
METALITE RESOURCES INC.
CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE AND NINE MONTHS ENDED
SEPTEMBER 30, 2024 AND 2023
(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.
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Canadian Dollars)
(Unaudited)

As at,	September 30, 2024	December 31, 2023
ASSETS		
<i>Current</i>		
Cash	\$ 3,856	\$ 13,399
Accounts receivables	9,629	13,377
Prepaid expenses	7,401	9,969
Assets related to operations to be wound-up (note 1 and 3(f))	3,823	6,993
Total current assets	24,709	43,738
<i>Non-current</i>		
Site restoration deposits (note 3)	9,001	9,001
Right of use asset (note 4)	53,769	64,523
Total assets	\$ 87,479	\$ 117,262
LIABILITIES		
<i>Current</i>		
Accounts payable and accrued liabilities (note 11)	\$ 301,434	\$ 198,393
Lease liability (note 5)	11,833	9,295
Liabilities related to operations to be wound-up (note 1 and 3(f))	235,887	235,887
Loans (note 6)	56,597	-
Total current liabilities	605,751	443,575
<i>Non-current</i>		
Lease liability (note 5)	40,832	45,971
Total liabilities	646,583	489,546
SHAREHOLDER'S DEFICIENCY		
Share capital (note 7)	15,210,750	15,210,750
Share-based payments reserve	662,187	913,292
Accumulated other comprehensive loss	(11,834)	(11,614)
Deficit	(16,420,207)	(16,484,712)
Total shareholder's deficiency	(559,104)	(372,284)
Total liabilities and shareholder's deficiency	\$ 87,479	\$ 117,262

Nature of operations and going concern (note 1)
Subsequent events (note 14)

Approved on behalf of the Board of Directors:

/s/ "Chris Hazelton"

Chris Hazelton, Director

/s/ "Jeffrey Berman"

Jeffrey Berman, Director

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

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

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Operating expenses				
Administration expenses	\$ 2,327	\$ 12,015	\$ 17,595	\$ 86,592
Depreciation (note 4)	3,584	8,846	10,754	12,781
Exploration expenditures (note 3 and 13)	852	14,479	1,535	63,661
Management fees (note 11)	19,635	23,545	84,055	197,006
Marketing and shareholder communication	303	2,997	2,402	125,332
Professional fees	6,989	79,866	46,869	383,484
Transfer agent and filing fees	12,660	7,818	22,925	55,470
Gain on settlement of debt	-	-	-	(67,242)
Share-based compensation (note 8)	-	5,182	38,115	106,076
Foreign exchange (gain) loss	482	4,808	465	21,672
Transaction costs (note 3 and 13)	-	-	-	3,917,388
Net loss for the period	46,832	159,556	224,715	4,902,220
Translation difference on foreign operations	(95)	(3,826)	(220)	(9,278)
Comprehensive loss for the period	\$ 46,737	\$ 155,730	\$ 224,495	\$ 4,892,942
Net loss per share				
- basic and diluted (note 10)	\$ 0.00	\$ 0.01	\$ 0.01	\$ 0.37
Weighted average number of common shares outstanding				
- basic and diluted (note 10)	25,285,524	14,521,911	25,285,524	13,134,213

