

GOLDEN LAKE EXPLORATION INC.
CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED MAY 31, 2024 AND 2023
(Expressed in Canadian Dollars)
(Unaudited – Prepared by Management)

Notice of No Auditor Review of Financial Statements

The accompanying unaudited financial statements have been prepared by management and approved by the Audit Committee.

The Company's independent auditors have not performed a review of these financial statements in accordance with the standards established by the Canadian Institute to Chartered Accountants for a review of interim financial statements by an entity's auditors.

GOLDEN LAKE EXPLORATION INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)
(Unaudited – Prepared by Management)

	May 31, 2024	November 30, 2023
ASSETS		
CURRENT		
Cash	\$ 415,818	\$ 101,611
Amounts receivable	12,533	14,568
Prepays	35,279	43,959
	463,630	160,138
Reclamation bond (Note 4)	27,399	27,146
Exploration and evaluation assets (Note 4)	9,909,142	9,670,663
	\$ 10,400,171	\$ 9,857,947
LIABILITIES		
CURRENT		
Accounts payable and accrued liabilities (Note 6)	\$ 66,730	\$ 65,437
EQUITY		
Share capital (Note 5)	15,353,007	14,505,257
Contributed surplus (Note 5)	1,951,517	1,823,217
Deficit	(6,971,083)	(6,535,964)
	10,333,441	9,792,510
	\$ 10,400,171	\$ 9,857,947

NATURE OF BUSINESS AND CONTINUING OPERATIONS (Note 1)

Approved and authorized for issue on behalf of the Board on July 26, 2024.

“Michael England ” Director

“Jay Sujir ” Director

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

GOLDEN LAKE EXPLORATION INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian Dollars)
(Unaudited – Prepared by Management)

	Three months ended		Six months ended	
	May 31, 2024	May 31, 2023	May 31, 2024	May 31, 2023
EXPENSES				
Advertising and promotion	\$ 16,616	\$ 15,343	\$ 20,426	\$ 25,641
Consulting fees	58,794	36,300	102,294	82,137
Management fees (Note 6)	36,000	45,000	78,000	90,000
Office and miscellaneous	10,772	6,169	15,295	11,970
Professional fees	40,713	59,041	55,787	76,253
Property investigation costs	-	-	2,500	-
Share-based payments (Notes 5 and 6)	115,000	5,700	115,000	14,400
Transfer agent and filing fees	13,763	7,712	21,860	18,885
Travel	4,516	4,821	7,457	16,171
LOSS BEFORE OTHER ITEMS	(296,174)	(180,086)	(418,619)	(335,457)
OTHER ITEMS				
Other income	-	1,573	-	2,984
Write-off of exploration and evaluation assets (Note 4)	(16,500)	-	(16,500)	(2,266)
NET LOSS AND COMPREHENSIVE LOSS	\$ (312,674)	\$ (178,513)	\$ (435,119)	\$ (334,739)
LOSS PER SHARE (basic and diluted)	\$ (0.00)	\$ (0.00)	\$ (0.01)	\$ (0.01)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING	72,346,429	65,377,456	68,919,011	65,051,549

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

GOLDEN LAKE EXPLORATION INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(Expressed in Canadian Dollars)
(Unaudited – Prepared by Management)

	Common shares		Contributed surplus	Deficit	Total equity
	Number of shares	Amount			
Balance as at November 30, 2022	64,697,072	\$ 14,410,434	\$ 1,736,045	\$ (5,290,906)	\$ 10,855,573
Options exercised	100,000	14,828	(6,828)	-	8,000
Shares issued for mineral properties	731,775	79,995	-	-	79,995
Share-based payments	-	-	14,400	-	14,400
Net loss for the period	-	-	-	(334,739)	(334,739)
Balance as at May 31, 2023	65,528,847	14,505,257	1,743,617	(5,625,645)	10,623,229
Share-based payments	-	-	79,600	-	79,600
Net loss for the period	-	-	-	(910,319)	(910,319)
Balance as at November 30, 2023	65,528,847	14,505,257	1,823,217	(6,535,964)	9,792,510
Shares issued for cash	17,600,000	880,000	-	-	880,000
Share issuance costs - cash	-	(25,450)	-	-	(25,450)
Share issuance costs - warrants	-	(13,300)	13,300	-	-
Shares issued for mineral properties	100,000	6,500	-	-	6,500
Share-based payments	-	-	115,000	-	115,000
Net loss for the period	-	-	-	(435,119)	(435,119)
Balance as at May 31, 2024	83,228,847	\$ 15,353,007	\$ 1,951,517	\$ (6,971,083)	\$ 10,333,441

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

GOLDEN LAKE EXPLORATION INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)
(Unaudited – Prepared by Management)

