NEVADA LITHIUM RESOURCES INC.

Condensed Interim Consolidated Financial Statements

For the three and nine months ended January 31, 2023 and 2022

(Unaudited - Expressed in Canadian dollars)

NEVADA LITHIUM RESOURCES INC.
Condensed Interim Consolidated Statements of Financial Position
(Unaudited - Expressed in Canadian dollars)

	Note	**January 31, 2023**	April 30, 2022
		$	$
ASSETS			
Current			
Cash		**119,396**	28,829
Sales tax receivable		**24,688**	2,030
Prepaid expenses and deposits		**6,754**	102,370
		150,838	133,229
Exploration and evaluation assets	4	**8,675,464**	8,675,464
Total assets		**8,826,302**	8,808,693
LIABILITIES			
Current			
Accounts payable and accrued liabilities	6	**753,046**	285,003
Notes payable	5	**257,812**	-
Total liabilities		**1,010,858**	285,003
SHAREHOLDERS' EQUITY			
Share capital	7(b)	**9,389,697**	9,389,697
Reserves		**1,398,986**	1,398,986
Special warrants		**170,971**	170,971
Deficit		**(3,144,210)**	(2,435,964)
Total shareholders' equity		**7,815,444**	8,523,690
Total liabilities and shareholders' equity		**8,826,302**	8,808,693

Nature of operations and going concern (Note 1)
Subsequent events (Note 11)

Approved and authorized for issue on behalf of the Board of Directors:

/s/ "Scott Eldridge"	*/s/ "Kelvin Lee"*
Director	Director

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

NEVADA LITHIUM RESOURCES INC.
Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
(Unaudited - Expressed in Canadian dollars, except number of shares)

	Note	Three months ended January 31, **2023**	Three months ended January 31, 2022	Nine months ended January 31, **2023**	Nine months ended January 31, 2022
		$	$	**$**	$
Operating expenses					
Filing fees		**12,112**	25,283	**45,572**	67,650
General and administrative		**5,190**	1,600	**18,426**	15,212
Interest expense	5	**5,593**	-	**13,312**	-
Investor relations		**20,453**	204,445	**93,421**	582,181
Management and consulting fees	6	**112,500**	158,023	**321,205**	266,683
Professional fees		**101,080**	169,678	**216,584**	365,384
Share-based compensation	6	**-**	34,199	**-**	624,655
		256,928	593,228	**708,520**	1,921,765
Foreign exchange gain (loss)		**-**	-	**274**	(1,997)
Net loss and comprehensive loss		**(256,928)**	(593,228)	**(708,246)**	(1,923,762)
Net loss per share:					
Basic and diluted		**(0.004)**	(0.012)	**(0.011)**	(0.039)
Weighted average number of common shares:					
Basic and diluted		**61,814,890**	49,557,000	**61,814,890**	49,438,710

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

NEVADA LITHIUM RESOURCES INC.
Condensed Interim Consolidated Statements of Cash Flows
(Unaudited - Expressed in Canadian dollars)

	Nine months ended January 31, 2023	2022
	$	$
Operating activities:		
Net loss for the period	**(708,246)**	(1,923,762)
Items not affecting cash:		
Interest expense	**13,312**	-
Share-based compensation	**-**	624,655
Unrealized foreign exchange gain	**(274)**	-
Changes in non-cash working capital items:		
Sales tax receivable	**(22,658)**	(39,433)
Prepaid expenses and deposits	**95,616**	(153,531)
Accounts payable and accrued liabilities	**468,317**	16,259
Cash used in operating activities	**(153,933)**	(1,475,812)
Investing activities:		
Property option payments	**-**	(5,157,720)
Cash used in investing activities	**-**	(5,157,720)
Financing activities:		
Proceeds from issuance of notes payable	**244,500**	-
Proceeds from issuance of common shares	**-**	261,031
Proceeds from issuance of special warrants	**-**	5,516,051
Special warrants issuance costs paid in cash	**-**	(507,174)
Cash provided by financing activities	**244,500**	5,269,908
Net change in cash	**90,567**	(1,363,624)
Cash, beginning of period	**28,829**	1,526,715
Cash, end of period	**119,396**	163,091
Cash paid during the period for:		
Income taxes	**-**	-
Interest expense	**-**	-