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

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

	Nine Months Ended September 30,	
	2024	2023
Operating activities		
Net loss for the period	\$ (224,715)	\$ (4,902,220)
<i>Items not affecting cash:</i>		
Transaction costs	-	3,669,242
Share-based compensation	38,115	106,076
Foreign exchange gain	(220)	(9,278)
Depreciation	10,754	12,781
Interest paid	5,882	3,708
Gain on settlement of debt	-	(67,242)
<i>Changes in non-cash working capital items:</i>		
Accounts receivables	3,748	21,848
Prepaid expenses	2,568	39,282
Assets related to operations to be wound-up	3,170	-
Accounts payable and accrued liabilities	103,041	604,702
Net cash used in operating activities	(57,657)	(521,101)
Investing activities		
Return of site restoration deposits	-	110,972
Lease obligation expense	(8,483)	(17,596)
Net cash (used in) provided by investing activities	(8,483)	93,376
Financing activities		
Cash advances from a shareholder	56,597	-
Warrants exercised	-	4,000
Net cash provided by financing activities	56,597	4,000
Decrease in cash	(9,543)	(423,725)
Cash, beginning of period	13,399	471,064
Cash, end of period	\$ 3,856	\$ 47,339
Supplemental information		
Cash and cash equivalents consist of:		
Cash	\$ 3,856	\$ 47,339
Guaranteed investment certificate	\$ -	\$ -
Non-cash investing and financing activities		
Common shares issued pursuant to Next Generation Resources Inc.(note 3(f))	\$ -	\$ 2,899,968
Fair value of warrants (note 3(f))	\$ -	\$ 769,274

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

Metalite Resources Inc.
Condensed Interim Consolidated Statements of Changes in Shareholder's Deficiency
(Expressed in Canadian Dollars)
(Unaudited)

	Number of shares	Share capital	Shares to be issued	Share-based payments reserve	Accumulated Other Comprehensive Loss	Deficit	Total
Balance, December 31, 2022	7,255,991	\$ 11,974,501	\$ 56,250	\$ 368,347	\$ (11,358)	\$ (11,779,023)	\$ 608,717
Amalgamation of Next Generation Resources Inc.	7,249,920	2,899,968	-	769,274	-	-	3,669,242
Fair-value of agent's warrants issued	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)	\$ (523,463)
Balance, December 31, 2023	25,285,524	\$ 15,210,750	\$ -	\$ 913,292	\$ (11,614)	\$ (16,484,712)	\$ (372,284)
Share-based compensation	-	-	-	38,115	-	-	38,115
Expired options	-	-	-	(279,800)	-	279,800	-
Expired warrants	-	-	-	(9,420)	-	9,420	-
Cumulative translation adjustment	-	-	-	-	(220)	-	(220)
Net loss for the period	-	-	-	-	-	(224,715)	(224,715)
Balance, September 30, 2024	25,285,524	\$ 15,210,750	\$ -	\$ 662,187	\$ (11,834)	\$ (16,420,207)	\$ (559,104)

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

Metalite Resources Inc.
Notes to Condensed Interim Consolidated Financial Statements
For the Three And Nine Months Ended September 30, 2024 and 2023
(In Canadian Dollars, except where noted)
(Unaudited)

1. NATURE OF OPERATIONS AND GOING CONCERN

On April 1, 2019, Metalite Resources Inc. ("Metalite" or the "Company") was incorporated under the laws of the province of British Columbia. The Company's principal business activity is the exploration for mineral resources in New South Wales, Australia. Metalite is a public company whose common shares trade on the Canadian Securities Exchange ("CSE") under the symbol METL. 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.

As of September 30, 2024, the Company has not generated any revenues and has an accumulated deficit of \$16,420,207 (December 31, 2023 - \$16,484,712) since inception. The Company's continued existence and plans for future growth depend on its ability to obtain additional capital. Next Generation Resources Inc ("NextGen"), a subsidiary of the Company filed for an assignment under Section 49 of the Bankruptcy and Insolvency Act (Canada), effective February 12, 2024. In connection with the above, S. Funtig and Associates Inc. has been appointed as the bankruptcy trustee.

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.

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2. BASIS OF PREPARATION (continued)

Statement of compliance (continued)

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, 2024, the date the Board of Directors approved the statements.

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, 2023, 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 year ended December 31, 2023, the Company deregistered Southern Precious Metals Corp. Pty Ltd. and APMC Holdings Pty Ltd. Below is the list of the Company's current subsidiaries as at September 30, 2024.

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 (note 1)
Great Southern Precious Metals Pty Ltd.	Australia	100%	Australian operating entity
Next Generation Resources Inc Liberia	Liberia	100%	Liberian operating entity (note 1)

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 is the Canadian Dollar, except for the below entities.

