

CONSOLIDATED FINANCIAL STATEMENTS

YEARS ENDED JUNE 30, 2024 AND 2023

(Expressed in Canadian Dollars)

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Sassy Gold Corp.

Opinion

We have audited the accompanying consolidated financial statements of Sassy Gold Corp. (the "Company"), which comprise the consolidated statements of financial position as at June 30, 2024 and 2023, and the consolidated statements of loss and comprehensive loss, changes in shareholders' equity, and cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Company as at June 30, 2024 and 2023, and its financial performance and its cash flows for the years then ended, in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board.

Basis for Opinion

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

Material Uncertainty Related to Going Concern

We draw attention to Note 1 on the consolidated financial statements, which indicates the Company has no sources of revenue, ongoing losses and a deficit of \$13,886,089 as at June 30, 2024. As stated in Note 1, these conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Key Audit Matters

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

In addition to the matter described in the Material Uncertainty Related to Going Concern section, we have determined the matter described below to be the key audit matter to be communicated in our auditor's report.

Assessment of Impairment Indicators of Exploration and Evaluation Assets ("E&E Assets")

As described in Note 6 to the consolidated financial statements, the carrying amount of the Company's E&E Assets was \$12,408,015 as of June 30, 2024. As more fully described in Notes 2 and 3 to the consolidated financial statements, management assesses E&E Assets for indicators of impairment at each reporting period.



The principal considerations for our determination that the assessment of impairment indicators of the E&E Assets is a key audit matter are that there was judgment made by management when assessing whether there were indicators of impairment for the E&E Assets, specifically relating to the assets' carrying amount which is impacted by the Company's intent and ability to continue to explore and evaluate these assets. This in turn led to a high degree of auditor judgment, subjectivity, and effort in performing procedures to evaluate audit evidence relating to the judgments made by management in their assessment of indicators of impairment that could give rise to the requirement to prepare an estimate of the recoverable amount of the E&E Asset.

Addressing the matter involved performing procedures and evaluating audit evidence in connection with forming our overall opinion on the consolidated financial statements. Our audit procedures included, among others:

- Evaluating management's assessment of impairment indicators.
- Evaluating the intent for the E&E Assets through discussion and communication with management.
- Reviewing the Company's recent expenditure activity.
- Assessing compliance with agreements and expenditure requirements including reviewing option agreements and vouching cash payments and share issuances.
- Assessing the Company's rights to explore E&E Assets including sending confirmation requests to optionors to ensure good standing of agreements.
- Obtaining, on a test basis, confirmation of title to ensure mineral rights underlying the E&E Assets are in good standing.

Other Information

Management is responsible for the other information. The other information obtained at the date of this auditor's report includes Management's Discussion and Analysis.

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

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

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate
 in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal
 control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

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

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

Davidson & Consany LLP

Vancouver, Canada

Chartered Professional Accountants

October 28, 2024

Sassy Gold Corp.

Consolidated Statements of Financial Position

(Expressed in Canadian Dollars)

As at

	June 30,	June 30,
	2024	2023
	(\$)	(\$)
ASSETS		
Current assets		
Cash	96,571	1,000,795
Marketable securities (Note 4)	1,246,729	3,570,863
Prepaids	170,576	154,856
Receivables (Note 5)	498,212	104,203
	2,012,088	4,830,717
Deposits (Note 6)	73,051	73,051
Exploration advances (Note 6)	-	500,000
Exploration and evaluation assets (Note 6)	12,408,015	22,749,356
	14,493,154	28,153,124
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued liabilities (Notes 7 and 9)	427,070	589,836
Deferred income tax (Note 16)	-	173,000
Other liabilities (Note 8)	-	100,918
	427,070	863,754
Shareholders' equity		
Share capital (Note 10)	19,886,219	19,442,719
Reserves (Note 10)	8,429,009	8,829,497
Deficit	(13,886,089)	(6,796,771)
	14,429,139	21,475,445
Non-controlling interest (Note 13)	(363,055)	5,813,925
	14,066,084	27,289,370
	14,493,154	28,153,124

Nature of Operations and Going Concern (Note 1) Commitments (Notes 6 and 14) **Subsequent Events (Note 17)**

On behalf of the Board:

"Mark Scott"	
Director	
"Terry Coughlan"	
Director	

Director

Sassy Gold Corp.

Consolidated Statements of Loss and Comprehensive Loss (Expressed in Canadian Dollars)

	Year Ended June 30,	Year Ended June 30,
	2024	2023
	(\$)	(\$)
EXPENSES		
Consulting fees (Note 9)	200,732	402,000
General and administrative	105,401	145,727
Management fees (Note 9)	360,000	360,000
Professional fees (Note 9)	394,429	464,800
Share-based payments (Notes 9 and 10)	203,042	991,234
Transfer agent and filing fees	76,388	112,062
Travel and promotion	568,489	1,019,766
-	(1,908,481)	(3,495,589)
Flow-through share premium recovery (Note 8)	100,918	420,546
Gain (loss) on marketable securities (Note 4)	(1,046,957)	(307,652)
Impairmnent of exploration and evaluation assets (Note 6)	(10,861,288)	(433,311)
Interest exepnse (Note 9)	(29,440)	-
Interest income	40,919	82,450
Income (loss) before tax	(13,704,329)	(3,733,556)
Income tax recovery (expense) (Note 16)	173,000	(173,000)
Loss and comprehensive loss	(13,531,329)	(3,906,556)
Loss and comprehensive loss attributable to:		
Shareholders	(7,089,318)	(3,058,383)
Non-controlloing interest (Note 13)	(6,442,011)	(848,173)
	(13,531,329)	(3,906,556)
Basic and diluted loss per common share:		
Shareholders	(0.47)	(0.21)
Non-controlloing interest	(0.42)	(0.06)
Weighted average common shares outstanding:		
Basic	15,239,028	14,837,834
Diluted	15,239,028	14,837,834

Sassy Gold Corp.

Consolidated Statements of Cash Flows (Expressed in Canadian Dollars)

	Year Ended Period Ended June 30,	Year Ended Period Ended June 30,
	2024	2023
CASH PROVIDED BY (USED IN)	(\$)	(\$)
OPERATING ACTIVITIES		
Loss for the year	(13,531,329)	(3,906,556)
Items not affecting cash		,
Gain on marketable securities	1,046,957	307,652
Flow-through share premium recovery	(100,918)	(420,546)
Impairment of exploration and evaluation assets	10,861,288	433,311
Income tax expense	(173,000)	173,000
Share-based payments	203,042	991,234
Changes in non-cash working capital items:		
Receivables	82,227	165,259
Prepaids	(15,720)	(53,736)
Accounts payable and accrued liabilities	101,654	46,120
	(1,525,799)	(2,264,262)
INVESTING ACTIVITIES		
Exploration advances	-	(500,000)
Exploration and evaluation expenditures	(770,602)	(5,379,924)
Exploration and evaluation rebates	115,000	-
Proceeds from sale of stort-term investments	1,277,177	324,394
	621,575	(5,555,530)
FINANCING ACTIVITIES		
Common shares issued for cash	-	3,420,035
Gander Gold shares issued for cash	-	3,999,963
Gander Gold share issuance costs	-	(251,799)
Share issuance costs	<u>-</u>	(82,298)
	-	7,085,901
Change in cash during the year	(904,224)	(733,891)
Cash - beginning of year	1,000,795	1,734,686
Cash - end of year	96,571	1,000,795

Supplemental Cash Flow Information (Note 15)

Sassy Gold Corp.Consolidated Statements of Changes in Shareholders' Equity (Expressed in Canadian Dollars)

