# **GREEN BRIDGE METALS CORPORATION** (FORMERLY: MICH RESOURCES LTD.)

## CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the nine months ended August 31, 2024

(Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

#### NOTICE OF NO AUDITOR REVIEW OF THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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

The accompanying unaudited condensed interim consolidated financial statements of the Company for the nine months ended August 31, 2024, have been prepared by and are the responsibility of the Company's management, and have not been reviewed by the Company's auditors.

# GREEN BRIDGE METALS CORPORATION (FORMERLY: MICH RESOURCES LTD.)

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION (Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

(onduced Propulse by Management)	Notes	August 31, 2024 \$	November 30, 2023 \$
ASSETS			
Current assets			
Cash and cash equivalents		2,477,683	1,109,048
Receivables		84,173	18,839
Prepaid expenses and other assets		369,049	16,485
		2,930,905	1,144,372
Exploration and evaluation assets	5	1,340,114	827,091
Total assets		4,271,019	1,971,463
LIABILITIES AND SHAREHOLDERS' EQUITY			
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	6, 9	289,558	298,016
Flow through premium liability	7	27,014	120,000
		316,572	418,016
SHAREHOLDERS' EQUITY			
Share capital	8	7,513,472	4,197,733
Contributed surplus	8	1,945,675	371,676
Deficit	-	(5,504,700)	(3,015,962)
Total shareholders' equity		3,954,447	1,553,447
Total liabilities and shareholders' equity		4,271,019	1,971,463

NATURE OF OPERATIONS AND CONTINUANCE OF BUSINESS (Note 1) SUBSEQUENT EVENTS (Note 12)

Approved and authorized for issuance on behalf of the Board on October 30, 2024:

<u>"David Suda"</u> David Suda, Director <u>"Mark Brown"</u> Mark Brown, Director

# **GREEN BRIDGE METALS CORPORATION (FORMERLY: MICH RESOURCES LTD.)** CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS (Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

		Three months ended August 31,		Nine mon Augu	
	Notes	2024	2023	2024	2023
Expenses					
Advertising and marketing		449,523	-	645,158	7,500
Consulting fees	9	144,128	65,000	403,955	255,000
Exploration expense		-	-	6,113	-
General and administrative		3,155	1,362	4,539	18,979
Professional fees		93,648	21,992	129,004	45,561
Share-based compensation		29,582	-	1,369,414	-
Transfer agent and filing fees		8,522	5,046	73,632	16,271
Travel Expense		-	5,149	7,171	5,149
Total expenses		(728,558)	(98,549)	(2,638,986)	(348,460)
Net loss before other items		(728,558)	(98,549)	(2,638,986)	(348,460)
Other items					
Flow-through premium recovery		90,242	-	92,986	-
Foreign exchange loss		8,135	6	13,258	14
Interest income		29,071	4,675	44,004	18,003
		127,448	4,681	150,248	18,007
Net and comprehensive loss		(601,110)	(93,868)	(2,488,738)	(330,443)
Net and comprehensive loss		(001,110)	(93,000)	(2,400,730)	(330,443)
Loss per share, basic and diluted		(0.01)	(0.00)	(0.04)	(0.01)
Weighted average number of shares outstanding, basic and diluted		81,540,250	43,862,580	66,145,859	43,340,507

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

# **GREEN BRIDGE METALS CORPORATION (FORMERLY: MICH RESOURCES LTD.)** CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

(Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

	Share capital		_		
	Number of shares	Amount \$	Contributed Surplus \$	Deficit \$	Total shareholders' equity \$
Balance, November 30, 2022	43,076,602	2,788,193	356,676	(2,476,962)	667,907
Private placement, net of issuance costs	10,330,000	1,104,540	15,000	-	1,119,540
Flow-through premium	-	(120,000)	-	-	(120,000)
Net and comprehensive loss for the period	-	-	-	(330,443)	(330,443)
Balance, August 31, 2023	53,406,602	3,772,733	371,676	(2,807,405)	1,337,004
Balance, November 30, 2023	58,406,602	4,197,733	371,676	(3,015,962)	1,553,447
Private placement, net of issuance cost	29,154,734	3,315,739	206,000	-	3,521,739
Grant of RSUs	-	-	37,999	-	37,999
Grant of stock options	-	-	1,330,000	-	1,330,000
Net and comprehensive loss for the period	-	-	-	(2,488,738)	(2,488,738)
Balance, August 31, 2024	87,561,336	7,513,472	1,945,675	(5,504,700)	3,954,447

