HEADWATER GOLD INC.

(An Exploration Stage Company)

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEARS ENDED FEBRUARY 29, 2024 AND FEBRUARY 28, 2023

(Expressed in Canadian Dollars)

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of
Headwater Gold Inc.

Opinion

We have audited the accompanying consolidated financial statements of Headwater Gold Inc. (the "Company"), which comprise the consolidated statement of financial position as at February 29, 2024, and the consolidated statements of comprehensive income (loss), changes in shareholders' equity, and cash flows for the year 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 February 29, 2024, and its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS).

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.

Other Matters

The consolidated financial statements of the Company for the year ended February 28, 2023 were audited by another auditor who expressed an unmodified opinion on those statements on June 26, 2023.

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.

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 10 to the consolidated financial statements, the carrying amount of the Company's E&E Assets was $5,113,134 as of February 29, 2024. As more fully described in Notes 3 and 4 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 Assets.

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 and expenditure budgets for future periods.
- Assessing compliance with agreements and expenditure requirements
- Assessing the Company's rights to explore E&E Assets
- 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 ended 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 Glenn Parchomchuk.

Davidson & Company LLP

Vancouver, Canada | Chartered Professional Accountants

June 26, 2024

HEADWATER GOLD INC.
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)

	Notes		February 29, 2024		February 28, 2023
ASSETS					
Current Assets					
Cash and cash equivalents		$	**4,974,318**	$	1,247,813
Restricted cash			**20,005**		20,005
Short-term investments	7		**28,391**		3,101,304
Amounts and other receivable	14		**76,633**		46,171
Prepaid expenses and deposits			**54,081**		138,869
Total Current Assets			**5,153,428**		4,554,162
Non-Current Assets					
Right-of-use assets	11		**179,130**		320,873
Deposits	8		**142,485**		166,080
Property and equipment, net	9		**105,406**		75,172
Exploration and evaluation assets	10		**5,113,134**		3,656,154
Total Non-Current Assets			**5,540,155**		4,218,279
Total Assets		$	**10,693,583**	$	8,772,441
LIABILITIES AND SHAREHOLDERS' EQUITY					
Current Liabilities					
Trade and other payables	14	$	**460,395**	$	296,471
Current portion of lease liabilities	11		**131,223**		142,346
Other liabilities	10, 12		**1,634,308**		-
Total Current Liabilities			**2,225,926**		438,817
Non-Current Liabilities					
Lease liabilities	11		**69,729**		193,332
Other liabilities	12		**-**		183,011
Total Non-Current Liabilities			**69,729**		376,343
Total Liabilities			**2,295,655**		815,160
Shareholders' Equity					
Share capital	13		**10,689,535**		10,645,071
Reserve for share-based payments	13		**1,012,923**		838,574
Accumulated other comprehensive loss			**(184,837)**		(195,991)
Deficit			**(3,119,693)**		(3,330,373)
Total Shareholders' Equity			**8,397,928**		7,957,281
Total Liabilities and Shareholders' Equity		$	**10,693,583**	$	8,772,441

Nature of operations and going concern (Note 1)

APPROVED ON BEHALF OF THE BOARD ON JUNE 26, 2024:

/s/ "Alistair Waddell" — Director

/s/ "Caleb Stroup" — Director

HEADWATER GOLD INC.
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
FOR THE YEARS ENDED FEBRUARY 29, 2024 AND FEBRUARY 28, 2023
(Expressed in Canadian Dollars)

		Years ended	
	Notes	**February 29, 2024**	February 28, 2023
Expenses:			
Accounting and audit		**$ 83,177**	$ 126,850
Accretion of lease liability	11	**24,720**	18,997
Depreciation	9, 11	**236,718**	132,743
General exploration		**148,610**	141,998
Legal		**5,517**	32,583
Office and sundry		**106,997**	164,855
Regulatory		**45,060**	50,420
Salaries, management, directors and benefits	14	**371,707**	397,463
Share-based payments	13(c), 14	**185,633**	60,901
Shareholder relations		**403,173**	230,728
Total expenses		**(1,611,312)**	(1,357,538)
Other income (expenses):			
Management fee income	10	**1,657,254**	479,665
Rental income		**246,714**	124,553
Finance and interest income		**87,612**	18,536
Foreign exchange (loss) gain		**(22,542)**	422,763
Impairment of exploration and evaluation assets	10	**(74,169)**	(29,954)
Unrealized loss on investments	7	**(72,877)**	(691,155)
Loss on disposal of equipment		**-**	(449)
Total other income (expenses)		**1,821,992**	323,959
Net income (loss)		**210,680**	(1,033,579)
Other comprehensive income (loss):			
Items that may be reclassified to comprehensive income (loss):			
Cumulative translation adjustment		**11,154**	(98,956)
Comprehensive income (loss)		**$ 221,834**	$ (1,132,535)
Basic and diluted earnings (loss) per share:			
Basic		**$ -**	$ (0.02)
Diluted		**$ -**	$ (0.02)
Weighted average number of common shares outstanding:			
Basic		**62,202,366**	52,538,250
Dilutive effect of stock options and warrants		**1,500,000**	-
Diluted		**63,702,366**	52,538,250

HEADWATER GOLD INC.

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS EQUITY
FOR THE YEARS ENDED FEBRUARY 29, 2024 AND FEBRUARY 28, 2023
(Expressed in Canadian Dollars)

	Share Capital			Accumulated Other		
	Number of Shares	Amount	Reserves	Comprehensive Income (Loss)	Accumulated Deficit	Total
Balance, February 28, 2022	49,567,718	$ 7,183,585	$ 717,347	$ (97,035)	$ (2,296,794)	$ 5,507,103
Private placement	12,446,397	3,531,423	-	-	-	3,531,423
Exercise of stock options	100,000	16,038	(6,038)	-	-	10,000
Share issue expenses	-	(85,975)	13,693	-	-	(72,282)
Share-based payments	-	-	113,572	-	-	113,572
Comprehensive income (loss) for the year	-	-	-	(98,956)	(1,033,579)	(1,132,535)
Balance, February 28, 2023	62,114,115	10,645,071	838,574	(195,991)	(3,330,373)	7,957,281
Exercise of stock options	100,000	44,608	(17,608)	-	-	27,000
Share issue expenses	-	(144)	-	-	-	(144)
Share-based payments	-	-	191,957	-	-	191,957
Comprehensive income (loss) for the year	-	-	-	11,154	210,680	221,834
Balance, February 29, 2024	62,214,115	$ 10,689,535	$1,012,923	$ (184,837)	$ (3,119,693)	$ 8,397,928

The accompanying notes form an integral part of these consolidated financial statements.

HEADWATER GOLD INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED FEBRUARY 29, 2024 AND FEBRUARY 28, 2023
(Expressed in Canadian Dollars)

	Years ended	
	February 29, 2024	February 28, 2023
Cash provided from (used by):		
Operations:		
Net income (loss) for the year	$ **210,680**	$ (1,033,579)
Items not involving cash:		
Accretion of lease liability	**24,720**	18,997
Depreciation	**236,718**	132,743
Foreign exchange gain	**(22,542)**	(374,551)
Share-based payments	**185,633**	60,901
Unrealized loss on investments	**72,877**	691,155
Loss on disposal of equipment	**-**	449
Impairment of exploration and evaluation assets	**74,169**	29,954
	782,255	(473,931)
Changes in non-cash working capital items:		
Amounts and other receivables	**(30,462)**	(10,128)
Prepaid expenses and deposits, current	**84,788**	(90,261)
Trade and other payables	**163,924**	225,264
Cash provided from (used by) operating activities	**1,000,505**	(349,056)
Financing:		
Proceeds from share issuances	**-**	3,541,423
Exercise of stock options	**27,000**	-
Share issue expenses	**(144)**	(85,975)
Lease payments	**(213,215)**	(134,620)
Cash (used by) provided from financing activities	**(186,359)**	3,320,828
Investing:		
Expenditures on exploration and evaluation assets	**(1,628,894)**	(1,049,489)
Expenditures on earn-in exploration and evaluation assets	**(18,229,793)**	(5,165,494)
Cash received from third party earn-in expenditures	**19,674,179**	5,452,934
Cash received from option of properties	**104,069**	805,161
Redemption (purchase) of term deposits	**3,000,000**	(3,000,000)
Deposit for bonds	**23,595**	(22,378)
Purchase of property and equipment	**(69,811)**	(44,835)
Cash provided from (used by) investing activities	**2,873,345**	(3,024,101)
Foreign exchange gain on cash held in foreign currency	**39,014**	38,226
Increase (decrease) in cash	**3,726,505**	(14,103)
Cash and cash equivalents, beginning of the year	**1,267,818**	1,281,921
Cash and cash equivalents, end of the year	$ **4,994,323**	$ 1,267,818

The accompanying notes form an integral part of these consolidated financial statements.

(Expressed in Canadian Dollars)

	Years ended	
	February 29, 2024	February 28, 2023
Non cash financing and investing activities:		
Recognition of right of use assets and lease liability	**$ 57,184**	$ -
Share based payments capitalized to exploration and evaluation assets	**6,324**	-
Fair value allocated to common shares from the exercise of stock options	**17,608**	-
Supplemental information:		
Cash and cash equivalents	**$ 4,974,318**	$ 1,247,813
Restricted cash	**20,005**	20,005
Total cash and cash equivalents	**$ 4,994,323**	$ 1,267,818
Interest paid	**$ -**	$ -
Income taxes paid	**-**	-

1. Nature of Operations and Going Concern

Headwater Gold Inc. (the "Company") was incorporated on January 14, 2019 under the laws of British Columbia (Canada). The Company's principal business activities include the acquisition and exploration of mineral property assets in the United States. The address of the Company's corporate office and its principal place of business is Suite 1210 – 1130 West Pender Street, Vancouver, British Columbia, Canada. The Company's shares were approved for trading on the Canadian Securities Exchange ("CSE") under the symbol "HWG" on June 8, 2021.

