EARTHWISE MINERALS CORP.

FINANCIAL STATEMENTS

For the years ended March 31, 2023 and 2022

(Expressed in Canadian Dollars)

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Independent Auditor's Report

To the Shareholders of Earthwise Minerals Corp.

Opinion

We have audited the financial statements of Earthwise Minerals Corp. (the "Company"), which comprise the statements of financial position as at March 31, 2023 and March 31, 2022 and the statements of loss and comprehensive loss, changes in shareholders' equity (deficit) and cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2023 and March 31, 2022, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

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 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 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 is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2 to the financial statements which describes the material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Other than the matter described in the Material Uncertainty Related to Going Concern section, we have determined there are no key audit matters to be communicated in our report.

Other Information

Management is responsible for the other information. The other information comprises:

- Management's Discussion and Analysis

Our opinion on the 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 financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

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

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

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

In preparing the 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 Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 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 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

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

"Crowe MacKay LLP"

Chartered Professional Accountants
Vancouver, Canada
July 31, 2023

EARTHWISE MINERALS CORP.
STATEMENTS OF FINANCIAL POSITION
As at March 31, 2023 and 2022
(Expressed in Canadian Dollars)

	2023	2022
ASSETS		
Current		
Cash	$ 42,029	$ 1,038,138
Amounts receivable	130,577	113,672
Due from related party (Note 8)	-	40,865
Prepaid expenses and deposits (Note 8)	20,978	69,368
	193,584	1,262,043
Exploration and evaluation asset (Note 5)	475,500	357,500
	$ 669,084	$ 1,619,543
LIABILITIES		
Current		
Accounts payable and accrued liabilities (Notes 8 and 12)	$ 849,144	$ 172,235
Premium on flow-through (Note 12)	-	140,103
	849,144	312,338
SHAREHOLDERS' EQUITY (DEFICIT)		
Share capital (Note 7)	5,288,146	4,888,794
Share subscriptions receivable (Note 7)	(40,790)	(48,065)
Contributed surplus (Note 7)	583,709	305,630
Accumulated deficit	(6,011,125)	(3,839,154)
	(180,060)	1,307,205
	$ 669,084	$ 1,619,543

Going concern (Note 2)
Commitments and contingency (Notes 5 and 12)
Subsequent events (Notes 5 and 7)

APPROVED ON BEHALF OF THE BOARD:

"Patrick Morris" Director
Patrick Morris

"Mark Luchinski" Director
Mark Luchinski

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS

EARTHWISE MINERALS CORP.
STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
For the years ended March 31, 2023 and 2022
(Expressed in Canadian Dollars)

	2023	2022
Expenses		
Consulting fees (Note 8)	$ 288,918	$ 581,195
Filing and transfer agent fees	42,405	69,175
Exploration costs (Notes 5 and 8)	499,663	1,184,076
Investor relations	163,308	538,487
Marketing	121,866	89,105
Office and general	16,556	27,569
Professional fees	150,568	101,090
Rent (Note 8)	14,100	19,500
Share-based payment (Notes 7 and 8)	104,685	375,972
Travel and conferences	24,339	21,241
Website	11,280	59,670
Write-off of mineral property (Note 5)	163,269	73,500
	1,600,957	3,140,580
Loss before other items	(1,600,957)	(3,140,580)
Other items:		
Penalties and other interest charges (Note 12)	(558,700)	-
Other income (Note 12)	55,077	130,397
Gain on sale of marketable securities (Note 6)	-	5,129
Write-off of receivables (Notes 5 and 8)	(67,391)	-
	(571,014)	135,526
Net loss and comprehensive loss for the year	$ (2,171,971)	$ (3,005,054)
Basic and diluted loss per share	$ (0.29)	$ (0.58)
Weighted average number of common shares outstanding	7,608,292	5,204,705

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS

EARTHWISE MINERALS CORP.
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIT)
For the years ended March 31, 2023 and 2022
(Expressed in Canadian Dollars)

	Number of Shares	Share Capital	Share Subscriptions Receivable	Contributed Surplus	Accumulated Deficit	Total Shareholders' Equity (Deficit)
Balance, March 31, 2022	7,051,133	$ 4,888,794	$ (48,065)	$ 305,630	$ (3,839,154)	$ 1,307,205
Private placement	1,957,500	251,625	(31,500)	60,375	-	280,500
Share issue cost – cash	-	(15,205)	-	-	-	(15,205)
Finder's warrants issued	-	(11,311)	-	11,311	-	-
Shares issued for mineral properties	403,000	74,700	-	-	-	74,700
Shares issued for RSU	42,750	53,292	-	(53,292)	-	-
Warrant private placement	-	-	-	155,000	-	155,000
Share-based payments for RSU's granted	-	-	-	4,685	-	4,685
Share-based payments for stock options granted	-	-	-	100,000	-	100,000
Reversal of flow-through premium	-	85,026	-	-	-	85,026
Write-off of share subscriptions receivable	-	(38,775)	38,775	-	-	-
Net loss for the year	-	-	-	-	(2,171,971)	(2,171,971)
Balance, March 31, 2023	9,454,383	$ 5,288,146	$ (40,790)	$ 583,709	$ (6,011,125)	$ (180,060)

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS

EARTHWISE MINERALS CORP.
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIT)
For the years ended March 31, 2023 and 2022
(Expressed in Canadian Dollars)

	Number of Shares	Share Capital	Share Subscriptions Received (Receivable)	Contributed Surplus	Deficit	Total Shareholders' Equity (Deficit)
Balance, March 31, 2021	2,921,860	$ 1,676,330	$ 19,210	$ 3,080	$ (834,100)	$ 864,520
Initial public offering	750,000	750,000	-	-	-	750,000
Share issue cost – cash	-	(115,213)	-	-	-	(115,213)
Agent's warrants issued	-	(48,000)	-	48,000	-	-
Shares issued for cash	65,000	37,500	-	-	-	37,500
Exercise of stock options	38,000	79,800	-	(30,400)	-	49,400
Private placement	2,995,023	2,742,250	(67,275)	-	-	2,674,975
Allocation to flow-through premium	-	(270,500)	-	-	-	(270,500)
Share issue cost – cash	-	(220,895)	-	-	-	(220,895)
Agent's warrants issued	-	(69,291)	-	69,291	-	-
Shares issued for mineral properties	153,000	166,500	-	-	-	166,500
Shares issued for RSU's	128,250	160,313	-	(160,313)	-	-
Share-based payments for stock options granted	-	-	-	167,200	-	167,200
Share-based payments for RSU's granted	-	-	-	208,772	-	208,772
Net loss for the year	-	-	-	-	(3,005,054)	(3,005,054)
Balance, March 31, 2022	7,051,133	$ 4,888,794	$ (48,065)	$ 305,630	$ (3,839,154)	$ 1,307,205

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS

EARTHWISE MINERALS CORP.
STATEMENTS OF CASH FLOWS
For the years ended March 31, 2023 and 2022
(Expressed in Canadian Dollars)

	2023	2022
Operating Activities		
Net loss for the year	$ (2,171,971)	$ (3,005,054)
Items not affecting cash:		
Other income	(55,077)	(130,397)
Share-based payment	104,685	375,972
Gain on sale of marketable securities	-	(5,129)
Write-off of mineral property	163,269	73,500
Write-off of receivables	67,391	-
Changes in non-cash working capital items related to operations:		
Amounts receivable	(16,905)	(85,154)
Prepaid expenses and deposits	43,845	(4,603)
Due from related party	-	(40,865)
Accounts payable and accrued liabilities	679,928	133,543
Cash used in operating activities	(1,184,835)	(2,688,187)
Investing Activities		
Purchase of marketable securities	-	(19,864)
Proceeds from sale of marketable securities	-	54,493
Acquisition of exploration and evaluation assets	(231,569)	(248,500)
Cash used in investing activities	(231,569)	(213,871)
Financing Activities		
Shares issued for cash	280,500	3,511,875
Share issue cost	(15,205)	(336,108)
Share purchase warrants issued for cash	155,000	-
Cash provided by financing activities	420,295	3,175,767
Change in cash during the year	(996,109)	273,709
Cash, beginning of year	1,038,138	764,429
Cash, end of the year	$ 42,029	$ 1,038,138
Supplemental Disclosure of Cash Flow Information:		
Cash paid during the year:		
Interest	$ -	$ -
Income taxes	$ -	$ -

Non-cash transactions – (Note 13)

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

Earthwise Minerals Corp. formerly known as Hawkmoon Resources Corp. (the "Company") is a mineral property exploration company whose common shares trade on the Canadian Securities Exchange ("CSE"). On April 15, 2021, the Company was listed and commenced trading on the CSE on April 19, 2021 under the trading symbol "HM".