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

# **GREEN BRIDGE METALS CORPORATION (FORMERLY: MICH RESOURCES LTD.)** CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS

(Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

(Chadalod Troparod Dy Managomony)	For the nine months ended August 31, 2024 \$	For the nine months ended August 31, 2023 \$
OPERATING ACTIVITIES		
Net loss for the period	(2,488,738)	(330,443)
Adjustments for items not involving cash:		
Flow-through premium recovery Share-based compensation	(92,986) 1,367,999	-
Changes in non-cash working capital:		
Receivables Prepaid expense and other assets Accounts payable and accrued liabilities	(65,334) (352,564) (8,458)	1,653 (180,000) 41,391
Net cash used in operating activities	(1,640,081)	(464,732)
INVESTING ACTIVITIES		
Deferred transaction costs Exploration and evaluation assets	- (513,023)	(41,391) -
Net cash used in investing activities	(513,023)	(41,391)
FINANCING ACTIVITIES		
Proceeds from private placement, net of issuance costs	3,521,739	1,119,540
Net cash used in financing activities	3,521,739	1,119,540
Change in cash and cash equivalents	1,368,635	613,417
Cash and cash equivalents, beginning of period	1,109,048	816,312
Cash and cash equivalents, end of period	2,477,683	1,429,729
Supplemental Disclosure of Cash Flow Information		
Cash paid for interest Cash paid for income taxes	-	-
Non-cash Investing and Financing Activities		
Deferred transaction costs included in accounts payable Fair value of brokers' warrants issued for private placement	- 206,000	93,077 15,000

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

# 1. NATURE OF OPERATIONS AND CONTINUANCE OF BUSINESS

Green Bridge Metals Corporation (formerly: Mich Resources Ltd.) ("GRBM" or the "Company") was incorporated on August 16, 2018 in the Province of British Columbia. The Company's head office is located at Suite 800 - 1199 West Hastings Street, Vancouver, BC, V6E 3T5. The Company's registered and records office address is 25<sup>th</sup> floor, 700 West Georgia Street, Vancouver, BC, V7Y 1C3. On October 18, 2023, the Company changed its name from Mich Resources Ltd. to Green Bridge Metals Corporation. The Company trades under the trading symbol "GRBM" on the Canadian Securities Exchange ("CSE").

The Company's business is to acquire, explore, and develop interests in mining projects.

#### Going concern

These condensed interim consolidated financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the ordinary course of operations. As at August 31, 2024, the Company has not achieved profitable operations, has an accumulated deficit of \$5,504,700 since inception and expects to incur further losses in the development of its business. In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future, which is at least, but not limited to, twelve months from the end of the reporting period.

The Company's future capital requirements will depend on many factors, including operating costs, the current capital market environment, and global market conditions. The continued operations of the Company are dependent on its ability to develop a sufficient financing plan, receive continued financial support from related parties, complete sufficient public equity financing, and generate profitable operations in the future. The Company has no assurance that it will be successful in its efforts. These factors indicate the existence of a material uncertainty that may cast significant doubt upon the Company's ability to continue as a going concern and the impact of these adjustments could be material. These condensed interim consolidated financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue operations.

# 2. BASIS OF PRESENTATION

## a) Statement of compliance

These condensed interim consolidated financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"), Interpretations issued by the International Financing Reporting Interpretations Committee ("IFRIC"), and in accordance with International Accounting Standard ("IAS") 34, *Interim Financial Reporting*.

The condensed interim consolidated financial statements were approved and authorized for issue by the Board of Directors on October 30, 2024.

## b) Basis of measurement

These consolidated financial statements have been prepared on a historical basis, except for certain financial instruments that have been measured at fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The consolidated financial statements are presented in Canadian dollars, which is the functional currency of the Company.