The Company has one wholly owned subsidiary: CP Holdings Corporation. The accounts of the subsidiary are consolidated with the Company.

These consolidated financial statements for the years ended February 29, 2024 and February 28, 2023 (the "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. During the year ended February 29, 2024, the Company had a net income of $210,680, and as at February 29, 2024, had a working capital of $2,927,602. It is the opinion of Management that the Company has sufficient funding to meet its short-term liabilities and administrative overhead costs, and to maintain its mineral property interests for the next year.

2. Basis of Preparation and Summary of Material Accounting Policies

(a) Statement of Compliance

These Financial Statements, including comparatives, have been prepared in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and related interpretations of the IFRS Interpretations Committee ("IFRICs").

The Board of Directors of the Company (the "Board") authorized the Financial Statements on June 26, 2024.

(b) Basis of Consolidation and Presentation

The Financial Statements incorporate the financial statements of the Company and its sole wholly owned subsidiary, CP Holdings Corporation, which is incorporated in the United States. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. All intercompany transactions and balances have been eliminated.

Certain comparative amounts have been reclassified in fiscal 2023 to conform with fiscal 2024.

The Financial Statements have been prepared on a historical cost basis, except for financial instruments classified as fair value through profit and loss, which are stated at their fair value. In addition, the Financial Statements have been prepared using the accrual basis of accounting except for cash flow information. The accounting policies set out in Note 3 have been applied consistently to all periods presented in these Financial Statements.

(c) Use of Estimates

The preparation of these Financial Statements, in compliance with IFRS, requires management to make certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies. Significant areas requiring the use of management estimates and judgements are described in Notes 3 and 4.

3. Material Accounting Policies

(a) Cash and Cash Equivalents

Cash and cash equivalents includes cash on hand, demand deposits, and redeemable Canadian guaranteed investment certificates with financial institutions.

Restricted cash consists of a term deposit held by a financial institution as security against a company credit card of $20,005 (2023: $20,005).

3. Material Accounting Policies (continued)

(b) Short Term Investments

Short-term investments include term deposits and marketable securities. Term deposits are Canadian guaranteed investment certificates that have maturities within 12 months from the consolidated statement of financial position date. Marketable securities are investments in publicly traded companies

(c) Financial Instruments

The Company classifies its financial instruments in the following categories: at fair value through profit and loss ("FVTPL"), at fair value through other comprehensive income (loss) ("FVTOCI") or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL.

For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

The following table shows the classification under IFRS 9, Financial Instruments ("IFRS 9"):

Financial assets / liabilities	Classification
Cash and cash equivalents	Amortized cost
Restricted cash	Amortized cost
Short term investments	FVTPL
Deposits	Amortized cost
Amounts and other receivables	Amortized cost
Trade and other payable	Amortized cost
Lease liabilities	Amortized cost
Other liabilities	Amortized cost

(i) Measurement

Financial assets and liabilities at amortized cost: initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment.

Financial assets and liabilities carried at FVTPL: initially recorded at fair value and transaction costs are expensed in the statements of comprehensive income (loss). Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the statements of comprehensive income (loss) in the year in which they arise.

Debt investments at FVTOCI: subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in Other Comprehensive Income (Loss) ("OCI"). On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity investments at FVTOCI: subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

(ii) Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company recognizes in the statements of comprehensive income (loss), as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

3. Material Accounting Policies (continued)

(c) Financial Instruments (continued)

(iii) Derecognition

Financial assets: The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity.

Financial liabilities: The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognizes a financial liability when the terms of the liability are modified such that the terms and/or cash flows of the modified instrument are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

Gains and losses on derecognition are generally recognized in profit or loss.

(iv) Financial instrument disclosures – fair value hierarchy

The Company provides disclosures to evaluate (a) the significance of financial instruments for the entity's financial position and performance; and (b) the nature and extent of risks arising from financial instruments to which the entity is exposed during the period and at the date of the statement of financial position, and how the entity manages these risks. The Company provides information about its financial instruments measured at fair value at one of three levels according to the relative reliability of the inputs used to estimate the fair value:

Level 1:	Unadjusted quoted prices in active markets for identical assets that are accessible at the measurement date for identical, unrestricted assets or liabilities
Level 2:	Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability
Level 3:	Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity)

Short term investments are measured using Level 1 inputs.

(d) Leases

The Company recognizes a lease liability related to its lease commitments for its office, warehouse and vehicle leases. The lease liability is measured at the present value of the remaining lease payments, discounted using the Company's estimated incremental borrowing rate. The associated right-of-use asset is measured at the amount of the lease liability.

The Company recognizes a right-of-use asset and a lease liability at the commencement date of a lease. The right-of-use asset is initially measured at cost, which is comprised of the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any decommissioning and restoration costs, less any lease incentives received.

The right-of-use asset is subsequently depreciated from the commencement date to the earlier of the end of the lease term, or the end of the useful life of the asset. In addition, the right-of-use asset may be reduced due to impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

A lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by the interest rate implicit in the lease, or if that rate cannot be readily determined, the incremental borrowing rate.

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, or if there is a change in the estimate or assessment of the expected amount payable under a residual value guarantee, purchase, extension or termination option. Variable lease payments not included in the initial measurement of the lease liability are charged directly to profit or loss.

3. Material Accounting Policies (continued)

(d) Leases (continued)

The Company has elected not to recognize right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The lease payments associated with these leases are charged directly to profit or loss on a straight-line basis over the lease term.

(e) Property and Equipment

Equipment is recorded at cost, less accumulated depreciation. Depreciation is calculated using the following rates and methods:

Computer equipment	20% straight line basis
Field equipment	30% declining balance basis
Leasehold improvements	straight line basis over the term of the lease
Office furniture and equipment	30% declining balance basis

(f) Exploration and Evaluation Assets

All costs related to the acquisition, exploration and development of mineral properties are capitalized and classified as intangible assets. Upon commencement of commercial production, the related accumulated costs will be amortized to income using the unit of production method over estimated recoverable ore reserves. Management periodically assesses carrying values of non-producing properties for impairment and if management determines that the carrying values cannot be recovered or the carrying values are related to properties that have lapsed, the unrecoverable amounts are expensed.

The recoverability of the carrying amounts of exploration and evaluation assets ("E&E Asset") is dependent on the existence of economically recoverable ore reserves and the ability to obtain the necessary financing to complete the development of such ore reserves and the success of future operations. The Company has not yet determined whether any of its mineral properties contains economically recoverable reserves. Amounts capitalized as exploration and evaluation assets represent costs incurred to date, less write-downs and recoveries, and does not necessarily reflect present or future values.

When options are granted on mineral properties or properties are sold, proceeds are reflected as a reduction of the cost of the property. If sale proceeds exceed costs, the excess is reported as a gain.

(g) Reclamation Obligations

The Company records provisions for reclamation and remediation based on the best estimate of costs for reclamation activities that it is required to undertake, and the liability is recognized at fair value at the time such environmental disturbance occurs. The liability is accreted over time through periodic charges to the consolidated statements of comprehensive loss. In addition, the reclamation cost is capitalized as part of the mineral property's carrying value and, upon commercial production, will be amortized over the life of the related mineral property. The capitalized amount is depreciated on the same basis as the related asset. Reclamation costs are periodically adjusted to reflect changes in the estimated present value resulting from the passage of time and revisions to the estimates of either the timing or amount of the reclamation costs. Significant judgments and estimates are involved in forming expectations of the amounts and timing of future closure and reclamation costs. Changes in reclamation estimates are reflected in profit or loss in the period an estimate is revised. Estimated reclamation obligations are based on when spending for an existing disturbance is expected to occur. The Company reviews, on an annual basis, unless otherwise deemed necessary, the reclamation obligation for each of its exploration properties.

Based on the level of disturbance, the nature and timing of reclamation activity, and potential reclamation activities, the Company has not accrued any provision for reclamation as at February 29, 2024.

3. Material Accounting Policies (continued)

(h) Impairment of Non Financial Assets

Property and equipment and right of use assets are regularly tested for recoverability or whenever events or changes in circumstances indicate that its carrying amount may not be recoverable. Impairment of exploration and evaluation assets is generally considered to have occurred if one of the following factors are present: the rights to explore have expired or are near to expiry with no expectation of renewal, no further substantive expenditures are planned, exploration and evaluation work is discontinued in an area for which commercially viable quantities have not been discovered, indications in an area with development likely to proceed that the carrying amount is unlikely to be recovered in full by development or by sale.

The recoverable amount is the higher of an asset's fair value less cost to sell or its value in use. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. Value in use is determined using discounted estimated future cash flows of the relevant asset. For the purpose of measuring recoverable amounts, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are cash-generating units.

The Company evaluates impairment losses for potential reversals when events or circumstances warrant such consideration.

(i) Share Capital

Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Company's common shares and stock options are classified as equity instruments.

The proceeds from the issue of units are allocated between common shares and share purchase warrants based on the residual value method. The fair value of common shares is based on the market closing price on the date the units are issued. Equity instruments issued to agents as financing costs are measured at their fair value at the date of grant. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(j) Share based Payments

The Company operates an incentive stock option plan. Share-based payments to employees are measured at the fair value of the instruments issued and amortized over the vesting periods.

Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued. If it is determined that the fair value of the goods or services cannot be reliably measured, it would then be recorded at the date the goods or services were received. The fair value of share-based compensation is charged to the consolidated statement of comprehensive income (loss) with a corresponding credit recorded to reserves. Upon exercise, shares are issued from treasury and the amount reflected in contributed surplus is credited to share capital, adjusted for any consideration paid.