On April 18, 2023, the Company changed the name to 'Earthwise Minerals Corp.' On December 14, 2023, the Company completed a share consolidation on the basis of one-post consolidation common share for every ten pre-consolidation common shares (the "Share Consolidation"). The exercise price of the outstanding stock options, warrants, RSUs and the number of options, warrants and RSUs were proportionately adjusted upon the Share Consolidation. All historical information presented in the financial statements have been adjusted to reflect the Share Consolidation. The Company commenced trading on CSE under the new trading symbol "WISE" on April 21, 2023.

The Company was incorporated on April 26, 2019 in British Columbia. The head office and registered and records office of the Company is located at 409 Granville Street, Suite 1000, Vancouver, British Columbia, Canada, V6C 1T2.

2. BASIS OF PREPARATION

(a) Statement of Compliance

These financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and Interpretations of the IFRS Interpretations Committee.

These financial statements were approved and authorized for issue by the Board of Directors on July 31, 2023.

(b) Basis of Measurement

The financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair value, as explained in the accounting policies set out in Note 3. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The financial statements are presented in Canadian dollars, unless otherwise noted.

(c) Going Concern

These 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. Different bases of measurement may be appropriate if the Company was not expected to continue operations for the foreseeable future. At March 31, 2023, the Company has not achieved profitable operations, has accumulated losses of $6,011,125 (2022 - $3,839,154) since inception and expects to incur further losses in the development of its business.

The Company's business financial condition and results of operations may be negatively affected by economic and other consequences from Russia's military action against Ukraine and the sanctions imposed in response to that action in late February 2022. While the Company expects any direct impacts of the war in the Ukraine, to the business to be limited, the indirect impacts on the economy and on the mining industry and other industries in general could negatively affect the business.

2. BASIS OF PREPARATION – (cont'd)

(c) Going Concern – (cont'd)

The above material uncertainties cast significant doubt about the Company's ability to continue as a going concern. The Company's continuation as a going concern is dependent upon successful results from its exploration and evaluation activities, its ability to attain profitable operations to generate funds and/or its ability to raise equity capital or borrowings sufficient to meet its current and future obligations. Although the Company has been successful in the past in raising funds to continue operations, there is no assurance it will be able to do so in the future.

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently in the financial statements, unless otherwise indicated.

Exploration and Evaluation Assets

Exploration and evaluation rights to explore

Costs incurred before the Company has obtained the legal rights to explore on area are expensed in the year in which they are incurred.

The Company capitalizes direct mineral property acquisition costs and those expenditures incurred following the determination that the property has economically recoverable reserves. Mineral property acquisition costs include cash consideration, option payment under an earn-in arrangement and the fair value of common shares issued for mineral property interests, pursuant to the terms of the relevant agreement. Once the technical feasibility and commercial viability of extracting the mineral resources has been determined, the property is considered to be a mine under development and development costs are capitalized to "property, plant and equipment" on the statement of financial position. These costs are amortized over the estimated life of the property following commencement of commercial production, or written off if the property is sold, allowed to lapse or abandoned, or when impairment in value has been determined to have occurred. A mineral property is reviewed for impairment whenever events or changes in circumstances indicate that its carrying amount may not be recoverable.

Exploration and evaluation expenditures

Exploration and evaluation ("E & E") expenditures are charged to operations in the year incurred until such time as it has been determined that a property has economically recoverable resources, in which case subsequent exploration costs and the costs incurred to develop a property are capitalized into property, plant and equipment.

Marketable Securities

Purchases and sales of marketable securities are recognized on the settlement date. Realized gains and losses on disposal of marketable securities and unrealized gains and losses on the fair value of marketable securities are reflected in the statement of loss and comprehensive loss. Upon disposal of a marketable security, previously recognized unrealized gains or losses are reversed so as to recognize the full realized gain or loss in the period of disposition.

3. SIGNIFICANT ACCOUNTING POLICIES – (cont'd)

Impairment of Assets

The Company's assets are reviewed for an indication of impairment at each statement of financial position date and whenever events suggest that the carrying amounts may not be recoverable. If indication of impairment exists, the asset's recoverable amount is estimated.

An impairment loss is recognized when the carrying amount of an asset, or its cash-generating unit, exceeds its recoverable amount. A cash-generating unit is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. Impairment losses are recognized in profit or loss for the period. Impairment losses recognized in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to cash-generating units and then to reduce the carrying amount of the other assets in the unit on a pro-rata basis.

The recoverable amount is the greater of the asset's fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss is reversed if there is an indication that there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

Financial Instruments

Financial Assets

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, the transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit and loss ("FVTPL") are expensed in profit or loss. Financial assets are considered in the entirety when determining whether their cash flows are solely payment of principal and interest.

Subsequent measurement of financial assets depends on their classification. The classification depends on the Company's business model for managing the financial assets and contractual terms of the cash flows. These are the measurement categories under which the Company classifies its financial assets:

- Amortized cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

- Fair value through other comprehensive income (loss) ("FVOCI"): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains and losses, interest revenue, and foreign exchange gains and losses which are recognized in profit or loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is not reclassified from equity to profit or loss. Interest income from these financial assets is included as finance income using the effective interest rate method.

3. SIGNIFICANT ACCOUNTING POLICIES – (cont'd)

Financial Instruments – (cont'd)

Financial Assets – (cont'd)

- Fair value through profit or loss: Assets that do not meet the criteria for amortized cost or FVOCI are measured at FVTPL. A gain or loss on an investment that is subsequently measured at FVTPL is recognized in profit or loss and presented net as other income in the Statement of Loss and Comprehensive Loss in the period which it arises.

The Company's cash and due from related party are measured at amortized cost.

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 credit risk of 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 shall recognize in profit or 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.

Financial Liabilities

The Company classifies its financial liabilities into the following categories: financial liabilities at FVTPL and amortized cost.

A financial liability is classified as FVTPL if it is classified as held-for-trading or is designated as such on initial recognition. Directly attributable transaction costs are recognized in profit or loss as incurred. The fair value changes to financial liabilities at FVTPL are presented as follows: the amount of change in fair value that is attributable to changes in the credit risk of the liability is presented in OCI; and the remaining amount of the change in the fair value is presented in profit or loss. The Company does not designate any financial liabilities at FVTPL.

Other non-derivative financial liabilities are initially measured at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these liabilities are measured at amortized cost using the effective interest rate method. The Company classifies its accounts payable and accrued liabilities as financial liabilities held at amortized cost.