	Number of		Share					Total Shareholder
	Shares	Amount	Subscriptions	Reserves	Deficit	Total	NCI	Equity
		(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
Balance at June 30, 2022	11,173,975	16,679,630	214,875	4,022,689	(3,738,388)	17,178,806	5,189,679	22,368,485
Common shares issued for cash	3,728,113	3,634,910	(214,875)	-	-	3,420,035	-	3,420,035
Common shares issued for property	30,000	25,500	-	-	- "	25,500	-	25,500
Share issuance costs	-	(146,398)	-	64,100	-	(82,298)	-	(82,298)
Dividend of Gander Gold shares	-	(750,923)	-	1,131,152	-	380,229	503,207	883,436
Gander Gold shares issued for cash	-	-	-	2,677,271	-	2,677,271	801,228	3,478,499
Gander Gold shares issued for property	-	-	-	206,748	-	206,748	156,086	362,834
Gander Gold share issuance costs	-	-	-	-	-	-	(251,799)	(251,799)
Share-based payments	-	-	-	727,537	-	727,537	263,697	991,234
Loss for the year	-	-	-	-	(3,058,383)	(3,058,383)	(848,173)	(3,906,556)
Balance at June 30, 2023	14,932,088	19,442,719	-	8,829,497	(6,796,771)	21,475,445	5,813,925	27,289,370
Common shares issued - RSU exercise	405,000	443,500	-	(443,500)	-	-	-	-
Gander Gold shares issued - RSU exercise	-	-	-	(51,849)	-	(51,849)	51,849	-
Gander Gold shares issued for property	-	-	-	18,280	-	18,280	86,721	105,001
Share-based payments	-	-	-	76,581	-	76,581	126,461	203,042
Loss for the year	-	-	-	-	(7,089,318)	(7,089,318)	(6,442,011)	(13,531,329)
Balance at June 30, 2024	15,337,088	19,886,219	-	8,429,009	(13,886,089)	14,429,139	(363,055)	14,066,084

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN

Sassy Gold Corp. (the "Company") was incorporated on June 3, 2019 under the Business Corporations Act (British Columbia). The Company is an exploration stage mining company currently engaged in the identification, acquisition and exploration of precious metal resources in Canada. The Company's registered and records office is located at suite 400 – 1681 Chestnut Street, Vancouver, British Columbia, V6J 4M6. The Company's shares are traded on the Canadian Securities Exchange (the "Exchange" or "CSE") under the symbol "SASY".

The Company completed a share consolidation of its outstanding common shares on the basis of one post-consolidation share for every 5 pre-consolidation shares. All share, option, warrant, RSU and per-share figures have been retroactively adjusted to reflect this consolidation.

These 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 assets and discharge liabilities in the ordinary course of operations. The Company has no sources of revenue, ongoing losses and a deficit of \$13,886,089.

In March 2022, Gander Gold Corporation ("Gander Gold") completed the listing of its shares on the Exchange and this resulted in the conversion of outstanding Special Warrants into additional common shares. The net effect of this event and other common share issuances during they year ended June 30, 2022 was the dilution of the ownership interest in Gander Gold (Note 13) by the parent entity ("Sassy"),

The Company's continuation as a going concern is dependent upon its ability to raise equity capital or borrowings sufficient to meet current and future obligations. If for any reason, the Company is unable to continue as a going concern, then this could result in adjustments to the amounts and classifications of assets and liabilities in the Company's consolidated financial statements and such adjustments could be material. The above conditions may cast significant doubt on the Company's ability to continue as a going concern.

2. BASIS OF PREPARATION

Statement of compliance

The Company prepares its consolidated financial statements in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

These consolidated financial statements were approved by the Company's Board of Directors on October 28, 2024.

Basis of measurement

All references to dollar amounts in these consolidated financial statements and related notes are in Canadian dollars, unless otherwise indicated.

These consolidated financial statements have been prepared on a historical cost basis, using the accrual basis of accounting, except for cash flow information, and financial instruments classified as financial instruments at fair value through profit or loss, or fair value through other comprehensive loss which are stated at fair value.

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

2. BASIS OF PREPARATION (continued)

Functional and presentation currency

The functional currency of the Company and its its non-wholly owned subsidiary, Gander Gold is the Canadian dollar, which is also the presentation currency of the consolidated financial statements.

Basis of consolidation

These consolidated financial statements include the accounts of Gander Gold, which was incorporated on February 3, 2021 under the Business Corporations Act (BC).

All inter-company transactions and balances have been eliminated upon consolidation.

Control exists where the parent entity has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. Subsidiaries are included in the consolidated financial statements from the date control commences until the date control ceases.

Use of 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 consolidated financial statements and reported amounts of expenses during the period. Actual results could differ from these estimates.

These consolidated financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

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

Income taxes

The calculation of income taxes requires judgment in applying tax laws and regulations, estimating the timing of the reversals of temporary differences, and estimating the reliability of deferred tax assets. These estimates impact current and deferred income tax assets and liabilities, and current and deferred income tax expense (recovery).

Non-monetary transactions

Assets exchanged or transferred in non-monetary transactions are measured at the fair value of the asset given up or the fair value of the asset received, whichever is more reliable.

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

2. BASIS OF PREPARATION (continued)

Share-based payments

The fair value of stock options granted are subject to the limitation of the Black-Scholes Option Pricing model, which incorporates market data and involves uncertainty in estimates used by management in the assumptions. The Black-Scholes Option Pricing model requires the input of highly subjective assumptions, including the volatility of share prices, and, as a result, changes in subjective input assumptions can materially affect the fair value estimate.

The fair value of restricted stock units ("RSUs") is determined on the date of grant based on the market price of the Company's common shares. This may not be indicative of the value on the settlement date.

Valuation of marketable securities

The Company holds investments in publicly listed companies. Accordingly, the Company uses level 1 and level 3 of the fair value hierarchy to estimate the fair value of its marketable securities. Publicly listed entities are valued using the closing trade price on the date of the transaction and at period end. Warrants are valued using the Black-Scholes option-pricing model. A discount for lack of marketability is applied when shares in investments are restricted.

Significant judgments that management has made at the end of the reporting period are as follows:

Carrying value and the recoverability of exploration and evaluation assets

Management has determined that exploration, evaluation and related costs incurred which were capitalized may have future economic benefits and may be economically recoverable. Management uses several criteria in its assessments of economic recoverability and probability of future economic benefits including geologic and other technical information, history of conversion of mineral deposits with similar characteristics to its own properties to proven and probable mineral reserves, scoping and feasibility studies, accessible facilities and existing permits.

Control over Gander Gold

The Company must consolidate the results of another entity when control exists over that entity. The determination of control requires judgment to be exercised when the ownership interest is less than 51%. Other qualitative factors must be considered including, but not limited to, special voting rights or board and management in common.

Going concern

The assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty.

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

3. MATERIAL ACCOUNTING POLICY INFORMATION

Loss per share

Basic loss per share is calculated by dividing the loss of the Company by the weighted average number of common shares outstanding during the period. Diluted loss per share is determined by adjusting the loss attributable to common shareholders and the weighted average number of common shares outstanding for the effects of dilutive instruments such as options granted to employees. The calculation assumes that proceeds received from the exercise of in-the-money stock options are used to repurchase common shares at the average market price. For the years presented, this calculation proved to be anti-dilutive.