The fair value of options is determined using the Black-Scholes option pricing model. 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 equity instruments granted shall be based on the number of equity instruments that eventually vest.

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to the statement of comprehensive income (loss) over the remaining vesting period.

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

The Black-Scholes model requires management to make estimates, which are subjective and may not be representative of actual results. Changes in assumptions can materially affect estimates of fair values.

3. Material Accounting Policies (continued)

(k) Foreign Currency Translation

The presentation and functional currency of the Company is the Canadian dollar as this is the principal currency of the economic environment in which it operates. The functional currency of the subsidiary is the United States Dollar.

The Company translates transactions in foreign currencies into Canadian dollars at the rates of exchange prevailing at the dates of the transactions. Monetary and non monetary assets and liabilities are translated at the exchange rates in effect at the consolidated statement of financial position date. The resulting exchange gains or losses are recognized in the statement of comprehensive income (loss).

A subsidiary that has a functional currency different from the presentation currency, is translated into the presentation currency as follows:
- Assets and liabilities for each statement of financial position presented are translated at the closing rate at the reporting date;
- Income and expenses for each statement of comprehensive income (loss) are translated at average exchange rates for the period; and
- All resulting exchange differences are recognized in other comprehensive income as cumulative translation adjustments.

(l) Earnings (Loss) per Share

Basic earnings (loss) per share is computed by dividing the net income (loss) applicable to common shares of the Company by the weighted average number of common shares outstanding for the relevant period.

Diluted income (loss) per common share is computed by dividing the net income (loss) applicable to common shares by the sum of the weighted average number of common shares issued and outstanding and all additional common shares that would have been outstanding, if potentially dilutive instruments were converted. This follows the treasury stock method in which the dilutive effect on loss per share is recognized based on the proceeds that could be obtained from the exercise of options, warrants, and similar instruments.

(m) Provisions and Constructive Obligations

Provisions are recorded when a present legal or constructive obligation exists as a result of past events where it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the statement of financial position date, taking into account the risk and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

(n) Management Fee Income

Income earned from management fees from exploration expenditures on mineral properties are recognized as an reduction in unearned revenue liability in the statement of financial position and as management fee income in the statement of comprehensive income (loss).

(o) Income Taxes

Income tax expense comprises current and deferred tax. Income tax is recognized in the statements of comprehensive income (loss) except to the extent it relates to items recognized in other comprehensive income or directly in equity.

Current tax

Current tax expense is based on the results for the period as adjusted for items that are not taxable or not deductible. Current tax is calculated using tax rates and laws that were enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. Provisions are established where appropriate on the basis of amounts expected to be paid to the tax authorities.

3. Material Accounting Policies (continued)

(o) Income Taxes (continued)

Deferred tax

Deferred taxes are the taxes expected to be payable or recoverable on the difference between the carrying amounts of assets in the statement of financial position and their corresponding tax bases used in the computation of taxable profit, and are accounted for using the statement of financial position liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences between the carrying amounts of assets and their corresponding tax bases. Deferred tax assets are recognized to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities

- are generally recognized for all taxable temporary differences;
- are recognized for taxable temporary differences arising on investments in subsidiaries except where the reversal of the temporary difference can be controlled and it is probable that the difference will not reverse in the foreseeable future; and
- are not recognized on temporary differences that arise from goodwill which is not deductible for tax purposes.

Deferred tax assets:

- are recognized to the extent it is probable that taxable profits will be available against which the deductible temporary differences can be utilized; and
- are reviewed at the end of the reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of an asset to be recovered.

(p) Recent Accounting Pronouncements and Changes in Accounting Policies

As at March 1, 2023, the Company adopted amendments to IAS 1 and IFRS Practice Statement 2 – Making Materiality Judgements in which guidance and examples are provided to help entities apply materiality judgements to accounting policy disclosures. The adoption of this amendment did not have a material impact on the Company's Financial Statements.

4. Critical Accounting Judgments, Estimates and Risks

The preparation of the Financial Statements requires management to make certain estimates, judgments and assumptions that affect the application of policies and reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the year.

Although management used historical experience and its best knowledge of the amount, events, or actions to form the basis for judgements and estimates, actual results could differ from these estimates.

Judgments

In the process of applying the Company's accounting policies, management has made the following judgments, which has the most significant effect on the amounts recognized in the Financial Statements.

(i) Going concern assumption: In determining whether it is appropriate for the Company to be reported as a going concern, management exercises judgement, having undertaken appropriate enquiries and having considered the business activities, principal risks and uncertainties.

(ii) Functional currency: Determination of functional currency involves certain judgments to determine the primary economic environment and the parent entity reconsiders the functional currency of its entities if there is a change in events and conditions which determined the primary economic environment.

4. Critical Accounting Judgments, Estimates and Risks (continued)

Judgments (continued)

(iii) Accounting for mineral property interests: The Company capitalizes mineral property acquisition and exploration costs which are to be amortized when production is attained or the balance thereof written off should the property be disproven through exploration or abandoned. The type and amount of exploration property acquisition and transaction costs eligible for capitalization can involve judgement to determine whether or not particular expenditures benefit and enhance the mineral property interests.

The carrying value of the Company's exploration and evaluation assets is then also reviewed by management at least annually, or whenever events or circumstances indicate that its carrying value may not be recovered. If impairment is determined to exist, a formal estimate of the recoverable amount is performed and an impairment loss is recognized to the extent that the carrying amount exceeds the recoverable amount.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market change or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(i) Provision for environmental rehabilitation

Due to uncertainties concerning environmental remediation, the ultimate cost to the Company of future site restoration could differ from the amounts provided. The estimate of the total provision for future site closure and reclamation costs is subject to change based on amendments to laws and regulations, changes in technology, price increases and changes in interest rates, and as new information concerning the Company's closure and reclamation obligations becomes available.

(ii) Inputs used in the valuation of share-based payments and warrants

The assumptions used in the calculation of value of share-based payments are inherently uncertain. The resulting value calculated is not necessarily the value that the holder of the equity compensation could receive in an arm's length transaction, given that there is no market for stock options and warrants. Changes in these assumptions could materially affect the estimated fair values (Notes 13(c) and (d)).

(iii) Recognition of deferred tax assets.

The Company considers whether the realization of deferred tax assets is probable in determining whether or not to recognize these deferred tax assets (Note 16).

The Company provides for such differences, where known, based on management's best estimate of the probable outcome of these matters.

5. Management of Capital

The Company is an exploration stage company and this involves a high degree of risk. The Company has not determined whether its mineral property interests contain reserves of ore and currently has not earned any revenues from its mineral property interests and, therefore, does not generate cash flows from operations. The Company's primary source of funds comes from the issuance of share capital and proceeds from debt and from management fees earned from its exploration programs (Note 10). The Company is not subject to any externally imposed capital requirements.

The Company defines its capital as debt and share capital. Capital requirements are driven by the Company's exploration activities on its mineral property interests. To effectively manage the Company's capital requirements, the Company has a planning and budgeting process in place to ensure that adequate funds are available to meet its strategic goals. The Company monitors actual expenses to budget on all exploration projects and overhead to manage costs, commitments and exploration activities.

5. Management of Capital (continued)

Although the Company has been successful at raising funds in the past through the issuance of share capital, it is uncertain whether it will be able to continue this financing in the future. The Company will continue to rely on debt and equity financings and management fees earned from its exploration programs (Note 10) to meet its commitments as they become due, to continue exploration work on its mineral property interests, and to meet its administrative overhead costs for the coming periods.

There were no changes in the Company's approach to capital management during the year ended February 29, 2024.

6. Management of Financial Risk

The Company's financial instruments include cash, restricted cash, term deposits, short term investments, amounts and other receivables, deposits, trade and other payables, and other liabilities. The fair value of these financial instruments approximates their carrying values due to the relative short-term maturity of these instruments.

Short term investments are measured using Level 1 inputs.

The Company is exposed in varying degrees to a variety of financial instrument related risks, including credit risk, liquidity risk and market risk which includes foreign currency risk, interest rate risk and other price risk. The types of risk exposure and the way in which such exposure is managed are provided as follows.

(a) Credit risk:

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations.

The Company's credit risk is primarily attributable to its liquid financial assets including cash. The Company limits exposure to credit risk on liquid financial assets through maintaining its cash with high-credit quality Canadian and USA financial institutions.

To reduce credit risk, the Company regularly reviews the collectability of its amounts receivable, which may include amounts receivable from certain related parties, and records an expected credit loss based on its best estimate of potentially uncollectible amounts. Management believes that the credit risk with respect to these financial instruments is remote.

The financial instruments that potentially subject the Company to credit risk comprise investments, cash and cash equivalents and certain amounts receivable, the carrying value of which represents the Company's maximum exposure to credit risk.

As at February 29, 2024, the Company has no financial assets that are past due or impaired due to credit risk defaults.

(b) Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due.

The Company ensures that there is sufficient capital in order to meet short-term business requirements, after taking into account the Company's holdings of cash and its ability to raise equity financings. As at February 29, 2024, the Company had a working capital (current assets less current liabilities) of $2,927,502 (2023 – $4,115,345).