## c) Basis of consolidation

These consolidated financial statements include the accounts of the Company and its wholly owned inactive subsidiary, 1328566 B.C. Ltd. (British Columbia), at the end of the reporting period.

Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The financial statements of subsidiaries, including entities which the Company controls, are included in the consolidated financial statements from the date that control commences until the date that control ceases. All intercompany transactions and balances have been eliminated.

# 3. MATERIAL ACCOUNTING POLICIES

The preparation of financial data is based on accounting principles and practices consistent with those used in the preparation of the audited financial statements for the year ended November 30, 2023. The accompanying unaudited condensed interim financial statements should be read in conjunction with the Company's audited financial statements for the year ended November 30, 2023.

For the nine months ended August 31, 2024

(Expressed in Canadian Dollars)

# 4. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of these 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 financial statements and the reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the 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.

#### Significant accounting judgments

Management has made critical judgments in the process of applying accounting policies. The judgments with the most significant effect on the amounts recognized in the financial statements include:

i. Going Concern

The assessment of the Company's ability to continue as a going concern and its ability to execute its strategy by funding future working capital requirements requires judgment. Estimates and assumptions are continually evaluated and are based on historical experience and other factors, such as expectations of future events that are believed to be reasonable under the circumstances. The factors considered by management are disclosed in Note 1.

## Significant estimates

The following are key assumptions concerning the future and other key sources of estimation uncertainty that have a significant risk of resulting in a material adjustment to the carrying amount of assets and liabilities within the current and next fiscal financial years:

i. Share-based compensation

The Company uses the Black-Scholes option pricing model to value options and warrants granted during the year. The Black-Scholes model was developed for use in estimating the fair value of traded options that have no vesting restrictions and are fully transferrable. The model requires management to make estimates that are subjective and may not be representative of actual.

ii. Impairment of exploration and evaluation assets

The application of the Company's significant accounting policy for exploration and evaluation expenditures and impairment of the capitalized expenditures requires assumptions about future events or circumstances and whether it is likely that future economic benefits will flow to the Company. Estimates and assumptions made may change if new information becomes available. If new information becomes available after expenditures are capitalized that suggests that the recoverable amount of the expenditure is unlikely, the amount capitalized is written off to profit or loss in the year the new information becomes available.

For the nine months ended August 31, 2024 (Expressed in Canadian Dollars)

## 5. EXPLORATION AND EVALUATION ASSETS

## Capitalized Acquisition Costs

During the nine months ended August 31, 2024, the Company incurred acquisition costs related to its exploration and evaluation assets in the amount of \$Nil (year ended November 30, 2023 - \$774,787) and exploration costs in the amount of \$337,617 (year ended November 30, 2023 - \$Nil).

See table below for a breakdown of costs that comprise the capitalized balance of exploration and evaluation assets:

	Chrome-Puddy & Danby Triangle Property ¢	South Contact Zone Property	
Acquisition costs:	\$	\$	
Balance, November 30, 2022	-	-	
Option Payments	625,000	-	
Fees incurred to obtain rights to the property	149,787	-	
Balance, November 30, 2023 and August 31, 2024	774,787	-	
Exploration costs:			
Balance, November 30, 2022	-	-	
Assay	12,009	-	
Geological and geochemical	37,362	-	
Travel and camp	2,932	-	
Balance, November 30, 2023	52,304	-	
Assay	8,622	708	
Consulting	18,775	35,680	
Equipment	20,333	-	
Geological and geochemical	9,062	14,401	
Geophysical	163,136	108,174	
Salaries	86,900	-	
Travel and Camp	30,788	16,444	
Balance, August 31, 2024	389,920	175,407	
Carrying amounts: Balance, November 30, 2023	827,091	_	
Balance, August 31, 2024	1,164,707	175,407	

# 5. EXPLORATION AND EVALUATION ASSETS (continued)

Chrome-Puddy and Danby Triangle Property

On January 31, 2023, the Company entered into an Option Agreement (the "Agreement") with Pavey Ark Minerals Inc. ("Pavey") whereby the Company was granted the option to acquire a 100% interest in the Chrome-Puddy Property and the Danby Triangle Property (the "Properties"). On October 19, 2023, the Company completed the Pavey transaction and October 19, 2023 is the effective date of the Agreement.