Exploration and evaluation assets

Costs related to the acquisition, exploration and evaluation of exploration and evaluation assets are capitalized by property. Costs incurred before the Company has obtained the legal rights to explore an area are recognized through profit or loss. If commercially profitable ore reserves are developed, capitalized costs of the related exploration and evaluation assets are first tested for impairment and then reclassified as mining assets and amortized using the unit of production method. If, after management review, it is determined that capitalized costs are not recoverable over the estimated economic life of the exploration and evaluation assets, or the exploration and evaluation assets are abandoned, or management deems there to be an impairment in value, the exploration and evaluation assets are written down to their recoverable amount. Any option payments received by the Company from third parties or tax credits refunded to the Company are credited to the capitalized cost of the exploration and evaluation assets. If payments received exceed the capitalized cost of the exploration and evaluation assets is recognized as income in the period received. The amounts shown for exploration and evaluation assets do not necessarily represent present or future values. Their recoverability is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development, and future profitable production or proceeds from the disposition thereof.

Flow-through shares

Canadian Income Tax Legislation permits an enterprise to issue securities referred to as flow-through shares, whereby the investor can claim the tax deductions arising from the renunciation of the related resource expenditures by the Company. Proceeds from the issuance of flow-through shares need to be allocated between the offering of the flow-through share and the premium paid for the implied tax benefit received by the investors as a result of acquiring the flow-through shares. The calculated tax benefit is recognized as a liability until the Company renounces the expenditures, at which point the liability is reversed and recorded as other income on the consolidated statements of loss and comprehensive loss. The Company records a deferred tax liability when the Company makes the expenditures. At the time of recognition of the deferred tax liability, an offsetting entry is made to tax expense.

Restoration provisions

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

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

3. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

The Company's estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to exploration and evaluation assets with a corresponding entry to the provision. The Company's estimates are reviewed annually for changes in regulatory requirements, discount rates, effects of inflation and changes in estimates. Changes in the net present value, excluding changes in the Company's estimates of reclamation costs, are charged to profit and loss for the year. The Company currently has no restoration obligations.

Income taxes

Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in shareholders' equity.

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date, in the jurisdictions where the Company operates and generates taxable income.

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

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

Deferred income tax assets and deferred income tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

Share-based payments

The Company has a stock option plan. Share based payments are measured at the fair value of the instruments granted and recognized over the term of vesting. The corresponding amount is recorded to reserves. The fair value of options is determined using a Black–Scholes Option Pricing model which incorporates all market vesting conditions. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the options granted shall be based on the number of options that eventually vest. If and when stock options are ultimately exercised, the amount of cash received as well as the applicable amount of the associated reserve is transferred to share capital. The value associated with expired options remains in reserves.

Where equity instruments are granted to parties other than employees, they are recorded by reference to the fair value of the services received. If the fair value of the services received cannot be reliably estimated, the Company measures the services received by reference to the fair value of the equity instruments granted, measured at the date the counterparty renders the services.

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

3. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Impairment of long-lived assets

The carrying amount of the Company's assets is reviewed for indicators of impairment at each reporting date. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash generating unit ("CGU"). The recoverable amount of an asset or a CGU is the greater of its value in use and its fair value less costs of disposal ("FVLCD").

FVLCD is defined as the amount obtainable from the sale of an asset or CGU in an arm's length transaction between knowledgeable, willing parties, less the costs of disposal. The Company calculates FVLCD by reference to the after-tax future cash flows expected to be derived, less estimated selling costs. The estimated after-tax future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pretax discount rate that reflects the current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the CGU to which the asset belongs.

An impairment loss is recognized whenever the carrying amount of an asset or its CGU exceeds its recoverable amount. If an impairment loss exists, then it is recorded as an expense immediately.

An impairment loss is only reversed if there is an indication that the impairment loss may no longer exist and there has been a change in the estimates used to determine the recoverable amount. An impairment loss cannot be reversed to an amount higher than the carrying amount that would have been determined had no impairment loss been recognized in previous years.

Financial instruments

IFRS 9 provides three different measurement categories for non-derivative financial assets – subsequently measured at amortized cost, fair value through profit or loss ("FVTPL") or fair value through other comprehensive income – while all non-derivative financial liabilities are classified as subsequently measured at amortized cost. The category into which a financial asset is placed and the resultant accounting treatment is largely dependent on the nature of the business of the entity holding the financial asset. All financial instruments are initially recognized at fair value.

Financial assets

The Company initially recognizes financial assets at fair value on the trade date, which is the date that the Company becomes a party to the contractual provisions of the instrument. The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred. Any interest in such transferred financial assets that is created or retained by the Company is recognized as a separate asset or liability.

The Company's financial assets consist of cash and receivables, which have been classified as amortized cost, and marketable securities which have been classified as fair value through profit or loss. All financial assets that do not meet the criteria to be recognized as subsequently measured at amortized cost or subsequently measured at fair value through other comprehensive income are classified as FVTPL.

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

3. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Financial liabilities

The Company's financial liabilities consist of accounts payable and accrued liabilities which have been classified as subsequently measured at amortized cost. Financial liabilities are recognized initially at fair value, net of transaction costs incurred, and are subsequently measured at amortized cost. Any difference between the amounts originally received, net of transaction costs, and the redemption value is recognized in profit and loss over the period to maturity using the effective interest method.

Impairment

An "expected credit loss" impairment model applies which requires a loss allowance to be recognized based on expected credit losses. The estimated present value of future cash flows associated with the asset is determined and an impairment loss is recognized for the difference between this amount and the carrying amount as follows: the carrying amount of the asset is reduced to estimated present value of the future cash flows associated with the asset, discounted at the financial asset's original effective interest rate, either directly or through the use of an allowance account and the resulting loss is recognized in profit or loss for the period. In a subsequent period, if the amount of the impairment loss related to financial assets measured at amortized cost decreases, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

Leases

IFRS 16 distinguishes between leases and service contracts on the basis of whether the customer controls the asset being leased. For those contracts determined to meet the definition of a lease, IFRS 16 requires a lessee to recognize on the statement of financial position a right-of-use asset along with the associated lease liability which reflects future lease payments. There are limited exceptions for leases with a term of less than 12 months or leases of assets which have a low value.

As at June 30, 2024 and 2023, the Company did not have any leases that would result in a right-of-use asset or lease liability.

Adoption of new accounting standards

Amendments to IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2 Making Materiality Judgments—Disclosure of Accounting Policies

The amendments change the requirements in IAS 1 with regard to disclosure of accounting policies. The amendments replace all instances of the term "significant accounting policies" with "material accounting policy information." Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general-purpose financial statements make on the basis of those consolidated financial statements.

The supporting paragraphs in IAS 1 are also amended to clarify that accounting policy information that relates to immaterial transactions, other events or conditions is immaterial and need not be disclosed.

Accounting policy information may be material because of the nature of the related transactions, other events or conditions, even if the amounts are immaterial. However, not all accounting policy information relating to material transactions, other events or conditions is itself material. The IASB has also developed guidance and examples to explain and demonstrate the application of the 'four step materiality process described in IFRS Practice Statement 2.

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

3. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

The amendment was applied effective July 1, 2023 and did not have a material impact on the Company's consolidated financial statements.

New accounting standards issued but not yet effective

IFRS 18 - Presentation and Disclosure in Financial Statements

IFRS 18 is effective for reporting periods beginning on or after January 1, 2027. It introduces several new requirements that are expected to impact the presentation and disclosure of most, if not all, entities. The Company is in the process of assessing the impact on the consolidated financial statements of the new standard.

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

In January 2020, the IASB issued amendments to IAS 1 - Presentation of Financial Statements to specify the requirements for classifying liabilities as current or non-current. The amendments clarify that the classification of liabilities as current or non-current is based on rights that are in existence at the end of the reporting period, specify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability, explain that rights are in existence if covenants are complied with at the end of the reporting period, and introduce a definition of 'settlement' to make clear that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets or services. These amendments are effective for annual periods beginning on or after January 1, 2024, and are not expected to have a material impact on the Company's future reporting periods.

