METALITE RESOURCES INC.

(Formerly RooGold Inc.)

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

FOR THE THREE AND NINE MONTHS ENDED
SEPTEMBER 30, 2023 AND 2022

(EXPRESSED IN CANADIAN DOLLARS)

(UNAUDITED)

Notice To Reader

The accompanying unaudited condensed interim consolidated financial statements of Metalite Resources Inc. (the "Company") have been prepared by and are the responsibility of management. The unaudited condensed interim consolidated financial statements have not been reviewed by the Company's auditors.

Metalite Resources Inc.
(Formerly RooGold Inc.)
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Canadian Dollars)
(Unaudited)

As at,		September 30, 2023		December 31, 2022
ASSETS				
Current				
Cash and cash equivalents	**$**	**47,339**	$	471,064
Accounts receivables		**45,983**		67,831
Prepaid expenses		**6,206**		45,488
Total current assets		**99,528**		584,383
Non-current				
Site restoration deposits (note 3)		**9,281**		120,253
Vehicle (note 4)		**22,163**		31,028
Right of use asset (note 5)		**54,876**		-
Total assets	**$**	**185,848**	$	735,664
LIABILITIES				
Current				
Accounts payable and accrued liabilities (note 11)	**$**	**664,407**	$	126,947
Lease liability (note 6)		**5,572**		-
Total current liabilities		**669,979**		126,947
Non-current				
Lease liability (note 6)		**39,332**		-
Total liabilities		**709,311**		126,947
SHAREHOLDER'S (DEFICIENCY) EQUITY				
Share capital (note 7)		**14,883,589**		11,974,501
Shares to be issued		**56,250**		56,250
Share-based payments reserve		**1,180,584**		368,347
Accumulated other comprehensive loss		**(20,636)**		(11,358)
Deficit		**(16,623,250)**		(11,779,023)
Total shareholder's (deficiency) equity		**(523,463)**		608,717
Total liabilities and shareholder's (deficiency) equity	**$**	**185,848**	$	735,664

Nature of operations and going concern (note 1)
Subsequent events (note 13)

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

Metalite Resources Inc.
(Formerly RooGold Inc.)
Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian Dollars)
(Unaudited)

	Three Months Ended September 30,		Nine Months September 30,	
	2023	**2022**	**2023**	**2022**
Operating expenses				
Administration expenses (note 11)	**$ 12,015**	$ 25,610	**$ 86,592**	$ 68,707
Depreciation (note 4 and 5)	**8,846**	2,955	**12,781**	5,417
Exploration expenditures (note 3 and 11)	**14,479**	150,879	**3,981,049**	467,169
Management fees (note 11)	**23,545**	71,463	**197,006**	185,054
Marketing and shareholder communication	**2,997**	90,714	**125,332**	386,882
Professional fees	**79,866**	95,533	**383,484**	320,156
Transfer agent and filing fees	**7,818**	8,081	**55,470**	57,814
Gain on settlement of debt	**-**	-	**(67,242)**	-
Share-based compensation (note 8)	**5,182**	43,327	**106,076**	176,552
Foreign exchange (gain) loss	**4,808**	(27,979)	**21,672**	(18,075)
Net loss for the period	**159,556**	460,583	**4,902,220**	1,649,676
Translation difference on foreign operations	**(3,826)**	(3,217)	**(9,278)**	(18,282)
Comprehensive loss for the period	**$ 155,730**	$ 457,366	**$ 4,892,942**	$ 1,631,394
Net loss per share				
- basic and diluted (note 10)	**$ 0.01**	$ 0.06	**$ 0.37**	$ 0.23
Weighted average number of common shares outstanding				
- basic and diluted (note 10)	**14,521,911**	7,255,995	**13,134,213**	7,227,053

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

Metalite Resources Inc.
(Formerly RooGold Inc.)
Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Canadian Dollars)
(Unaudited)

	Nine Months September 30, 2023	2022
Operating activities		
Net loss for the period	**$ (4,902,220)**	$ (1,649,676)
Items not affecting cash:		
Shares and warrants issued for NextGen acquisition	**3,669,242**	-
Share-based compensation	**106,076**	176,552
Foreign exchange	**(9,278)**	(18,282)
Depreciation	**12,781**	5,417
Interest paid	**3,708**	-
Gain on settlement of debt	**(67,242)**	-
Changes in non-cash working capital items:		
Accounts receivables	**21,848**	(37,821)
Prepaid expenses	**39,282**	(123,519)
Accounts payable and accrued liabilities	**604,702**	(124,984)
Net cash used in operating activities	**(521,101)**	(1,772,313)
Investing activities		
Purchase of equipment	**-**	(39,400)
Return (payment) of site restoration deposits	**110,972**	(146)
Lease obligation expense	**(17,596)**	-
Net cash provided by investing activities	**93,376**	(39,546)
Financing activities		
Proceeds from issuance of shares (net of issuance costs)	**-**	551,986
Subscription receipts (net of issuance costs)	**-**	(434,566)
Warrants exercised	**4,000**	28,330
Net cash provided by financing activities	**4,000**	145,750
Decrease in cash and cash equivalents	**(423,725)**	(1,666,109)
Cash and cash equivalents, beginning of period	**471,064**	2,433,753
Cash and cash equivalents, end of period	**$ 47,339**	$ 767,644