The following schedule provides the contractual obligations related to leases for the Company's office, warehouse and vehicle (Note 11) as at February 29, 2024 and February 28, 2023:

6. Management of Financial Risk (continued)

(b) Liquidity risk: (continued)

	Payments due by Period (CAD$)					Payments due by Period (US$)				
	Total	Less than 1 year	1-3 years	3-5 years	After 5 years	Total	Less than 1 year	1-3 years	3-5 years	After 5 years
Office lease	$ 8,212	$ 8,212	$ -	$ -	$ -	$ 71,157	$ 42,377	$ 28,780	$ -	$ -
Warehouse lease	-	-	-	-	-	52,284	39,056	13,228	-	-
Vehicle lease	-	-	-	-	-	28,674	18,110	10,564	-	-
Total, February 29, 2024	$ 8,212	$ 8,212	$ -	$ -	$ -	$ 152,115	$ 99,543	$ 52,572	$ -	$ -
Office lease	$ 29,284	$ 29,284	$ -	$ -	$ -	$ 112,362	$ 41,205	$ 71,157	$ -	$ -
Warehouse lease	-	-	-	-	-	89,484	37,200	52,284	-	-
Vehicle lease	-	-	-	-	-	46,785	18,110	28,675	-	-
Total, February 28, 2023	$ 29,284	$ 29,284	$ -	$ -	$ -	$ 248,631	$ 96,515	$ 152,116	$ -	$ -

Trade and other payables are due in less than 90 days

(c) Market risk:

The significant market risk exposures to which the Company is exposed are foreign currency risk, interest rate risk and other price risk.

(i) Foreign currency risk:

Certain of the Company's mineral property interests and operations are in the USA which are incurred in US dollars. Fluctuations in the US dollars would affect the Company's consolidated statements of comprehensive income (loss) as the reporting currency is the Canadian dollar, and fluctuations in the US dollar would impact its cumulative translation adjustment as its consolidated financial statements are presented in Canadian dollars.

	Stated in Canadian Dollars (Held in US Dollars)	
	February 29, 2024	February 28, 2023
Cash	$ 4,105,952	$ 966,149
Marketable securities	28,391	101,304
Receivables and prepaids	36,730	10,927
Accounts payable and accrued liabilities	(376,297)	(217,449)
Lease liabilities	(192,774)	(301,689)
Other liabilities	(1,634,308)	(183,011)
Net financial assets (liabilities)	$ 1,967,694	$ 376,231

Based upon the above net exposure as at February 29, 2024 and assuming all other variables remain constant, a 5% (2023 - 5%) depreciation or appreciation of the U.S. dollar relative to the Canadian dollar could result in a decrease (increase) of approximately $98,400 (2023 - $18,800) in the cumulative translation adjustment in the Company's shareholders' equity.

(Expressed in Canadian Dollars)

6. Management of Financial Risk (continued)

(c) Market risk: (continued)

(ii) Interest rate risk:

In respect of financial assets, the Company's policy is to invest excess cash at rates of interest in cash equivalents, in order to maintain liquidity, while achieving a satisfactory return. Fluctuations in interest rates impact on the value of cash equivalents. The Company's investments in guaranteed investment certificates bear a fixed rate and are cashable at any time prior to maturity date. Interest rate risk is not significant to the Company as it has no interest bearing debt at year-end.

(iii) Other price risk:

Other price risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market prices.

The Company's other price risk includes equity price risk, whereby investment in marketable securities are held for trading financial assets with fluctuations in quoted market prices recorded at FVTPL.

As certain of the Company's marketable securities are carried at market value and are directly affected by fluctuations in value of the underlying securities, the Company considers its financial performance and cash flows could be materially affected by such changes in the future value of the Company's marketable securities.

7. Short Term Investments

Short-term investments consist of term deposits and marketable securities. As at February 29, 2024 and February 28, 2023, the fair values of the short-term investments are as follows:

	February 29, 2024	February 28, 2023
Term deposits:		
Balance, begin of year	$ 3,000,000	$ -
Purchase guarantee investment certificate	-	4,890,000
Redemptions	(3,000,000)	(1,890,000)
Balance, end of year	-	3,000,000
Marketable securities:		
Balance, begin of year	101,304	777,291
Change in fair value of marketable securities	(72,877)	(691,155)
Foreign currency translation adjustment	(36)	15,168
Balance, end of year	28,391	101,304
Balance, end of year	$ 28,391	$ 3,101,304

8. Deposits

The Company has established a surety bonding arrangement with a third party (the "Surety Agent") under which 50% of the Company's reclamation bonding obligations will be replaced by deposits made by the Surety Agent. A finance fee of 2.5% will be charged on the balance of the amounts advanced and deposited by the Surety Agent. The bonds were executed to provide state-wide coverage for operations conducted by the Company on its mining claims in Nevada and Oregon. The bond deposit is returnable to the Company only after the government agencies are satisfied that there is no outstanding reclamation liability associated with the land or after the bond is replaced by another bond.

As at February 29, 2024, the Surety Agent has provided the Company with a bonding of US$242,839 (2023 – US$242,839).

As at February 29, 2024, the Company has a collateral of $142,485 with the Surety Agent (2023 - $166,080).

(Expressed in Canadian Dollars)

9. Property and Equipment

	Computer Equipment	Furniture and Equipment	Field Equipment	Leasehold Improvements	Total
Cost:					
Balance, February 28, 2022	$ 5,260	$ 20,682	$ 31,879	$ -	$ 57,821
Acquisitions	-	-	11,638	33,803	45,441
Dispositions	(627)	-	-	-	(627)
Foreign currency translation adjustment	-	-	2,995	305	3,300
Balance, February 28, 2023	4,633	20,682	46,512	34,108	105,935
Acquisitions	-	-	69,811	-	69,811
Dispositions	-	-	-	-	-
Foreign currency translation adjustment	-	-	(132)	(98)	(230)
Balance, February 29, 2024	4,633	20,682	116,191	34,010	175,516
Accumulated depreciation:					
Balance, February 28, 2022	912	4,529	6,350	-	11,791
Depreciation	1,021	4,846	10,454	2,018	18,339
Dispositions	(178)	-	-	-	(178)
Foreign currency translation adjustment	-	-	793	18	811
Balance, February 28, 2023	1,755	9,375	17,597	2,036	30,763
Depreciation	925	3,392	22,357	12,550	39,224
Dispositions	-	-	-	-	-
Foreign currency translation adjustment	-	-	64	59	123
Balance, February 29, 2024	2,680	12,767	40,018	14,645	70,110
Net book value:					
Balance, February 28, 2023	$ 2,878	$ 11,307	$ 28,915	$ 32,072	$ 75,172
Balance, February 29, 2024	$ 1,953	$ 7,915	$ 76,173	$ 19,365	$ 105,406

(Expressed in Canadian Dollars)

10. Exploration and Evaluation Assets

	USA			
	Idaho	Nevada	Oregon	Total
Acquisition costs:				
Balance, February 28, 2022	$ 419,786	$ 465,901	$ 246,287	$ 1,131,974
Additions	100,332	757,910	205,226	1,063,468
Recovery from third party earn in	-	(549,158)	(118,840)	(667,998)
Impairment	-	-	(20,129)	(20,129)
Option of property	-	(276,516)	(74,206)	(350,722)
Foreign exchange	30,950	34,986	21,256	87,192
Balance, February 28, 2023	551,068	433,123	259,594	1,243,785
Additions	95,134	640,948	101,801	837,883
Recovery from third party earn in	-	(492,631)	(62,696)	(555,327)
Impairment	-	(9,639)	-	(9,639)
Option of property	-	(104,069)	-	(104,069)
Foreign exchange	1,484	3,978	1,361	6,823
Balance, February 29, 2024	647,686	471,710	300,060	1,419,456
Exploration costs:				
Balance, February 28, 2022	368,801	607,905	1,253,244	2,229,950
Additions:				
Administration	6,801	66,808	23,866	97,475
Drilling	8,162	2,862,265	55,801	2,926,228
Geology	57,989	891,298	296,532	1,245,819
Mapping, sampling geochemistry	124	348,722	21,996	370,842
Safety and social perfrormance	-	17,836	2,947	20,783
Technical review	6,659	25,948	7,397	40,004
Recovery from third party earn-in	-	(3,976,373)	(240,144)	(4,216,517)
Option of property	-	(476,079)	-	(476,079)
Foreign exchange	30,474	46,359	97,031	173,864
Balance, February 28, 2023	479,010	414,689	1,518,670	2,412,369
Additions:				
Administration	6,259	100,007	32,811	139,077
Drilling	1,611	12,096,024	1,988,319	14,085,954
Geology	23,292	2,762,889	232,978	3,019,159
Mapping, sampling geochemistry	-	127,611	15,266	142,877
Safety and social perfrormance	-	38,552	4,585	43,137
Technical review	-	23,521	2,914	26,435
Reclamation bond	-	9,248	-	9,248
Recovery from third party earn-in	-	(15,029,985)	(1,072,541)	(16,102,526)
Impairment	-	(64,530)	-	(64,530)
Option of property	-	-	-	-
Foreign exchange	1,309	1,166	(19,997)	(17,522)
Balance, February 29, 2024	511,481	479,192	2,703,005	3,693,678
Net book value:				
Balance, February 28, 2023	$ 1,030,078	$ 847,812	$ 1,778,264	$ 3,656,154
Balance, February 29, 2024	1,159,167	950,902	3,003,065	5,113,134

10. Exploration and Evaluation Assets (continued)

(a) Earn-In Agreements with Newmont Corporation

Pursuant to four separate definitive option and earn-in agreements (each, an "Earn-In Agreement") with a wholly-owned subsidiary of Newmont Corporation (formerly, Newcrest Mining Limited) ("Newmont") dated August 15, 2022 (the "Execution Date"), Newmont will have an option to acquire up to a 75% interest in each of the Company's Mahogany project in Oregon and Agate Point, Midas North and Spring Peak projects in Nevada for a cash payment of US $612,989, cumulative earn-in exploration expenditures of US $145 million, and the completion of Pre-Feasibility Studies which include a minimum resource of 1.5 million gold or gold equivalent ounces per project. Effective May 8, 2023, Newmont terminated the option to acquire an interest in the Agate Point project after having completed US $500,000 in minimum expenditure commitment on the project.