The functional currency of Great Southern Precious Metals Pty Ltd, (2023 - Great Southern Precious Metals Pty Ltd, APMC Holdings Pty Ltd, and Southern Precious Metals Corp. Pty Ltd), is the Australian dollars.

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

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2. BASIS OF PREPARATION (continued)

Adoption of new accounting policies

During the nine months ended September 30, 2024, the Company did not adopt any new IFRS standards, interpretations, amendments and improvements of existing standards which had any material impact on the Company's unaudited condensed interim consolidated financial statements.

Accounting standards issued but not yet applied

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for annual periods beginning on or after January 1, 2025 or later periods. The Company is currently evaluating the impact of the adoption of these new standards on its unaudited condensed interim consolidated financial statements.

3 EXPLORATION AND EVALUATION

During the three and nine months ended September 30, 2024, the Company incurred claim costs on it's Arthur's seat project of \$852 and \$1,535, respectively.

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

		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	\$	-	\$ 9,900	\$ -	\$ 4,579	\$ 14,479

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

		Assays	Claim costs	Field costs	Geological	Total
Imperial (d)	\$	-	\$ -	\$ 1,337	\$ -	\$ 1,337
Malebo (a)		-	231	-	-	231
Solomons (a)		-	231	-	-	231
Gold belt (b)		-	2,475	-	-	2,475
Easedowns (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
Total	\$	3,738	\$ 14,522	\$ 1,337	\$ 44,064	\$ 63,661

(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.

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3. EXPLORATION AND EVALUATION (continued)

(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. As at September 30, 2024, the Company remaining project is Arthur's Seat.

(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. Costs related to reclamation of roads and drill sites built.

(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 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 CSE 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 warrants 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% to 150.9%; expected dividend yield - nil; expected life - 2 to 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

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3. EXPLORATION AND EVALUATION (continued)

(f) Liberia (continued)

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

In July 2023, the Company decided to abandon the property in Liberia. In February 2024, NextGen has filed an assignment under Section 49 of the Bankruptcy and Insolvency Act (Canada) (Note 1). As at March 31, 2024, and December 31, 2023, NextGen is not operational and does not have the financial resources to repay its debts. Further, the Company is in discussions with a trustee in bankruptcy to negotiate a settlement with NextGen's creditors and oversee the liquidation of this subsidiary. Given the above, the Company has presented the assets and liabilities of NextGen as assets and liabilities of operations to be wound-up and has reclassified NextGen's exploration expenditures as transaction costs.

Deposits

As at September 30, 2024, the Company has deposits with the Ministry of New South Wales of \$9,001 (10,000 AUD) (December 31, 2023 - \$9,001 (10,000 AUD)).

4. RIGHT-OF-USE ASSETS

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

	Amount
Balance, December 31, 2022	\$ -
Additions	71,692
Depreciation	(7,169)
Balance, December 31, 2023	64,523
Depreciation	(10,754)
Balance, September 30, 2024	\$ 53,769

5. 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 15% 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	71,692
Interest expense	4,482
Lease payments	(20,908)
Balance, December 31, 2023	55,266
Interest expense	5,882
Lease payments	(8,483)
Balance, September 30, 2024	\$ 52,665

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5. LEASE LIABILITY (continued)

Maturity analysis - contractual undiscounted cash flows

As at September 30, 2024

Less than one year	\$	19,790
Greater than one year		45,234
Total	\$	65,024

	Amount	
As at September 30, 2024		
Current	\$	11,833
Non-current		40,832
Total	\$	52,665

6. LOANS PAYABLE

Loan 1

During the nine months ended September 30, 2024, the Company received advances from a shareholder in the amount of \$28,276 (September 30, 2023 - \$nil). The amounts owed are unsecured, non-interest bearing and due on demand.