The IASB issued certain new accounting standards or amendments that are mandatory for accounting periods on or after January 1, 2024, including amendments to IFRS 16 "Leases", amendments to IAS 7 "Statement of Cash Flow" and IFRS 7 "Financial Instruments Disclosures". The effect of such new accounting standards or amendments are not expected to have a material impact on the Company's consolidated financial statements.

4. MARKETABLE SECURITIES

	Carrying Value			~ · · ·	Fair Value
Name of Security	June 30, 2023	Additions	Dispositions	Gain (Loss)	June 30, 2024
	(\$)	(\$)		(\$)	(\$)
Max Power Mining					
Corp. (MAXX.C)	2,067,000	-	(1,277,177)	(124,823)	665,000
Max Power Warrants				, , ,	ŕ
(not listed for trading)	303,863	-	-	11,199	315,062
Galloper Gold Corp.	1,200,000	-	-	(933,333)	266,667
	3,570,863	-	(1,277,177)	(1,046,957)	1,246,729

	Carrying Value				Fair Value
Name of Security	June 30, 2022	Additions	Dispositions	Gain (Loss)	June 30, 2023
	(\$)	(\$)		(\$)	(\$)
Max Power Mining Corp. (MAXX.C)	2,821,000	84,996	(409,390)	(429,606)	2,067,000
Max Power Warrants (not listed for trading)	501,909	-	-	(198,046)	303,863
Galloper Gold Corp. (private company)	880,000	-	-	320,000	1,200,000
	4,202,909	84,996	(409,390)	(307,652)	3,570,863

The Company holds 2,666,667 common shares of Galloper Gold Corp ("Galloper"), a publicly traded gold exploration company. Galloper is a related party by virtue of having an officer in common.

The Company received 5,000,000 common shares of Max Power Mining Corp. ("Max Power") pursuant to the Nicobat disposal agreement (Note 6). The common shares of Max Power are restricted and will be released to the Company in stages over 3 years. Accordingly, the Company has applied a discount for lack of marketability ranging from 0-20% on these common shares. The common shares are publicly listed on the Exchange. Max Power is a related party by virtue of having a director in common. As at June 30, 2024, the Company holds 1,500,000 Max Power shares.

The Company also received 1,000,000 common share purchase warrants of Max Power. These warrants were exercisable at \$0.25 until February 15, 2024. The Company entered into an agreement to extend the warrants expiration date to April 23, 2026 in exchange for the final acquisition of the Nicobat property (Note 6). The Company revalued the warrants at June 30, 2024 to \$315,062 (2023 - \$303,863) using a Black-Scholes option-pricing model and recorded a gain of \$11,199 (2023 - loss of \$198,046) on marketable securities.

4. MARKETABLE SECURITIES (continued)

The assumptions used in the valuation of the warrants are noted in the table below:

	Number of	Expected Price	Risk Free	Expected	Expected Dividend	Fair Value	Total Fair
Valuation Date	Warrants	Volatility	Rate	Life	Yield	Per Option	Value
		(%)	(%)	(yrs)	(%)	(\$)	(\$)
June 30, 2024	1,000,000	104	3.99	1.63	-	0.32	315,062
June 30, 2023	1,000,000	104	4.54	0.63	-	0.30	303,863

5. RECEIVABLES

	June 30, 2024	June 30, 2023
	(\$)	(\$)
GST receivable	16,406	99,023
BCMETC receivable	476,806	-
Other receivable	5,000	5,000
	498,212	104,023

6. EXPLORATION AND EVALUATION ASSETS

Foremore Property, British Columbia

In November 2020, the Company acquired a 100% ownership interest in mineral claims located in the Eskay Creek district of British Columbia (the "Foremore Property"). The vendor of the property retained a 3% net smelter return ("NSR") royalty, but Company has the right to purchase back 2% of the NSR for a cash payment of \$2,000,000 and an additional 0.5% for a cash payment of \$1,000,000. On June 24, 2024, the Company is required to commence payment of an annual advanced royalty of \$20,000 until such time as the Company elects to purchase the NSR. At that point the cumulative advanced royalties paid will be deducted from the NSR purchase price disclosed above. Subsequent to June 30, 2024, the Company paid the initial advance royalty payment.

The Company posted a \$32,000 reclamation program security deposit with the Ministry of Energy, Mines and Petroleum Resources in connection with the Foremore Property exploration program.

Gander Properties, Newfoundland

Gander North/Gander South/Hermitage/Little River

On February 11, 2021, the Company entered into an agreement (the "Vulcan Agreement"), as amended on April 18, 2024, with Vulcan Minerals Inc. ("Vulcan"), which provides an exclusive option to acquire a 100% ownership interest in certain mineral claims located in Newfoundland (known as the "Gander North", "Gander South Property", the "Little River Property" and the "Hermitage Property"). On February 28, 2021, the Company assigned the Vulcan Agreement to Gander Gold.

Gander Properties, Newfoundland (continued)

Pursuant to the Vulcan Agreement, Gander Gold must make the following cash and share payments as well as incur minimum exploration expenditures in order to complete the acquisition:

	Gander		Exploration
Date	Gold Shares	Cash	Expenditures
		(\$)	(\$)
Upon execution of the Agreement (issued and paid by the Company)	100,000	100,000	-
On or before February 11, 2022 (issued, paid and incurred)	30,000	50,000	200,000
On or before February 11, 2023 (issued, paid and incurred)	30,000	50,000	400,000
On or before February 11, 2024 (issued and incurred)	100,000	-	600,000
On or before February 11, 2025	50,000	100,000	800,000
Total	310,000	300,000	2,000,000

The Company also reimbursed Vulcan for refundable staking deposits totaling \$28,950 which is posted with the government of Newfoundland and Labrador. Subsequent to June 30, 2024, the Company received a partial refund of the staking deposits.

Vulcan will retain a 3% net smelter return ("NSR") royalty upon the Company completing its obligations under the Vulcan Agreement. The Company has the right to purchase back one half of the NSR (1.5%) for a cash payment of \$2,000,000 and the issuance of 100,000 common shares of Gander Gold.

On December 22, 2023, the Company entered into an agreement with Puddle Pond Resources Inc., an armslength vendor, to acquire certain mineral claims that are contiguous to its Gander South project in exchange for \$25,000 in cash (paid) and the issuance of 100,000 common shares (issued) of Gander Gold. The vendor will retain a 2% NSR royalty on the claims, half of which may be repurchased by the Company at any time for a payment of \$500,000. The vendor will also be entitled to a one-time bonus payment of 50,000 common shares of Gander Gold should the Gander Gold delineate a National Instrument 43-101 compliant resource of 200,000 ounces of gold on the newly acquired claims.

Gander Properties, Newfoundland (continued)

Gander North/Carmanville

On March 12, 2021, as amended on April 7, 2021, the Company entered into agreement (the "Gander North Agreement") with Wildwood Exploration Inc. ("Wildwood") which provides an exclusive option to acquire a 100% ownership interest in certain mineral claims located in Newfoundland (known as the "Gander North Property" and the "Carmanville Property"). The Gander North Agreement was assigned to Gander Gold on May 31, 2021 and accordingly all future cash and share payments as well as exploration expenditures are the responsibility of Gander Gold.