Pursuant to the terms of the Agreement, to earn a 100% interest in the Properties, the Company is required to make the following cash payments and share issuances:

- A cash payment of \$200,000 (paid) on execution of the Agreement;
- The issuance of 5,000,000 (issued) common shares of the Company on closing of the transaction, subject to the release conditions set forth in the Agreement;
- Cash payments of \$150,000 on each of the first, second, third and fourth anniversaries of the closing of the transaction; and
- The issuance of common shares of the Company valued at \$250,000 on each of the first, second, third and fourth anniversaries of the closing of the transaction.

The Company is also required to provide work program funding to advance the Properties as follows:

- A minimum of \$550,000 prior to the first anniversary of the Agreement;
- A minimum of an additional \$700,000 following the first anniversary of the Agreement and prior to the second anniversary of the Agreement; and
- A minimum of a further additional \$700,000 following the second anniversary of the Agreement and prior to the third anniversary of the Agreement.

Upon earning a 100% interest in the Properties, Pavey is entitled to a 1.5% net smelter royalty.

#### South Contact Zone Property

On May 8, 2024, the Company entered into an option agreement with Encampment Minerals Inc. ("EMI") whereby the Company was granted the option to acquire an 80% interest in the South Contact Zone Properties (the "SCZ Properties"). The effective and closing date of the agreement is June 19, 2024.

Pursuant to the terms of the Agreement, to earn an 60% interest in the SCZ Properties, the Company is required to incur exploration expenditures on the SCZ Properties as follows:

- A minimum of \$1,275,000 prior to the first anniversary of the closing date of the Agreement;
- A minimum of \$2,900,000 prior to the second anniversary of the closing date of the Agreement;
- A minimum of \$6,150,000 prior to the third anniversary of the closing date of the Agreement; and
- A minimum of \$2,325,000 prior to the fourth anniversary of the closing date of the Agreement.

Upon completing the option to earn the 60% interest in the SCZ Properties, the Company has the option to earn an additional 20% interest in the SCZ Properties through the payment of \$4,000,000 cash, completion of a NI 43-101 report on the SCZ Properties, and by incurring expenditures of \$10,000,000 within a period of two years from the date whereby the first 60% interest is earned.

Upon completion of the initial 60% interest, the Company has the option of entering into a joint venture agreement with EMI.

For the nine months ended August 31, 2024 (Expressed in Canadian Dollars)

# 6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	August 31, 2024 \$	November 30, 2023 \$
Accounts payable	215,811	275,616
Accrued liabilities	73,747	22,400
	289,558	298,016

## 7. FLOW-THROUGH PREMIUM LIABILITY

	August 31, 2024 \$	November 30, 2023 \$
Balance, beginning	120,000	-
Liability incurred on flow-through shares		
issued August 24, 2023	-	120,000
Settlement of flow-through share liability by		
incurring expenditures	(92,986)	-
Balance, ending	27,014	120,000

On August 24, 2023, the Company issued 4,800,000 flow-through shares at a price of \$0.125 per share. The premium paid by investors was calculated at \$0.025 per share. Accordingly, \$120,000 was recorded as a flow-through premium liability. As at August 31, 2024, the Company had a remaining commitment to incur exploration expenditures of \$135,069 (November 30, 2023 - \$600,000).

## 8. SHARE CAPITAL

a) Authorized

Unlimited number of common shares without par value.

b) Issued

#### During the nine months ended August 31, 2024:

On June 19, 2024, the Company completed a private placement for aggregate proceeds of \$3,715,799 through the issuance of 28,583,073 units at a price of \$0.13 per unit. Each unit is comprised of one common share of the Company and one-half warrant, which have an exercise price of \$0.25 and expires on June 19, 2029. A total of 14,291,540 warrants were issued in connection with the offering of units.

In connection with the private placement, the Company paid \$194,060 in cash finder's fees and issued 1,492,769 broker warrants, which have an exercise price of \$0.15 and expire on June 19, 2029. The Company also issued 571,661 common shares, with a fair value of \$91,466, as administrative fees.