	Six months ended May 31, 2024	Six months ended May 31, 2023
CASH PROVIDED BY (USED IN):		
OPERATING ACTIVITIES		
Net loss for the period	\$ (435,119)	\$ (334,739)
Items not involving cash:		
Foreign exchange	(253)	(172)
Share-based payments	115,000	14,400
Write-off of exploration and evaluation assets	16,500	2,266
Changes in non-cash working capital balances:		
Amounts receivable	2,035	908
Prepays	8,680	44,347
Accounts payable and accrued liabilities	3,150	(16,855)
Cash used in operating activities	(290,007)	(289,845)
INVESTING ACTIVITIES		
Exploration and evaluation expenditures, net of mining tax credit received	(250,336)	(512,963)
Cash used in investing activities	(250,336)	(512,963)
FINANCING ACTIVITIES		
Proceeds from share issuances	880,000	-
Share issuance costs	(25,450)	-
Exercise of options	-	8,000
Cash provided by financing activities	854,550	8,000
CHANGE IN CASH DURING PERIOD	314,207	(794,808)
CASH, BEGINNING OF PERIOD	101,611	1,909,442
CASH, END OF PERIOD	\$ 415,818	\$ 1,114,634
SUPPLEMENTAL CASH DISCLOSURES		
Cash paid for interest	\$ -	\$ -
Cash paid for tax	\$ -	\$ -
Non-cash investing and financing activities		
Shares issued for exploration and evaluation assets	\$ 6,500	\$ 79,995
Fair value of finder's warrants	\$ 13,300	\$ -
Fair value of option exercised	\$ -	\$ 6,828
Exploration and evaluation assets included in accounts payable	\$ 17,354	\$ 24,471

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

GOLDEN LAKE EXPLORATION INC.
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED MAY 31, 2024 AND 2023

(Expressed in Canadian Dollars)
(Unaudited – Prepared by Management)

1. NATURE OF BUSINESS AND CONTINUING OPERATIONS

Golden Lake Exploration Inc. (the “Company”) was incorporated on May 17, 2018 under the laws of British Columbia. The address of the Company’s corporate office and its principal place of business is Suite 1240 – 789 West Pender Street, Vancouver, V6C 1H2, British Columbia, Canada.

The Company’s principal business activities include the acquisition and exploration of mineral property assets. As at May 31, 2024, the Company had not yet determined whether the Company’s mineral property assets contain ore reserves that are economically recoverable. The recoverability of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, confirmation of the Company’s interest in the underlying mineral claims, the ability of the Company to obtain the necessary financing to complete the development of and the future profitable production from the property or realizing proceeds from its disposition. The outcome of these matters cannot be predicted at this time and the uncertainties cast significant doubt upon the Company’s ability to continue as a going concern.

The Company’s business may be affected by changes in political and market conditions, such as interest rates, availability of credit, inflation rates, changes in laws, and national and international circumstances. Recent geopolitical events and potential economic global challenges such as the risk of higher inflation and energy crises, may create further uncertainty and risk with respect to the prospects of the Company’s business.

These condensed interim consolidated financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in these financial statements.

As at May 31, 2024, the Company has not generated any revenues and has incurred accumulated losses of \$6,971,083 (November 30, 2023 - \$6,535,964). The Company’s ability to continue its operations and to realize its assets at their carrying values is dependent upon obtaining additional financing and generating revenues sufficient to cover its operating costs.

2. SIGNIFICANT ACCOUNTING POLICIES

a) Statement of compliance

These condensed interim consolidated financial statements are prepared in accordance with IAS 34 Interim Financial Reporting (“IAS 34”) using accounting policies consistent with the IFRS Accounting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”). They do not include all financial information required for full annual financial statements and should be read in conjunction with the audited financial statements of the Company for the year ended November 30, 2023.

These condensed interim consolidated financial statements were authorized for issue in accordance with a resolution from the Board of Directors on July 26, 2024.

GOLDEN LAKE EXPLORATION INC.
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
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2. SIGNIFICANT ACCOUNTING POLICIES (continued)

b) Basis of presentation

The condensed interim consolidated financial statements have been prepared on the historical cost basis, with the exception of financial instruments which are measured at fair value, as explained in the accounting policies set out below. In addition, these condensed interim consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

The accounting policies set out below have been applied consistently to all periods presented in these condensed interim consolidated financial statements.

c) Principles of consolidation

These condensed interim consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary, Golden Lake Nevada Inc., a company incorporated under the laws of Nevada, USA. At May 31, 2024 and 2023, the Company's subsidiary had not yet established any principal activities. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity as to obtain benefits from its activities. All inter-company balances have been eliminated upon consolidation.

d) Cash equivalents

Cash equivalents include short term deposits with an original maturity of three months or less, which are readily convertible into a known amount of cash. As of May 31, 2024, the Company held no cash equivalents.

e) Exploration and evaluation assets

Costs incurred before the Company has obtained the legal rights to explore an area are expensed in the period in which they are incurred.

Costs incurred to acquire the legal right to explore a property are capitalized. Once the legal right to explore a property has been acquired, costs directly related to exploration and evaluation expenditures are recognized and capitalized on a property-by-property basis. These direct expenditures include such costs as surveying costs, drilling costs, labor and contractor costs, materials used and licensing and permit fees.

Government tax credits received are recorded as a reduction to the cumulative costs incurred and capitalized on the related property.

Once the technical feasibility and commercial viability of extracting the mineral resource have been determined, the property is considered to be under development and is classified as development properties. The carrying value of exploration and evaluation assets is transferred to development properties after being tested for impairment.

Once commercial production has commenced all capitalized costs related to the property are transferred to producing properties and the costs of acquisition, exploration and development will be amortized over the life of the property based on estimated economic reserves.

Proceeds received from the sale of any interest in a property will be credited against the carrying value of the property, with any excess included in other income for the period. If a property is abandoned, the acquisition, deferred exploration and development costs will be written off to other expenses.