Supplemental information

Non-Cash investing and financing activities		
Common shares issued pursuant to NextGen (note 3(f))	**$ 2,899,968**	$ -
Fair value of warrants (note 3(f) and 7)	**$ 769,274**	$ 9,420
Acquisition costs within accounts payables and accrued liabilities	**$ -**	$ 25,000

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

Metalite Resources Inc.
(Formerly RooGold Inc.)
Condensed Interim Consolidated Statements of Changes in (Deficiency) Equity
(Expressed in Canadian Dollars)
(Unaudited)

	Number of shares	Share capital	Subscriptions receipts	Shares to be issued	Share-based payments reserve	Accumulated Other Comprehensive (Loss) Income	Deficit	Total
Balance, December 31, 2021	**6,973,546**	**$ 11,391,845**	**$ 434,566**	**$ -**	**$ 132,925**	**$ 2,865**	**$ (9,597,347)**	**$ 2,364,854**
Private placement (net of cash issuance costs)	239,950	551,986	(434,566)	-	-	-	-	117,420
Fair-value of agent's warrants issued	-	(9,420)	-	-	9,420	-	-	-
Warrants exercised	42,495	40,090	-	-	(11,760)	-	-	28,330
Share-based compensation	-	-	-	-	176,552	-	-	176,552
Expired warrants	-	-	-	-	(664)	-	664	-
Cumulative translation adjustment	-	-	-	-	-	(18,282)	-	(18,282)
Net loss for the period	-	-	-	-	-	-	(1,649,676)	(1,649,676)
Balance, September 30, 2022	**7,255,991**	**$ 11,974,501**	**$ -**	**$ -**	**$ 306,473**	**$ (15,417)**	**$(11,246,359)**	**$ 1,019,198**

	Number of shares	Share capital	Subscriptions receipts	Shares to be issued	Share-based payments reserve	Accumulated Other Comprehensive (Loss) Income	Deficit	Total
Balance, December 31, 2022	**7,255,991**	**$ 11,974,501**	**$ -**	**$ 56,250**	**$ 368,347**	**$ (11,358)**	**$(11,779,023)**	**$ 12,387,740**
Amalgamation of Next Generation Resources Inc.	7,249,920	2,899,968	-	-	769,274	-	-	3,669,242
Exercise of warrants	16,000	9,120	-	-	(5,120)	-	-	4,000
Share-based compensation	-	-	-	-	106,076	-	-	106,076
Expired options	-	-	-	-	(57,993)	-	57,993	-
Cumulative translation adjustment	-	-	-	-	-	(9,278)	-	(9,278)
Net loss for the period	-	-	-	-	-	-	(4,902,220)	(4,902,220)
Balance, September 30, 2023	**14,521,911**	**$ 14,883,589**	**$ -**	**$ 56,250**	**$ 1,180,584**	**$ (20,636)**	**$(16,623,250)**	**$ 11,255,560**

1. NATURE OF OPERATIONS AND GOING CONCERN

On April 1, 2019, Metalite Resources Inc. ("Metalite" or the "Company"; formerly RooGold Inc.) was incorporated under the laws of the province of British Columbia. The Company's principal business activity is the exploration for mineral resources in Liberia, and New South Wales, Australia. Metalite is a public company whose common shares trade on the Canadian Securities Exchange ("CSE") under the symbol METL. On March 21, 2023, the Company changed its name to Metalite Resources Inc., and its symbol for the common shares traded on the CSE was changed to METL from ROO. On October 20, 2023, the Company consolidated its share capital on a 1 new to 10 old shares basis. All share and per share amounts have been retroactively restated for all prior periods to reflect the share consolidation.

The Company's head office address is 82 Richmond Street East, Toronto, Ontario, M5C 1P1.

Going concern of operations

These unaudited condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. The unaudited condensed interim consolidated financial statements do not include adjustments to amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue operations. On October 20, 2023, the Company consolidated its share capital on a 1 new to 10 old shares basis. All share and per share amounts have been restated to reflect the share consolidation.

As of September 30, 2023, the Company has not generated any revenues and has an accumulated deficit of $16,623,250 (December 31, 2022 - $11,779,023) since inception. The Company's continued existence and plans for future growth depend on its ability to obtain additional capital.

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, including, relations between NATO and Russian Federation regarding the situation in Ukraine, and potential economic global challenges such as the risk of the higher inflation and energy crises, may create further uncertainty and risk with respect to the prospects of the Company's business.

The above material uncertainties raise significant doubt about the Company's ability to continue as a going concern. Although these unaudited condensed interim consolidated financial statements have been prepared on a going concern basis, the Company's continuing operations are dependent upon its ability to obtain adequate financing through equity or debt issuances.

2. BASIS OF PREPARATION

Statement of compliance

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC").

These unaudited condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by IASB and interpretations issued by IFRIC.

The policies applied in these unaudited condensed interim consolidated financial statements are based on IFRS, which have been applied consistently to all periods presented. These unaudited condensed interim consolidated financial statements were issued and effective as of November 29, 2023, the date the Board of Directors approved the statements.

2. BASIS OF PREPARATION (continued)

Statement of compliance (continued)

The preparation of financial statements in accordance with International Accounting Standards (IAS) 34 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity or areas where assumptions and estimates are significant to these unaudited condensed interim consolidated financial statements were the same as those that applied to the Company's annual consolidated financial statements as at and for the year ended December 31, 2022, except for the below.