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

On October 19, 2023, the company completed Pavey Transaction, issued 5,000,000 common shares to Pavey Ark Minerals Inc.("Pavey") at a price of \$0.085 per share upon Option Agreement.

On August 24, 2023, the Company completed a private placement for aggregate proceeds of \$1,153,000. The offerings are comprised of 4,800,000 flow-through common shares at a price of \$0.125 per flow through common share, and 5,530,000 units (each a "Unit") at a price of \$0.10 per Unit. Each Unit is comprised of one common share of the Company and one-half common share purchase warrant, which have an exercise price of \$0.15 and expires on August 24, 2026. The Company incurred cash finder's fees equal to \$33,460. The warrants have a fair value of \$Nil based on the residual value method.

Pursuant to the issuance of flow through common shares, the Company determined that the premium paid by investors was calculated as \$0.025 per share. Accordingly, the Company recognized a flow through premium liability of \$120,000.

In connection with the private placement, the Company paid \$33,460 in cash finder's fees and issued 275,100 broker warrants, with a fair value of \$15,000, which have an exercise price of \$0.15 and expire on August 24, 2026.

# 8. SHARE CAPITAL (continued)

c) Options

The Company has established a rolling Share Option Plan (the "Plan"). Under the Plan, the number of shares reserved for issuance may not exceed 10% of the total number of issued and outstanding shares and, to any one optionee, may not exceed 5% of the issued shares on a yearly basis. The maximum term of each option shall not be greater than ten years. The exercise price of each option shall not be less than the market price of the Company's shares at the date of the grant. Options granted to consultants performing investor relations activities shall vest over a minimum of 12 months with no more than ¼ of such Options vesting in any three-month period. All other options vest at the discretion of the Board of Directors.

	August 31, 2024		Novem	ber 30, 2023
		Weighted		
	Number of	Average	Number of	Weighted Average
	Options	Exercise Price	Options	Exercise Price
Outstanding, beginning of period	1,425,000	\$ 0.24	2,075,000	\$ 0.22
Issued	11,050,000	\$ 0.14	-	-
Expired	(1,125,000)	\$ 0.27	(650,000)	\$ 0.18
Outstanding, end of period	11,350,000	\$ 0.14	1,425,000	\$ 0.24

The following table summarizes the continuity of the Company's stock options:

During the nine months ended August 31, 2024, 1,125,000 options with an exercise price of \$0.27 and an original expiry date of October 27, 2023 expired on May 1, 2024. During the year ended November 30, 2023, 200,000 options with an exercise price of \$0.08 and an original expiry date of November 21, 2029 expired on August 9, 2023; 100,000 options with an exercise price of \$0.08 and an original expiry date of November 21, 2029 expired on April 30, 2023; 200,000 options with an exercise price of \$0.27 and an original expiry date of October 27, 2030 expired on August 9, 2023; 50,000 options with an exercise price of \$0.27 and an original expiry date of March 31, 2031 expired on April 30, 2023.

The following stock options were outstanding and exercisable as of August 31, 2024:

Expiry Date	Outstanding and Exercisable		
Expiry Date	Life in Years	Exercise Price	Exercisable
May 15, 2029	4.71	\$ 0.14	11,050,000
November 21, 2029	5.23	\$ 0.08	200,000
October 27, 2030	6.16	\$ 0.27	100,000
	4.73	\$ 0.14	11,350,000

# 8. SHARE CAPITAL (continued)

## c) Options (continued)

The Company applies the fair value method using the Black-Scholes option pricing model in accounting for its stock options granted. The weighted average assumptions used in calculating the fair value of stock options granted, assuming no expected dividends and forfeitures, are as follows:

	Nine months ended August 31, 2024	Year ended November 30, 2023
Risk-free interest rate	3.64	-
Expected option life in years	5	-
Expected share price volatility	140%	-

#### d) Warrants

The following table summarizes the continuity of the Company's warrants:

	August 31, 2024		November 30, 2023	
		Weighted		Weighted
	Number of	Average	Number of	Average
	Warrants	Exercise Price	Warrants	Exercise Price
Outstanding, beginning of period	2,765,000	\$ 0.15	2,765,000	\$ 0.15
Granted	14,291,540	\$ 0.25	-	-
Exercised	(250,000)	\$ 0.15	-	-
Outstanding, end of period	16,806,540	\$ 0.24	2,765,000	\$ 0.15

The following warrants were outstanding and exercisable as of August 31, 2024:

	Weighted Average Remaining Contractual Life		Outstanding and
Expiry Date	in Years	Exercise Price	Exercisable
August 24, 2026	1.98	\$ 0.15	2,515,000
June 19, 2029	4.80	\$ 0.25	14,291,540
	4.38	\$0.24	16,806,540

The Company applies the residual value method for warrants issued in a unit; however, the Company applies fair value method using Black-Scholes option pricing model in accounting for its warrants granted independently.

## 8. SHARE CAPITAL (continued)

### e) Broker Warrants

The following table summarizes the continuity of the Company's brokers' warrants:

	August 31, 2024		November 30, 2023	
	Weighted		Weighted	
	Number of	Average	Number of	Average
	Warrants	Exercise Price	Warrants	Exercise Price
Outstanding, beginning of period	275,100	\$ 0.15	275,100	\$ 0.15
Granted	1,492,769	\$ 0.25	-	-
Outstanding, end of period	1,767,869	\$ 0.23	275,100	\$ 0.15

The following brokers' warrants were outstanding and exercisable as of August 31, 2024:

Expiry Date	Weighted Average Remaining Contractual Life in Years	Exercise Price	Outstanding and Exercisable
August 24, 2026	1.98	\$ 0.15	275,100
June 19, 2029	4.80	\$ 0.25	1,492,769
	4.36	\$0.23	1,767,869

During the nine months ended August 31, 2024, 1,492,769 (year ended November 30, 2023 - 275,100) agent warrants were issued with a value of \$206,000 (year ended November 30, 2023 - \$15,000) and recognized as share issuance costs.

The Company applies the fair value method using the Black-Scholes option pricing model in accounting for its brokers' warrants granted. The weighted average assumptions used in calculating the fair value of brokers' warrants granted, assuming no expected dividends and forfeitures, are as follows:

	Nine months ended August 31, 2024	Year ended November 30, 2023
Risk-free interest rate	3.31%	4.51%
Expected option life in years	5	3
Expected share price volatility*	139%	100%

\*The share price volatility was determined based on the Company's historical volatility and comparable entities' historical volatility in share price due to the Company's limited trading history.

#### f) Restricted Share Unit Awards

On May 1, 2024, the Company issued 250,000 Restricted Share Unit Awards ("RSUs") with a fair value of \$28,750 to a consultant that will become fully vested four months from the date of grant, September 1, 2024. As at August 31, 2024, the Company recorded share-based compensation of \$28,516 related to the vesting of the RSUs.

On May 15, 2024, the Company issued 80,000 RSUs with a fair value of \$10,800 to consultants that will become fully vested four months from the date of grant, September 15, 2024. As at August 31, 2024, the Company recorded share-based compensation of \$9,483 related to the vesting of the RSUs.

# 9. RELATED PARTY TRANSACTIONS

#### Key Management Compensation

Key management personnel include those people who have authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of directors (executive and non-executive) and officers of the Company.

These amounts of key management compensation are included in the amounts shown on the statement of loss and comprehensive loss:

	Nine months ended August 31, 2024 \$	Year ended November 30, 2023 \$
Consulting fees, incurred with CEO and director Professional fees, incurred with company	85,000	160,000
controlled by the CFO	80,000	-
Share-based compensation	180,543	-
	345,543	160,000

As at August 31, 2024, included in accounts payable and accrued liabilities are balances owing to officers and directors of the Company in the amount of \$Nil (November 30, 2023 - \$Nil).

## **10. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT**

The Company is exposed to various financial instrument risks and assesses the impact and likelihood of this exposure. These risks include liquidity risk, credit risk, and interest rate risk. Where material, these risks are reviewed and monitored by the Board of Directors.