Pursuant to a definitive option and earn-in agreement with Newmont dated May 8, 2023, Newmont will have an option to acquire up to a 75% interest in the Company's Lodestar project in Nevada for a cash payment of US $77,759, cumulative earn-in exploration expenditures of US $30 million, and the completion of a Pre-Feasibility Study which includes a minimum resource of 1.5 million gold or gold equivalent ounces.

Additionally, Newmont agreed to acquire a 9.9% equity interest in the Company through a non-brokered private placement of common shares that closed on August 30, 2022 and Newmont maintained its 9.9% equity interest by participating in a subsequent financing completed on February 15, 2023 (Note 13(b)(ii)).

(b) Idaho Properties

Crane Creek Property

Crane Creek is comprised of various mineral claims, a state mining lease and a fee lease located in Washington County, Idaho.

Pursuant to an agreement dated July 22, 2020, the Company has acquired a 100% undivided interest in certain unpatented mining claims and State Mineral Lease E500007 located in Idaho for consideration of US $60,000 and 200,000 common shares of the Company (issued October 1, 2020 with a fair value of $44,000). The unpatented mining claims are subject to a 1% net smelter returns ("NSR") royalty which the Company may purchase for US $1 million at any time. State Mineral Lease E500007 expired on February 28, 2021. The Company has acquired a fresh lease in its place: State Mineral Lease E500034 with a twenty year term, beginning March 1, 2021 and terminating February 28, 2041.

Pursuant to a mining lease agreement effective October 28, 2020, the Company has agreed to lease certain fee lands in Washington County, Idaho for a twenty year term that may be extended by ten year increments, for consideration of US $5,000 payable upon execution of the agreement and subsequent payments of US $3,250 on each anniversary of the effective date. The property is subject to a NSR royalty of 2%, of which the first 1% may be purchased for US $1 million at any time and the second 1% may be purchased for US $2 million at any time.

The Company continues to hold interests in the Matador, Opaline, Gulch, and Flint mineral properties in Idaho.

(c) Nevada Properties

(i) Agate Point Property

Agate Point is comprised of various mineral claims located in Humboldt County, Nevada. The Company holds a 100% interest in the project.

Pursuant to the Agate Point Earn-In Agreement with Newmont dated August 15, 2022, Newmont had an option to acquire up to a 75% interest in the project by making a cash payment of US $30,684 (paid) representing historical land fees, staking costs and certain exploration costs, sole fund guaranteed exploration expenditures of US $500,000 (incurred) over a 24 month period (the "Minimum Commitment"), completing cumulative earn-in exploration expenditures of US $30 million, and completing a Pre-Feasibility Study which included a minimum resource of 1.5 million gold or gold equivalent ounces.

During the year ended February 28, 2023, Newmont completed the Minimum Commitment on the project and had elected not to proceed to the Stage I earn-in of 51% interest in Agate Point. Accordingly, Newmont provided notice to the Company that it was terminating its option on the project effective May 8, 2023.

10. Exploration and Evaluation Assets (continued)

(c) Nevada Properties (continued)

(i) Agate Point Property (continued)

Newmont had advanced US $641,302 (2023 – US $518,967) towards the Minimum Commitment and incurred US $590,862 (2023 - US$561,792) in earn-in expenditures on the Agate Point project (Note 12).

During the year ended February 29, 2024, the Company recognized an impairment of $74,169 on 199 non core mineral claims which were not renewed.

(ii) Midas North Property

Midas North is comprised of various mineral claims located in Elko County, Nevada. The Company holds a 100% interest in the project, subject to Newmont's option to acquire 75% of the project following certain expenditures and preparation of a Pre-Feasibility Study within a designated timeframe. On June 6, 2023, the Company signed a surface rights agreement with the owner of certain surface estate fee lands within the project boundaries.

Pursuant to the Midas North Earn-In Agreement with Newmont, Newmont shall make a cash payment of US $88,629 (paid) representing historical land fees, staking costs and certain exploration costs, and sole fund guaranteed exploration expenditures of US $2 million (incurred) over a 24 month period (the "Minimum Commitment"). During this phase, the Company shall be the manager of the project and earn a 10% management fee on expenditures.

During Stage 1, Newmont may elect to earn a 51% interest in the project by sole funding expenditures of US $10 million, inclusive of the Minimum Commitment, within 36 months of the Execution Date. If Newmont fails to meet either the Minimum Commitment or the Stage 1 earn-in expenditure amount, the Company will retain 100% ownership of the project with no interest earned by Newmont. Newmont has the option to extend the Stage 1 period by 12 months with the payment of US $150,000.

During Stage 2, Newmont may earn an additional 14% interest the project, for a total 65% interest, by sole funding additional expenditures of US $20 million within 36 months from the date Newmont notifies the Company. If Newmont initiates but does not complete Stage 2, its interest will revert to 49%, which the Company retains the right to purchase at a mutually agreed price or, if a price cannot be mutually agreed within a specified period, for Fair Value. Newmont has the option to extend the Stage 2 period by 12 months with the payment of US $250,000.

During Stage 3, Newmont may earn an additional 10% interest in the project, for a total 75% interest, by completing the following: (i) granting a 2% NSR royalty to the Company, which Newmont retains the right to buy back 1% NSR for Fair Value at any time; and (ii) delivering a Pre-Feasibility Study, solely funded by Newmont, which includes a minimum 1.5 million ounce gold or gold-equivalent resource within an additional 24-month period from the date Newmont notifies the Company. Newmont has the option to extend the Stage 3 period by 12 months with the payment of US $500,000.

On June 6, 2023, the Company entered into a 30 year exploration lease with option to purchase a 100% interest in the Ellis Ranch property within the Midas North property. Under the Agreement, the Company has the right to purchase the Property for US $900,000, for annual minimum payments of US $5,000 within 30 days upon execution of the Agreement, US $5,000 on the first to ninth anniversary of the Effective date, US $10,000 on the tenth to nineteenth anniversary of the Effective Date, and US $20,000 on the twentieth and each succeeding anniversary of the Effective Date. The Property is subject to an annual surface disturbance fee of US $250 for each full acre of disturbed and unreclaimed surface of the Property, such fee to increase by US $100 annually beginning on the fifth anniversary of the Effective Date. The Company has the right to construct a water well on the Property and up to US $25,000 of the cost of the well construction and permit shall be credited in the Company's favour against the minimum payment obligations and surface disturbance fee obligations. If the Company transfers its interest in the Agreement to an unaffiliated third party, the Company must pay a US $10,000 transfer fee.

10. Exploration and Evaluation Assets (continued)

(c) Nevada Properties (continued)

(ii) Midas North Property (continued)

As at February 29, 2024, Newmont has advanced US $4,670,000 (2023 - US $845,194) towards the Minimum Commitment and incurred US $4,185,126 (2023 - US $706,314) in earn-in expenditures on the Midas North project (Note 12).

(iii) Spring Peak Property

The Company has entered into an Option to Purchase Agreement (the "Agreement") dated July 12, 2021 to acquire a 100% interest, subject to retained royalties, in the Spring Peak gold/silver project located in Nevada from Renaissance Exploration Inc. ("REI"), a wholly owned subsidiary of Orogen Royalties Inc. The Company's interest in the project is subject to Newmont's option to acquire 75% of the project following certain expenditures and preparation of a Pre-Feasibility Study within a designated timeframe.

Pursuant to the Agreement and in order to exercise the option to acquire a 100% interest in the Property, the Company shall make the following payments:

(a) Pay US $10,000 upon signing the Agreement (paid);
(b) Incur US $250,000 in exploration expenditures within 24 months of execution of the Agreement (incurred);
(c) Pay US $250,000 upon receipt of final approval from the United States Forest Service of the Company's full Plan of Operations for exploration, which sum may be paid in common shares of the Company at the Company's election;
(d) Grant to REI a 0.5% NSR royalty of which the Company shall have the right of first offer to purchase the NSR if REI elects to sell it;
(e) Grant to REI the option to purchase an additional 0.5% royalty for US $1 million, exercisable prior to the commencement of commercial production; and
(f) Pay all costs and payments due and payable under the Underlying Kuzma Mining Lease and Option to Purchase Agreement dated January 20, 2012, as amended September 5, 2013 and April 12, 2016, as follows:
    (i) Pay annual lease payments on or before the anniversary of the receipt of approval of a notice of intent to operate or a plan of operations for drilling from the United States Forest Service (the "Permit Date", December 1, 2019) as follow:
        - Second anniversary of Permit Date: US$40,000 (paid);
        - Third through eleventh anniversaries of Permit Date: US $50,000;
        - Twelfth through fifteenth anniversaries of Permit Date: US $60,000;
        - Sixteenth and each succeeding anniversary of Permit Date: US $60,000, as adjusted for inflation;
    (ii) Pay US $500,000 to exercise the Option at any time within one year after the completion of a Technical Report complying with NI 43-101 standards which documents a minimum 500,000 ounce gold equivalent inferred resource on the Property; and pay a 2.5% NSR royalty of which the Issuer shall have the right to purchase 1.5% of the NSR for US $1.5 million.

The underlying Kuzma lease consists of various mineral claims. The Company has acquired 100% interest in additional mineral claims through staking.

Pursuant to the Spring Peak Earn-In Agreement with Newmont, Newmont shall make a cash payment of US $438,660 (paid) representing historical land fees, staking costs and certain expenditures, and sole fund guaranteed exploration expenditures of US $2.5 million (incurred) over a 24 month period (the "Minimum Commitment"). Newmont is obligated to spend an additional US $2.5 million, bringing the total guaranteed exploration expenditures to US $5 million, within a 12-month period following the later date of both receipt of a full Plan of Operations exploration permits and the end of the Option Period. If the exploration permit is not obtained within 24 months, then Newmont may elect to proceed to Stage 1 without having to fund the additional Minimum Commitment of US $2.5 million. During this phase, the Company shall be the manager of the project and earn a 10% management fee on expenditures.