Pursuant to the Gander North Agreement, Gander Gold must make the following cash and share payments as well as incur minimum exploration expenditures in order to complete the acquisition:

	Gander		Exploration
Date	Gold Shares	Cash	Expenditures
		(\$)	(\$)
Upon execution of the Agreement (issued and paid by the Company)	100,000	154,275	-
On or before November 15, 2021 (incurred)	-	-	275,000
On or before March 12, 2022 (issued and paid)	50,000	50,000	-
On or before April 7, 2022 (issued)	25,000	-	-
On or before November 15, 2022 (incurred)	-	-	335,000
On or before March 12, 2023 (issued and paid)	50,000	100,000	-
On or before April 7, 2023 (issued)	25,000	-	-
On or before November 15, 2023 (incurred)	-	-	400,000
On or before March 12, 2024	50,000	100,000	-
On or before April 7, 2024	25,000	-	-
On or before November 15, 2024	-	-	750,000
On or before March 12, 2025	50,000	100,000	-
On or before November 15, 2025	-	-	1,000,000
On or before March 12, 2026	75,000	150,000	-
Total	450,000	654,275	2,760,000

Wildwood will retain a 2.5% NSR royalty upon the Company completing its obligations under the Gander North Agreement. The Company has the right to purchase that portion of the NSR equal to 1% for a cash payment of \$2,500,000.

Upon completion of its public listing on the CSE, Gander Gold issued an additional 50,000 common shares to Wildwood valued at \$175,000.

Gander Properties, Newfoundland (continued)

During the year ended June 30, 2023, Gander Gold determined that it was unlikely it would be proceeding with the Carmanville property, and accordingly recorded a full impairment on the property totaling \$433,311.

The Company is currently in default under the Gander North Agreement. Accordingly, the Company has recorded an impairment charge of \$3,218,786 with regards to the Gander North claims under this agreement during the year ended June 30, 2024.

Cape Ray

On March 12, 2021, as amended on April 7, 2021, the Company entered into agreement (the "Cape Ray Agreement") with Wildwood which provides an exclusive option to acquire a 100% ownership interest in certain mineral claims located in Newfoundland (the "Cape Ray Property"). The Cape Ray Agreement was assigned to Gander Gold on May 31, 2021 and accordingly all future cash and share payments as well as exploration expenditures are the responsibility of Gander Gold.

Pursuant to the Cape Ray Agreement, Gander Gold must make the following cash and share payments as well as incur minimum exploration expenditures in order to complete the acquisition:

Date	Gander Gold Shares	Cash	Exploration Expenditures
		(\$)	(\$)
Upon execution of the Agreement (issued and paid by the Company)	50,000	87,455	-
On or before November 15, 2021 (incurred)	-	-	100,000
On or before March 12, 2022 (issued and paid)	25,000	35,000	-
On or before April 7, 2022 (issued)	25,000	-	-
On or before November 15, 2022 (incurred)	-	-	120,000
On or before March 12, 2023 (issued and paid)	50,000	50,000	-
On or before November 15, 2023 (incurred)	-	-	150,000
On or before March 12, 2024	50,000	75,000	-
On or before November 15, 2024	-	-	430,000
On or before March 12, 2025	75,000	75,000	-
On or before November 15, 2025	-	-	1,000,000
On or before March 12, 2026	75,000	130,000	-
Total	350,000	452,455	1,800,000

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

6. EXPLORATION AND EVALUATION ASSETS (continued)

Gander Properties, Newfoundland (continued)

Wildwood will retain a 2.5% NSR royalty upon the Company completing its obligations under the Cape Ray Agreement. The Company has the right to purchase that portion of the NSR equal to 1% for a cash payment of \$2,500,000.

Upon completion of its public listing on the CSE, Gander Gold issued an additional 50,000 common shares to Wildwood valued at \$175,000.

On October 11, 2022, Gander Gold entered into an option agreement with Supernova Metals Corp. ("SUPR") wherein SUPR could acquire a 1% interest in the Cape Ray property by expending \$56,000 in exploration expenditures (incurred) by December 31, 2022. However, Gander Gold retained a right of repurchase which allowed it to re-acquire the 1% interest in exchange for the payment of \$50,000 on or before February 28, 2023. The payment can be settled in cash or common shares at Gander Gold's election. On December 1, 2022, Gander Gold exercised the right of repurchase by issuing 16,667 common shares at a fair value of \$25,833 to SUPR.

The Company is currently in default under the Cape Ray Agreement. Accordingly, the Company has recorded an impairment charge of \$1,577,543 with regards to the Cape Ray property during the year ended June 30, 2024.

Mount Peyton/BLT

On March 12, 2021, as amended on May 12, 2021, the Company entered into an agreement (the "Thwart Island Agreement") with Wildwood which provides an exclusive option to acquire a 100% ownership interest in certain mineral claims located in Newfoundland (known as the "Mount Peyton Property" and the "BLT Property"). The Thwart Island Agreement was assigned to Gander Gold on May 31, 2021 and accordingly all future cash and share payments as well as exploration expenditures are the responsibility of Gander Gold.

(Expressed in Canadian dollars)

6. EXPLORATION AND EVALUATION ASSETS (continued)

Gander Properties, Newfoundland (continued)

Pursuant to the Thwart Island Agreement, Gander Gold must make the following cash and share payments as well as incur minimum exploration expenditures in order to complete the acquisition:

	Gander Gold		Exploration
Date	Shares	Cash	Expenditures
		(\$)	(\$)
Upon execution of the Agreement (issued and paid by the Company)	125,000	331,320	-
On or before November 15, 2021 (incurred)	-	-	140,000
On or before January 15, 2022 (incurred)	-	-	700,600
On or before March 12, 2022 (issued and paid)	125,000	75,000	-
On or before November 15, 2022 (incurred)	-	-	160,000
On or before March 12, 2023 (issued and paid)	125,000	100,000	-
On or before November 15, 2023 (incurred)	-	-	200,000
On or before March 12, 2024	125,000	100,000	-
On or before November 15, 2024	-	-	500,000
On or before March 12, 2025	125,000	125,000	-
On or before November 15, 2025	-	-	1,000,000
On or before March 12, 2026	75,000	150,000	-
Total	700,000	881,320	2,700,600

Wildwood will retain a 2.5% NSR royalty upon the Company completing its obligations under the Thwart Island Agreement. The Company has the right to purchase that portion of the NSR equal to 1% for a cash payment of \$2,500,000.

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

6. EXPLORATION AND EVALUATION ASSETS (continued)

Gander Properties, Newfoundland (continued)

Upon completion of its public listing on the CSE, Gander Gold issued an additional 50,000 common shares to Wildwood valued at \$175,000.

The Company is currently in default under the Thwart Island North Agreement. Accordingly, the Company has recorded an impairment charge of \$4,583,334 with regards to the Mt Peyton property and the BLT property during the year ended June 30, 2024.

As at June 30, 2023, the Company had advanced \$500,000 for future exploration work on its Gander properties. The Company recognized the full advance against exploration expenditures incurred during the year-ended June 30, 2024.

Highrock Uranium Property, Saskatchewan

On February 7, 2022, as amended on July 21, 2022, the Company entered into a definitive option agreement with Forum Energy Metals Corp. ("Forum") wherein the Company can acquire a 100% interest in the Highrock uranium project in Saskatchewan.

The terms of the option agreement include:

- a) An initial 20% interest can be acquired through the payment of \$100,000 cash (paid) and the issuance of 50,000 common shares (issued at a fair value of \$113,750) on execution of the agreement. The Company must also incur \$1,000,000 in exploration expenditures (incurred) during 2022.
- b) An additional 31% interest can be acquired through the issuance of 30,000 common shares (issued at a fair value of \$25,500) on or before January 2, 2023. The Company must also incur \$1,000,000 in exploration expenditures during 2023.
- c) An additional 19% interest can be acquired through the issuance of 30,000 common shares on or before January 2, 2024. The Company must also incur \$1,000,000 in exploration expenditures during 2024.
- d) The remaining 30% interest can be acquired through the payment of \$150,000 cash and the issuance of 600,000 common shares on or before December 31, 2025.
- e) Forum retains a 1% NSR on the Highrock uranium property, half of which can be purchased by the Company for a cash payment of \$1,000,000. In addition, a 1% NSR exists on the north claim and is shared by third parties, half of which may be purchased for a cash payment of \$1,000,000. Finally, a 2% NSR on the south claim is held by a third party.