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

NEVADA LITHIUM RESOURCES INC.
Condensed Interim Consolidated Statements of Changes in Shareholders' Equity
(Unaudited - Expressed in Canadian dollars, except number of shares)

	Common shares	Share capital	Subscriptions receivable	Reserves	Special warrants	Share subscription deposit	Deficit	Total shareholders' equity
	#	$	$	$	$	$	$	$
Balance, April 30, 2021	46,713,000	4,681,064	(31,225)	161,436	18,200	266,194	(139,138)	4,956,531
Shares issued in private placements	2,480,000	496,000	31,225	-	-	(266,194)	-	261,031
Special warrants issued	-	-	-	-	5,516,051	-	-	5,516,051
Special warrants issuance costs	-	(691,641)	-	-	170,971	-	-	(520,670)
Share issuance costs	-	(17,082)	-	-	-	-	-	(17,082)
Conversion of special warrants	364,000	18,200	-	-	(5,534,251)	-	-	(5,516,051)
Share-based compensation	-	-	-	624,655	-	-	-	624,655
Net loss and comprehensive loss for the period	-	-	-	-	-	-	(1,923,762)	(1,923,762)
Balance, January 31, 2022	49,557,000	4,486,541	-	786,091	170,971	-	(2,062,900)	3,380,703
Conversion of special warrants	12,257,890	4,903,156	-	612,895	-	-	-	5,516,051
Net loss and comprehensive loss for the period	-	-	-	-	-	-	(373,064)	(373,064)
Balance, April 30, 2022	61,814,890	9,389,697	-	1,398,986	170,971	-	(2,435,964)	8,523,690
Net loss and comprehensive loss for the period	-	-	-	-	-	-	(708,246)	(708,246)
Balance, January 31, 2023	**61,814,890**	**9,389,697**	**-**	**1,398,986**	**170,971**	**-**	**(3,144,210)**	**7,815,444**

1. NATURE OF OPERATIONS AND GOING CONCERN

Nevada Lithium Resources Inc. (the "Company") is in the business of the exploration and evaluation of mineral properties. The Company was incorporated under the Business Corporations Act of British Columbia on December 17, 2020. The address of the Company's registered and records office and principal place of business is 1500-1055 West Georgia Street, P.O Box 11117, Vancouver, British Columbia, Canada, V6E 4N7. The Company's common shares are listed on the Canadian Securities Exchange in Canada under the ticker symbol "NVLH" and on the OTCQB Market under the symbol "NVLHF".

On January 29, 2021, the Company acquired Nevada Lithium Corp, based in Nevada, USA. Nevada Lithium Corp is a 100% owned subsidiary of the Company.

The Company's exploration and evaluation assets do not presently host any known mineral deposits, and due to the high degree of risk involved, there can be no assurance that the Company's exploration activities will result in any deposits being located, or that the Company's exploration activities will result in a profitable mining operation in the future.

These unaudited condensed interim consolidated financial statements for the three and nine months ended January 31, 2023 and 2022 ("financial statements") have been prepared on a going concern basis, which assumes that the Company will be able to meet its obligations and continue its operations for at least the next twelve months. The Company has incurred losses to date and as at January 31, 2023 had an accumulated deficit of $3,144,210. The Company has no sources of operating cash flows, and there is no assurance that funding will be available to conduct the required exploration and development of its mineral property projects. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

Should the Company be unable to continue as a going concern, asset and liability realization values may be substantially different from their carrying values. These financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. Such adjustments could be material.

Arrangement to consolidate 100% ownership interest in Bonnie Claire lithium project

On January 9, 2023, the Company announced that it had entered into a letter of intent dated January 6, 2023, as amended, whereby, via plan of arrangement, the Company will consolidate 100% interest in the Bonnie Claire Lithium project located in Nye County, Nevada (the "Project") by acquiring the remaining 50% interest held by Iconic Minerals Ltd ("Iconic"). On March 27, 2023, the Company announced that it had entered into a definitive arrangement agreement dated March 24, 2023 (the "Arrangement Agreement") with Iconic and certain of their respective subsidiaries pursuant to which, among other things, a statutory arrangement (the "Arrangement") under the provisions of the *Business Corporations Act* (British Columbia) will be carried out.

