordance with standard practices for geological work in Canada (the "Eligible Expenditures"), Jinhua will promptly issue 2,260,000 common shares at a deemed issue price of \$0.10 per share to the Company (each, an "Expenditure Share").

Any Expenditure Shares will be issued pursuant to an exemption under applicable securities laws and will bear a restricted period of four months and one day in accordance. Jinhua has received the Geological Records evidencing the Eligible Expenditures. The 2,260,000 of Expenditure Shares to be issued by Jinhua to the Company on the Closing Date will be on a post-consolidation basis, and will be subject to other standard adjustments for routine corporate events such as future stock splits and consolidations. The issuance of the Expenditure Shares is conditional upon the Company complying with all Exchange policies with respect to the issuance thereof.

The grant of the Option and closing of the Qualifying Transaction is subject to: (a) the approval of the Exchange; (b) Jinhua completing a share consolidation on a 2-for-1 basis; and (b) Jinhua concurrently closing a private placement equity financing to raise gross proceeds of not less than \$500,000, or such other amount as required by the Exchange (the "Closing Date").

- (c) On June 9, 2023, the Company effected a 4-for-1 share consolidation. All share and per share amounts have been retrospectively presented to reflect the share consolidation.
- (d) Subsequent to the year ended March 31, 2023, the Company agreed to amend the first anniversary option payments due under the June 1, 2022, Option Agreement on its Lawyers Property, whereby the \$25,000 option payment was extended to December 31, 2023, instead of May 27, 2023.
- (e) On June 26, 2023, the Company acquired two lithium properties located in James Bay, Quebec. The purchase price payable to the arm's length vendors for the mineral claims shall be as follows:
 - (i) cash payment of \$50,000 upon the closing of the next hard dollar financing;
 - (ii) issuing 1,500,000 common shares of the Company to each of the two vendors; and
 - (iii) granting a 2% underlying royalty. The Company has a right to acquire 1% (50% of the underlying royalty) at any time for the payment of \$1,000,000.

The closing of the transaction will be completed as soon as possible after all applicable regulatory approvals of the transaction have been obtained, but no later than July 31, 2023, or at such other place or date as may be mutually agreed upon by the purchase and vendors.