<u>Provisions</u>

Rehabilitation Provision

The Company is subject to various government laws and regulations relating to environmental disturbances caused by exploration and evaluation activities. The Company records the present value of the estimated costs of legal and constructive obligations required to restore the exploration sites in the year in which the obligation is incurred. The nature of the rehabilitation activities includes restoration, reclamation and re-vegetation of the affected exploration sites.

3. SIGNIFICANT ACCOUNTING POLICIES – (cont'd)

Provisions – (cont'd)

The rehabilitation provision generally arises when the environmental disturbance is subject to government laws and regulations. When the liability is recognized, the present value of the estimated costs is capitalized by increasing the carrying amount of the related exploration and evaluation assets. Over time, the discounted liability is increased for the changes in present value based on current market discount rates and liability specific risks.

Additional environment disturbances or changes in rehabilitation costs will be recognized as additions to the corresponding assets and rehabilitation liability in the year in which they occur.

Other Provisions

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.

Basic and Diluted Loss Per Share

Basic loss per share is computed by dividing the loss for the year by the weighted average number of common shares outstanding during the year. Diluted earnings/loss per common share is computed by dividing the net income or 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. The Company's options, warrants, and RSU's were anti-dilutive in the years ended March 31, 2023 and 2022 as losses were incurred. Accordingly, there is no difference in the amounts presented for basic and diluted loss per share.

Income Taxes

Income tax comprises current and deferred tax. Income tax is recognized in profit and loss except to the extent that it relates to items recognized directly in equity or other comprehensive income (loss), in which case the income tax is also recognized directly in equity or other comprehensive income (loss).

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted, or substantively enacted, at the end of the reporting period, and any adjustment to tax payable in respect of previous years.

Current tax assets and current tax liabilities are only offset if a legally enforceable right exists to set off the amounts, and the Company intends to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred tax is recognized in respect of all qualifying temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except for other than business combination which does not have an impact. Deferred income tax is determined on a non-discounted basis using tax rates and laws that have been enacted or substantively enacted at the statement of financial position date and are expected to apply when the deferred tax asset or liability is settled. Deferred tax assets are recognized to the extent that it is probable that the assets can be recovered.

3. SIGNIFICANT ACCOUNTING POLICIES – (cont'd)

Income Taxes – (cont'd)

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

Deferred income tax assets and liabilities are presented as non-current.

Share Capital

The Company has adopted a residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first allocates value to the more easily measurable component based on fair value and then the residual value, if any, to the less easily measurable component. The fair value of the common shares issued in the private placements is determined to be the more easily measurable component and is valued at their fair value, as determined by the closing quoted bid price on the date of issuance once the shares are listed on a stock exchange. The balance, if any, is allocated to the attached warrants. Any fair value attributed to the warrants is recorded to contributed surplus.

Flow-through Shares

The Company will, from time to time, issue flow-through shares to finance a significant portion of its exploration program. Pursuant to the terms of the flow-through share agreements, these shares transfer the tax deductibility of qualifying resource expenditures to investors. On the issuance of a flow-through share, it is bifurcated into equity (share) and liability (flow-through) components on the issue date. The equity portion is measured at the market value and the residual is allocated as a liability. This is effectively the "premium" the investor attributes to a flow-through share versus an ordinary share. Upon qualifying expenditures being incurred, the Company derecognizes the liability and recognizes the premium as other income.

The flow-through share program requires the Company to spend an amount equivalent to the proceeds of the issued flow-through common shares on Canadian qualifying exploration expenditures within the timeline specified by the Government of Canada flow-through regulations. If this deadline has passed, the Company would need to amend the tax forms for any unspent exploration expenditures renounced and the related flow-through premium will be reversed to share capital. The Company may be required to indemnify the flow-through shareholders for any tax and other costs payable by them if the required exploration expenditures are not incurred before the deadline. The Company may also be subject to a Part XII.6 tax on flow-through proceeds renounced under the Government of Canada flow-through regulations. The related interest and penalties for the Part XII.6 tax and any potential costs to indemnify the shareholders is recorded into penalties and other interest charges on the statements of loss and comprehensive loss.

Mining tax credit

Mining tax credits are recorded when there is reasonable assurance that the Company has complied with, and will continue to comply with, all conditions needed to obtain the credits and collectability is assured.

3. SIGNIFICANT ACCOUNTING POLICIES – (cont'd)

Share-based Payments

Equity-settled share-based payments for directors, officers and employees are measured at fair value at the date of grant using the Black-Scholes valuation model and recorded as compensation expense in profit or loss, with a corresponding increase to contributed surplus. The fair value determined at the grant date of the equity-settled share based payments is expensed on a graded vesting basis over the vesting period based on the Company's estimate of stock options that will eventually vest. Any consideration paid by directors, officers, employees and consultants on exercise of equity-settled share-based payments, along with the amounts reflected in contributed surplus, is credited to share capital. Shares are issued from treasury upon the exercise of the equity-settled share based instruments.

Compensation expense on stock options granted to non-employees is measured at the earlier of the completion of performance and the date the options are vested using the fair value method and is recorded as an expense in the same period as if the Company had paid cash for the goods or services received. When the value of goods or services received in exchange for the share-based payment cannot be reliably estimated, the fair value is measured by the use of the Black-Scholes valuation model. The expected life used in the model is adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

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 profit or loss over the remaining vesting period.

Where a grant of options is cancelled and 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. Amounts reflected in contributed surplus for stock options which expire unexercised remain in contributed surplus.

The Company measures the cost of equity-settled share-based transactions by reference to the fair value of the equity instruments at the date at which they are granted. For restricted share units ("RSU's"), the fair value of the grant is determined by multiplying the Company's share price at grant date by the number of RSU's granted. The resulting fair value of the RSU's is then adjusted for an estimated forfeiture rate which is determined based on historical data and is recognized over the vesting period. Actual number of RSU's that will eventually vest is likely to be different from estimation.

Recent accounting pronouncements

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

The amendments to IAS1 provide a more general approach to the classification of liabilities based on the contractual arrangements in place at the reporting date. These amendments are effective for reporting periods beginning on or after January 1, 2023 and are not expected to have a material impact on the Company.

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The effect of a change in an accounting estimate is recognized prospectively by including it in net loss in the year of the change, if the change affects that year only, or in the year of the change and future years, if the change affects both.

Critical Judgments, Estimates and Assumptions in Applying Accounting Policies

Information about judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the financial statements within the next financial year are discussed below:

Going Concern

The assessment of the Company's ability to continue as a going concern requires significant judgement. See Note 2(c).

(Expressed in Canadian Dollars)

5. EXPLORATION AND EVALUATION ASSET

The following tables summarize the Company's exploration and evaluation assets as at March 31, 2023 and 2022.

	Romeo Property	Wilson Property	Lava Property	Barriere Property	Gilnockie Property	Bonanza Property	Total
Balance, March 31, 2021	$ 16,000	$ -	$ -	$ -	$ -	$ -	$ 16,000
Cash – payment	20,000	212,000	16,500	-	-	-	248,500
Shares issued	37,500	96,000	33,000	-	-	-	166,500
Write-off of mineral property	(73,500)	-	-	-	-	-	(73,500)
Balance, March 31, 2022	-	308,000	49,500	-	-	-	357,500
Cash - payment	-	150,000	33,000	42,144	21,425	10,000	256,569
Shares issued	-	31,500	13,200	-	-	30,000	74,700
Cash - received	-	-	(25,000)	-	-	-	(25,000)
Shares - receivable	-	-	(25,000)	-	-	-	(25,000)
Write-off of mineral property	-	(24,000)	(45,700)	(42,144)	(11,425)	(40,000)	(163,269)
Balance, March 31, 2023	$ -	$ 465,500	$ -	$ -	$ 10,000	$ -	$ 475,500

The following tables summarize the Company's exploration expenditures for the years ended March 31, 2023 and 2022.