Pursuant to the Arrangement Agreement, a wholly-owned subsidiary of Iconic that holds Iconic's 50% interest in the Project ("Iconic MergeCo") will amalgamate with a wholly-owned subsidiary of the Company, 1406917 B.C. Ltd. (incorporated on March 22, 2023), and continue as one corporation (the "Amalgamation"). Pursuant to the Arrangement, the shareholders of Iconic MergeCo will receive shares of Nevada Lithium in exchange for their shares of Iconic MergeCo. Iconic will retain a 10% interest in Iconic MergeCo and will thus receive 10% of the shares issued to the shareholders of Iconic MergeCo upon completion of the Arrangement.

As a result of the Arrangement, the Company will become the sole operator of the Project, and the balance of any funds held by Iconic in reserve on account of payments made by the Company for exploration expenditures will be transferred to the Company, net of a $500,000 structuring fee and any expenses and contractual obligations of Iconic in respect of the Project arising prior to closing, including legal fees incurred in connection with the Arrangement.

The Company will issue to Iconic 4,000,000 common share purchase warrants of the Company (the "Nevada Lithium Warrants"), with each Nevada Lithium Warrant entitling the holder thereof to purchase one common share in the capital of the Company at an exercise price of $0.20 for a period of two years from the closing of the Arrangement.

Completion of the Arrangement is subject to receipt of certain approvals, including the approval of the Supreme Court of British Columbia and the affirmative vote of the Iconic shareholders at a special shareholder meeting that is expected to be held in June 2023 (the "Iconic Meeting").

1. NATURE OF OPERATIONS AND GOING CONCERN (continued)

The Arrangement is also subject to the satisfaction of various conditions precedent, including: (i) the receipt of all necessary regulatory approvals, authorizations and consents, including, as applicable, acceptance of the Arrangement by the TSX Venture Exchange and the Canadian Securities Exchange; (ii) the receipt of all necessary corporate and shareholder approvals by the parties to the Arrangement Agreement; and (iii) certain other conditions provided for in the Arrangement Agreement. The Arrangement Agreement provides for a payment of a termination fee of $500,000 payable by Iconic or Nevada Lithium to the other in certain circumstances.

2. BASIS OF PREPARATION

a) Statement of compliance

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

These financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board and interpretations of the International Financial Reporting Interpretations Committee applicable to the preparation of interim financial statements including International Accounting Standard 34 *Interim Financial Reporting*. These financial statements do not include all disclosures required for annual audited financial statements. Accordingly, they should be read in conjunction with the notes to the Company’s annual audited financial statements for the year ended April 30, 2022 and the period from incorporation on December 17, 2020 to April 30, 2021 (the “Annual Financial Statements”).

b) Basis of presentation

These financial statements have been prepared on a historical cost basis except for certain financial instruments which are measured at their fair value as explained in the significant accounting policies set out in Note 3. In addition, these financial statements have been prepared using the accrual basis of accounting except cash flow information.

c) Principles of consolidation

These financial statements include the accounts of the Company and its subsidiaries. All intercompany transactions and balances are eliminated on consolidation. Control exists where the parent entity has power over the investee and is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Subsidiaries are included in the financial statements from the date control commences until the date control ceases.

These financial statements include accounts of the Company and its wholly owned subsidiaries, Nevada Lithium Corp. and 1396483 B.C. LTD. (incorporated on January 17, 2023).

d) Functional and presentation currency

The functional currency of the Company and its subsidiaries is the Canadian dollar which is the primary economic environment in which the entity operates. The Company’s presentation currency is the Canadian dollar. References to “USD” are to United States dollars.

e) Reclassification of comparative information

The Company has reclassified certain comparative information on the condensed interim consolidated statements of loss and comprehensive loss and the condensed interim consolidated statements of changes in equity to conform with the current period presentation.

(Unaudited - Expressed in Canadian dollars)

3. SIGNIFICANT ACCOUNTING POLICIES

In the preparation of these financial statements, the Company used the same accounting policies as in the Annual Financial Statements.

Critical accounting estimates, judgments, and assumptions

The preparation of these financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, and contingent liabilities at the date of the financial statements and the reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the financial statements and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The critical judgements and estimates applied in the preparation of these financial statements are consistent with those applied and disclosed in Note 3 to the Annual Financial Statements.