Currently, all mineral properties of the Company are at the exploration stage.

GOLDEN LAKE EXPLORATION INC.
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2. SIGNIFICANT ACCOUNTING POLICIES (continued)

e) Exploration and evaluation assets (continued)

Although the Company has taken steps to verify title to mineral properties in which it has an interest, in accordance with industry norms for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements or inadvertent non-compliance with regulatory requirements.

Exploration costs renounced due to flow-through share subscription agreements remain capitalized; however, for corporate income tax purposes the Company has no right to claim these costs as tax deductible expenses.

Recorded costs of mineral properties and deferred exploration costs are not intended to reflect present or future values of resource properties. The recorded costs are subject to measurement uncertainty and it is reasonably possible, based on existing knowledge that changes in future conditions could require a material change in the recognized amount.

Payments on mineral property option agreements are made at the discretion of the Company and, accordingly, are recorded as incurred.

When a project is deemed to no longer have commercially viable prospects to the Company, exploration and evaluation expenditures in respect of that project are deemed to be impaired. As a result, those exploration and evaluation expenditure costs, in excess of estimated recoveries, are written off to profit or loss.

The Company assesses exploration and evaluation assets for impairment when facts and circumstances suggest that the carrying amount of an asset may exceed its recoverable amount.

f) Impairment

At the end of each reporting period, the Company's assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in the profit or loss for the year. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

g) Share-based payments

When equity instruments are granted to non-employees, they are recorded at the fair value of the goods and services received, unless the fair value of the goods and services received cannot be reasonably measured, in which case they are measured using the fair value of the equity instruments issued. Expenses are recorded in profit or loss. Amounts related to the cost of issuing shares are recorded as a reduction of share capital. Amounts related to the issuance of shares for exploration and evaluation assets are capitalized in mineral interests on the statement of financial position.

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2. SIGNIFICANT ACCOUNTING POLICIES (continued)

g) Share-based payments (continued)

When the value of goods or services received in exchange for the share-based payment cannot be reliably estimated, the fair value is measured by using a valuation model.

All equity-settled share-based payments are reflected in contributed surplus, until exercised. Upon exercise, shares are issued from treasury and the amount reflected in contributed surplus is credited to share capital, adjusted for any consideration paid.

Where a grant of options is cancelled or settled during the vesting period, excluding forfeitures when vesting conditions are not satisfied, the Company immediately accounts for the cancellation as an acceleration of vesting and recognizes the amount that otherwise would have been recognized for services received over the remainder of the vesting period. Any payment made to the employee on the cancellation is accounted for as the repurchase of an equity interest except to the extent the payment exceeds the fair value of the equity instrument granted, measured at the repurchase date. Any such excess is recognized as an expense. If the options expire or are forfeited, the corresponding amount previously recorded remains in contributed surplus.

h) Flow-through shares

The Company may from time to time, issue 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 allocates the proceeds from flow-through shares into 1) share capital based on the fair value of the Company's shares at the date of issuance, and 2) a flow-through share premium, calculated based on the share issuance price and market price at the time of closing, if any, which is recognized as a liability. In accordance with IAS 12, Income Taxes, a deferred tax liability is recognized, with certain specific exceptions, for the taxable temporary difference that arises from the difference between the carrying amount of eligible expenditures capitalized as an asset in the statement of financial position and its tax base. Upon expenditures being incurred, the flow-through share premium is drawn down proportionately and recorded to other income. In instances where the Company has sufficient deductible temporary differences available to offset the deferred income tax liability created from renouncing qualifying expenditures, the realization of the deductible temporary differences will be shown as deferred income tax recovery in profit or loss in the period of renunciation.

Proceeds received from the issuance of flow-through shares must 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 Canada Revenue Agency flow-through regulations. When applicable, this tax is accrued as a financial expense.

i) Foreign currency

Transactions and balances in currencies other than the Canadian dollar, the currency of the primary economic environment in which the Company operates ("the functional currency"), are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at exchange prevailing on the condensed interim consolidated statement of financial position date are recognized in profit or loss.

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2. SIGNIFICANT ACCOUNTING POLICIES (continued)

j) Decommissioning, restoration and similar liabilities

An obligation to incur restoration, rehabilitation and environmental costs arises when environmental disturbance is caused by the exploration or development of a mineral property interest. Such costs arising from the decommissioning of plant and other site preparation work, discounted to their net present value, are provided for and capitalized at the start of each project to the carrying amount of the asset, along with a corresponding liability as soon as the obligation to incur such costs arises. The timing of the actual rehabilitation expenditure is dependent on a number of factors such as the life and nature of the asset, the operating license conditions and, when applicable, the environment in which the mine operates.

Discount rates using a pre-tax rate that reflects the time value of money are used to calculate the net present value. These costs are charged against profit or loss over the economic life of the related asset, through amortization using either the units-of-production or the straight-line method. The corresponding liability is progressively increased as the effect of discounting unwinds creating an expense recognized in profit or loss.

Decommissioning costs are also adjusted for changes in estimates. Those adjustments are accounted for as a change in the corresponding capitalized cost, except where a reduction in costs is greater than the unamortized capitalized cost of the related assets, in which case the capitalized cost is reduced to nil and the remaining adjustment is recognized in profit or loss.