Basis of measurement

These unaudited condensed interim consolidated financial statements have been prepared on a historical cost basis except for financial instruments classified as financial instruments at fair value through profit or loss, which are stated at their fair value. In addition, these unaudited condensed interim consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

Basis of consolidation

These unaudited condensed interim consolidated financial statements include the accounts of the Company and its 100% owned Canadian, Australian subsidiaries, and Liberia as listed in the table below. All significant inter-company transactions and balances have been eliminated on consolidation. During the nine months ended September 30, 2023, the Company deregistered Southern Precious Metals Corp. Pty Ltd. and APMC Holdings Pty Ltd.

Name of Subsidiary	Place of Operation	Ownership Interest	Principal Activity
Southern Precious Metals Ltd.	Canada	100%	Holding company
1267248 B.C. Ltd	Canada	100%	Holding company
Aussie Precious Metals Corp.	Canada	100%	Holding company
Next Generation Resources Inc.	Canada	100%	Holding company
Southern Precious Metals Corp. Pty Ltd.	Australia	100% N/A	Australian operating entity Deregistered
Great Southern Precious Metals Pty Ltd.	Australia	100%	Australian operating entity
APMC Holdings Pty Ltd.	Australia	100% N/A	Australian operating entity Deregistered
Next Generation Resources Inc Liberia	Liberia	100%	Liberian operating entity

Functional currency and presentation currency

These unaudited condensed interim consolidated financial statements are presented in Canadian dollars, which is the Company's presentation currency. The functional currency of each individual entity is measured using the currency of the primary economic environment in which the entity operates.

The functional currency of Southern Precious Metals Corp. Pty Ltd, Great Southern Precious Metals Pty Ltd, and APMC Holdings Pty Ltd., are Australian dollars.

The functional currency of Next Generation Resources Inc Liberia is the Liberian dollar.

All other entities functional currency is the Canadian Dollar.

2. BASIS OF PREPARATION (continued)

Leases

The Company assesses whether a contract is or contains a lease, at inception of the contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets (such as tablets and personal computers, small items of office furniture and telephones). For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Company uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:
- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- The amount expected to be payable by the lessee under any residual value guarantees;
- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made. The Company remeasures the lease liability (and makes a corresponding adjustment to the related right-of- use asset) whenever:
- The lease term has changed or there is a significant event or change in circumstances resulting in a change the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease. The right-of-use assets are presented as a separate line in the consolidated statement of financial position.

(In Canadian Dollars, except where noted)

2. BASIS OF PREPARATION (continued)

Adoption of new accounting policies

Classification of Liabilities as Current or Non-Current (Amendments to IAS 1)

The IASB has published Classification of Liabilities as Current or Non-Current (Amendments to IAS 1) which clarifies the guidance on whether a liability should be classified as either current or non-current. The amendments:

- clarify that the classification of liabilities as current or non-current should only be based on rights that are in place "at the end of the reporting period"
- clarify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability
- make clear that settlement includes transfers to the counterparty of cash, equity instruments, other assets or services that result in extinguishment of the liability.

The Company adopted the amendment on January 1, 2023, the adoption of these amendments did not have any material impact on the Company's unaudited condensed interim consolidated financial statements.

3 EXPLORATION AND EVALUATION

Exploration and acquisition costs for the three months ended September 30, 2023 is as follows:

	Acquisition cost	Assays	Claim costs	Field costs	Geological	Total
Gold belt (b)	$ -	$ -	$ 2,475	$ -	$ -	**$ 2,475**
Blue Bell (b)	-	-	2,475	-	-	**2,475**
Arthur's Seat (b)	-	-	-	-	4,579	**4,579**
Dingo (b)	-	-	2,475	-	-	**2,475**
Gold Star (b)	-	-	-	2,475	-	**2,475**
Total	**$ -**	**$ -**	**$ 7,425**	**$ 2,475**	**$ 4,579**	**$ 14,479**

Exploration and acquisition costs for the nine months ended September 30, 2023 is as follows:

	Acquisition costs	Assays	Claim costs (2)	Field costs	Geological	Total
Imperial (d) (1)	$ -	$ -	$ -	$ 1,337	$ -	**$ 1,337**
Malebo (a)	-	-	231	-	-	**231**
Solomons (a)	-	-	231	-	-	**231**
Gold belt (b)	-	-	2,475	-	-	**2,475**
Blue Bell (b)	-	-	2,475	-	-	**2,475**
Glenrock (e)	-	-	231	-	-	**231**
Goodwins Reef (b)	-	-	231	-	-	**231**
Arthur's Seat (b)	-	1,869	3,005	-	22,704	**27,578**
Castle Rag (b)	-	-	-	-	2,033	**2,033**
Silver Creek (b)	-	-	231	-	-	**231**
Dingo (b)	-	-	2,475	-	10,166	**12,641**
Gold Star (b)	-	1,869	-	2,475	9,161	**13,505**
Trilby (c)	-	-	231	-	-	**231**
Lorne (c)	-	-	231	-	-	**231**
Liberia (f)	3,747,583	-	72,421	29,114	68,270	**3,917,388**
Total	**$ 3,747,583**	**$ 3,738**	**$ 84,468**	**$ 32,926**	**$ 112,334**	**$ 3,981,049**

(1) Cost for reclamation of roads and drill sites built.
(2) Costs for relinquishment of title.