4. EXPLORATION AND EVALUATION ASSETS

On January 29, 2021, the Company purchased 100% of the issued and outstanding shares of Nevada Lithium Corp. Total consideration was paid through the issuance of 7,000,000 common shares with a fair value of $1,400,000. Nevada Lithium Corp. is in the business of the exploration and evaluation of mineral properties.

The acquisition has been accounted for by the Company as a purchase of assets and assumption of liabilities. The acquisition did not qualify as a business combination under IFRS 3 *Business Combinations*, as the significant inputs, processes and outputs, that together constitute a business, did not exist in Nevada Lithium Corp. at the time of acquisition.

A summary of the net assets acquired and the purchase price as at the January 29, 2021 acquisition date is as follows:

	$
Purchase price:	
Shares paid by the Company (7,000,000 shares at $0.20 per share)	1,400,000
Total consideration	**1,400,000**
Net assets acquired:	
Exploration and evaluation assets - Bonnie Claire	1,490,064
Accounts payable and accrued liabilities	(90,064)
Total net assets acquired	**1,400,000**

The Company's subsidiary, Nevada Lithium Corp., entered into an option agreement dated November 30, 2020 (the "Option Agreement"), to earn up to a 50% interest in certain claims (the "Mineral Rights") relating to the Bonnie Claire lithium project located in Nevada, USA. The Company, through its subsidiary, Nevada Lithium Corp., is required to pay a 2.0% net smelter return upon commencement of commercial production of the Bonnie Claire lithium project.

Pursuant to the Option Agreement, the Company made payments totaling $7,185,400 (USD$5,600,000) for the Mineral Rights as follows:

- During the period ended April 30, 2021, the Company earned a 20% interest in the Mineral Rights through the payment of $2,027,680 (USD$1,600,000).
- On December 1, 2021, the Company paid $2,573,580 (USD$2,000,000) and achieved a total 35% interest in the Mineral Rights.
- On December 15, 2021, the Company paid $2,584,140 (USD$2,000,000) and achieved the maximum 50% interest in the Mineral Rights of the Bonnie Claire lithium project.

(Unaudited - Expressed in Canadian dollars)

4. EXPLORATION AND EVALUATION ASSETS (continued)

A summary of the Company's mineral rights is as follows:

	Bonnie Claire lithium project
	$
Balance, April 30, 2021	3,517,744
Payments toward the mineral rights	5,157,720
Balance, April 30, 2022 and January 31, 2023	**8,675,464**

5. NOTES PAYABLE

A summary of the Company's notes payable is as follows:

	$
Balance, April 30, 2022 and 2021	-
Additions	244,500
Interest expense	13,312
Balance, January 31, 2023	**257,812**

On May 11, 2022, the Company entered into a promissory note agreement for $17,500. The promissory note is repayable on demand and accrues interest at a rate of 2% per month, with an annual effective rate of 26.82%. During the three and nine months ended January 31, 2023, interest expense of $1,094 and $3,152, respectively (2022 - $nil and $nil, respectively), was recorded and no payments were made.

On May 24, 2022, the Company entered into a promissory note agreement for $52,000. The promissory note is repayable on demand and accrues interest at a rate of 2% per month, with an annual effective rate of 26.82%. During the three and nine months ended January 31, 2023, interest expense of $3,251 and $8,912, respectively (2022 - $nil and $nil, respectively), was recorded and no payments were made.

On December 22, 2022, the Company issued three promissory notes to third party lenders for $25,000, respectively for aggregate proceeds of $75,000. The promissory notes are repayable on demand and accrue interest at a rate of 1% per month, with an annual effective interest rate of 12.68%. During the three and nine months ended January 31, 2023, the Company accrued interest expense of $990 and $990, respectively (2022 - $nil and $nil, respectively).

On January 23, 2023, the Company issued two promissory notes to third parties for $50,000, respectively for aggregate proceeds of $100,000. The promissory notes are repayable on demand and accrue interest at a rate of 1% per month, with an annual effective interest rate of 12.68%. During the three and nine months ended January 31, 2023, the Company accrued interest expense of $258 and $258, respectively (2022 - $nil and $nil, respectively).

6. RELATED PARTY TRANSACTIONS

The Company's related parties include subsidiaries, affiliated entities and key management personnel. Transactions with, and amounts due to or from, related parties are unsecured and non-interest bearing and measured at the amount of consideration established and agreed to by the related parties.