For the year ended March 31, 2023	Wilson Property	Barriere Property	Lava Property	Romeo Property	Total
Exploration expenditures					
*Assays (recovery)	$ 24,219	$ 1,155	$ (1,783)	$ -	$ 23,591
*Drilling (recovery)	334,577	-	(13,479)	-	321,098
*Field expenses and miscellaneous (recovery)	16,848	-	(579)	(1,768)	14,501
*Geological (recovery)	124,397	15,934	(2,842)	(1,573)	135,916
Transportation	4,557	-	-	-	4,557
	$ 504,598	$ 17,089	$ (18,683)	$ (3,341)	$ 499,663

*During the year ended March 31, 2023, the Company recorded a recovery of $65,621 on exploration costs as a result of the QST claimed.

For the year ended March 31, 2022	Wilson Property	Lava Property	Romeo Property	Total
Exploration expenditures				
Assays	$ -	$ 20,008	$ -	$ 20,008
Geological	186,089	23,016	30,248	239,353
Drilling	534,669	173,674	-	708,343
Field expenses and miscellaneous	127,238	9,996	19,221	156,455
Survey	1,500	58,417	-	59,917
	$ 849,496	$ 285,111	$ 49,469	$ 1,184,076

5. EXPLORATION AND EVALUATION ASSETS – (cont'd)

Romeo Property

By a mineral property option agreement dated May 17, 2019, the Company may acquire up to a 100% interest in the Romeo Property. This property consists of 53 mineral claims located in the Quebec, Canada. As consideration, the Company will pay cash of $150,000, issue 150,000 (1,500,000 pre-consolidated) common shares of the Company and incur $1,000,000 in exploration expenditures.

Should the Company acquire 100% of the property, the optionor will retain a 2% net smelter returns royalty, 1% of which may be purchased by the Company for $1,000,000.

During the year ended March 31, 2022, management of the Company decided not to continue with this project and wrote-off the $73,500 in acquisition cost.

Wilson Gold Property

By a property option agreement with Cartier Resources Inc. dated on April 22, 2021, and as amended on April 20, 2023, the Company acquired 100% interest in the Wilson Gold property located in Verneuil township east of the town of Lebel-sur-Quevillon Quebec. As consideration, the Company is required to pay cash of $1,050,000, issue an aggregate of 2,020,000 (20,200,000 pre-consolidated) common shares, incur not less than $6,000,000 in exploration expenditures and drill a minimum of 24,000 metres over a period of five years as follows:

a) Cash payment of $200,000 and issuance of 70,000 (700,000 pre-consolidated) common shares upon execution of the agreement (paid and shares issued);
b) Cash payment of $150,000, issuance of 70,000 (700,000 pre-consolidated) common shares, minimum exploration expenditures of $750,000 and drilling of 3,000m within the first anniversary date (paid, issued, incurred, and completed);
c) Issuance of 1,600,000 (16,000,000 pre-consolidated) common shares and minimum exploration expenditures of $750,000 and drilling of 3,000m within the second anniversary date (subsequently issued, incurred, and completed);
d) Cash payment of $300,000, issuance of 80,000 (800,000 pre-consolidated) common shares, minimum exploration expenditures of $1,000,000 and drilling of 4,000m within the third anniversary date;
e) Cash payment of $300,000, issuance of 100,000 (1,000,000 pre-consolidated) common shares, minimum exploration expenditures of $1,500,000 and drilling of 6,000m within the fourth anniversary date;
f) Cash payment of $100,000, issuance of 100,000 (1,000,000 pre-consolidated) common shares, minimum exploration expenditures of $2,000,000 and drilling of 8,000m within the fifth anniversary date.

5. EXPLORATION AND EVALUATION ASSETS – (cont'd)

Wilson Gold Property – (cont'd)

The Company has commitment of royalties of 4.5% to various owners with the options to repurchase.

Upon exercise of the option, Cartier Resources Inc. will retain a 2% net smelter return royalty ("NSR") of which 1% NSR may be purchased by the Company for $4,000,000.

On November 23, 2021, the Company entered into a purchase option agreement with three arms length individuals (the "Vendors") to acquire 100% interest in six mining claims which is contiguous to the Wilson gold property known as the Wilson East Property. As consideration, the Company will pay cash of $86,000 over three years (paid $12,000 on signing) and issue 40,000 (400,000 pre-consolidated of which 200,000 had been issued as of March 31, 2022) common shares over a three year period. Upon exercise of the option, the Vendors will retain 1.5% NSR of which 0.5% may be purchased by the Company for $600,000. During the year ended March 31, 2023, the Company decided not to proceed with this agreement and have written-off the $24,000 in acquisition cost.

Lava Gold Property

On May 18, 2021, the Company entered into an option agreement with two arms length individuals (the "Vendors") to acquire 100% interest in the Lava gold property located in Latulipe-et-Gaboury township of western Quebec. As consideration, the Company will pay cash of $115,500, issue 132,000 (1,320,000 pre-consolidated) common shares and complete $500,000 of work expenditures over three a year period as follows:

a) Cash payment of $16,500, issuance of 33,000 (330,000 pre-consolidated) common shares within five business days of exchange acceptance (paid and shares issued);
b) Cash payment of $33,000, issuance of 33,000 (330,000 pre-consolidated) common shares and incur $100,000 in exploration expenditures on or before the first anniversary date (paid and issued and incurred);
c) Cash payment of $33,000, issuance of 33,000 (330,000 pre-consolidated) common shares and incur an additional $200,000 in exploration expenditures on or before the second anniversary date;
d) Cash payment of $33,000, issuance of 33,000 (330,000 pre-consolidated) common shares and incur an additional $200,000 in exploration expenditures on or before the third anniversary date;

Upon exercise of the option, the Vendors will retain a 3% net smelter return royalty ("NSR") of which 1% NSR may be purchased by the Company for $1,000,000.

On September 1, 2022, the Company disposed of its Lava Gold Property to Elysian Capital Corp. ("Elysian") for consideration of $50,000 consisting of $25,000 in cash (received) and $25,000 in common shares of Elysian to be issued on or before the date (the "Listing Date") that Elysian completes a going public transaction, whereby the shares are successfully listed and trading on a Canadian securities exchange at a deemed price equivalent to the listing price. The shares will be subject to escrow and will be released in four tranches at 25% every three months following the listing date with the last release twelve months from listing. Due to the carrying amount being higher than the selling price, the Company recorded a write-down of $45,700 to impair the mineral property to $Nil. As at March 31, 2023, Elysian had not successfully complete its going public transaction and the Company had not received the Elysian shares of $25,000. The shares receivable is likely not collectible and had been written off.

5. EXPLORATION AND EVALUATION ASSETS – (cont'd)

Barriere Property

On September 28, 2022, the Company entered into a land purchase and sale contract agreement with Strata GeoData Services Ltd. (the "Vendor") to acquire 100% interest in 12 mineral claims located in the Barriere property located in 21 kilometers northwest of the town of Barriere, British Columbia. As consideration, the Company paid a cash purchase price of $42,144.

During the year ended March 31, 2023, the Company decided not to proceed with this property and have written-off $42,144 in acquisition cost.

Gilnockie Property

On November 14, 2022, the Company entered into a land purchase and sale contract agreement with Strata GeoData Services Ltd. (the "Vendor") to acquire 100% interest in 2 mineral claims, known as the Gilnockie property, located 40 kilometers south of Cranbrook, British Columbia. As consideration, the Company paid a cash purchase price of $21,425.