(In Canadian Dollars, except where noted)

3. EXPLORATION AND EVALUATION (continued)

Exploration and acquisition costs for the three months ended September 30, 2022 is as follows:

	Assays	Claim costs	Field costs	Geological	Total
Gold belt (b)	$ -	$ 1,360	$ -	$ 2,465	**$ 3,825**
Easedowns (b)	-	1,085	-	-	**1,085**
Blue Bell (b)	-	3,425	-	1,378	**4,803**
Glenrock (e)	-	884	-	-	**884**
Arthur's Seat (b)	18,923	4,205	214	15,020	**38,362**
Castle Rag (b)	-	3,557	756	1,788	**6,101**
Silver Creek (b)	-	2,620	-	-	**2,620**
Dingo (b)	-	3,368	6,462	934	**10,764**
Gold Star (b)	-	2,540	3,749	12,162	**18,451**
Trilby (c)	-	4,128	-	8,148	**12,276**
Lorne (c)	-	11,011	-	40,697	**51,708**
Total	**$ 18,923**	**$ 38,183**	**$ 11,181**	**$ 82,592**	**$ 150,879**

Exploration and acquisition costs for the nine months ended September 30, 2022 is as follows:

	Assays	Claim costs	Field costs	Geological	Total
Malebo (a)	$ -	$ 520	$ -	$ 2,866	**$ 3,386**
Solomons (a)	-	5,713	-	947	**6,660**
Gold belt (b)	-	4,070	4,592	13,078	**21,740**
Easedowns (b)	-	1,506	4,592	6,104	**12,202**
Blue Bell (b)	-	3,737	4,591	7,482	**15,810**
Glensrock (e)	-	884	4,592	14,914	**20,390**
Goodwins Reef (b)	-	1,760	4,592	8,025	**14,377**
Arthur's Seat (b)	18,923	8,992	4,806	33,430	**66,151**
Castle Rag (b)	-	6,869	16,673	10,666	**34,208**
Silver Creek (b)	-	3,695	4,592	8,025	**16,312**
Dingo (b)	-	4,079	12,810	25,966	**42,855**
Gold Star (b)	-	2,962	8,341	52,834	**64,137**
Trilby (c)	-	7,145	9,542	41,456	**58,143**
Lorne (c)	-	14,255	5,941	70,602	**90,798**
Total	**$ 18,923**	**$ 66,187**	**$ 85,664**	**$ 296,395**	**$ 467,169**

(a) Malebo and Solomons, New South Wales, Australia

During the nine months ended September 30, 2023, the Company relinquished the title to Malebo and Solomons.

(b) Gold Belt, Easedowns, Blue Bell, Goodwins Reef, Arthur's Seat, Castle Rag, Silver Creek, Dingo and Gold Star Properties, New South Wales, Australia

During the nine months ended September 30, 2023, the Company relinquished the title to Blue Bell, Goodwins Reef, Silver Creek, Goldbelt, Castle Rag, and Dingo. During the year ended December 31, 2022, the Company has relinquished the title to Easedowns. The Company remaining project is Arthur's Seat.

(In Canadian Dollars, except where noted)

3. EXPLORATION AND EVALUATION (continued)

(c) Trilby and Lorne Properties, New South Wales

During the nine months ended September 30, 2023 the Company relinquished the title to Trilby and Lorne.

(d) Imperial Property, Nevada

The Company abandoned the project during the year ended December 31, 2021.

(e) Glenrock

During the nine months ended September 30, 2023 the Company relinquished the title to Glenrock.

(f) Liberia

On February 21, 2023, the Company closed the acquisition of Next Generation Resources Inc. ("NextGen"). The transaction was structured as a three-cornered amalgamation completed pursuant to an amalgamation agreement (the "Definitive Agreement") entered into between the Company, a newly incorporated wholly-owned subsidiary of the Company and NextGen. Pursuant to the terms of the Definitive Agreement, in connection with the amalgamation Metalite issued a total of 7,249,920 common shares, 2,990,160 common share purchase warrants and 168,800 agent warrants.

The 215,200 warrants with an exercise price of $0.25 contain an accelerated expiry provision such that if the closing price of the common shares in the capital of the Company on the Canadian Stock Exchange is in excess of $0.25 for a period of 10 consecutive trading days then the expiry date shall be accelerated to the date that is 30 days following the date that is 7 days after the end of the 10 consecutive trading day period referenced above. The 168,800 agent warrants also have an exercise price of $0.25 and are subject to the same acceleration clause. 2,574,960 of the common share purchase warrants have an exercise price of $1.00 until February 21, 2024 and an exercise price of $1.25 from February 22, 2024 until February 21, 2025. The final 200,000 warrants have an exercise price of $0.625. All of such warrants expire on February 21, 2025. The fair value of these warrant at the date of grant was estimated at $769,274 using the Black-Scholes option pricing model with the following assumptions: share price - $0.40; risk free interest rate – 4.23%; expected volatility – 149.1% -150.9%; expected dividend yield - nil; expected life - 2 - 2.14 years.