The fair value of financial instruments, which include cash, accounts payable and accrued liabilities approximate their carrying values due to the relatively short-term maturity of these instruments.

a) Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The maximum credit risk the Company is exposed to is 100% of cash and its receivables. The Company's cash is held at a large Canadian financial institution. The amounts receivable primarily consists of refundable government goods and services tax.

b) Liquidity risk

Liquidity risk is the risk that the Company will be unable to meet its financial obligations as they fall due. The Company's objective in managing liquidity risk is to ensure that it has sufficient liquidity available to meet its liabilities when due. The accounts payable and accrued liabilities are typically due in 30 days, which are settled using cash. As of August 31, 2024, the Company has a working capital of \$2,614,333.

Management is considering different alternatives to secure adequate debt or equity financing to meet the Company's short-term and long-term cash requirements.

At present, the Company's operations do not generate positive cash flow. The Company's primary source of funding has been the issuance of equity securities. Despite previous success in acquiring financing, there is no guarantee of obtaining future financings.

## 10. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates, will affect the Company's operations, income, or the value of the financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the returns. The Company is exposed to market risk as follows:

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company is nominally exposed to interest rate risk. The Company's cash earns interest at variable rates. The Company's future earned interest is exposed to short-term fluctuations. Interest rate exposure is considered to be insignificant. The Company had no interest rate swap or financial contracts in place as at August 31, 2024.

(ii) Price risk

The Company is exposed to price risk with respect to equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. The Company closely monitors individual equity movements and the stock market to determine the appropriate course of action to be taken by the Company.

d) Fair Values

Fair Value measurements of financial instruments are required to be classified using a fair value hierarchy that reflects the significance of inputs used in making the measurements. The levels of the fair value hierarchy are defined as follows:

#### Level 1 - Quoted Prices in Active Markets for Identical Assets

Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.

#### Level 2- Significant Other Observable Inputs

Quoted prices in markets that are not active, quoted prices for similar assets or liabilities in active markets, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability. There are no items in Level 2 of the fair value hierarchy.

#### Level 3 - Significant Unobservable Inputs

Unobservable (supported by little or no market activity) prices. There are no items in Level 3 of the fair value hierarchy.

The carrying values of cash, accounts payable and accrued liabilities approximate their fair values due to their short-term nature.

## **11. CAPITAL MANAGEMENT**

The Company considers its capital structure to include net residual equity of all assets, less liabilities. The Company's objectives when managing capital are to:

- i. maintain financial flexibility in order to preserve its ability to meet financial obligations and continue as a going concern;
- ii. maintain a capital structure that allows the Company to pursue the development of its mineral properties; and
- iii. optimize the use of its capital to provide an appropriate investment return to its shareholders commensurate with risk.

The Company's financial strategy is formulated and adapted according to market conditions in order to maintain a flexible capital structure that is consistent with its objectives and the risk characteristics of its underlying assets. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of its underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, acquire, or dispose of assets, or adjust the amount of cash. The Company is not subject to any externally imposed capital requirements.

Management reviews its capital management approach on an ongoing basis. There was no change to the Company's management of capital during the nine months ended August 31, 2024.

## **12. SUBSEQUENT EVENTS**

On September 3, 2024, the Company issued 250,000 common shares pursuant to the vesting of RSUs.

On September 16, 2024, the Company issued 80,000 common shares pursuant to the vesting of RSUs.

On September 24, 2024, the Company issued 5,710,000 RSUs to officers, directors, and consultants that will become fully vested four months from the date of grant, January 24, 2025.

On October 15, 2024, the Company entered into an amendment agreement with Pavey pursuant to the Chrome-Puddy property to amend the timing of completion of work programs and provision of option payments. In accordance with terms of the option agreement, on October 19, 2024, the Company issued 862,069 common shares with a fair value of \$250,000 to Pavey.

Subsequent to the nine months ended August 31, 2024, the Company issued 1,617,100 common shares pursuant to the exercise of warrants at a price of \$0.15 for gross proceeds of \$242,565.

Subsequent to the nine months ended August 31, 2024, the Company issued 340,000 common shares pursuant to the exercise of stock options at a price of \$0.14 for gross proceeds of \$47,600.