The operations of the Company have been, and may in the future be, affected from time to time in varying degree by changes in environmental regulations, including those for site restoration costs. Both the likelihood of new regulations and their overall effect upon the Company are not predictable.

The Company has no material restoration, rehabilitation and environmental obligations as the disturbance to date is immaterial.

k) Loss per share

Earnings (loss) per share is calculated on the basis of the weighted average number of common shares outstanding during the period. The Company follows the treasury share method to calculate the dilutive effect of options, warrants and similar instruments. Under this method, the dilutive effect on earnings per share is recognized on the use of the proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the period. Existing share options and share purchase warrants have not been included in the computation of diluted loss per share, as it would be anti-dilutive. For the six months ended May 31, 2024, 7,650,000 (2023 – 5,600,000) options and 29,281,701 (2023 – 11,172,701) warrants were not included in the calculation of diluted earnings per share as their inclusion was anti-dilutive.

l) Income taxes

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the financial statements date, and includes any adjustments to tax payable or receivable in respect of previous years.

Deferred income tax is recorded using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

The carrying amount of deferred income tax assets is reviewed at the end of each reporting period and recognized only to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

GOLDEN LAKE EXPLORATION INC.
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2. SIGNIFICANT ACCOUNTING POLICIES (continued)

l) Income taxes (continued)

Deferred income tax assets and liabilities and the related deferred income tax expense or recovery are recognized for deferred tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax basis, except for taxable temporary differences arising on the initial recognition of goodwill and temporary differences arising from the initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that substantive enactment occurs.

m) Valuation of equity units issued in private placements

The Company engages in equity financing transactions to obtain the funds necessary to continue operations and explore and evaluate resource properties. These equity financing transactions may involve issuance of common shares or units. A unit comprises a certain number of common shares and a certain number of share purchase warrants (“Warrants”). Depending on the terms and conditions of each equity financing agreement, the Warrants are exercisable into additional common shares prior to expiry at a price stipulated by the Agreement. Warrants that are part of units are valued using residual value method which involves comparing the selling price of the units to the Company’s share price on the announcement date of the financing. The market value is then applied to the common share, and any residual amount is assigned to the Warrants. Warrants that are issued as payment for agency fee or other transaction costs are accounted for as share-based payments and are recognized in equity. When warrants are forfeited or are not exercised at the expiry date the amount previously recognized in equity remains in contributed surplus.

In situations where share capital is issued, or received, as non-monetary consideration and the fair value of the asset received, or given up is not readily determinable, the fair market value (as defined) of the shares is used to record the transaction. The fair market value of the shares issued, or received, is based on the trading price of those shares on the appropriate exchange on the date the shares are issued.

n) Share issuance costs

Share issue costs are deferred and charged directly to share capital on completion of the related equity financing. If the financing is not completed, share issue costs are charged to profit or loss. Costs directly identifiable with the raising of capital will be charged against the related share capital.

o) Financial instruments

Under IFRS 9, Financial Instruments, financial assets and financial liabilities are classified and measured based on the business model in which they are held and the characteristics of their contractual cash flows. IFRS 9 contains the primary measurement categories for financial assets: 1) amortized cost, 2) fair value through other comprehensive income (FVTOCI), and 3) fair value through profit or loss (FVTPL).

i) Measurement – initial recognition

All financial assets and financial liabilities are initially recorded on the Company’s statement of financial position when the Company becomes a party to the contractual provisions of the instrument. All financial asset and liabilities are initially recorded at fair value, net of attributable transaction costs, except for those classified as FVTPL. Subsequent measurement of financial assets and financial liabilities depends on the classifications of such assets and liabilities.

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2. SIGNIFICANT ACCOUNTING POLICIES (continued)

o) Financial instruments (continued)

ii) Classification – financial assets

Amortized cost:

Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows, and that the contractual terms of the financial assets give rise on specified date to cash flows that are solely payments of principal and interest on the principal amount outstanding, are measured subsequent to initial recognition at amortized cost.

The amortized cost of a financial asset is the amount at the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortization using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. Interest income is recognized using the effect interest method, and is recognized in Interest and other income, in profit or loss.

FVTPL:

Assets that do not meet the criteria for amortized cost or FVTOCI are measured at FVTPL. A gain or loss on an investment that is subsequently measured at FVTPL is recognized in profit or loss.

iii) Classification – financial liabilities

Financial liabilities that are not contingent consideration of an acquirer in a business combination, held for trading or designated as FVTPL, are measured at amortized cost using the effective interest method.

The classification and measurement bases of the Company's financial instruments are as follows:

	IFRS 9 Classification
<u>Financial Asset</u>	
Cash	FVTPL
Reclamation bond	Amortized Cost
<u>Financial Liabilities</u>	
Accounts payable and accrued liabilities	Amortized cost

p) Adoption of new accounting standards, interpretations, and amendments

The Company has performed an assessment of new standards issued by the IASB that are not yet effective.

GOLDEN LAKE EXPLORATION INC.
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2. SIGNIFICANT ACCOUNTING POLICIES (continued)

p) Adoption of new accounting standards, interpretations, and amendments (continued)

A number of new standards, and amendments to standards and interpretations, are not effective and have not been early adopted in preparing these financial statements. The following accounting standards and amendments are effective for future periods:

- i) Classification of Liabilities as Current or Non-current (Amendments to IAS 1) - The amendments to IAS1 provide a more general approach to the classification of liabilities based on the contractual arrangements in place at the reporting date.