Subsequent to the year end, the Company disposed of the Gilnockie Property for $10,000 in cash consideration. $11,425 have been written-off to impair the mineral property to its recoverable amount.

Bonanza Property

On January 3, 2023, the Company entered into an option agreement with two arms length individuals (the "Vendors") to acquire 100% interest in the Bonanza property located in Northwestern Alberta. As consideration, the Company will pay cash of $100,000, issue 600,000 common shares and complete $400,000 of work expenditures over three a year period as follows:

a) Cash payment of $10,000, issuance of 300,000 common shares within five business days of exchange acceptance (paid and shares issued);
b) Issuance of 300,000 common shares withing five business days of a private placement financed by the Company of a minimum amount of $500,000;
c) Cash payment of $20,000 and incur $100,000 in exploration expenditures on or before the first anniversary date;
d) Cash payment of $30,000 and incur $100,000 in exploration expenditures on or before the second anniversary date;
e) Cash payment of $40,000 and incur $200,000 in exploration expenditures on or before the third anniversary date.

During the year ended March 31, 2023, the Company decided not to proceed with this agreement and have written-off the $40,000 in acquisition costs.

6. MARKETABLE SECURITIES

Marketable securities are fair valued at the end of each reporting period. The fair values of the common shares of the publicly traded companies have been directly referenced to published price quotations in an active market. The fair value of investments in private companies is referenced to the most recent equity financing completed by each private company.

During the year ended March 31, 2023, the Company purchased $Nil (2022 – 19,864) in investments and disposed of its investments for total proceeds of $Nil (2022 – $54,493) and recognized a gain of $Nil (2022 – $5,129) on disposal.

7. SHARE CAPITAL

(a) Authorized

Unlimited common shares with no par value.

On December 14, 2022, the Company consolidated its common shares on a ten old shares for one new share basis, accordingly, the financial statements have been retroactively restated.

(b) Issued

During the year ended March 31, 2023:

On April 22, 2022, pursuant to the terms of an option agreement, the Company issued 70,000 (700,000 pre-consolidated) common shares fair valued at $31,500.

On May 3, 2022, the Company issued 42,750 (427,500 pre-consolidated) common shares upon the vesting of Restricted Share Unit (“RSU”) and transferred $53,292 from contributed surplus.

On May 16, 2022, the Company completed a private placement of 300,000 (3,000,000 pre-consolidated) units at a price of $0.50 ($0.05 pre-consolidated) per unit for total proceeds of $150,000. Each unit consisted of one common share and one share purchase warrant entitling the holder to purchase one common share at a price of $0.70 ($0.07 pre-consolidated) per share expiring on May 16, 2024. In connection with the private placement the Company paid cash finders fee of $12,005 and issued 56,000 (560,000 pre-consolidated) finder’s warrants exercisable at $0.70 ($0.07 pre-consolidated) per share expiring on May 16, 2024. These finder’s warrants were fair valued at $8,911 using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 2.53%; dividend yield of 0%; volatility of 100% and expected life of two years and a stock price of $0.40 ($0.04 pre-consolidated). Since the Company does not have enough history of trading prices, the Company utilized annualized volatility of comparable startup companies. A fair value of $30,000 was allocated to the 300,000 (3,000,000 pre-consolidated) warrants.

On May 30, 2022, pursuant to the terms of an option agreement, the Company issued 33,000 (330,000 pre-consolidated) common shares fair valued at $13,200.

On July 20, 2022, the Company completed a private placement of 10,000 (100,000 pre-consolidated) units at a price of $0.50 ($0.05 pre-consolidated) per unit for total proceeds of $5,000. Each unit consisted of one common share and one share purchase warrant entitling the holder to purchase one common share at a price of $0.70 ($0.07 pre-consolidated) per share expiring on July 20, 2024. A fair value of $2,500 was allocated to the 10,000 (100,000 pre-consolidated) warrants.

7. SHARE CAPITAL – (cont'd)

(b) Issued – (cont'd)

During the year ended March 31, 2023: – (cont'd)

On July 26, 2022, the Company completed a private placement of 60,000 (600,000 pre-consolidated) units at a price of $0.50 ($0.05 pre-consolidated) per unit for total proceeds of $30,000. Each unit consisted of one common share and one share purchase warrant entitling the holder to purchase one common share at a price of $0.70 ($0.07 pre-consolidated) per share expiring on July 26, 2024. A fair value of $12,000 was allocated to the 60,000 (600,000 pre-consolidated) warrants.

On January 3, 2023, pursuant to the terms of an option agreement, the Company issued 300,000 common shares fair valued at $30,000.

On March 21, 2023, the Company completed a private placement of 1,587,500 units at a price of $0.08 per unit for total proceeds of $127,000 of which $31,500 is receivable as at March 31, 2023. Each unit consisted of one common share and one share purchase warrant entitling the holder to purchase one common share at a price of $0.10 per share expiring on March 20, 2025. In connection with the private placement the Company paid cash finders fee of $3,200 and issued 40,000 finder's warrants exercisable at $0.10 per share expiring on March 20, 2025. These finder's warrants were fair valued at $2,400 using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 3.75%; dividend yield of 0%; volatility of 100% and expected life of two years and a stock price of $0.07. Since the Company does not have enough history of trading prices, the Company utilized annualized volatility of comparable startup companies. A fair value of $15,875 was allocated to the 1,587,500 warrants.

As at March 31, 2023, the Company had written-off $38,775 (2022 - $Nil) in share subscriptions receivable as the amounts are not collectible.

During the year ended March 31, 2022:

On April 16, 2021, the Company completed its offering and issued 750,000 (7,500,000 pre-consolidated) units for gross proceeds of $750,000. Each Unit is comprised of one common share and one share purchase warrant (a "Warrant") entitling the holder to acquire one common share at a price of $1.50 ($0.15 pre-consolidated) per share expiring on April 16, 2023 subject to the option of the Company to accelerate the expiry date of the Warrants if the weighted average trading price of the common shares during the 10 consecutive trading days immediately prior to the date on which such calculation is made is equal to or greater than $2.50 ($0.25 pre-consolidated). In connection with the offering, the Company paid a cash finder's fee totaling $115,213 consisting of a commission of $60,000, corporate finance fee of $25,000 and other costs totaling $30,213. The Company also issued 60,000 (600,000 pre-consolidated) finder's warrants exercisable at $1.50 ($0.15 pre-consolidated) per share expiring on April 16, 2023. These finders' warrants were fair valued at $48,000 using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 0.31%; dividend yield of 0%; volatility of 100% and expected life of two years and a stock price of $1.50 ($0.15 pre-consolidated). Since the Company does not have enough history of trading prices, the Company utilized annualized volatility of comparable startup companies.

On April 16, 2021, the Company issued 55,000 (550,000 pre-consolidated) common shares at a price of $0.50 ($0.05 pre-consolidated) for total proceeds of $27,500 and issued 10,000 (100,000 pre-consolidated) units at a price of $1.00 ($0.10 pre-consolidated) per unit for total proceeds of $10,000. Each unit consisted of one common share and one share purchase warrant exercisable at $1.50 ($0.15 pre-consolidated) per share expiring two years from listing.

7. SHARE CAPITAL – (cont'd)

(b) Issued – (cont'd)

During the year ended March 31, 2022: – (cont'd)

On April 22, 2021, pursuant to the terms of an option agreement, the Company issued 70,000 (700,000 pre-consolidated) common shares fair valued at $84,000.