The transaction does not constitute a business combination as NextGen and its subsidiary does not meet the definition of a business under IFRS 3 – Business Combinations. As a result, the acquisition of these entities has been accounted for as an asset acquisition, whereby all of the assets acquired and liabilities assumed are assigned a carrying amount based on their relative fair values. Upon closing of the transaction, NextGen and its subsidiary became a subsidiaries of the Company. The net assets acquired pursuant to the acquisition are as follows:

Purchase price allocation of net assets acquired:	Preliminary	Adjustments	Total
Cash	$ 215,271	$ -	$ 215,271
Prepaid expenses	39,468	1,519	40,987
Exploration and evaluation assets	3,746,130	1,453	3,747,583
Accounts payables and accrued liabilities	(331,627)	(2,972)	(334,599)
Total net assets acquired	$ 3,669,242	$ -	$ 3,669,242

Purchase price:	Preliminary	Adjustments	Total
Issuance of shares	$ 2,899,968	$ -	$ 2,899,968
Warrants issued	769,274	-	769,274
Total purchase price	$ 3,669,242	$ -	$ 3,669,242

(In Canadian Dollars, except where noted)

3. EXPLORATION AND EVALUATION (continued)

(f) Liberia (continued)

In accordance with the Company's accounting policy all exploration and evaluation assets acquired are expensed.

Deposits

As at September 30, 2023, the Company has deposits with the Ministry of New South Wales of $9,281 (10,000 AUD) (December 31, 2022 - $120,253 (130,000 AUD)).

4. VEHICLES

	Cost	Depreciation	Net book value
Balance, December 31, 2021	**$ -**	**$ -**	**$ -**
Additions	39,400	(8,372)	31,028
Balance, December 31, 2022	**39,400**	**(8,372)**	**31,028**
Additions	-	(8,865)	(8,865)
Balance, September 30, 2023	**$ 39,400**	**$ (17,237)**	**$ 22,163**

5. RIGHT-OF-USE ASSETS

Right-of-use assets consist of mining equipment amortized over 60 months.

	Amount
Balance, December 31, 2022	**$ -**
Additions	58,792
Depreciation	(3,916)
Balance, September 30, 2023	**$ 54,876**

Maturity analysis - contractual undiscounted cash flows	
As at September 30, 2023	
Less than one year	$ 5,572
Greater than one year	38,252
Total	**$ 43,824**

6. LEASE LIABILITY

At the commencement date of the leases, the lease liability was measured at the present value of the lease payments that were not paid at that date. The lease payments are discounted using an interest rate of 26.8% which was the incremental borrowing rate when the lease liability was incurred. The lease liabilities are operating- type leases for office equipment and its premises. The continuity of the lease liabilities is presented in the table below:

	Amount
Balance, December 31, 2022	**$ -**
Additions	58,792
Interest expense	3,708
Lease payments	(17,596)
Balance, September 30, 2023	**$ 44,904**

(In Canadian Dollars, except where noted)

6. LEASE LIABILITY (continued)

		Amount
As at September 30, 2023		
Less than one year	$	5,572
Greater than one year		39,332
Total	**$**	**44,904**

7. COMMON SHARES

Authorized

As at September 30, 2023 and 2022, the authorized share capital of the Company is an unlimited number of common shares without par value. On October 20, 2023, the Company consolidated its share capital on a 1 new to 10 old shares basis. All share and per share amounts have been restated to reflect the share consolidation.

Issued share capital

	Number of shares	Share capital
Balance, December 31, 2021	**6,973,546**	**$ 11,391,845**
Private placement (net of cash issuance costs) (i)	239,950	551,986
Fair-value of agent's warrants issued (i)	-	(9,420)
Warrants exercised (ii)	42,495	40,090
Balance, September 30, 2022	**7,255,991**	**$ 11,974,501**
Balance, December 31, 2022	**7,255,991**	**$ 11,974,501**
Acquisition of NextGen (note 3(f))	7,249,920	2,899,968
Warrants exercised (iii)	16,000	9,120
Balance, September 30, 2023	**14,521,911**	**$ 14,883,589**

(i) On January 20, 2022, the Company closed a second tranche of its previously announced non-brokered unit private placement, on a post-consolidation basis, by issuing 239,950 units at $2.50 per unit and raising $599,875. Each unit consists of a common share and a half (1/2) a common share purchase warrant, each whole warrant entitling the holder to purchase an additional common share at $4.00 per share for a two year period from closing. The term of the Warrants is subject to an accelerator clause that the Company can elect to trigger if the Company's share price trades above $5.00 for 30 consecutive trading days. In connection with the private placement, the Company incurred closing cost of $47,889, and 69,760 agent warrants, each agent warrant entitling the holder to purchase a common share at $3.20 for a two year period. The term of the agent's warrants is subject to an accelerator clause that the Company can elect to trigger if Metalite's shares trade above $5.00 for 30 consecutive trading days.

The fair value of the agent's warrants was calculated to be $9,420 using the Black-Scholes method which was charged to share issue costs. The fair value of the agent's warrants at the date of grant was estimated using the Black-Scholes option pricing model with the following assumptions: share price - $2.50; risk free interest rate – 0.47%; expected volatility – 116.40% (which is based on historical volatility of the Company's share price); expected dividend yield - nil; expected life - 2 years.

(ii) During the nine months ended September 30, 2022, 42,495 share purchase warrants were exercised at $0.67 for gross proceeds of $28,330. Upon the exercise of 42,495 Agents' warrants the fair value of $11,760 was transferred from share-based payments reserve to share capital.

(In Canadian Dollars, except where noted)

7. COMMON SHARES (continued)

Issued share capital (continued)

(iii) During the three and nine months ended September 30, 2023, 16,000 Agents' purchase warrants were exercised at $0.25 for gross proceeds of $4,000. Upon the exercise of 16,000 Agents' warrants the fair value of $5,120 was transferred from share-based payments reserve to share capital.