Key management personnel include those persons having the authority and responsibility for planning, directing, and controlling the activities of the Company as a whole.

As at January 31, 2023, accounts payable and accrued liabilities included $242,881 (April 30, 2022 - $59,422) due to related parties.

(Unaudited - Expressed in Canadian dollars)

6. RELATED PARTY TRANSACTIONS (continued)

A summary of the Company's related party transactions is as follows:

	Three months ended January 31,		Nine months ended January 31,	
	2023	2022	**2023**	2022
	$	$	**$**	$
Management and consulting fees	**69,982**	60,742	**223,018**	130,007
Share-based compensation	**-**	27,722	**-**	216,517
	69,982	88,464	**223,018**	346,524

On September 28, 2021, the Company granted 1,200,000 share options to directors and officers of the Company. The options are exercisable into one common share at a price of $0.20 per option. The options vested immediately and expire five years from the grant date.

On September 28, 2021, the Company granted 190,000 restricted share units ("RSUs") to an officer of the Company. The RSUs vested after four months and may be converted into common shares at the discretion of the beneficiary or the Company. The RSUs expire three years after the grant date if not converted into common shares.

7. SHARE CAPITAL AND RESERVES

a) Authorized share capital

The Company is authorized to issue an unlimited number of common shares.

b) Issued share capital

There were no share capital transactions that occurred during the nine months ended January 31, 2023.

During the year ended April 30, 2022, the Company had the following share capital transactions:

On May 7, 2021, the Company completed a non-brokered private placement for the issuance of 2,480,000 common shares at $0.20 for gross proceeds of $496,000. During the year ended April 30, 2021, $266,194 was received in the form of subscription deposits. The remaining funds of $229,806 were received by October 31, 2021.

On June 11, 2021, pursuant to the terms of the special warrants, the Company issued 364,000 common shares. As a result, $18,200 was reclassified from special warrants to share capital.

On June 14, 2021, the Company received $31,225 that had been recorded as subscriptions receivable at April 30, 2021, for shares issued in a private placement that closed on January 21, 2021.

On March 29, 2022, pursuant to the receipt of a final short-form prospectus qualifying the distribution of 12,257,890 units issuable upon the deemed exercise of the November 2021 special warrants and the December 2021 special warrants, 12,257,890 special warrants were exercised into 12,257,890 units consisting of one common share and one-half of one common share purchase warrant. As a result, $4,903,156 was reclassified from the special warrants reserve to share capital and $612,895 was reclassified to reserves, applying the residual accounting method.

c) Reserves

Special warrants

There were no special warrant transactions during the nine months ended January 31, 2023.

(Unaudited - Expressed in Canadian dollars)

7. SHARE CAPITAL AND RESERVES (continued)

During the year ended April 30, 2022, the Company had the following special warrant transactions:

On November 12, 2021, the Company announced a brokered private placement of special warrants at a price of $0.45 per special warrant for gross proceeds of up to $8,000,000 (the "November 2021 Special Warrant Offering"). Each special warrant automatically converts into a unit consisting of one common share and one-half of one common share purchase warrant on the earlier of approval from securities commissions in the provinces and territories where the special warrants are sold, and 120 days after the closing date of the offering. Each whole warrant is exercisable into one common share of the Company at a price of $0.75 per share for a period of 24 months following the closing date of the offering.

On November 30, 2021, pursuant to the November 2021 Special Warrant Offering, the Company closed the first tranche of special warrants wherein the Company issued 7,916,444 special warrants (the "November 2021 Special Warrants") at a price of $0.45 per special warrant for gross proceeds of $3,562,400. For no additional consideration, the special warrants automatically converted into units consisting of one common share and one-half of one common share purchase warrant on March 29, 2022. Each whole warrant is exercisable into one common share of the Company at an exercise price of $0.75 per share and expires on November 30, 2023.