During Stage 1, Newmont may elect to earn a 51% interest in the project by sole funding expenditures of US $15,000,000, inclusive of the Minimum Commitment, within 36 months of the Execution Date. If Newmont fails to meet either the Minimum Commitment or the Stage 1 earn-in expenditure amount, the Company will retain 100% ownership of the project with no interest earned by Newmont. Newmont has the option to extend the Stage 1 period by 12 months with the payment of US $150,000.

(Expressed in Canadian Dollars)

10. Exploration and Evaluation Assets (continued)

(c) Nevada Properties (continued)

(iii) Spring Peak Property (continued)

During Stage 2, Newmont may earn an additional 14% interest in the project, for a total 65% interest, by sole funding additional expenditures of US $40,000,000 within 36 months from the date Newmont notifies CP Holdings. If Newmont initiates but does not complete Stage 2, its interest will revert to 49%, which the Company retains the right to purchase at a mutually agreed price or, if a price cannot be mutually agreed within a specified period, for Fair Value. Newmont has the option to extend the Stage 2 period by 12 months with the payment of US $250,000.

During Stage 3, Newmont may earn an additional 10% interest in the project, for a total 75% interest, by completing the following: (i) granting a 1% net smelter return ("NSR") royalty to the Company, which Newmont retains the right to buy back 0.5% NSR for Fair Value at any time; and (ii) delivering a Pre-Feasibility Study, solely funded by Newmont, which includes a minimum 1.5 million ounce gold or gold-equivalent resource within an additional 24-month period from the date Newmont notifies CP Holdings. Newmont has the option to extend the Stage 3 period by 12 months with the payment of US $500,000.

As at February 29, 2024, Newmont has advanced US $11,490,000 (2023 - US $1,665,713) towards the Minimum Commitment and incurred US $11,127,076 (2023 - US $2,450,536) in earn-in expenditures on the Spring Peak project (Note 12).

On October 1, 2023, the Company entered into a 30 year exploration lease with option to purchase a 100% interest (the "Arrache Agreement") in certain mineral estate and surface estate fee lands (the "Private Property") within the Spring Peak property. Under the Arrache Agreement, the Company has the right to purchase the Private Property for US$1 million:

Within 30 days of the Arrache Agreement	US$10,000 (paid)
First anniversary of the Effective Date	US10,000
Second and each anniversary of the Effective Date and up to tenth anniversary of the Effective Date	US$10,000 plus $2,000 times number of previous lease years
Eleventh and each anniversary of the Effective Date and up to twentieth anniversary of the Effective Date	US$30,000 plus $3,000 times number of previous lease years
Twenty first and each succeeding anniversary of the Effective Date	US$60,000 plus $6,000 times number of previous lease years

The Private Property is subject to an annual surface disturbance fee of US $250 for each full acre of disturbed and unreclaimed surface of the Private Property, such fee to increase by US $100 annually beginning on the fifth anniversary of the Effective Date. The Company also granted the owner a production NSR of 5% of which the initial 2.5% NSR can be purchased for US$500,000 and the remaining 2.5% NSR can be purchased for US$1 million before commencement of commercial production on the Private Property.

On October 1, 2023, the Company entered into a 30 year exploration lease with option to purchase a 100% interest (the "SHRA Agreement") in certain mineral estate and surface estate fee lands (the "Private Property") within the Spring Peak property. Under the SHRA Agreement, the Company has the right to purchase the Private Property for US$1.6 million anytime prior to the tenth anniversary of the SHRA Agreement:

Within 30 days of the SHRA Agreement	US$10,000 (paid)
First anniversary of the Effective Date	US10,000
Second and each anniversary of the Effective Date and up to tenth anniversary of the Effective Date	US$5,000 plus $500 times number of previous lease years
Eleventh anniversary of the SHRA Agreement	US$100,000
Eleventh and each anniversary of the Effective Date and up to twentieth anniversary of the Effective Date	US$10,000 plus $1,000 times number of previous lease years
Twenty first anniversary	US$200,000
Twenty first and each succeeding anniversary of the Effective Date	US$21,000 plus $2,000 times number of previous lease years

10. Exploration and Evaluation Assets (continued)

(c) Nevada Properties (continued)

(iii) Spring Peak Property (continued)

The Private Property is subject to an annual surface disturbance fee of US $250 for each full acre of disturbed and unreclaimed surface of the Private Property, such fee to increase by US $100 annually beginning on the fifth anniversary of the Effective Date. If the Company completes a transfer of any part of its interest in the SHRA Agreement, then the Company shall pay a one time transfer fee of US$200,000.

(iv) TJ Property

TJ is comprised of various mineral claims that the Company staked and a mining lease of various mineral claims located in Elko County, Nevada.

Pursuant to an exploration lease and option to purchase agreement effective October 31, 2022, the Company has agreed to lease certain lands in Elko County, Nevada for a thirty year term for the following annual minimum payments ("Minimum Payment"):

- Upon execution of agreement ("Effective Date"): US $15,000;
- First anniversary of Effective Date: US $20,000; (paid)
- Second anniversary of Effective Date: US $25,000;
- Third anniversary of Effective Date: US $35,000;
- Fourth anniversary of Effective Date: US $50,000;
- Fifth through tenth anniversary of Effective Date: US $50,000 adjusted for inflation; and
- Eleventh and each succeeding anniversary of Effective Date: US $100,000 adjusted for inflation.

The lease is further subject to a work commitment of US $250,000 to be incurred on or before the second anniversary of the Effective Date.

The leased property is subject to NSR royalties of 2.5% on the leased claims and 1.5% applicable on claims within an area of interest, of which 40% of the NSR may be purchased for US $2,000,000 adjusted for inflation at any time and 40% of the NSR may be purchased for fair value within 90 days after completion of a NI 43-101 compliant pre-feasibility report.

The Company retains an option to acquire 100% interest in the leased property, subject to the NSR, for US $1.5 million and the Minimum Payments shall be applied towards the purchase price.

(v) Lodestar Property

Lodestar is comprised of various mineral claims totalling 1,237 hectares that the Company staked and a mining lease of various mineral claims located in Mineral County, Nevada.

Pursuant to an exploration lease and option to purchase agreement effective February 15, 2023, the Company has agreed to lease 12 unpatented mining claims (the "Vendor Claims") for a 30 year term, subject to the Company's right to purchase the Vendor Claims for US $1.5 million (the "Option"), for annual minimum payments of US $20,000 upon execution of the Agreement, US $25,000 on the first anniversary of the Effective Date, US $30,000 on the second anniversary of the Effective Date, US $40,000 on the third anniversary of the Effective Date, and US $50,000 on the fourth and each succeeding anniversary of the Effective Date, such minimum payments to be credited against the purchase price should the Company elect to exercise the Option to purchase the Vendor Claims, and such obligation to make the minimum payments to cease should the Company exercise and close the Option.

The Vendor Claims are subject to a 3.0% production royalty of which the Company may purchase 1.0% for US $1 million and 1.0% for US $2 million at any time. The Company is further obligated to incur US $50,000 in exploration expenditures on or before the first anniversary of the Effective Date and US $250,000 in qualified expenditures within twelve (12) months after the US Forest Service approves the Company's notice of intent or plan of operations which authorizes exploration drilling on the Vendor Claims.

Pursuant to an option and earn-in agreement with Newmont dated May 8, 2023 (the "Execution Date"), Newmont will have an option to acquire up to a 75% interest in the Company's Lodestar project in Nevada.

10. Exploration and Evaluation Assets (continued)

(c) Nevada Properties (continued)

(v) Lodestar Property (continued)

Newmont shall make a cash payment of US $77,759 (paid) as a reimbursement of 100% of the Company's acquisition and exploration expenditures incurred to date on the project, and sole fund guaranteed exploration expenditures of US $2 million over a 24-month period as a minimum commitment or pay the difference to the Company. Upon completion of the upfront cash payment and minimum commitment expenditures, Newmont may elect to proceed to the earn-in phase of the transaction.

During Stage 1, Newmont may elect to earn a 51% interest in the project by sole funding expenditures of US $10 million (which includes the Minimum Commitment) within 36 months of the Execution Date. If Newmont fails to meet the Stage 1 earn-in expenditure amount, the Company will retain 100% ownership of the project with no interest earned by Newmont.

During Stage 2, Newmont may elect to earn an additional 14% interest in the project, for a total 65% interest, by sole funding additional expenditures of US $20 million within 36 months following completion of Stage 1. If Newmont initiates but does not complete Stage 2, its interest will revert to 49%, which the Company retains the right to purchase at a mutually agreed price or, if a price cannot be mutually agreed within a specified period, for fair value.

During Stage 3, Newmont may elect to earn an additional 10% interest in the project, for a total 75% interest, by completing the following:

(i) Granting a 2% NSR royalty to the Company on claims owned outright by the Company, and a 1% NSR royalty on claims subject to an underlying option agreement. Newmont retains the right to buy back 50% of the NSR for fair value at any time; and
(ii) Delivering to the Company a pre-feasibility study for the project, solely funded by Newmont, and which includes a minimum 1.5 million ounce gold or gold-equivalent resource within an additional 24-month period following the completion of Stage 2.

As at February 29, 2024, Newmont has advanced US$501,454 (2023 - $Nil) towards the Minimum Commitment and incurred US $393,625 (2023 - $Nil) in earn-in expenditures on the Lodestar project (Note 12).

The Company continues to hold interests in Dome Hill and Long Valley mineral properties in Nevada.

(c) Oregon Properties

(i) Katey Property

Katey is comprised of various mineral claims located in Malheur County, Oregon.

During the year ended February 29, 2024, the Company incurred $1,237,613 (2023 - $255,530) in exploration expenditures.