During the year ended June 30, 2024, the Company elected to retain its 20% interest in the Highrock uranium project and not proceed further under the option agreement. The Company does not intend to do any further work on the Highrock project in the foreseeable future so it has recorded an impairment charge of \$1,481,625.

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

6. EXPLORATION AND EVALUATION ASSETS (continued)

Nicobat Property, Ontario

The Nicobat Property consists of non-contiguous mineral claims located in the Rainy River district of Ontario. The property is subject to a 2% NSR, 1% of which may be purchased for a cash payment of \$1,000,000.

On April 23, 2021, the Company entered into an agreement ("Max Power Agreement") to dispose of the Nicobat Property to privately held Max Power. Pursuant to the Max Power Agreement, Max Power can earn a 100% interest in the Nicobat Property by incurring \$1,000,000 in exploration expenditures on the property over a four year period and issuing 5,000,000 common shares to the Company. The shares are released to the Company in stages over a three year period (1,500,000 currently remain in escrow) from the date of listing of Max Power on the CSE on February 16, 2022 (Note 4). In addition, the Company received 1,000,000 share purchase warrants in Max Power which are exercisable at \$0.25 until February 15, 2024 (Note 4). Finally, the Company will retain a 1% net smelter return royalty on the Nicobat Property, which may be purchased by Max Power at any time for a cash payment of \$1,000,000.

As a result of the above disposal, the Company recognized a gain on option-out of exploration and evaluation asset of \$1,401,043 in the statement of profit and loss.

In February 2024, the Company entered into an amending agreement with Max Power whereby Max Power completed the acquisition of the Nicobat Property in exchange for a two year extension of the expiry date of the outstanding warrants (Note 4).

Summary of Exploration Expenditures

	Foremore Property	Gander Properties	High Rock Property	Total
	(\$)	(\$)	(\$)	(\$)
Acquisition Costs:	(4)	(4)	(4)	(4)
Balance, June 30, 2022	3,435,000	4,858,550	213,750	8,507,300
Additions	-	662,834	25,500	688,334
Impairment	_	(230,827)		(230,827)
Balance, June 30, 2023	3,435,000	5,290,557	239,250	8,964,807
Additions	-	130,000	-	130,000
Impairment	-	(4,366,482)	(239,249)	(4,605,731)
Balance, June 30, 2024	3,435,000	1,054,075	1	4,489,076
Exploration Costs:				
Balance, June 30, 2022	5,267,588	3,710,387	926,230	9,904,205
Assays	212,892	56,327	3,456	272,675
Consulting	512,604	439,165	56,143	1,007,912
Drilling	614,589	166,558	-	781,147
Expediting	144,498	-	199,265	343,763
Field and office supplies	211,306	7,370	28,443	247,119
Geophysics	66,295	142,283	-	208,578
Helicopter support	609,056	240,955	-	850,011
Mining tax recovery	(389,989)	(45,450)	-	(435,439)
Reports	9,935	8,688	-	18,623
Sampling	-	788,440	-	788,440
Impairment		(202,485)	-	(202,485)
Balance, June 30, 2023	7,258,774	5,312,238	1,213,537	13,784,549
Assays	=	82,861	-	82,861
Consulting	10,850	222,969	25,000	258,819
Drilling	=	366,393	-	366,393
Expediting	-	148,093	3,000	151,093
Field and office supplies	808	2,986	-	3,794
Geophysics	960	20,467	-	21,427
Mining tax recovery	(476,235)	(115,500)	-	(591,735)
Permitting	-	7,373	839	8,212
Reports and maps	-	19,608	-	19,608
Sampling	-	69,475	(1.040.076)	69,475
Impairment		(5,013,181)	(1,242,376)	(6,255,557)
Balance, June 30, 2024	6,795,157	1,123,782		7,918,939
Total Costs:	10 (02 554	10.602.707	1 450 505	00.740.076
Balance, June 30, 2023	10,693,774	10,602,795	1,452,787	22,749,356
Balance, June 30, 2024	10,230,157	2,177,857	1	12,408,015

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

7. ACCOUNTS PAYABLES AND ACCRUED LIABILITIES

	June 30, 2024	June 30, 2023
	(\$)	(\$)
Trade payables	269,064	437,651
Related party payables (Note 9)	113,506	52,415
Accrued liabilities	44,500	99,770
	427,070	589,836

8. OTHER LIABILITIES

During the year ended June 30, 2023, Gander Gold issued 483,344 flow-through shares at \$3.10 per share and 298,296 charitable flow-through shares at \$3.80 per share which resulted in a flow-through premium liability of \$521,464. A portion of the requisite expenditures were incurred and renounced during the year ended June 30, 2023.

During the year ended June 30, 2024, the Company incurred and renounced the remaining expenditures, and accordingly has recorded a flow through share premium recovery of \$100,918 in the consolidated statement of loss and comprehensive loss.

9. RELATED PARTY TRANSACTIONS

Key management personnel include those persons having 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 executive and non-executive members of the Company's Board of Directors and corporate officers. The remuneration of directors and other members of key management personnel during the year ended June 30, 2024 and 2023 is as follows:

	June 30, 2024	June 30, 2023
	(\$)	(\$)
Consulting fees	147,600	143,000
Geological consulting	150,000	184,250
Management fees	360,000	360,000
Professional fees	192,000	180,000
Share-based payments	190,877	944,041
	1,040,477	1,811,291

As at June 30, 2024, a total of \$113,506 (June 30, 2023 - \$52,415) was included in accounts payable and accrued liabilities owing to directors and officers of the Company.

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

10. SHARE CAPITAL AND RESERVES

Authorized share capital

The Company's authorized share capital consists of an unlimited number of common shares without par value.

The Company completed a share consolidation of its outstanding common shares on the basis of one post-consolidation share for every 5 pre-consolidation shares. All share, option, warrant, RSU and per-share figures have been retroactively adjusted to reflect this consolidation.

Issued share capital

Year ended June 30, 2024

In August 2023, the Company issued 180,000 common shares pursuant to the exercise of RSUs. The fair value of the RSUs was determined to be \$242,500, and accordingly the amount has been transferred from reserves to share capital.

In October 2023, the Company issued 150,000 common shares pursuant to the exercise of RSUs. The fair value of the RSUs was determined to be \$112,500, and accordingly the amount has been transferred from reserves to share capital.

In November 2023, the Company issued 75,000 common shares pursuant to the exercise of RSUs. The fair value of the RSUs was determined to be \$88,500, and accordingly the amount has been transferred from reserves to share capital.

Year ended June 30, 2023

On January 25, 2023, the Company issued 30,000 common shares valued at \$25,500 pursuant to the Highrock Agreement (Note 6).

In July 2022, the Company completed a non-brokered private placement wherein it issued 3,728,113 common shares at \$0.98 per share for aggregate proceeds of \$3,634,910, of which \$214,875 was received as at June 30, 2022. In connection with the financing, the Company paid fees of \$82,298 in cash and issued 66,495 finders' warrants valued at \$64,100 that are exercisable for 12 months at \$0.98 per share. The finders' warrants were valued using the Black-Scholes Option Pricing Model with the following parameters: expected price volatility: 107%, risk-free rate: 3.26%, expected life: 1 year and expected dividend yield: 0%.

10. SHARE CAPITAL AND RESERVES (continued)

Stock options

The Company has a rolling incentive stock option plan (the "Plan"), which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with the Exchange requirements, grant to directors, officers, employees and technical consultants to the Company, non-transferable stock options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares of the Company. Such options will be exercisable for a variable period from the date of grant to a maximum of 10 years at an exercise price determined at the discretion of the Board of Directors. In connection with the foregoing, the number of common shares reserved for issuance to any one optionee will not exceed five percent (5%) of the issued and outstanding common shares and the number of common shares reserved for issuance to all technical consultants will not exceed two percent (2%) of the issued and outstanding common shares.