These amendments are effective for reporting periods beginning on or after January 1, 2024.

The Company has assessed that the impact of adopting these accounting standards on its condensed interim consolidated financial statements would not be significant.

- ii) Amendments to IAS 1 and IFRS Practice Statement 2 – Disclosure of Accounting Policies – These amendments help companies provide useful accounting policy disclosures. The IASB also amended IFRS Practice Statement 2 to include guidance and examples on applying materiality to accounting policy disclosures.

These amendments are effective for reporting period beginning on or after January 1, 2024. The Company expects the adoption of the amendments will reduce the disclosure of its accounting policies.

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of these condensed interim consolidated 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 condensed interim consolidated financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These condensed interim consolidated financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the condensed interim consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances. There were no significant accounting estimates needed during the preparation of these consolidation financial statements for the six months ended May 31, 2024.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the financial position reporting date, 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:

Significant accounting judgments

- i. the assessment of indications of impairment of the mineral property assets and related determination of the net realizable value and write-down of the mineral property assets where applicable;
- ii. the evaluation of the Company's ability to continue as a going concern.

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4. EXPLORATION AND EVALUATION ASSETS

For the period ended May 31, 2024, the Company incurred following expenditures in relation to the acquisition and exploration of mineral properties.

	Jewel Ridge Project	Full Monty Property	Total
Acquisition Costs:			
Balance, November 30, 2023	\$ 1,664,292	\$ -	\$ 1,664,292
Cash	23,400	10,000	33,400
Shares issued	-	6,500	6,500
Write-off	-	(16,500)	(16,500)
Balance, May 31, 2024	1,687,692	-	1,687,692
Deferred Exploration Costs:			
Balance, November 30, 2023	8,006,371	-	8,006,371
Assay	181	-	181
Geological consulting (Note 6)	123,151	-	123,151
Field work	91,747	-	91,747
Balance, May 31, 2024	8,221,450	-	8,221,450
Total	\$ 9,909,142	\$ -	\$ 9,909,142

For the year ended November 30, 2023, the Company incurred following expenditures in relation to the acquisition and exploration of mineral properties.

	Jewel Ridge Project	Copperview Project	Conglin Creek Copper Project	Deadman Lake and South Dill Project	Full Monty Property	Total
Acquisition Costs:						
Balance, November 30, 2022	\$ 1,397,373	\$ -	\$ 372,201	\$ 96,500	\$ 25,000	\$ 1,891,074
Cash	197,424	-	-	-	10,000	207,424
Shares issued	69,495	-	-	-	10,500	79,995
Write-off	-	-	(372,201)	(96,500)	(45,500)	(514,201)
Balance, November 30, 2023	1,664,292	-	-	-	-	1,664,292
Deferred Exploration Costs:						
Balance, November 30, 2022	6,905,456	-	58,904	17,560	10,000	6,991,920
Assay	125,865	-	-	-	-	125,865
Geological consulting (Note 6)	349,042	2,266	-	-	-	351,308
Drilling	12,794	-	-	-	-	12,794
Field work	613,214	-	-	-	-	613,214
Mining tax credits received	-	-	(14,748)	(14,747)	(14,748)	(44,243)
Write-off	-	(2,266)	(44,156)	(2,813)	4,748	(44,487)
Balance, November 30, 2023	8,006,371	-	-	-	-	8,006,371
Total	\$ 9,670,663	\$ -	\$ -	\$ -	\$ -	\$ 9,670,663

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4. EXPLORATION AND EVALUATION ASSETS (continued)

Jewel Ridge Project

Pursuant to an option agreement dated November 1, 2019 (the “Agreement”), with Greencastle Resources Ltd. and its affiliate Greencastle U.S.A. Ltd. (together the “Optionor”), the Company was granted an option to acquire 100% undivided interest in the Jewel Ridge Project (the “Property”) located near Eureka in Nevada.

In accordance with the Agreement, the Company has the option to acquire 100% interest in the property by making the following considerations:

	Common Shares	Cash	Exploration Expenditures
Upon execution of the Agreement (issued and paid)	1,000,000	\$ 25,000	\$ -
November 5, 2020 (issued, paid, and incurred)	2,000,000	35,000	150,000
November 5, 2021 (issued, paid, and incurred)	2,000,000	45,000	250,000
November 5, 2022 (paid and incurred)	-	50,000	350,000
Total	5,000,000	\$ 155,000	\$ 750,000

The Optionor will retain a 4% Net Smelter Returns (“NSR”) royalty on the mining claims comprising the Property described as “GM Squared claims” under the Agreement. The Company has the right to purchase all of the NSR for \$8,000,000. In addition, following the exercise of the option and acquisition of the Property, the Optionor shall reserve a royalty of 3% on NSR on the mining claims comprising the Property described as “Rainbow claims”. The Company has the option, up to seven years, to purchase 2% of the royalty for \$2,000,000. The Company shall pay to the Optionor advance royalty payments of \$50,000 per annum payable forty-eight months after the closing date and such payments are to be deducted from any royalty payments payable under Rainbow claims. In the event that the Company fails to make such advance royalty payment for three consecutive years after the exercise of the option and acquisition of 100% of the Property, the claims share revert back to the Optionor. As of May 31, 2024, the Company has not made any advance royalty payments.