In connection with the November 2021 Special Warrants, share issuance costs consisted of cash commission and legal fees of $372,148 and the issuance of 604,776 special warrants to finders that are exercisable into units at a price of $0.45 per special warrant, expiring on November 30, 2023. Each unit consists of one common share and one-half of one common share purchase warrant. Each whole warrant is exercisable into one common share of the Company at a price of $0.75 per share and expires on November 30, 2023. The fair value of the special warrants issued to finders was recorded in the special warrants reserve and was determined to be $120,163 using the Black-Scholes Option Pricing Model with the following key inputs: share price of $0.40; exercise price of $0.45; expected life of two years; volatility of 100%; dividend yield of 0%; and risk-free rate of 0.95%.

On December 15, 2021, pursuant to the November 2021 Special Warrant Offering, the Company closed the second tranche of special warrants wherein the Company issued 4,341,446 special warrants (the "December 2021 Special Warrants") at a price of $0.45 per special warrant for gross proceeds of $1,953,651. For no additional consideration, the special warrants automatically converted into units consisting of one common share and one-half of one common share purchase warrant on March 29, 2022. Each whole warrant is exercisable into one common share of the Company at an exercise price of $0.75 per share and expires on December 15, 2023.

In connection with the December 2021 Special Warrants, share issuance costs consisted of cash commission and legal fees of $148,522 and the issuance of 255,715 special warrants to finders that are exercisable into units at a price of $0.45 per special warrant, expiring on December 15, 2023. Each unit consists of one common share and one-half of one common share purchase warrant. Each whole warrant is exercisable into one common share of the Company at a price of $0.75 per share and expires on December 15, 2023. The fair value of the special warrants issued to finders was recorded in the special warrants reserve and was determined to be $50,808 using the Black-Scholes Option Pricing Model with the following key inputs: share price of $0.40; exercise price of $0.45; expected life of two years; volatility of 100%; dividend yield of 0%; and risk-free rate of 0.95%.

On March 29, 2022, pursuant to the receipt of a final short-form prospectus qualifying the distribution of 12,257,890 units issuable upon the deemed exercise of the November 2021 Special Warrants and the December 2021 Special Warrants, 12,257,890 special warrants were exercised into 12,257,890 units consisting of one common share and one-half of one common share purchase warrant. Each whole warrant is exercisable into one common share of the Company at an exercise price of $0.75 per share and expires 24 months from the original issue date of the respective special warrant. Based on the residual value method, $612,895 was allocated to special warrants reserves.

A summary of the Company's special warrants outstanding as at January 31, 2023 is as follows:

Date of expiry	Outstanding and exercisable	Weighted average exercise price	Weighted average remaining contractual life
	#	$	Years
November 30, 2023	604,776	0.45	0.83
December 15, 2023	255,715	0.45	0.87
	860,491	**0.45**	**0.84**

(Unaudited - Expressed in Canadian dollars)

7. SHARE CAPITAL AND RESERVES (continued)

Warrants

In connection with the private placement on February 11, 2021, the Company issued 1,547,500 finder's warrants exercisable at a price of $0.20 per finder's warrant expiring on February 11, 2023. The fair value of the warrants granted was recorded as share issue costs to reserves and was determined to be $161,436 using the Black-Scholes Option Pricing Model with the following key inputs: share price of $0.20; exercise price of $0.20; expected life of two years; volatility of 100%; and risk-free rate of 0.23%.

In connection with the November and December 2021 Special Warrants, 12,257,890 special warrants were converted to 6,128,945 common share purchase warrants. Based on the residual value method, $612,895 was allocated to reserves.

A summary of the Company's warrants outstanding as at January 31, 2023 is as follows:

Date of expiry	Outstanding and exercisable	Weighted average exercise price	Weighted average remaining contractual life
	#	$	Years
February 11, 2023	1,547,500	0.20	0.03
November 30, 2023	3,958,222	0.75	0.83
December 15, 2023	2,170,723	0.75	0.87
	7,676,445	**0.64**	**0.68**

Options

On September 28, 2021, the Company granted 3,900,000 share options exercisable into one common share at a price of $0.20 per options. The options vested immediately and expire five years from the grant date. The fair value of options granted on September 28, 2021 was recorded as share-based compensation to reserves and was determined to be $580,177 using the Black-Scholes Option Pricing Model with the following key inputs: share price of $0.20; exercise price of $0.20; expected life of five years; volatility of 100%; and risk-free rate of 1.11%.

On January 25, 2022, the Company granted 30,000 share options exercisable into one common share at a price of $0.45 per option. The options vested immediately and expire three years from the grant date.