8. STOCK OPTIONS

The Company has implemented a stock option plan ("the Plan") to be administered by the Board of Directors. Pursuant to the Plan the Board of Director's has discretion to grant options for up to a maximum of 10% of the issued and outstanding common shares of the Company at the date the options are granted. The option price under each option shall be not less than the discounted market price on the grant date. The expiry date of an option shall be set by the Board of Directors at the time the option is awarded, and shall not be more than ten years after the grant date. No related persons shall be granted or cumulatively have options in excess of 5% of the total shares issued and outstanding.

The following table reflects the continuity of stock options for the periods presented:

	Number of stock options	Weighted average exercise price ($)
Balance, December 31, 2021	**57,500**	**2.650**
Granted (ii)(iii)(iv)	210,000	2.820
Balance, September 30, 2022	**267,500**	**2.780**
Balance, December 31, 2022	**724,167**	**0.920**
Forfeited (iii)(iv)	(41,667)	2.700
Balance, September 30, 2023	**682,500**	**0.810**

(i) On November 5, 2021, the Company granted stock options to consultants of the Company for the purchase of a total of 57,500 common shares. The options are exercisable for a period of two years at an exercise price of $2.65 per share and vest after three months. The fair value of these options at the date of grant was estimated at $74,210 using the Black-Scholes option pricing model with the following assumptions: share price - $2.65; risk free interest rate – 0.54%; expected volatility – 108% (which is based on historical volatility of the Company's share price); expected dividend yield - nil; expected life - 2 years. During the three and nine months ended September 30, 2023, the Company recognized $nil in share-based compensation (September 30, 2022 - $nil and $29,318, respectively), in connection with the options granted.

(ii) On February 9, 2022, the Company granted 75,000 stock options to the former VP of Exploration. The stock options vested 25,000 on February 9, 2022, and the remainder vesting 25,000 each year on the anniversary. The stock options have an exercise price of $2.50 and are exercisable for a period of five years, expiring February 9, 2027. The fair value of these options at the date of grant was estimated at $118,775 using the Black-Scholes option pricing model with the following assumptions: share price - $2.00; risk free interest rate – 1.13%; expected volatility – 116.73%; expected dividend yield - nil; expected life - 5 years. During the three and nine months ended September 30, 2023, the Company recognized $nil (September 30, 2022 - $14,693 and $77,226, respectively) in share-based compensation, in connection with the option grant. In October 2022, the VP of Exploration left the Company, and 50,000 of the unvested option were forfeited immediately, with the remainder being forfeited in January 2023.

(In Canadian Dollars, except where noted)

8. STOCK OPTIONS (continued)

(iii) On March 4, 2022 the Company granted 100,000 stock options to the former Chief Executive Officer ("CEO"), and President, of which 16,667 stock options vest every six months starting on September 4, 2022. The stock options have an exercise price of $3.00 and are exercisable for a period of five years, expiring March 4, 2027. The fair value of these options at the date of grant was estimated at $110,410 using the Black-Scholes option pricing model with the following assumptions: share price - $0.15; risk free interest rate – 1.14%; expected volatility – 115.73%; expected dividend yield - nil; expected life - 5 years. During the three and nine months ended September 30, 2023, the Company recognized $nil (September 30, 2022 - $20,033 and $49,063, respectively) in share-based compensation, in connection with the option grant. In November 2022, the former CEO left the Company, and 83,333 of the unvested option were forfeited immediately, with the remainder being forfeited in February 2023.

(iv) On March 17, 2022, the Company granted 35,000 stock options to a Director of which 8,750 stock options vest every six months starting September 17, 2022. The stock options have an exercise price of $3.00 and are exercisable for a period of five years, expiring March 17, 2027. The fair value of these options at the date of grant was estimated at $41,380 using the Black-Scholes option pricing model with the following assumptions: share price - $0.15; risk free interest rate – 1.15%; expected volatility – 116.20%; expected dividend yield - nil; expected life - 5 years. During the three and nine months ended September 30, 2023, the Company recognized $5,182 and $13,308, respectively (September 30, 2022 - $10,807 and $12,344, respectively), in share-based compensation, in connection with the option grant. The remaining unvested options received accelerated vesting terms due primarily to the departure of the director. The unvested options vested on April 28, 2023, and the stock options now will expire on April 28, 2024.

(v) On December 29, 2022, the Company granted 590,000 stock options to Officers and Directors of which 256,250 stock options vest on June 29, 2023, and the remainder vest immediately. The stock options have an exercise price of $0.50 and are exercisable for a period of five years, expiring December 29, 2027. The fair value of these options at the date of grant was estimated at $216,090 using the Black-Scholes option pricing model with the following assumptions: share price - $0.50; risk free interest rate – 3.37%; expected volatility – 116.67%; expected dividend yield - nil; expected life - 5 years. During the three and nine months ended September 30, 2023, the Company recognized $nil and $92,768, respectively (September 30, 2022 - $nil), in share-based compensation, in connection with the option grant. During the three and nine months ended September 30, 2023 options totaling 243,750 received accelerated vesting terms due primarily to the departure of certain directors. The unvested options vested on March 15, 2023, and April 28, 2023, and the stock options now will expire on March 17, 2023, and April 28, 2024.