As of May 31, 2024, the Company paid \$27,399 (USD \$20,000) (November 30, 2023 - \$27,146 (USD \$20,000)) as reclamation bond on the Jewel Ridge Project.

During the year ended November 30, 2022, the Company acquired additional patented claims in relations to the Jewel Ridge property, which referred to as Cardinalli Portfolio and Lord Byron.

For Cardinalli Portfolio, in accordance with the agreement dated March 21, 2022, the Company acquired 100% interest in the patented claims by making the following considerations:

	Common Shares	Cash
Upon execution of the Agreement (paid)	-	USD \$150,000
March 21, 2023 (issued and paid)	631,775*	100,000
March 21, 2024 (deferred until September 21, 2024)	250,000	100,000
March 21, 2025	250,000	100,000
March 21, 2026	250,000	100,000
Total	1,381,775	USD \$550,000

* due to the condition whereby the closing trading price of the Company is less than \$0.20 per share, the vendor elected to receive share value equivalent of USD \$50,000, and the Company issued 631,775 common shares valued at \$69,495.

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4. EXPLORATION AND EVALUATION ASSETS (continued)

Jewel Ridge Project (continued)

If for any given year during the option period, the closing trading price of the Company is less than \$0.20 per share on the day immediately prior to the issuance of common shares, the vendor may elect to receive USD \$50,000 cash in lieu of receiving common shares for that year. If the vendor does not elect to receive cash in lieu of receiving common shares for that year, then the number of common shares issuable shall be adjusted upward, such that the aggregate value of the common shares to be issued shall be USD \$50,000, based on a share issuance price equal to the average closing trading price of the Company for the 30 day period prior to the issuance of common shares for that year.

The property is subject to a 2.0% NSR of which 1.0% can be purchased back by the Company for USD \$1,000,000.

For Lord Byron, in accordance with the agreement dated March 25, 2022, the Company acquired 100% interest in the patented claims by through a cash payment of USD \$70,000 (paid).

Full Monty Property

Pursuant to an option agreement dated March 23, 2022, the Company was granted an option to acquire 100% interest in Full Monty Property by making the following considerations:

	Common Shares	Cash
Upon execution of the Agreement (paid and issued)	100,000	\$ 10,000
March 23, 2023 (paid and issued)	100,000	10,000
March 23, 2024 (paid and issued)	100,000	10,000
Total	300,000	\$ 30,000

The property is subject to a 1.5% NSR which can be purchased back by the Company for \$1,500,000.

During the year ended November 30, 2023, the Company had no future exploration plan which is an indicator of impairment under IFRS 6, and as a result, the Company wrote off exploration and evaluation assets of \$40,752. During the period ended May 31, 2024, the Company wrote off additional exploration and evaluation assets of \$16,500.

Conglin Creek Copper Property

Pursuant to an option agreement dated September 19, 2020, the Company was granted an option to acquire 100% undivided interest in the Conglin Creek Copper Property located in British Columbia, Canada.

In accordance with the agreement, the Company has the option to acquire 100% interest in the property by making the following considerations:

	Common Shares	Cash
September 24, 2020 (issued and paid)	500,000	\$ 25,000
September 24, 2021 (issued and paid)	500,000	35,000
September 24, 2022 (issued and paid)	1,000,000	40,000
Total	2,000,000	\$ 100,000

The property is subject to a 2.5% NSR of which 1.5% can be purchased back by the Company for \$1,500,000.

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4. EXPLORATION AND EVALUATION ASSETS (continued)

Conglin Creek Copper Property (continued)

During the year ended November 30, 2023, the Company had no future exploration plan which is an indicator of impairment under IFRS 6, and as a result, the Company wrote off exploration and evaluation assets of \$416,357.

Deadman Lake Property and South Dill Property

Pursuant to an option agreement dated October 19, 2020, the Company was granted an option to acquire 100% undivided interest in the Deadman Lake and South Dill Property located in contiguous to the Company's Copperview Project.

In accordance with the agreement, the Company has the option to acquire 100% interest in the two properties by making the following considerations:

	Common Shares	Cash
October 29, 2020 (issued and paid)	100,000	\$ 15,000
October 29, 2021 (issued and paid)	100,000	15,000
October 29, 2022 (issued and paid)	200,000	20,000
Total	400,000	\$ 50,000

The property is subject to a 1.6% NSR of which 1% can be purchased back by the Company for \$1,000,000.

During the year ended November 30, 2023, the Company had no future exploration plan which is an indicator of impairment under IFRS 6, and as a result, the Company wrote off exploration and evaluation assets of \$99,313.

Copperview Project

Pursuant to an option agreement dated September 6, 2020, the Company was granted an option to acquire a 100% undivided interest in the Copperview Project located in British Columbia, Canada.

In accordance with the agreement, the Company has the option to acquire 100% interest in the property by making the following considerations:

	Common Shares	Cash	Exploration Expenditures
September 15, 2020 (issued and paid)	500,000	\$ 25,000	\$ -
January 15, 2021 (paid)	-	25,000	-
September 15, 2021 (issued, paid, and incurred)	500,000	50,000	100,000
September 15, 2022	1,000,000	100,000	300,000
September 15, 2023	-	-	600,000
Total	2,000,000	\$ 200,000	\$ 1,000,000

The property is subject to a 2.5% NSR of which 1.5% can be purchased back by the Company for \$1,500,000.