Loan 2

On January 6, 2024, the Company entered into a letter of intent with Cachee Gold Mines Corp. ("Cachee"). As part of the Letter of Intent Cachee agreed to advance an amount of up to CAD \$50,000 to fund certain operating expenses of Metalite as evidenced by a secured promissory note, which bears an interest of 15% per annum and is due on December 31, 2024. The Company was advanced \$28,321 under this agreement.

7. COMMON SHARES

Authorized

As at September 30, 2024 and 2023, 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. The number of shares and per share amounts have been retroactively adjusted to reflect the share consolidation.

Issued share capital

	Number of shares	Share capital
Balance, December 31, 2022	7,255,991	\$ 11,974,501
Acquisition of NextGen (note 3(f))	7,249,920	2,899,968
Warrants exercised (i)	16,000	9,120
Balance, September 30, 2023	14,521,911	\$ 14,883,589
Balance, December 31, 2023 and September 30, 2024	25,285,524	\$ 15,210,750

(i) During the nine months ended September 30, 2023, 16,000 share purchase warrants were exercised at \$0.67 for gross proceeds of \$4,000. Upon the exercise of 42,495 Agents' warrants the fair value of \$5,120 was transferred from share-based payments reserve to share capital.

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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. On October 20, 2023, the Company consolidated its share capital on a 1 new to 10 old shares basis. The number of options and per option amounts have been retroactively adjusted to reflect the share consolidation.

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

	Number of stock options	Weighted average exercise price (\$)
Balance, December 31, 2022	724,167	0.920
Forfeited	(41,667)	2.700
Balance, September 30, 2023	682,500	0.810
Balance, December 31, 2023	625,000	0.640
Granted (iii)	1,150,000	0.050
Forfeited	(1,550,000)	0.500
Balance, September 30, 2024	225,000	0.100

(i) 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, 2024, the Company recognized \$nil (September 30, 2023 - \$5,182 and 13,308, 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 expired on April 28, 2024.

(ii) 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, 2024, the Company recognized \$nil, (September 30, 2023 - \$nil and \$92,768, respectively), 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 expired on March 17, 2023, and April 28, 2024.

(iii) On January 26, 2024, the Company granted 1,150,000 stock options to Officers, Directors, and consultants of which vest immediately, of which 900,000 options have been granted to Directors and Officers of the Company. The stock options have an exercise price of \$0.05 and are exercisable for a period of five years, expiring January 26, 2029. The fair value of these options at the date of grant was estimated at \$38,115 using the Black-Scholes option pricing model with the following assumptions: share price - \$0.05; risk free interest rate - 3.63%; expected volatility - 123.37%; expected dividend yield - nil; expected life - 5 years. During the three and nine months ended September 30, 2024, the Company recognized \$38,115 (September 30, 2024 - \$nil), in share-based compensation, in connection with the option grant.

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(Unaudited)

8. STOCK OPTIONS (continued)

The following table reflects the stock options issued and outstanding as of September 30, 2024:

Expiry Date	Exercise Price (\$)	Remaining Contractual Life (years)	Number of Options Outstanding	Number of Options Vested (Exercisable)
December 29, 2027	0.50	3.25	25,000	25,000
January 26, 2029	0.05	4.33	200,000	200,000
	0.10	4.21	225,000	225,000

9. WARRANTS

On October 20, 2023, the Company consolidated its share capital on a 1 new to 10 old shares basis. The number of warrants and per warrants amounts have been retroactively adjusted to reflect the share consolidation.

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, 2022	2,253,975	1.630
Issued (note 3(f))	2,774,960	1.000
Balance, September 30, 2023	5,028,935	1.265
Balance December 31, 2023	4,502,435	0.945
Expired	(1,727,475)	4.000
Balance, September 30, 2024	2,774,960	1.205

Share purchase warrants outstanding as at September 30, 2024 are:

Expiry Date	Exercise Price (\$)	Remaining Contractual Life (years)	Number of warrants Outstanding
February 21, 2025	0.625	0.39	200,000
February 21, 2025	1.250	0.39	2,574,960
Total	1.205	0.39	2,774,960

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, 2022	73,456	3.200
Exercised (note 7)	(16,000)	0.250
Issued (note 3(f))	384,000	0.250
Balance, September 30, 2023	441,456	0.740
Balance December 31, 2023	6,976	3.200
Cancelled/forfeited	(6,976)	3.200
Balance, September 30, 2024	-	-

Metalite Resources Inc.
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For the Three And Nine Months Ended September 30, 2024 and 2023
(In Canadian Dollars, except where noted)
(Unaudited)

9. WARRANTS (continued)

Agent Warrants (continued)

As at September 30, 2024, the Company does not have any outstanding agent warrants.