Options may be exercised no later than 90 days following cessation of the optionee's position with the Company unless otherwise approved by the Board of Directors.

The Company recorded share-based payments of \$Nil (2023 - \$210,300) during the year ended June 30, 2024 in connection with stock options that were previously issued.

The fair value of each stock option is estimated on the date of grant using the Black-Scholes Option Pricing Model that uses the assumptions noted in the table below:

	Number of Share	Expected Price	Risk Free Interest I	Expected	Expected Dividend	Fair Value	Total Fair
Grant Date	Options	Volatility	Rate	Life	Yield	Per Option	Value
	-	(%)	(%)	(yrs)	(%)	(\$)	(\$)
March 31, 2023	350,000	111	3.02	5.00	-	0.60	210,300

A continuity schedule of the Company's stock options is as follows:

	Number of Options	Weighted Average Exercise Price
		(\$)
Balance, June 30, 2022	250,000	2.85
Expired	(40,000)	3.75
Granted	350,000	0.75
Balance, June 30, 2023	560,000	1.48
Expired	(110,000)	1.00
Balance, June 30, 2024	450,000	1.60

10. SHARE CAPITAL AND RESERVES (continued)

The following table summarizes the stock options outstanding as at June 30, 2024:

Expiry Date	Number of Options Outstanding	Number of Options Vested	Weighted Average Exercise Price	Weighted Average Remaining Contractual Life
			(\$)	(yrs)
May 29, 2025	30,000	30,000	1.25	0.91
July 28, 2025	20,000	20,000	1.50	1.08
August 25, 2025	40,000	40,000	2.85	1.15
November 20, 2025	50,000	50,000	5.00	1.39
May 20, 2026	20,000	20,000	3.55	1.89
March 31, 2028	290,000	290,000	0.75	3.75
	450,000	450,000	1.60	2.87

Gander Gold Options

A continuity schedule of the Company's stock options is as follows:

	Number of Options	Weighted Average Exercise Price
		(\$)
Balance, June 30, 2022	345,000	2.50
Issued	22,500	2.00
Balance, June 30, 2023	367,500	2.47
Expired	(10,000)	2.50
Balance, June 30, 2024	357,500	2.47

The Company recorded share-based payments of \$13,468 (2023 - \$75,133) during the year ended June 30, 2024 in connection with vested stock options of Gander Gold.

The fair value of each stock option is estimated on the date of grant using the Black-Scholes Option Pricing Model that uses the assumptions noted in the table below. Expected volatilities are based on historical volatility of the Company's shares, and other factors. The expected term of stock options granted represents the period of time that stock options granted are expected to be outstanding. The risk-free rate of periods within the contractual life of the stock option is based on the Canadian government bond rate. Assumptions used for stock options granted during the year ended June 30, 2023 were as follows:

	Number of Share	Expected Price	Risk Free Interest I	Expected	Expected Dividend	Fair Value	Total Fair
Grant Date	Options	Volatility	Rate	Life	Yield	Per Option	Value
		(%)	(%)	(yrs)	(%)	(\$)	(\$)
May 5, 2023	22,500	166	3.02	5.00	-	1.70	39,100

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

10. SHARE CAPITAL AND RESERVES (continued)

There were no stock options granted during the year ended June 30, 2024.

RSUs

The Company has a rolling Restricted Share Unit ("RSU") plan which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with the Exchange requirements, issue RSUs to eligible participants, provided that the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares of the Company. Vesting provisions as well as method of settlement (ie. cash or common shares) are determined by the Board of Directors of the Company. The maximum number of common shares reserved for issuance to any one RSU holder will not exceed five percent (5%) of the issued and outstanding common shares. Any unvested RSUs are immediately forfeited following cessation of the RSU holder's position with the Company unless otherwise approved by the Board of Directors.

The continuity of the Company's RSUs is as follows:

	Number of
	RSUs
Balance, June 30, 2022	147,500
Granted	460,000
Balance, June 30, 2023	607,500
Exercised	(405,000)
Expired	(155,000)
Balance, June 30, 2024	47,500

As at June 30, 2024 there are 7,500 RSUs outstanding that expire December 31, 2024 and 40,000 RSUs outstanding that expire December 31, 2026.

Gander Gold RSUs

On May 5, 2023, Gander Gold granted 297,500 RSUs pursuant to its RSU plan which has the same guidelines as Sassy's RSU plan. The RSUs granted vested 50% immediately and the remaining 50% vested six months later. The Board elected for this RSU grant to be settled in common shares, and accordingly they are accounted for as equity instruments. The Company recorded \$189,574 in share-based payments expense for Gander Gold options granted and vested as at June 30, 2024 (2023 - \$360,801).

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

10. SHARE CAPITAL AND RESERVES (continued)

Warrants

A continuity schedule of the Company's share purchase warrants is as follows:

	Number of Warrants	Weighted Average Exercise Price
		(\$)
Balance, June 30, 2022	2,134,060	3.35
Expired	(2,134,060)	3.35
Issued	66,495	0.98
Balance, June 30, 2023	66,495	0.98
Expired	(66,495)	0.98
Balance, June 30, 2024	-	_

There were no share purchase warrants outstanding at June 30, 2024.

Gander Warrants

A continuity schedule of the Company's finders' warrants is as follows:

	Number of Warrants	Weighted Average Exercise Price
		(\$)
Balance, June 30, 2022	-	-
Issued	71,470	3.20
Balance, June 30, 2023	71,470	3.20
Expired	(71,470)	3.20
Balance, June 30, 2024	_	

There were no Gander Gold share purchase warrants outstanding at June 30, 2024.

11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

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

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to risk is on its cash. The Company holds its cash in substantial financial institutions to mitigate risk. The carrying amount of financial assets recorded in the financial statements represents the Company's maximum exposure to credit risk.

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company prepares general operating budget to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company uses its best efforts to ensure that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations and its holdings of cash.

The Company's financial liabilities consist of accounts payable and accrued liabilities, all of which are due within twelve months.

The Company's main source of funding has been through the issuance of equity securities for cash. The Company's access to financing in the public markets is always uncertain. The Company is exposed to liquidity risk.

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to significant interest rate risk.

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. A 10% fluctuation in equity prices would impact profit or loss by approximately \$125,000.

Commodity risk

Commodity price risk is the risk that the fair value of future cash flows will fluctuate as a result of changes in commodity prices. Commodity prices for gold and silver are impacted by world economic events that dictate the levels of supply and demand. The Company had no hedging contracts in place as at or during the year ended June 30, 2024.

Foreign exchange rate risk

Foreign currency exchange rate risk is the risk that the fair value of assets and future cash flows will fluctuate as a result of changes in foreign currency exchange rates. However, the Company's functional currency is the Canadian dollar and the Company doesn't have any material assets or operations that are denominated in a foreign currency. Accordingly, the Company is not exposed to any material foreign exchange risk and has not hedged its limited exposure to currency fluctuations.

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

Classification of financial instruments

The Company classifies its other financial assets and other financial liabilities measured at fair value using a fair value hierarchy that reflects the significance of the inputs used in making the measurements.

The fair value hierarchy has the following levels:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3: Inputs for the asset or liability that is not based on observable market data (unobservable inputs).

Financial Assets:	Measurement Level	June 30, 2024	June 30, 2023
		(\$)	(\$)
Max Power Shares	Level 1	665,000	2,067,000
Galloper Shares	Level 1	266,667	-
Galloper Shares	Level 2	-	1,200,000
Max Power Warrants	Level 3	315,062	303,863

During the year ended June 30, 2024, Galloper listed its common shares on the CSE which allowed the Company to value the investment using Level 1, transitioning these financial instruments from Level 2 to Level 1.