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4. EXPLORATION AND EVALUATION ASSETS (continued)

Copperview Property (continued)

On January 17, 2022, the Company issued 200,000 common shares valued at \$27,000 in consideration of a 100% interest on two additional claims blocks that expands the Copperview property. The Company also granted 1% NSR to the claims blocks.

During the year ended November 30, 2022, the Company decided not to continue with the property acquisition, and as a result, the Company wrote off exploration and evaluation assets of \$695,277. During the year ended November 30, 2023, the Company wrote off additional exploration expenditures of \$2,266.

5. SHARE CAPITAL

a) Authorized:

The Company is authorized to issue an unlimited number of common shares without par value.

b) Issued and Outstanding:

During the period ended May 31, 2024, the Company:

- i) issued 100,000 common shares valued at \$6,500 pursuant to the acquisition of Full Monty Property (Note 4).
- ii) closed the non-brokered private placement of 17,600,000 units at a price of \$0.05 per unit for gross proceeds of \$880,000. Each unit is comprised of one common share and one transferable common share purchase warrant of the Company. Each warrant will entitle the subscriber to purchase one common share at an exercise price of \$0.07 per share for a 24-month period after the closing date. The Company paid share issuance costs of \$25,450 cash and 509,000 finder's warrants. Each finder's warrant will entitle the finder to purchase one common share of the Company at an exercise price of \$0.07 per share for a 12-month period after the closing date.

During the year ended November 30, 2023, the Company:

- i) issued 100,000 common shares pursuant to the exercise of options for gross proceeds of \$8,000, and accordingly, the Company reallocated \$6,828 of contributed surplus to share capital.
- ii) issued 631,775 common shares valued at \$69,495 pursuant to the acquisition for the Jewel Ridge Property (Note 4).
- iii) issued 100,000 common shares valued at \$10,500 pursuant to the acquisition for the Full Monty Property (Note 4).

c) Stock options

The Company adopted a Stock Option Plan (the "Plan"). Under the Plan, the Company can issue up to 10% of the issued and outstanding common shares as incentive stock options to directors, officers, employees and consultants to the Company exercisable up to 10 years from the date of grant to purchase shares at the market price, less applicable discount, if any. An option must be The Plan limits the number of stock options which may be granted to any one individual to not more than 5% of the total issued common shares of the Company in any 12 month period. The Plan also limits the stock options which may be granted to any one individual if the exercise would result in the issuance of common shares more than 2% in any 12 month period. The number of options granted to any one consultant or a person employed to provide investor relations activities in any 12 month period must not exceed 2% of the total issued common shares of the Company. As well, stock options granted under the Plan may be subject to vesting provisions as determined by the Board of Directors.

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5. SHARE CAPITAL (continued)

c) Stock options (continued)

During the period ended May 31, 2024, the Company granted 2,850,000 stock options to a directors, officers, and consultants of the Company at an exercise price of \$0.06, expiring on or before May 14, 2027. The fair value of these options was calculated to be \$115,000.

During the year ended November 30, 2023, the Company:

- i) granted 100,000 stock options to a consultant of the Company at an exercise price of \$0.125, expiring on or before January 23, 2025. The fair value of these options was calculated to be \$8,700.
- ii) granted 100,000 stock options to a consultant of the Company at an exercise price of \$0.120, expiring on or before April 4, 2025. The fair value of these options was calculated to be \$5,700.
- iii) granted 900,000 stock options to directors, officers, and consultants of the Company at an exercise price of \$0.100, expiring on or before July 13, 2028. The fair value of these options was calculated to be \$79,600.

A summary of change in stock options is as follows:

	Number		Weighted average exercise price
Balance, November 30, 2022	5,800,000	\$	0.11
Issued	1,100,000		0.10
Exercised	(100,000)		0.08
Expired/Cancelled	(300,000)		0.30
Balance, November 30, 2023	6,500,000		0.10
Issued	2,850,000		0.06
Expired/Cancelled	(1,700,000)		0.15
Balance, May 31, 2024	7,650,000	\$	0.08

As at May 31, 2024, the following options were outstanding and exercisable:

	Number		Exercise price
January 23, 2025	100,000	\$	0.125
April 4, 2025	100,000	\$	0.120
May 14, 2027	2,850,000	\$	0.060
September 27, 2027	1,700,000	\$	0.080
November 16, 2027	2,000,000	\$	0.080
July 13, 2028	900,000	\$	0.100
Total outstanding	7,650,000		

As at May 31, 2024, the Company's options had a weighted average remaining life of 2.76 years (November 30, 2023 – 2.95 years). The weighted average trading price of options exercised during the period ended May 31, 2024 is \$Nil (2023 - \$0.12).