(ii) Mahogany Property

Mahogany is comprised of various mineral claims located in Malheur County, Oregon. The Company holds a 100% interest in the project, subject to Newmont's option to acquire 75% of the project following certain expenditures and preparation of a Pre-Feasibility Study within a designated timeframe.

Pursuant to the Mahogany Earn-In Agreement with Newmont, Newmont shall make a cash payment of US $55,016 (paid) representing land fees and staking costs, and sole fund guaranteed exploration expenditures of US $1 million (incurred) over a 24 month period (the "Minimum Commitment"). During this phase, the Company shall be the manager of the project and earn a 10% management fee on expenditures.

During Stage 1, Newmont may elect to earn a 51% interest in the project by sole funding expenditures of US $10 million, inclusive of the Minimum Commitment, within 36 months of the Execution Date. If Newmont fails to meet either the Minimum Commitment or the Stage 1 earn-in expenditure amount, the Company will retain 100% ownership of the project with no interest earned by Newmont. Newmont has the option to extend the Stage 1 period by 12 months with the payment of US $150,000.

(Expressed in Canadian Dollars)

10. Exploration and Evaluation Assets (continued)

(c) Oregon Properties (continued)

(ii) Mahogany Property (continued)

During Stage 2, Newmont may earn an additional 14% interest the project, for a total 65% interest, by sole funding additional expenditures of US $20 million within 36 months from the date Newmont notifies the Company. If Newmont initiates but does not complete Stage 2, its interest will revert to 49%, which the Company retains the right to purchase at a mutually agreed price or, if a price cannot be mutually agreed within a specified period, for Fair Value. Newmont has the option to extend the Stage 2 period by 12 months with the payment of US $250,000.

During Stage 3, Newmont may earn an additional 10% interest in the project, for a total 75% interest, by completing the following: (i) granting a 2% NSR royalty to the Company, which Newmont retains the right to buy back 1% NSR for Fair Value at any time; and (ii) delivering a Pre-Feasibility Study, solely funded by Newmont, which includes a minimum 1.5 million ounce gold or gold-equivalent resource within an additional 24-month period from the date Newmont notifies the Company. Newmont has the option to extend the Stage 3 period by 12 months with the payment of US $500,000.

As at February 29, 2024, Newmont has advanced US $1,421,678 (2023 - US $1,121,579) towards the Minimum Commitment and incurred US $1,215,567 (2023 - US $298,332) in earn-in expenditures on the Mahogany project (Note 12).

11. Right of Use Assets and Lease Liabilities

A summary of the Company's right-of-use asset balances by class of assets at February 29, 2024 and February 28, 2023 and the changes for the years then ended is presented below:

	Office	Warehouse	Vehicle	Total
Balance, February 28, 2022	$ 94,783	$ -	$ -	$ 94,783
Additions	149,001	121,303	65,790	336,094
Depreciation	(84,720)	(20,729)	(10,112)	(115,561)
Foreign exchange	1,173	3,885	499	5,557
Balance, February 28, 2023	160,237	104,459	56,177	320,873
Additions	57,184	-	-	57,184
Depreciation	(131,133)	(44,411)	(21,950)	(197,494)
Foreign exchange	(378)	(299)	(756)	(1,433)
Balance, February 29, 2024	$ 85,910	$ 59,749	$ 33,471	$ 179,130

(Expressed in Canadian Dollars)

11. Right of Use Assets and Lease Liabilities (continued)

A summary of the Company's lease liability by class of assets at February 29, 2024 and February 28, 2023 and the changes for the years then ended is presented below:

	Office	Warehouse	Vehicle	Total Lease Liability
Balance, February 28, 2022	$ 110,400	$ -	$ -	$ 110,400
Lease liabilities recognized	149,001	121,303	65,790	336,094
Lease payments	(103,777)	(21,794)	(10,178)	(135,749)
Accretion	11,810	5,424	2,030	19,264
Foreign exchange	1,197	3,955	517	5,669
Balance, February 28, 2023	168,631	108,888	58,159	335,678
Lease liabilities recognized	57,184	-	-	57,184
Lease payments	(138,546)	(50,220)	(24,449)	(213,215)
Accretion	12,883	8,534	3,303	24,720
Foreign exchange	(2,678)	(516)	(221)	(3,415)
Balance, February 29, 2024	$ 97,474	$ 66,686	$ 36,792	$ 200,952
Current portion	$ 59,531	$ 48,943	$ 22,749	$ 131,223
Non-current portion	37,943	17,743	14,043	69,729
Balance, February 29, 2024	$ 97,474	$ 66,686	$ 36,792	$ 200,952

At February 29, 2024 and February 28, 2023, the annual maturities of undiscounted lease payments are below:

	Payments due by Period (CAD$)					Payments due by Period (US$)				
	Total	Less than 1 year	1-3 years	3-5 years	After 5 years	Total	Less than 1 year	1-3 years	3-5 years	After 5 years
Office lease	$ 8,212	$ 8,212	$ -	$ -	$ -	$ 71,157	$ 42,377	$ 28,780	$ -	$ -
Warehouse lease	-	-	-	-	-	52,284	39,056	13,228	-	-
Vehicle lease	-	-	-	-	-	28,674	18,110	10,564	-	-
Total, February 29, 2024	$ 8,212	$ 8,212	$ -	$ -	$ -	$ 152,115	$ 99,543	$ 52,572	$ -	$ -
Office lease	$ 29,284	$ 29,284	$ -	$ -	$ -	$ 112,362	$ 41,205	$ 71,157	$ -	$ -
Warehouse lease	-	-	-	-	-	89,484	37,200	52,284	-	-
Vehicle lease	-	-	-	-	-	46,785	18,110	28,675	-	-
Total, February 28, 2023	$ 29,284	$ 29,284	$ -	$ -	$ -	$ 248,631	$ 96,515	$ 152,116	$ -	$ -

12. Other Liabilities

Other liabilities consist of net cash advances from Newmont that the Company is committed to spend on qualifying earn-in expenditures (Note 10).

	February 29, 2024	February 28, 2023
Cash received from Newmont earn-in expenditures	$ 19,908,128	$ 5,649,711
Earn-in expenditures incurred	(18,273,820)	(5,466,700)
Earn-in expenditure commitment	$ 1,634,308	$ 183,011
Earn-in expenditure commitment:		
Earn-in exploration expenditure commitment	$ 1,514,700	$ 183,011
Unearned management fee revenue	119,608	-
Earn-in expenditure commitment	$ 1,634,308	$ 183,011

13. Share Capital

(a) Authorized

The authorized share capital of the Company is comprised of an unlimited number of common shares without par value.

(b) Issued

(i) Year ended February 29, 2024

On April 12, 2023, the Company issued 100,000 common shares priced at $0.27 for gross proceeds of $27,000 pursuant to a stock option exercise and with a fair value of $17,608.

Share issue expenses of $144 were incurred during the year.

(ii) Year ended February 28, 2023

On August 30, 2022, the Company raised gross proceeds of $871,423 by way of a non-brokered private placement of 5,446,397 common shares priced at $0.16 sold to Newmont (the "Equity Transaction"). The Equity Transaction resulted in Newmont owning approximately 9.9% of the total issued and outstanding common shares of the Company on a non-diluted basis at that time. For so long as Newmont holds not less than 5% of the Company's issued and outstanding common shares, Newmont retains the right to maintain its pro rata interest. If Newcrest does not exercise this right and fails to maintain its pro rata interest through two consecutive equity financings, the participation right shall expire.

On February 8, 2023, the Company issued 100,000 common shares priced at $0.10 for gross proceeds of $10,000 pursuant to a stock option exercise and with a fair value of $6,038.

On February 15, 2023, the Company completed a non-brokered private placement (the "Offering") to raise gross proceeds of $2,660,000 through the sale of 7,000,000 units of the Company (the "Units") priced at $0.38 per Unit. Each Unit consisted of one common share and one half of a share purchase warrant, with each whole warrant exercisable into one further common share at a price of $0.55 for a two-year term. Finders' fees of $55,085 and 144,960 broker warrants exercisable at $0.55 for a two-year term were paid on a portion of the Offering. Newmont exercised its participation right and purchased 705,000 Units to maintain its pro-rata 9.9% equity interest in the Company at that time.

Share issue expenses of $85,975 were incurred during the year which include the fair value of $13,693 for the finders fee warrants.

(c) Stock Options

The Company has a Stock Option Plan dated May 16, 2019 (the "Plan"). Because it is a rolling stock option plan, the Company may grant options to a maximum of 10% of the issued and outstanding common shares, from time to time, under the Plan. However, share compensation awards under all share compensation arrangements of the Company may not exceed, in aggregate, 10% of the total number of issued and outstanding common shares. The Plan is administered by the Board and stock options are granted at the discretion of the Board to eligible optionees, subject to the price restrictions and other requirements under the Plan. Options granted under the Plan are subject to vesting terms determined by the Board. The term of the stock option grants shall not be more than ten years after the grant date.

(Expressed in Canadian Dollars)

13. Share Capital (continued)

(c) Stock Options (continued)

A summary of the Company's stock options at February 29, 2024 and February 28, 2023 and the changes for the periods then ended is presented below:

	February 29, 2024		February 28, 2023	
	Number of Stock Options	Weighted average exercise price	Number of Stock Options	Weighted average exercise price
Outstanding balance, beginning of year	5,400,000	$0.22	4,855,000	$0.21
Granted	750,000	$0.36	645,000	$0.27
Exercised	(100,000)	$0.27	(100,000)	$0.10
Outstanding balance, end of year	6,050,000	$0.24	5,400,000	$0.22

During the year ended February 29, 2024, the following stock options were granted:

- On March 16, 2023, 550,000 stock options with an exercise price of $0.38 and expiry date of March 16, 2028 were granted to a director, officer, employees and consultants of the Company. The stock options vested immediately.
- On September 1, 2023, 200,000 stock options with an exercise price of $0.32 and expiry date of September 1, 2028 were granted to an officer of the Company. The stock options fully vest in six months.