The fair value of options granted on January 25, 2022 was recorded as share-based compensation to reserves and was determined to be $6,478 using the Black-Scholes Option Pricing Model with the following key inputs: share price of $0.37; exercise price of $0.45; expected life of three years; volatility of 100%; and risk-free rate of 1.40%.

There were no option transactions during the nine months ended January 31, 2023.

A summary of the Company's options outstanding as at January 31, 2023 is as follows:

Date of expiry	Outstanding and exercisable	Weighted average exercise price	Weighted average remaining contractual life
	#	$	Years
September 28, 2026	3,900,000	0.20	3.66
January 25, 2025	30,000	0.45	1.99
	3,930,000	**0.20**	**3.65**

Restricted share units

On September 28, 2021, the Company granted 190,000 restricted share units ("RSUs") to an officer of the Company. The RSUs vested after four months and may be converted into common shares at the discretion of the beneficiary or the Company. The RSUs expire three years after the grant date if not converted into common shares.

7. SHARE CAPITAL AND RESERVES (continued)

The fair value of RSUs granted on September 28, 2021 was determined to be $38,000 using the Black-Scholes Option Pricing Model with the following inputs: share price of $0.20; exercise price of $nil; expected life of three years; volatility of 100%; and risk-free rate of 0.67%.

No RSUs were forfeited, cancelled, or expired in the three and nine months ended January 31, 2023.

A summary of the Company's RSUs outstanding as at January 31, 2023 is as follows.

Expiry date	Outstanding and exercisable	Weighted average remaining contractual life
	#	Years
September 28, 2024	190,000	1.66

8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

a) Fair value measurement of financial assets and liabilities

For the periods presented in these interim financial statements, the Company's financial instruments consisted of cash, accounts payable and accrued liabilities, and notes payable, which are all measured at amortized cost. The carrying values of cash, accounts payable and accrued liabilities, and notes payable approximate their respective fair values due to the short-term nature of these instruments.

b) Risk management

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty fails to meet an obligation under contract. The Company's cash is exposed to credit risk. The Company reduces the credit risk on cash by placing this instrument with financial institutions of high credit worthiness.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. As the Company's operations do not generate cash, financial liabilities are discharged using funding through the issuance of common shares or debt as required. As at January 31, 2023, the Company has current liabilities totaling $1,010,858 (April 30, 2022 - $285,003) and cash of $119,396 (April 30, 2022 - $28,829). Due to the Company's current working capital deficit, the Company is exposed to liquidity risk. As a result, the Company will need to raise funds to continue operations. The Company intends to raise further funds in the form of debt and equity financing.

Market risk

Market risk is risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises currency risk, and interest rate risk.

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company is exposed to foreign currency risk from accounts payable and accrued liabilities denominated in USD. Assuming all other variables constant, a change of 10% of the USD against the Canadian dollar would have had negligible impact on the statements of loss and comprehensive loss for the three and nine months ended January 31, 2023.

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 is not exposed to significant interest rate risk as its notes payable have a fixed rate of interest.

The Company does not use derivative instruments to manage its exposure to market risks.

9. CAPITAL MANAGEMENT

The Company's capital structure consists of all components of shareholder's equity and notes payable. The Company's objective when managing capital is to maintain adequate levels of funding to support the current operations including corporate and administrative functions to support operations.

The Company obtains funding primarily through issuing common stock but may incur debt. Future financings are dependent on market conditions and there can be no assurance the Company will be able to raise funds in the future.

There were no changes to the Company's approach to capital management during the nine months ended January 31, 2023. The Company is not subject to any external covenants.

10. SEGMENT INFORMATION

The Company operates in a single reportable operating segment - the acquisition, exploration and evaluation of mineral properties. The Company's exploration and evaluation assets are located in Nevada, United States.

11. SUBSEQUENT EVENTS

On February 8, 2023, the Company entered into a promissory note agreement with a third party for $25,000. The promissory note is repayable on demand and accrues interest at a rate of 1% per month.

On February 11, 2023, 1,547,500 warrants with an exercise price of $0.20 expired unexercised.