10. LOSS PER SHARE

For the three and nine months ended September 30, 2024, basic and diluted loss per share has been calculated based on the loss attributable to common shareholders of \$46,832 and \$224,715, respectively (three and nine months ended September 30, 2023 - \$159,556 and 4,902,220, respectively) and the weighted average number of common shares outstanding of 25,285,524 and 25,285,524, respectively (three and nine months ended September 30, 2023 - 14,521,911 and 13,134,213, respectively). Diluted loss per share did not include the effect of 225,000 options outstanding (September 30, 2023 - 682,500) or the effect of 2,774,960 share purchase warrants outstanding (September 30, 2023 - 5,028,935), nil agent purchase warrants outstanding (September 30, 2023 - 441,456) 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 following periods:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Management and consulting fees	\$ 19,635	\$ 40,430	\$ 84,055	\$ 213,891
Share based compensation (note 8)	-	-	29,828	100,894
Total	\$ 19,635	\$ 40,430	\$ 113,883	\$ 314,785

Included in accounts payable and accrued liabilities at September 30, 2024 is \$84,323 (December 31, 2023 - \$41,887) owed to related parties. The amounts owed to related parties are unsecured, non-interest bearing and due on demand.

12. SEGMENTED INFORMATION

The Company operates in one industry segment, namely exploration of mineral resources in two geographic regions, Canada, 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, 2024	Canada	Liberia	Australia	Total
Total non-assets	\$ 53,769	\$ -	\$ 9,001	\$ 62,770
As at, December 31, 2023	Canada	Liberia	Australia	Total
Total non-assets	\$ 64,523	\$ -	\$ 9,001	\$ 73,524

13. Comparative figures

Certain figures for the three and nine months ended September 30, 2023 have been reclassified to conform with classifications in the audited consolidated financial statements for the year ended December 31, 2023. These reclassifications had no effect on the reported net loss.

14. SUBSEQUENT EVENTS

Subsequent to September 30, 2024, the Company entered into a sublease agreement related to the mining equipment leased (note 4 and 5).

Subsequent to September 30, 2024, the Company announced that it has entered into a binding letter of intent ("LOI") dated November 26, 2024 to acquire 100% interest in Lyra Mining Corp. ("Lyra"), a private arm's length company incorporated in Ontario, which holds a key land position in the historic Elliot Lake Uranium Mining District in Ontario ("Elliot Lake North Project"). Pursuant to the LOI, Metalite will acquire 100% interest in Lyra ("Acquisition") by issuing 20,000,000 common shares in the capital of Metalite ("Metalite Shares") to the shareholders of Lyra on a pro-rata basis, subject to certain contractual resale restrictions to be determined by Metalite and Lyra prior to closing. The Acquisition is expected to be completed by way of a three-cornered amalgamation whereby a new wholly-owned subsidiary of Metalite, will amalgamate with Lyra and all of the issued and outstanding common shares of Lyra following the amalgamation will immediately be exchanged for common shares of Metalite. The Acquisition is subject to a number of conditions, including, but not limited to: i) due diligence review by each of the parties; ii) execution of the definitive agreement on or before January 31, 2025; iii) Lyra completing a capital raise such that it has working capital of no less \$200,000 in cash on closing; iv) receipt of the approval of Lyra shareholders and v) the parties obtaining all requisite regulatory approvals. There can be no assurance that the Acquisition will be completed as proposed or at all.