On May 3, 2021, the Company issued 38,000 (380,000 pre-consolidated) common shares pursuant to the exercise of stock options for total proceeds of $49,400. The Company transferred $30,400 from contributed surplus to share capital.

On May 6, 2021, pursuant to the terms of an option agreement the Company issued 30,000 (300,000 pre-consolidated) common shares fair valued at $37,500.

On May 26, 2021, pursuant to the terms of an option agreement the Company issued 33,000 (330,000 pre-consolidated) common shares fair valued at $33,000.

During August 2021, the Company completed a private placement of 711,457 (7,114,571 pre-consolidated) non-flow-through units ("NFT unit") at a price of $0.70 ($0.07 pre-consolidated) per NFT unit, and 341,500 (3,415,000 pre-consolidated) flow-through units ("FT unit") at a price of $1.00 ($0.10 pre-consolidated) per FT unit for a total gross proceed of $839,520. Each NFT unit consisted of one common share and one share purchase warrant entitling the holder to purchase one common share at a price of $1.70 ($0.17 pre-consolidated) per share for period of 24 months from date of issuance. Each FT unit consisted of one flow-through common share and one share purchase warrant with similar terms as noted above. The Company recognized a flow-through premium of $102,450. In connection with the private placements, the Company paid cash finders fees of $60,176 and issued 47,733 (477,330 pre-consolidated) finders' warrants exercisable at $1.70 ($0.17 pre-consolidated) per share for a period of 24 months from the date of issuance. These finders' warrants were fair valued at $9,547 using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 0.45%; dividend yield of 0%; volatility of 100% and expected life of two years and a stock price of $0.70 ($0.07 pre-consolidated). Since the Company does not have enough history of trading prices, the Company utilized annualized volatility of comparable startup companies.

On August 3, 2021, the Company issued 42,750 (427,500 pre-consolidated) common shares upon the vesting of RSU and transferred $53,438 from contributed surplus.

On November 3, 2021, the Company issued 42,750 (427,500 pre-consolidated) common shares upon the vesting of RSU and transferred $53,438 from contributed surplus.

During December 2021, the Company completed a private placement of 74,533 (745,332 pre-consolidated) common shares at a price of $0.75 ($0.075 pre-consolidated) per share for total gross proceeds of $55,900 of which $13,500 is included in share subscriptions receivable at March 31, 2022; 207,033 (2,070,333 pre-consolidated) non-flow-through units ("NFT unit") at a price of $0.90 ($0.09 pre-consolidated) per NFT unit for total gross proceeds of $186,330. Each NFT unit consisted of one common share and one share purchase warrant entitling the holder to purchase one common share at a price of $1.20 ($0.12 pre-consolidated) per share for period of 24 months from date of issuance.

7. SHARE CAPITAL – (cont'd)

(b) Issued – (cont'd)

During the year ended March 31, 2022: – (cont'd)

The Company issued 842,500 (8,425,000 pre-consolidated) flow-through units ("FT unit") at a price of $1.00 ($0.10 pre-consolidated) per FT unit for total gross proceeds of $842,500 of which $38,775 is included in share subscription receivable at March 31, 2022. Each FT unit consisted of one flow-through common share and one-half share purchase warrant with each whole warrant entitling the holder to purchase one common share at a price of $1.20 ($0.12 pre-consolidated) per share for a period of 24 months from the date of issuance. 808,000 (8,080,000 pre-consolidated) flow-through units ("FT unit") at a price of $1.00 ($0.10 pre-consolidated) per FT unit for total gross proceeds of $808,000 were issued. Each FT unit consisted of one flow-through common share and one share purchase warrant entitling the holder to purchase one common share at a price of $1.20 ($0.12 pre-consolidated) per share for period of 24 months from date of issuance. The Company paid cash finders fee of $18,045.

For the two December 2021 Flow-through private placement, the Company recognized a flow-through premium of $165,050. In connection with the private placements, the Company recorded finders fees and share issue cost of $142,674 and issued 57,355 (573,549 pre-consolidated) finders' warrants exercisable at $1.00 ($0.10 pre-consolidated) per share for a period of 24 months from the date of issuance. These finders' warrants were fair valued at $28,700 using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 0.99%; dividend yield of 0%; volatility of 100% and expected life of two years and a stock price of $0.75 ($0.075 pre-consolidated).

On March 23, 2022, the Company issued another 10,000 (100,000 pre-consolidated) FT unit for total proceeds of $10,000 with similar terms as noted above and allocated $3,000 as flow-through premium. The Company also issued another 69,000 (690,000 pre-consolidated) finders' warrants exercisable at $1.00 ($0.10 pre-consolidated) per share for a period of 24 months from the date of issuance. These finders' warrants were fair valued at $31,044 using the Black-Scholes-Option Pricing Model with the following assumptions risk-free interest rate of 0.99%; dividend yield of 0%; volatility of 100% and expected life of two years and a stock price of $0.75 ($0.075 pre-consolidated). Since the Company does not have enough history of trading prices, the Company utilized annualized volatility of comparable startup companies.

On February 3, 2022, the Company issued 42,750 (427,500 pre-consolidated) common shares upon the vesting of RSU and transferred $53,437 from contributed surplus.

On March 14, 2022, pursuant to the terms of an option agreement, the Company issued 20,000 (200,000 pre-consolidated) common shares fair valued at $12,000.

(c) Share Purchase Warrants

On May 16, 2022, the Company completed its first tranche of the warrant offering of 420,000 (4,200,000 pre-consolidated) share purchase warrants for total proceeds of $105,000. Each share purchase warrant entitle the holder to purchase one common share of the Company at a price of $0.25 ($0.025 pre-consolidated) per share expiring on May 16, 2024.

On August 28, 2022, the Company completed its second tranche of the warrant offering of 200,000 (2,000,000 pre-consolidated) share purchase warrants for total proceeds of $50,000. Each share purchase warrant entitle the holder to purchase one common share of the Company at a price of $0.25 ($0.025 pre-consolidated) per share expiring on August 28, 2024. In connection with the warrant offering, the Company issued 16,000 (160,000 pre-consolidated) finder's warrants exercisable at $0.70 ($0.07 pre-consolidated) per share expiring on August 28, 2024. The finder's warrants have $Nil impact on contributed surplus.

(Expressed in Canadian Dollars)

7. SHARE CAPITAL – (cont'd)

(c) Share Purchase Warrants – (cont'd)

The changes in share purchase warrants were as follows:

	March 31, 2023	Weighted Average Exercise Price	March 31, 2022	Weighted Average Exercise Price
Balance, beginning of year	4,197,500	$1.45	938,260	$1.50
Issued	2,577,500	0.22	3,259,240	1.43
Balance, end of year	6,775,000	$0.98	4,197,500	$1.45

As at March 31, 2023, the Company had 6,775,000 share purchase warrants outstanding as follows:

Number of Warrants	Exercise Price	Expiry Date	Weighted average remaining life
*760,000	$1.50	April 16, 2023	0.04 yrs.
*333,260	$1.50	April 19, 2023	0.05 yrs.
678,957	$1.70	August 2, 2023	0.34 yrs.
321,500	$1.70	August 9, 2023	0.36 yrs.
52,500	$1.70	September 10, 2023	0.45 yrs.
400,000	$1.20	December 1, 2023	0.67 yrs.
1,036,283	$1.20	December 8, 2023	0.69 yrs.
10,000	$1.20	March 23, 2024	0.98 yrs.
605,000	$1.50	April 19, 2024	1.05 yrs.
300,000	$0.70	May 16, 2024	1.13 yrs.
420,000	$0.25	May 16, 2024	1.13 yrs.
10,000	$0.70	July 20, 2024	1.31 yrs.
60,000	$0.70	July 26, 2024	1.32 yrs.
200,000	$0.25	August 28, 2024	1.41 yrs.
1,587,500	$0.10	March 20, 2025	1.97 yrs.
6,775,000			0.94 yrs.