On February 24, 2023, in connection with the Arrangement (Note 1), the Company and its wholly-owned subsidiary, 1396483 B.C. Ltd. ("Nevada Lithium FinCo"), closed concurrent non-brokered private placements through the issuance of an aggregate of 38,530,000 subscription receipts (the "Subscription Receipts") at a price of $0.125 per Subscription Receipt for aggregate gross proceeds of $5,120,998, including the issue and sale of promissory notes of Nevada Lithium in the principal amount of $304,748 (collectively, the "Concurrent Financing"). Certain eligible persons (the "Finders") are entitled to receive a cash commission of up to 7% of the gross proceeds of the Concurrent Financing and such number of finder warrants (the "Finder Warrants") equal to up to 7% of the number of Subscription Receipts sold under the Concurrent Financing. The Finder Warrants are exercisable to acquire one Nevada Lithium Unit (as defined below) at an exercise price of $0.125 for a period of 24 months following the closing of the Arrangement.

Of the 38,530,000 Subscription Receipts issued pursuant to the Concurrent Financing, 13,780,000 Subscription Receipts (the "Nevada Lithium Subscription Receipts") were issued by Nevada Lithium and 24,750,000 Subscription Receipts (the "Nevada Lithium FinCo Subscription Receipts") were issued by Nevada Lithium FinCo. The Subscription Receipts issued pursuant to the Concurrent Financing will automatically convert, without payment of any additional consideration or further action on the part of the holder thereof, as follows:

- Each Nevada Lithium Subscription Receipt will convert into one unit of Nevada Lithium (a "Nevada Lithium Unit"), consisting of one common share in the capital of Nevada Lithium (a "Nevada Lithium Share") and one-half of one common share purchase warrant of Nevada Lithium (each whole warrant, a "Nevada Lithium Warrant"). Following completion of the Arrangement, each Nevada Lithium Warrant will entitle the holder thereof to acquire one additional common share of Nevada Lithium at an exercise price of $0.20 for a period of 24 months following the closing of the Arrangement.

- Each Nevada Lithium FinCo Subscription Receipt shall be converted into one unit (a "Nevada Lithium FinCo Unit"), consisting of one common share of Nevada Lithium FinCo (a "Nevada Lithium FinCo Share") and one-half of one share purchase warrant of Nevada Lithium FinCo (each whole warrant, a "Nevada Lithium FinCo Warrant"). Upon completion of the Arrangement (Note 1), each Nevada Lithium FinCo Share and each Nevada Lithium FinCo Warrant will be exchanged on a one-for-one basis for, respectively, Nevada Lithium Shares and Nevada Lithium Warrants. Following completion of the Arrangement, each Nevada Lithium Warrant will entitle the holder thereof to acquire one additional Nevada Lithium Share at an exercise price of $0.20 for a period of 24 months following the closing of the Arrangement.

11. SUBSEQUENT EVENTS (continued)

In connection with the issue and sale of the promissory notes, Nevada Lithium entered into novation agreements with Nevada Lithium FinCo whereby the liabilities and obligations under the promissory notes became the liabilities and obligations of Nevada Lithium FinCo. Nevada Lithium MergeCo subsequently entered into debt conversion agreements with the holders of the promissory notes, providing for the conversion of the principal amounts owing under the promissory notes into Nevada Lithium FinCo Units upon closing of the Arrangement. Upon completion of the Arrangement (Note 1), each Nevada Lithium FinCo Share and each Nevada Lithium FinCo Warrant comprising the Nevada Lithium FinCo Units will be exchanged on a one-for-one basis for, respectively, Nevada Lithium Shares and Nevada Lithium Warrants. Following completion of the Arrangement, each Nevada Lithium Warrant will entitle the holder thereof to acquire one additional Nevada Lithium Share at an exercise price of $0.20 for a period of 24 months following the closing of the Arrangement.

On March 13, 2023, the Company entered into a promissory note agreement with a third party. The promissory note has a principal amount of $50,000 and accrues interest at a rate of 1.0% per month. The principal and interest are due and payable on March 13, 2024.

On March 24, 2023, the Company entered into a promissory note agreement with a third party. The promissory note has a principal amount of $24,159 and accrues interest at a rate of 1.0% per month. The principal and interest are due and payable on March 24, 2024.

On March 27, 2023, the Company announced that it had entered into the Arrangement Agreement to consolidate 100% interest in and to the Project. Details of the Arrangement Agreement are contained within Note 1.