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5. SHARE CAPITAL (continued)

c) Stock options (continued)

The Company uses the Black-Scholes option pricing model to estimate the fair value for all share-based payments. The weighted average assumptions used in this pricing model during the periods ended May 31, 2024 and 2023, respectively, are as follows:

	May 31, 2024	May 31, 2023
Exercise price	\$ 0.06	\$ 0.123
Risk-free interest rate	4.35%	3.68%
Expected life of options	3.00 years	2.00 years
Dividend rate	0.00%	0.00%
Annualized volatility	108.02%	125.98%

The expected volatility used in the Black-Scholes option pricing model is based on the historical volatility of the Company's shares.

d) Warrants

A summary of change in warrants are as follows:

	Number	Weighted average exercise price
Balance, November 30, 2022	12,077,802	\$ 0.60
Expired	(905,101)	0.60
Balance, November 30, 2023	11,172,701	0.25
Issued	18,109,000	0.07
Balance, May 31, 2024	29,281,701	\$ 0.14

As at May 31, 2024, the following warrants were issued and outstanding:

	Number	Exercise price
March 5, 2025*	11,172,701	\$ 0.25
April 26, 2025	509,000	\$ 0.07
April 26, 2026	17,600,000	\$ 0.07
Total outstanding	29,281,701	

* 11,172,701 warrants amended the expiry date from March 5, 2023 to March 5, 2025 and the exercise price to \$0.25, subjected to an acceleration right whereby if the common shares of the Company have a closing price of over \$0.3125 per share for a period of 10 consecutive trading days at any time from the date that the new warrant certificate is issued, then the Company shall accelerate the expiry of the warrants and, in such case, the new warrants will expire on the 30th day after the 7th day during the 10 trading day period.

As at May 31, 2024, the Company's warrants had a weighted average remaining life of 1.45 years (November 30, 2023 – 1.26 years).

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5. SHARE CAPITAL (continued)

d) Warrants (continued)

The Company uses the Black-Scholes option pricing model to estimate the fair value for all finder's warrants to determine share issuance costs. The weighted average assumptions used in this pricing model during the periods ended May 31, 2024 and 2023, respectively, are as follows:

	May 31, 2024	May 31, 2023
Exercise price	\$ 0.07	\$ -
Risk-free interest rate	4.43%	-
Expected life of options	1.00 years	-
Dividend rate	0.00%	-
Annualized volatility	107.74%	-

The expected volatility used in the Black-Scholes option pricing model is based on the historical volatility of the Company's shares.

6. RELATED PARTY BALANCES AND TRANSACTIONS

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

Key management is comprised of the Company's directors and executive officers. The Company has incurred the following key management personnel cost from related parties:

	Six months ended May 31, 2024	Six months ended May 31, 2023
Management fees	\$ 78,000	\$ 90,000
Geological consulting	32,000	-
Share-based payments	51,447	-
Total	\$ 161,447	\$ 90,000

During the period ended May 31, 2024, the Company:

- i) paid or accrued management fees of \$78,000 (2023 - \$90,000) to a company owned by CEO of the Company, for management services provided by the officer.
- ii) paid or accrued geological consulting fees of \$32,000 (2023 - \$Nil) to VP Exploration.
- iii) granted 1,275,000 (2023 – Nil) stock options to its directors resulting in share-based payments of \$51,447 (2023 – \$Nil).

Included in accounts payable and accrued liabilities at May 31, 2024 is \$11,361 (November 30, 2023 - \$8,484) owed to companies owned by officers of the Company.

The amount due to related parties are unsecured, non-interest bearing and has no specific due date.

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7. MANAGEMENT OF CAPITAL

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the sourcing and exploration of its resource property. The Company does not have any externally imposed capital requirements to which it is subject.

The Company considers the aggregate of its share capital, contributed surplus and deficit as capital. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares or dispose of assets or adjust the amount of cash.

There was no change in management of capital during the period ended May 31, 2024.

8. FINANCIAL INSTRUMENTS AND FINANCIAL RISK

The Company is required to disclose the inputs used in fair value measurements, including their classification within a hierarchy that prioritizes the inputs to fair value measurement.

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; and

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

The carrying value of the Company's accounts payable and accrued liabilities approximates its fair value because of the short-term nature of these instruments. Cash is carried at a fair value using a level 1 fair value measurement.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

(i) *Currency risk*

The Company is exposed to currency risk on fluctuations related to option agreement payments that are denominated in a foreign currency. There is a risk in the exchange rate of the Canadian dollar relative to the US dollar and a significant change in this rate could have an effect on the Company's results of operations, financial position or cash flows. The Company has not hedged its exposure to currency fluctuations.

(ii) *Interest rate risk*

The Company is exposed to interest rate risk on the variable rate of interest earned on bank deposits. The fair value interest rate risk on bank deposits is insignificant as the deposits are short-term.

The Company has not entered into any derivative instruments to manage interest rate fluctuations.

(iii) *Credit risk*

Credit risk is the risk of loss associated with the counterparty's inability to fulfill its payment obligations. Financial instruments that potentially subject the Company to concentrations of credit risks consist principally of cash. To minimize the credit risk the Company places these instruments with a high quality financial institution.

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8. FINANCIAL INSTRUMENTS AND FINANCIAL RISK (continued)

(iv) *Liquidity risk*

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company's goal is to have sufficient capital or access to capital to allow it to meet its liabilities when they become due. In the management of liquidity risk of the Company, the Company maintains a balance between continuity of funding and the flexibility through the use of borrowings. Management closely monitors the liquidity position and expects to have adequate sources of funding to finance the Company's projects and operations.

9. COMMITMENTS

In order to keep the mineral property option agreements in good standing, at the Company's discretion, the Company has certain cash payments, common share issuances and exploration expenditures as described in Note 4.