Financial liabilities included in the statement of financial position include accounts payable and accrued liabilities. The fair value of accounts payable and accrued liabilities approximate the carrying amount due to their short term to maturity. The effect of changes in the Company's credit risk do not have a significant impact on the fair value due to the short term to maturity.

Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor and creditor confidence and to sustain future development of the business. The capital structure of the Company consists of the components of shareholders' equity.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may attempt to issue new shares, issue debt and acquire or dispose of assets.

The Company is not subject to any externally imposed capital requirements.

There have been no changes to the Company's approach to capital management during the year ended June 30, 2024.

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

12. SEGMENTED INFORMATION

The Company operates in one reportable operating segment being the acquisition, exploration and evaluation of mineral resources properties.

The Company operates in one geographic segment located in Canada.

13. NON-CONTROLLING INTEREST

Year Ended June 30, 2023

On September 8, 2022, the Company distributed an additional 441,719 common shares of Gander Gold on a pro rata basis to its shareholders as a return of capital dividend. Accordingly, the Company settled the remaining \$1,634,359 of the dividend payable and realized additional NCI of \$503,207 with the remaining \$1,131,152 recorded within equity.

On September 26, 2022, Gander Gold completed a non-brokered private placement financing wherein it issued 1,288,333 common shares, consisting of 298,296 charitable flow through shares at \$3.80 per share, 483,344 flow through shares at \$3.10 per share and 506,693 common shares at \$2.70 per share, for aggregate proceeds of \$3,478,499, net of the flow through share premium liability of \$521,464. This resulted in an additional NCI of \$801,227 and the remaining 2,677,271 recorded within equity.

Gander Gold incurred \$251,799 in cash share issuance costs and issued finder's warrants valued at \$87,400 associated with the above transactions, recognized as NCI by the Company in the statement of shareholders' equity.

On December 1, 2022, Gander Gold issued 16,667 common shares in connection with the Cape Ray property which resulted in an additional NCI of \$8,945 and the remaining \$16,888 recorded within equity.

On February 8, 2023, Gander Gold issued 30,000 common shares in connection with the Vulcan Agreement which resulted in an additional NCI of \$15,765 and the remaining \$33,735 recorded within equity.

On March 27, 2023, Gander Gold issued 250,000 in connection with the Cape Ray property which resulted in an additional NCI of \$131,375 and the remaining \$156,125 recorded within equity.

The above transactions resulted in the reduction of the Company's ownership in Gander Gold from 52.51% down to 38.59% as at June 30, 2023.

Notes to the Consolidated Financial Statements Year Ended June 30, 2024 (Expressed in Canadian dollars)

13. NON-CONTROLLING INTERESTS (continued)

Year Ended June 30, 2024

On August 24, 2023, Gander Gold issued 50,000 common shares in connection with the exercise of RSUs which resulted in an additional NCI of \$23,552 and the remaining \$68,948 recorded within equity.

On October 17, 2023, Gander Gold issued 37,500 common shares in connection with the exercise of RSUs which resulted in an additional NCI of \$17,340 and the remaining \$52,035 recorded within equity.

On January 22, 2024, Gander Gold issued 100,000 common shares in connection with the acquisition of exploration and evaluation assets which resulted in an additional NCI of \$43,830 and the remaining \$17,170 recorded within equity.

On January 23, 2024, Gander Gold issued 25,000 common shares in connection with the exercise of RSUs which resulted in an additional NCI of \$10,957 and the remaining \$4,293 recorded within equity.

On April 24, 2024, Gander Gold issued 100,000 common shares in connection with the acquisition of exploration and evaluation assets which resulted in an additional NCI of \$42,890 and the remaining \$32,110 recorded within equity.

The above transactions resulted in the reduction of the Company's ownership in Gander Gold from 38.59% down to 37.32% as at June 30, 2024.

Gander Gold is a publicly traded company listed on the CSE.

14. COMMITMENTS

Under the terms of their management agreements, the CEO, CFO and VP of Exploration of the Company are entitled to between twelve and twenty-four months of base pay, representing approximately \$1,002,000, in the event of their agreement being terminated in connection with a change of control of the Company.

15. SUPPLEMENTAL CASH FLOW INFORMATION

	June 30, 2024	June 30, 2023
	(\$)	(\$)
Non-cash investing and financing activities:		
Exploration and evaluation expenditures accrued through		
accounts payable and accrued liabilities	184,909	449,329
Exploration advance reclassified to exploration and evaluation		
assets	500,000	355,000
Exploration and evaluation recovery (BCMETC) accrued		
through receivables	476,235	-
Issuance of finders warrants as share issuance costs	-	64,100
Issuance of common shares of Gander Gold and Sassy for		
exploration and evaluation assets	105.001	388,334
Dividend paid	-	1,634,359
Dividend revaluation through share capital	-	750,923
Transfer from reserves to share capital in connection with		
exercise of RSUs	443,500	-
Interest paid during the year	-	-
Income taxes paid during the year	_	-

16. INCOME TAX

Income tax expense differs from the amount that would result from applying the Canadian federal and provincial income tax rates to earnings before taxes. These differences result from the following items:

	2024	2023	
	(\$)	(\$)	
Income (loss) before income taxes	(13,704,329)	(3,733,556)	
Canadian federal and provincial income tax rates	27.00%	27.00%	
Income tax (recovery) expense based on the above rates	(3,700,000)	(1,008,000)	
Increase (decrease) due to:			
Adjustment to prior years' provision versus statutory returns	(181,000)	605,000	
Change in statutory tax rates and other items	(163,000)	-	
Impact of flow-through shares	211,000	487,000	
Permanent differences	238,000	402,000	
Share issue costs	_	(90,000)	
Tax effect of tax losses and temporary differences not			
recognized	3,422,000	(223,000)	
Income tax (recovery) expense	(173,000)	173,000	

16. INCOME TAX (continued)

The components of deferred income taxes are as follows:

	2024	2023
	(\$)	(\$)
Deferred income tax assets (liabilities)		
Non-capital losses	1,925,000	1,285,000
Exploration and evaluation assets	1,425,000	(1,284,000)
Marketable securities	(36,000)	(237,000)
Share issue costs	85,000	63,000
Net deferred tax asset (liability)	3,408,000	(173,000)
Unrecognized deferred tax asset	(3,408,000)	-
Net deferred tax asset (liability)	-	(173,000)

The Company has non-capital loss carryforwards and share issuance costs of approximately \$7,127,000 and \$316,000, respectively, that may be available for tax purposes, expiring in 2043 and 2047, respectively.

17. SUBSEQUENT EVENTS

Subsequent to June 30, 2024, the Company:

- a) granted 1,400,000 RSUs which expire December 31, 2027;
- b) granted 580,000 stock options exercisable at \$0.13 per share for a period of 5 years from the date of grant; and
- c) the Company completed a share consolidation of its outstanding common shares on the basis of one post-consolidation share for every 5 pre-consolidation shares. All share, option, warrant, RSU and per-share figures have been retroactively adjusted to reflect this consolidation.

Subsequent to June 30, 2024, Gander Gold:

- a) issued 750,000 RSUs to officers and directors that vest over a period of 12 months and expire on December 31, 2027;
- b) issued 200,000 stock options exercisable at \$0.22 for a period of 5 years;
- c) completed a share consolidation of its outstanding common shares on the basis of one postconsolidation share for every 10 pre-consolidation shares. All share, warrant, option, RSU and pershare figures have been retroactively adjusted to reflect this consolidation; and