The following table reflects the stock options issued and outstanding as of September 30, 2023:

Expiry Date	Exercise Price ($)	Remaining Contractual Life (years)	Number of Options Outstanding	Number of Options Vested (Exercisable)
November 5, 2023	2.65	0.10	57,500	57,500
March 17, 2024	0.50	0.46	402,500	402,500
April 28, 2024	0.50	0.58	162,500	162,500
April 28, 2024	3.00	0.58	35,000	35,000
December 29, 2027	0.50	4.25	25,000	25,000
	0.81	**0.60**	**682,500**	**682,500**

(In Canadian Dollars, except where noted)

9. WARRANTS

Share Purchase Warrants

The following table reflects the continuity of share purchase warrants for the periods presented:

	Number of share warrants	Weighted average exercise price ($)
Balance December 31, 2021	**2,134,000**	**1.500**
Issued (note 7(i))	119,975	4.000
Balance, September 30, 2022	**2,253,975**	**1.600**
Balance December 31, 2022	**2,253,975**	**1.630**
Issued (note 3(f))	2,774,960	1.000
Balance, September 30, 2023	**5,028,935**	**1.265**

Share purchase warrants outstanding as at September 30, 2023 are:

Expiry Date	Exercise Price ($)	Remaining Contractual Life (years)	Number of warrants Outstanding
October 1, 2023	4.00	-	470,500
October 8, 2023	4.00	0.02	56,000
January 20, 2024	4.00	0.31	119,975
July 17, 2024	0.670	0.80	1,607,500
February 21, 2025	0.6250	1.40	200,000
April 13, 2025	1.000	1.54	2,574,960
Total	**1.265**	**1.11**	**5,028,935**

Agent Warrants

The following table reflects the continuity of agent warrants for the periods presented:

	Number of agent warrants	Weighted average exercise price ($)
Balance December 31, 2021	**111,375**	**2.200**
Exercised (note 7)	(42,495)	0.670
Issued (note 7(i))	6,976	3.200
Expired	(2,400)	0.670
Balance, September 30, 2022	**73,456**	**0.320**
Balance December 31, 2022	**73,456**	**3.200**
Exercised (note 7(iii))	(16,000)	0.250
Issued (note 3(f))	384,000	0.250
Balance, September 30, 2023	**441,456**	**0.740**

(In Canadian Dollars, except where noted)

9. WARRANTS (continued)

Agent Warrants (continued)

Agent warrants outstanding as at September 30, 2023 are:

Expiry Date	Exercise Price ($)	Remaining Contractual Life (years)	Number of warrants Outstanding
October 1, 2023	3.20	-	66,480
January 20, 2024	3.20	0.31	6,976
February 21, 2025	0.250	1.40	368,000
Total	**0.74**	**1.17**	**441,456**

10. LOSS PER SHARE

For the three and nine months ended September 30, 2023, basic and diluted loss per share has been calculated based on the loss attributable to common shareholders of $159,556 and $4,902,220, respectively (three and nine months ended September 30, 2022 - $460,583 and 1,649,676, respectively) and the weighted average number of common shares outstanding of 14,521,911 and 13,134,213, respectively (three and nine months ended September 30, 2022 - 7,255,995 and 7,227,053, respectively). Diluted loss per share did not include the effect of 682,500 options outstanding (September 30, 2022 - 267,500) or the effect of 5,028,935 share purchase warrants outstanding (September 30, 2022 - 2,253,975), 441,456 agent purchase warrants outstanding (September 30, 2022 - 73,456) as they are anti-dilutive.

11. RELATED PARTY TRANSACTIONS

Related parties include Officers, the Board of Directors, close family members and enterprises which are controlled by these individuals as well as certain persons performing similar functions. Related party transactions conducted in the normal course of operations are measured at the exchange value (the amount established and agreed to by the related parties).

The Company had the following transactions involving officers and directors for the three and nine months ended September 30, 2023 and 2022:

(i) Management fees of $4,635 and $13,905, respectively (2022 - $4,635 and $13,905, respectively) were paid or accrued for CFO services to the CFO of the Company.

(ii) Management fees of $nil (2022 - $24,000 and $32,000, respectively) were paid or accrued to a company controlled by a former Director of the Company.

(iii) Management fees of $nil and $32,500, respectively (2022 - $nil) were paid or accrued to a company controlled by the former interim CEO and Director of the Company.

(iv) Management fees of $nil and $50,000, respectively (2022 - $nil) were paid or accrued to a company controlled by a former Director of the Company.

(v) Management fees of $nil (2022 - $37,500 and $112,500, respectively) were incurred to the previous CEO and President of the Company. The Company has committed to issuing $56,250 in common shares to the previous CEO and President upon completion of its next equity financing raising a minimum $100,000.

(vi) Geological fees of $nil (2022 - $40,145 (AUD 45,000) and $122,451 (AUD 135,000), respectively) were paid to the former VP of Exploration of the Company.

(In Canadian Dollars, except where noted)

11. RELATED PARTY TRANSACTIONS (continued)

(vii) Management fees of $18,912 and $65,800, respectively (2022 - $nil) were paid or accrued to a company controlled by the CEO and Director of the Company.

(viii) Management fees of $19,119 and $47,554, respectively (2022 - $nil) were paid or accrued to a company controlled by the VP of Exploration of the Company.

(ix) Refer to note 8.

Included in accounts payable and accrued liabilities at September 30, 2023 is $96,200 (December 31, 2022 - $25,172) owed to related parties. The amounts owed to related parties are unsecured, non-interest bearing and due on demand.

The Company has a cost sharing agreement with Gem Rocks Mining Resources Inc. (“GRM”), a company related by a common officer and director, whereby the Company shares services and other expenses. During the three and nine months ended September 30, 2023, the Company was allocated and $50,629, respectively (September 30, 2022 – $nil) for its share of these expenses, of which $50,629 (December 31, 2022 – $nil) was payable to Zodiac.