*Subsequent to March 31, 2023, 1,093,260 share purchase warrants expired.

(d) Finder's Warrants

The changes in finders' warrants were as follows:

	March 31, 2023	Weighted Average Exercise Price	March 31, 2022	Weighted Average Exercise Price
Balance, beginning of year	242,838	$1.26	8,750	$1.02
Issued	112,000	0.49	234,088	1.27
Balance, end of year	354,838	$1.02	242,838	$1.26

(Expressed in Canadian Dollars)

7. SHARE CAPITAL – (cont'd)

(d) Finders' Warrants – (cont'd)

As at March 31, 2023, the Company had 354,838 finders' warrants outstanding as follows:

Number of Warrants	Exercise Price	Expiry Date	Weighted average remaining life
*60,000	$1.50	April 16, 2023	0.04 yrs.
*4,200	$0.50	April 19, 2023	0.05 yrs.
*4,550	$1.50	April 19, 2023	0.05 yrs.
10,705	$1.70	August 2, 2023	0.34 yrs.
4,830	$1.70	August 9, 2023	0.36 yrs.
32,198	$1.70	September 10, 2023	0.45 yrs.
69,000	$1.00	December 1, 2023	0.67 yrs.
57,355	$1.00	December 8, 2023	0.69 yrs.
56,000	$0.70	May 16, 2024	1.13 yrs.
16,000	$0.70	August 28, 2024	1.41 yrs.
40,000	$0.10	March 20, 2025	1.97 yrs.
354,838			0.77 yrs.

*Subsequent to March 31, 2023, 68,750 finders' warrants expired.

(e) Escrow Shares

Pursuant to an escrow agreement dated March 5, 2021, an aggregate of 610,000 (6,100,001 pre-consolidated) common shares were placed into escrow to be released as to 10% upon receipt of notice from the CSE confirming the listing of the Company's common shares on the CSE with the remaining 90% to be released in equal tranches at six-month intervals over the 36 months following receipt of such notice. As at March 31, 2023, the Company had 274,500 (2,745,000 pre-consolidated) (March 31, 2022 – 457,500 (4,575,001 pre-consolidated)) common shares held in escrow with the next escrow release on April 15, 2023.

(f) Stock Options

The Company adopted a stock option plan whereby the Board of Directors may, from time to time, grant incentive stock options or restricted stock units (collectively, the "Awards") to directors, officers, employees and consultants. Under the plan, Awards issued may not exceed 10% of the issued common shares of the Company. The term of stock options shall be ten years from the grant date unless otherwise determined by the Board. The exercise price shall be determined by the Board but shall not be less than the fair market value of the common shares on the grant date.

(Expressed in Canadian Dollars)

7. SHARE CAPITAL – (cont'd)

(f) Stock Options – (cont'd)

On May 3, 2021, the Company granted 209,000 (2,090,000 pre-consolidated) stock options to directors, officers and consultants. The stock options entitle the holders thereof the right to purchase one common share for each option at $1.30 ($0.13 pre-consolidated) per share expiring on May 3, 2025. These stock options vested at the date of grant with a fair value of $167,200 which was determined using the Black Scholes option valuation model with the following assumptions – Share price on date of grant of $1.25 ($0.125 pre-consolidated); Risk-free interest rate of 0.49%; Dividend yield of 0%; Expected life of 4 years; Forfeiture rate of 0% and Expected volatility of 100%. Since the Company does not have enough history of trading prices, the Company utilized annualized volatility of comparable start-up companies.

On July 8, 2022, the Company granted 500,000 (5,000,000 pre-consolidated) stock options to directors, officers and consultants. The stock options entitle the holders thereof the right to purchase one common share for each option at $0.50 ($0.05 pre-consolidated) per share expiring on July 7, 2027. These stock options vested at the date of grant with a fair value of $100,000 which was determined using the Black Scholes option valuation model with the following assumptions – Share price on date of grant of $0.30 ($0.03 pre-consolidated); Risk-free interest rate of 2.83%; Dividend yield of 0%; Expected life of 5 years; Forfeiture rate of 0% and Expected volatility of 100%. Since the Company does not have enough history of trading prices, the Company utilized annualized volatility of comparable start-up companies.

The changes in stock options are as follows:

	March 31, 2023	Weighted Average Exercise Price	March 31, 2022	Weighted Average Exercise Price
Balance, beginning of year	171,000	$1.30	-	$ -
Granted	500,000	0.50	209,000	1.30
Exercised	-	-	(38,000)	1.30
Balance, end of year	671,000	$0.70	171,000	$1.30

As at March 31, 2023, the Company had 671,000 stock options outstanding as follows:

Number of Options	Exercise Price	Expiry Date	Weighted average remaining life
171,000	$1.30	May 3, 2025	2.09 yrs.
500,000	$0.50	July 7, 2027	4.27 yrs.
671,000			3.72 yrs.

Restricted Share Unit Plan

On May 3, 2021, the Company agreed to grant 171,000 (1,710,000 pre-consolidated) Restricted Stock Unit ("RSU") to directors, officers and consultants of the Company that vest at 25% every three months with the first vesting on August 3, 2021. During the year ended March 31, 2022, the Company recognized $208,772 as share-based payment and, as the Company intends to settle the RSU through equity settlement, recorded a corresponding credit to contributed surplus. As at March 31, 2022, the Company had issued 128,250 (1,282,500 pre-consolidated) common shares upon the vesting of RSUs and transferred $160,313 from contributed surplus. During the year ended March 31, 2023, the Company recognized $4,685 as share-based payment. On May 3, 2022, the Company issued the remaining 42,750 (427,500 pre-consolidated) common shares upon the vesting of RSUs and transferred $53,292 from contributed surplus.

(Expressed in Canadian Dollars)

8. RELATED PARTY TRANSACTIONS AND BALANCES

The following expenses were incurred with key management personnel of the Company. Key management personnel are persons responsible for planning, directing and controlling the activities of an entity, and include certain directors and officers. Key management compensation comprises:

			2023		2022
Consulting fees	Branden Haynes, Former Director	$	130,000	$	149,048
	Hugh Oswald, Former Director		-		11,000
	Thomas Clarke, Former Director		-		7,134
	Olga Ankindinova, Former Director		8,000		-
	Abbey Olaiya, Director		20,000		-
	Harmony Consolidated Services Ltd., a company controlled by the Former CFO		36,000		51,000
			194,000		218,182
Rent	Company controlled by the Former Director		4,500		4,500
	Harmony Consolidated Services Ltd. a company controlled by the Former CFO		9,600		8,800
			14,100		13,300
Exploration costs	Company controlled by the Former Director		66,934		184,810
Share-based payment	Branden Haynes, Former Director		51,233		90,978
	Geoff Balderson, Former Director		1,233		90,978
	Hugh Oswald, Former Director		685		50,543
	Thomas Clark, Former Director		21,233		90,978
			74,384		323,477
		$	349,418	$	739,769

Included in prepaid expenses at March 31, 2023 is $Nil (2022 - $9,823) in advances on expenses and consulting fees to the former CEO and former VP of explorations.

Included in accounts payable and accrued liabilities at March 31, 2023 is $20,675 (2022 - $12,044) in unpaid consulting fees and other balances owing to current and former directors and officers of the Company. These amounts owing are unsecured, due on demand, and non-interest bearing.