During the year ended February 28, 2023, the following stock options were granted:

- On October 28, 2022, 645,000 stock options with an exercise price of $0.27 and expiry date of October 28, 2027 were granted to a director, officers, employees and consultants of the Company. The options vested immediately.

Details of stock options outstanding as at February 29, 2024 and February 28, 2023 are as follows

		Options Outstanding		Options Exercisable	
Expiry Date	Weighted Average Exercise Prices	Number Outstanding at Feb 29, 2024	Weighted Average Remaining Contractual Life (Number of Years)	Number Exercisable at Feb 29, 2024	Weighted Average Remaining Contractual Life (Number of Years)
July 24, 2024	$0.10	1,400,000	0.40	1,400,000	0.40
September 1, 2024	$0.10	100,000	0.51	100,000	0.51
August 12, 2025	$0.20	1,300,000	1.45	1,300,000	1.45
November 24, 2025	$0.22	735,000	1.74	735,000	1.74
July 2, 2026	$0.36	1,220,000	2.34	1,220,000	2.34
October 28, 2027	$0.27	545,000	3.66	545,000	3.66
March 16, 2028	$0.38	550,000	4.05	550,000	4.05
September 1, 2028	$0.32	200,000	4.51	-	
	$0.24	6,050,000	1.94	5,850,000	1.85

(Expressed in Canadian Dollars)

13. Share Capital (continued)

(c) Stock Options (continued)

		Options Outstanding		Options Exercisable	
Expiry Date	Weighted Average Exercise Prices	Number Outstanding at Feb 28, 2023	Weighted Average Remaining Contractual Life (Number of Years)	Number Exercisable at Feb 28, 2023	Weighted Average Remaining Contractual Life (Number of Years)
July 24, 2024	$0.10	1,400,000	1.40	1,400,000	1.40
September 1, 2024	$0.10	100,000	1.51	100,000	1.51
August 12, 2025	$0.20	1,300,000	2.45	1,300,000	2.45
November 24, 2025	$0.22	735,000	2.74	735,000	2.74
July 2, 2026	$0.36	1,220,000	3.34	1,220,000	3.34
October 28, 2027	$0.27	645,000	4.67	645,000	4.67
	$0.22	5,400,000	2.67	5,400,000	2.67

The Company applies the fair value method in accounting for its stock options applying the Black-Scholes Option Pricing Model using the following estimates for stock options awarded in the respective periods:

	Years ended	
	February 29, 2024	February 28, 2023
Risk-free interest rate	3.13%	3.31%
Expected dividend yield	0%	0%
Expected stock price volatility	87.69%	79.00%
Forfeiture rate	0%	0%
Expected option life in years	5.00	5.00

For the purposes of estimating the fair value of options using the Black-Scholes Option Pricing Model, certain assumptions are made such as expected dividend yield, volatility of the market price of the Company's shares, risk-free interest rates and expected average life of the stock options.

During the year ended February 29, 2024, the Company recognized $191,957 (2023 - $113,572) in share-based compensation for the stock options vested during the year of which $6,324 (2023 - $52,671) was capitalized as part of exploration and evaluation assets. The value of which is captured in the equity reserves account until such time as the stock options are exercised, upon which the corresponding amount will be transferred to share capital.

(d) Share Purchase Warrants

At February 29, 2024, the Company had outstanding warrants as follows:

Exercise Prices	Expiry Dates	Outstanding at February 28, 2023	Issued	Exercised	Expired	Outstanding at February 29, 2024
$0.55	February 15, 2025	3,644,960	-	-	-	3,644,960
		3,644,960	-	-	-	3,644,960

(Expressed in Canadian Dollars)

13. Share Capital (continued)

(d) Share Purchase Warrants (continued)

At February 28, 2023, the Company had outstanding warrants as follows:

Exercise Prices	Expiry Dates	Outstanding at February 28, 2022	Issued	Exercised	Expired	Outstanding at February 28, 2023
$0.55	February 15, 2025	-	3,644,960	-	-	3,644,960
		-	3,644,960	-	-	3,644,960

(e) Escrow Shares

On April 9, 2021, the Company entered into an escrow agreement under which 20,089,167 common shares would be held in escrow and are scheduled for release as follows: 10% on the date the shares are listed on a Canadian exchange (the "listing date", June 8, 2021) and 15% will be released in 6, 12, 18, 24, 30 and 36 months thereafter.

As at February 29, 2024, the Company held 3,013,377 shares in escrow.

(f) Reserves

	February 29, 2024	February 28, 2023
Fair value of stock options granted or vested	$ 999,230	$ 824,881
Fair value of warrants issued	13,693	13,693
Reserves	$ 1,012,923	$ 838,574

14. Related Party Transactions

Key management includes directors (executive and non-executive) and senior management. The compensation paid or payable to key management is disclosed in the table below.

Except as disclosed elsewhere in the consolidated financial statements, the Company had the following general and administrative costs with related parties during the years ended February 29, 2024 and February 28, 2023:

	Years ended		Net balance receivable (payable)	
	February 29, 2024	February 28, 2023	February 29, 2024	February 28, 2023
Key management compensation:				
Executive salaries and benefits [1]	$ 540,702	$ 441,757	$ (33,926)	$ -
Directors fees	108,000	118,000	(4,000)	-
Share-based payments	84,454	39,618	-	-
	$ 733,156	$ 599,375	$ (37,926)	$ -
Net office, sundry, rent and salary allocations reimbursed from (to) companies sharing certain common directors	$ 118,862	$ 39,500	$ 36,123	$ (32,748)

[1] Includes key management compensation which is included in employee and director remuneration, mineral property interests, and corporate development.

The above transactions are incurred in the normal course of business.

(Expressed in Canadian Dollars)

15. Segmented Information

The Company has one operating segment, the exploration of mineral properties, and two geographical segments, with all current exploration activities being conducted in the United States:

	February 29, 2024			February 28, 2023		
	Canada	USA	Total	Canada	USA	Total
Current assets	$ 982,355	$ 4,171,073	$ 5,153,428	$ 3,506,250	$ 1,047,912	$ 4,554,162
Right-of-use-assets	3,376	175,754	179,130	28,209	292,664	320,873
Property & equipment	9,869	95,537	105,406	14,185	60,987	75,172
E&E assets	-	5,113,134	5,113,134	-	3,656,154	3,656,154
Deposits	-	142,485	142,485	-	166,080	166,080
Total assets	995,600	9,697,983	10,693,583	3,548,644	5,223,797	8,772,441
Total liabilities	92,276	2,203,379	2,295,655	113,013	702,147	815,160
Net income (loss)	(901,956)	1,112,636	210,680	(261,310)	(772,269)	(1,033,579)

16. Income Taxes

A reconciliation of income taxes at statutory rates with the reported taxes is as follows:

	February 29, 2024	February 28, 2023
Comprehensive income (loss) for the year	$ 210,680	$ (1,033,579)
Expected income tax (recovery)	57,000	(279,000)
Change in statutory, foreign tax, and foreign exchange rates	(78,000)	11,000
Permanent differences	51,000	(36,000)
Change in unrecognized deductible temporary differences	(30,000)	304,000
Total income tax expense (recovery)	$ -	$ -
Current income tax	$ -	$ -
Deferred tax recovery	-	-

The significant components of the Company's deferred income tax assets and liabilities are as follows:

	February 29, 2024	February 28, 2023
Deferred tax assets (liabilities)		
Share issue costs	$ 35,000	$ 2,000
Non-capital losses	744,000	426,000
Property and equipment	41,000	8,000
Right-of-use assets/Lease liability	4,000	4,000
Exploration and evaluation assets	(195,000)	143,000
Marketable securities	15,000	604,000
Net deferred tax liability	$ 644,000	$ 1,187,000

(Expressed in Canadian Dollars)

16. Income Taxes (continued)

The significant components of the Company's deferred tax assets that have not been included on the consolidated statement of financial position are as follows:

	February 29, 2024	February 28, 2023
Deferred tax assets (liabilities)		
Exploration and evaluation assets	$ (195,000)	$ 143,000
Property and equipment	41,000	8,000
Right-of-use assets/Lease liability	4,000	4,000
Share issue costs	35,000	2,000
Marketable securities	15,000	604,000
Non-capital losses	744,000	426,000
	644,000	1,187,000
Unrecognized deferred tax assets	(644,000)	(1,187,000)
Net deferred tax assets	$ -	$ -

The significant components of the Company's temporary differences, unused tax credits and unused tax losses that have not been included on the consolidated statement of financial position are as follows:

	February 29, 2024	Expiry Date Range	February 29, 2023	Expiry Date Range
Temporary Differences				
Share issue costs	$ 131,000	2024 to 2048	$ -	2023 to 2047
Property and equipment	157,000	No expiry date	-	No expiry date
Right-of-use assets/Lease liability	17,000	No expiry date	-	No expiry date
Exploration and evaluation assets	(928,000)	No expiry date	-	No expiry date
Marketable securities	73,000	No expiry date	-	No expiry date
Non-capital assets	2,945,000	2026 to 2043	1,606,000	2026 to 2042
Canada	2,097,000	2026 to 2043	1,130,000	2026 to 2042
USA	848,000	No expiry date	476,000	No expiry date

17. Subsequent Events

(a) On April 10, 2024, 150,000 stock options with an exercise price of $0.27 and expiry date of April 10, 2029 were granted to a director.

(b) Effective May 1, 2024, the Company recognized a lease liability for its corporate office.

(c) Subsequent to February 29, 2024, 160,000 stock options were cancelled.