12. SEGMENTED INFORMATION

The Company operates in one industry segment, namely exploration of mineral resources in three geographic regions, Canada, Liberia, and Australia. Prior to February 21, 2023, the Company operated in two geological regions, Canadian and Australia. All of the Company's site restoration deposits are located in Australia. Geographical segmentation of the Company's assets and liabilities is as follows:

As at, September 30, 2023	**Canada**	**Liberia**	**Australia**	**Total**
Total non-assets	$ 54,876	$ -	$ 31,444	**$ 86,320**

As at, December 31, 2022	**Canada**	**Liberia**	**Australia**	**Total**
Total non-assets	$ -	$ -	$ 151,281	**$ 151,281**

Geographical segmentation of the expenses is as follows:

Nine Months September 30, 2023

Expenses	**Canada**	**Liberia**	**Australia**	**Total**
Administration expenses	$ 68,851	$ 1,403	$ 16,338	**$ 86,592**
Depreciation	-	-	12,781	**12,781**
Exploration expenditures	3,770,052	148,673	62,324	**3,981,049**
Management fees	197,006	-	-	**197,006**
Marketing and shareholder communication	125,332	-	-	**125,332**
Professional fees	307,169	59,000	17,315	**383,484**
Transfer agent and filing fees	55,470	-	-	**55,470**
Share-based compensation	106,076	-	-	**106,076**
Gain on settlement of debt	-	(67,242)	-	**(67,242)**
Foreign exchange loss	21,473	199	-	**21,672**
Net loss for the period	4,651,429	142,033	108,758	**4,902,220**
Cumulative translation adjustment	-	2,837	(12,115)	**(9,278)**
Comprehensive loss for the period	**$ 4,651,429**	**$ 144,870**	**$ 96,643**	**$ 4,892,942**

(In Canadian Dollars, except where noted)

12. SEGMENTED INFORMATION (continued)

Three Months September 30, 2023

Expenses	**Canada**	**Liberia**	**Australia**	**Total**
Administration expenses	$ 7,498	$ -	$ 4,517	**$ 12,015**
Depreciation	-	-	8,846	**8,846**
Exploration expenditures	-	-	14,479	**14,479**
Management fees	23,545	-	-	**23,545**
Marketing and shareholder communication	2,997	-	-	**2,997**
Professional fees	75,915	-	3,951	**79,866**
Transfer agent and filing fees	7,818	-	-	**7,818**
Share-based compensation	5,182	-	-	**5,182**
Foreign exchange (gain) loss	4,808	-	-	**4,808**
Net loss for the period	127,763	-	31,793	**159,556**
Cumulative translation adjustment	-	-	(3,826)	**(3,826)**
Comprehensive loss for the period	**$ 127,763**	**$ -**	**$ 27,967**	**$ 155,730**

Nine Months September 30, 2022

Expenses	**Canada**	**Liberia**	**Australia**	**Total**
Administration expenses	$ 23,570	$ -	$ 45,137	**$ 68,707**
Depreciation	-	-	5,417	**5,417**
Exploration expenditures	8,810	-	458,359	**467,169**
Management fees	185,054	-	-	**185,054**
Marketing and shareholder communication	386,882	-	-	**386,882**
Professional fees	288,851	-	31,305	**320,156**
Transfer agent and filing fees	55,919	-	1,895	**57,814**
Share-based compensation	176,552	-	-	**176,552**
Foreign exchange gain	(18,075)	-	-	**(18,075)**
Net loss for the period	1,107,563	-	542,113	**1,649,676**
Cumulative translation adjustment	-	-	(18,282)	**(18,282)**
Comprehensive loss for the period	**$ 1,107,563**	**$ -**	**$ 523,831**	**$ 1,631,394**

Three Months September 30, 2022

Expenses	**Canada**	**Liberia**	**Australia**	**Total**
Administration expenses	$ 12,943	$ -	$ 12,667	**$ 25,610**
Depreciation	-	-	2,955	**2,955**
Exploration expenditures	-	-	150,879	**150,879**
Management fees	71,463	-	-	**71,463**
Marketing and shareholder communication	90,714	-	-	**90,714**
Professional fees	78,771	-	16,762	**95,533**
Transfer agent and filing fees	8,081	-	-	**8,081**
Share-based compensation	43,327	-	-	**43,327**
Foreign exchange (gain) loss	(27,979)	-	-	**(27,979)**
Net loss for the period	277,320	-	183,263	**460,583**
Cumulative translation adjustment	-	-	(3,217)	**(3,217)**
Comprehensive loss for the period	**$ 277,320**	**$ -**	**$ 180,046**	**$ 457,366**

13. SUBSEQUENT EVENTS

On October 2, 2023, the Company announced that David Kol, principal of Next Generation Resources Inc. ("Next Gen"), acquired by the Company earlier this year, has agreed to tender for cancellation 1,240,000 common shares of the Company in connection with the execution of a mutual release with the Company. The Company further advised that, in accordance with its press release dated July 27, 2023, it is commencing efforts to wind up Next Gen and it has abandoned all operations in Liberia. To this end, the Company has terminated the employment of its VP Exploration, Efdal Olcer.

On October 20, 2023, the Company consolidated its share capital on a 1 new to 10 old shares basis. All share and per share amounts have been retroactively restated for all prior periods to reflect the share consolidation.