As at March 31, 2023, due from related party of $Nil (2022 - $40,865) is an amount due from the former CEO of the Company, as $42,391 (2022 - $Nil) was written off during the year ended March 31, 2023.

9. CAPITAL MANAGEMENT

The Company's objectives when managing capital are to identify, pursue and complete the exploration and development of resource properties, to maintain financial strength, to protect its ability to meet its on-going liabilities, to continue as a going concern, to maintain credit worthiness and to maximize returns for shareholders over the long term. The Company does not have any externally imposed capital requirements to which it is subject to. Capital of the Company comprises of cash and shareholders' equity (deficiency).

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

The Company's investment policy is to invest its cash in financial instruments in high credit quality financial institutions with terms to maturity selected with regards to the expected timing of expenditures from continuing operations.

There were no changes to the Company's approach to capital management during the year.

10. FINANCIAL INSTRUMENTS AND RISKS

The Company is exposed through its operations to the following financial risks:

- Liquidity risk
- Market risk
- Credit risk

In common with all other businesses, the Company is exposed to risks that arise from its use of financial instruments. This note describes the Company's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of these risks is presented throughout these financial statements.

There have been no substantive changes in the Company's exposure to financial instrument risks, its objectives, polices and processes for managing those risks or the methods used to measure them unless otherwise stated in the note.

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's policy is to ensure that it will always have sufficient cash to allow it to meet its liabilities when they become due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company manages its liquidity risk by forecasting cash flows required for operations and anticipated investing and financing activities.

The business of mining and exploration involves a high degree of risk and there can be no assurance that exploration programs will result in profitable mining operations. The Company monitors its cash flows to meet the Company's normal operating requirements on an ongoing basis and its planned capital expenditures. All of the Company's financial liabilities have contractual maturities of 30 days or are due on demand and are subject to normal trade terms. As at March 31, 2023, the Company had a working capital deficiency of $655,560 (2022 working capital - $949,705). The Company has insufficient cash to meet its requirements for administrative overhead, to conduct due diligence on mineral property acquisition targets, and to conduct exploration of its mineral properties and mineral properties that may be acquired.

10. FINANCIAL INSTRUMENTS AND RISKS – (cont'd)

Liquidity Risk – (cont'd)

The Company does not generate cash flows from operations to fund its activities and therefore relies principally upon the issuance of securities for financing. Future capital requirements will depend on many factors including the Company's ability to execute its business plan. The Company intends to continue relying upon the issuance of securities to finance its future activities but there can be no assurance that such financing will be available on a timely basis under terms acceptable to the Company.

Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, investment fluctuations, and commodity and equity prices. The Company's ability to raise capital to fund mineral resource exploration is subject to risks associated with fluctuations in mineral resource prices. Management closely monitors commodity prices, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's considers its exposure to interest rate risk to be not significant.

Price Risk

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices of gold and other precious and base metals, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

Credit Risk

Financial instruments that potentially expose the Company to credit risk is cash. To minimize the credit risk on cash the Company places the instrument with a high credit quality financial institution. The maximum exposure to loss arising from these advances is equal to their total carrying amounts.

Fair Values

The Company's financial instruments at amortized costs include cash, due from related party and accounts payable and accrued liabilities. The carrying amounts of these financial instruments approximate their fair values because of their current nature.

(Expressed in Canadian Dollars)

10. FINANCIAL INSTRUMENTS AND RISKS – (cont'd)

Fair Value Hierarchy

The Company classifies its fair value measurements in accordance with the three-level fair value hierarchy as follows:

Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities; and

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

Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Marketable securities are classified as fair value through profit or loss and measured at fair value using level 1 inputs.

11. INCOME TAXES

A reconciliation of the expected income tax recovery to the actual income tax recovery is as follows:

	2023	2022
Loss before income taxes	$ (2,171,971)	$ (3,005,054)
Statutory income tax rates	27%	27%
Expected tax recovery	(586,432)	(811,400)
Permanent differences	156,233	104,300
Change in unrecognized tax benefits not recognized	430,199	707,100
Total current and deferred income tax recovery	$ -	$ -

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

	Expiry	2023	Expiry	2022
Non-capital losses	2039-2043	$ 3,315,000	2039-2042	$ 1,713,000
Share issue costs and other	2024-2027	247,000	2023-2026	297,000
Resource properties	None	997,000	None	-
Total		$ 4,559,000		$ 2,010,000

(Expressed in Canadian Dollars)

11. INCOME TAXES - (cont'd)

The following is the analysis of recognized deferred tax liabilities and deferred tax assets:

	2023	2022
Deferred tax liabilities		
Resource properties	$ -	$ (97,000)
Deferred tax liabilities	-	(97,000)
Deferred tax assets		
Non-capital losses	-	97,000
Deferred tax assets	-	97,000
Net deferred tax assets (liabilities)	$ -	$ -

12. COMMITMENTS AND CONTINGENCIES

Flow-through common shares require the Company to spend an amount equivalent to the proceeds of the issued flow-through common shares on Canadian qualifying exploration expenditures. The Company may be required to indemnify the holders of such shares for any tax and other costs payable by them as the Company has not made the required exploration expenditures.

During the year ended March 31, 2022, the Company received $2,002,000 from the issuance of flow-through shares. The Company renounced $2,001,834 to the subscribers and has until December 31, 2022 to incur the qualifying expenditures. A flow-through premium of $270,500 was recognized initially, with $140,103 remaining as at March 31, 2022. As at March 31, 2023, the deadline to incur the qualifying expenditures have passed and the Company did not fulfill its obligations of approximately $826,000. $55,077 (2022 - $130,397) has been recognized into other income for the qualifying exploration expenditures incurred and the remaining $85,026 flow-through premium has been reversed into share capital. An amount totaling $543,700 has been accrued for the indemnification of the shareholders for taxes and penalties related to the unspent portion of the commitment including Part XII.6 taxes and related interest and penalties.

During the year ended March 31, 2023, the Order of Geologists of Quebec ("Order") filed a complaint that the Company's former chief geologist engaged in professional activities reserved for the members of the Order, while he was not a member of the Order nor otherwise authorized by the law to engage in such activities. The Company has been fined a total of $51,000. The Company determined that it is probable that it will have to make a payment to settle a portion of this obligation. As of March 31, 2023, the Company's best estimate is $15,000 which is included in accounts payable and accrued liabilities.

13. NON-CASH TRANSACTIONS

Investing and financing activities that do not have a direct impact on current cash flows are excluded from the statements of cash flows. The following transactions have been excluded from the statements of cash flows:

During the year ended March 31, 2023:

The Company issued 403,000 common shares pursuant to option agreements fair valued at $74,700.
The Company issued an aggregate of 112,000 agent's warrants as finder's fees fair valued at $11,311.
The Company issued 42,750 common shares to settle RSU fair valued at $53,292.

13. NON-CASH TRANSACTIONS (cont'd)

During the year ended March 31, 2023: (cont'd)

The Company reclassified \$3,019 from accounts payable and \$4,545 from prepaids to due from related party.
The Company reclassified \$38,775 from share subscriptions receivable to share capital.
The Company reversed \$85,026 flow-through premium to share capital.
The Company had \$25,000 shares receivable from Elysian for the sale of exploration and evaluation asset.

During the year ended March 31, 2022:

The Company issued 153,000 common shares pursuant to option agreements fair valued at \$166,500.
The Company issued an aggregate of 234,088 finder's warrants as finders fees fair valued at \$117,291.
The Company issued 128,250 common shares to settle RSU fair valued at \$160,313.
The Company transferred \$30,400 from contributed surplus to share capital pursuant to the exercise of stock options.