

**LIVE ENERGY MINERALS CORP.  
(FORMERLY GOLD TREE RESOURCES LTD.)**

**CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE FISCAL YEARS ENDED OCTOBER 31, 2023 AND 2022**



DALE MATHESON CARR-HILTON LABONTE LLP  
CHARTERED PROFESSIONAL ACCOUNTANTS

# Independent Auditor's Report

To the Shareholders of Live Energy Minerals Corp.

## Opinion

We have audited the consolidated financial statements of Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.) (the "Company"), which comprise the consolidated statements of financial position as at October 31, 2023 and 2022, and the consolidated statements of loss and comprehensive loss, cash flows and changes in shareholders' equity for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policy information (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at October 31, 2023 and 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 1 to the financial statements, which describes events or conditions that indicate the existence of a material uncertainty which may cast significant doubt about 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.

Except for the matter described in the Material Uncertainty Related to Going Concern section, we have determined that there are no other key audit matters to communicate in our report.

### Vancouver

1500 - 1140 West Pender St.  
Vancouver, BC V6E 4G1  
604.687.4747

### Surrey

200 - 1688 152 St.  
Surrey, BC V4A 4N2  
604.531.1154

### Tri-Cities

700 - 2755 Lougheed Hwy  
Port Coquitlam, BC V3B 5Y9  
604.941.8266

### Victoria

320 - 730 View St.  
Victoria, BC V8W 3Y7  
250.800.4694

## Other Information

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

## Responsibilities of Management and Those Charged with Governance for the 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.

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

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



DALE MATHESON CARR-HILTON LABONTE LLP  
CHARTERED PROFESSIONAL ACCOUNTANTS  
Vancouver, BC

February 21, 2024

**Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.)**  
**Consolidated Statements of Financial Position**  
(Expressed in Canadian dollars)

As at,	October 31, 2023	October 31, 2022
	\$	\$
<b>ASSETS</b>		
Current assets		
Cash	317,979	352,052
Short-term investment (Note 7)	65,217	-
Taxes receivable	13,596	7,553
	396,792	359,605
Exploration and evaluation assets (Note 6)	1,198,252	1,156,030
<b>Total assets</b>	<b>1,595,044</b>	<b>1,515,635</b>
<b>LIABILITIES</b>		
Current liabilities		
Accounts payable and accrued liabilities	31,137	40,024
Accrued liabilities	21,416	31,382
Due to related parties (Note 9)	313	16,101
<b>Total liabilities</b>	<b>52,866</b>	<b>87,507</b>
<b>SHAREHOLDERS' EQUITY</b>		
Share capital (Note 8)	1,880,001	1,640,001
Deficit	(337,823)	(211,873)
<b>Total shareholders' equity</b>	1,542,178	1,428,128
<b>Total liabilities and shareholders' equity</b>	<b>1,595,044</b>	<b>1,515,635</b>

Nature of operation and going concern (Note 1)

Approved on behalf of the Board of Directors on February 21, 2024:

"Adrian Smith"                      "Kosta Tsoutsis"  
Adrian Smith, Director              Kosta Tsoutsis, Director

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

**Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.)**  
**Consolidated Statements of Loss and Comprehensive Loss**  
(Expressed in Canadian dollars)

	Year ended October 31,	
	2023	2022
	\$	\$
<b>Expenses</b>		
General administrative and office	3,225	11,186
Accounting fees	59,632	84,018
Transfer agent and filing fees	22,773	32,666
Legal fees	4,098	31,371
Marketing fees	2,854	-
Professional fees (Note 9)	24,672	20,550
<b>Loss before other item</b>	<b>(117,254)</b>	<b>(179,791)</b>
<b>Other item</b>		
Unrealized loss on investment (Note 7)	(8,696)	-
<b>Net and comprehensive loss</b>	<b>(125,950)</b>	<b>(179,791)</b>
<b>Loss per share - basic and diluted</b>	<b>(0.01)</b>	<b>(0.01)</b>
Weighted average number of common shares outstanding – basic and diluted	17,250,090	14,482,953

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

**Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.)**  
**Consolidated Statements of Cash Flows**  
(Expressed in Canadian dollars)

	Year ended October 31,	
	2023	2022
	\$	\$
<b>Cash flows from operating activities</b>		
Net loss for the year	(125,950)	(179,791)
Unrealized loss on investment	8,696	-
Net change in non-cash working capital		
Taxes receivable	(6,043)	(7,553)
Accounts payable and accrued liabilities	(18,853)	56,406
Due to related parties	(15,788)	13,279
<b>Cash used in operating activities</b>	<b>(157,938)</b>	<b>(117,659)</b>
<b>Cash flows from financing activities</b>		
Proceeds from exercise of warrants	100,000	10,000
Proceeds from option payment	50,000	-
<b>Cash provided by financing activities</b>	<b>150,000</b>	<b>10,000</b>
<b>Cash flows from investing activities</b>		
Exploration and evaluation expenditures	(26,135)	(126,877)
<b>Cash used in investing activities</b>	<b>(26,135)</b>	<b>(126,877)</b>
Decrease in cash	(34,073)	(234,536)
Cash, beginning	352,052	586,588
Cash, ending	317,979	352,052
<b>SUPPLEMENTAL DISCLOSURE</b>		
	\$	\$
Shares issued for settlement of debt	140,000	-
Fair value of investment received for option agreement	73,913	-
Shares issued for exploration and evaluation assets	-	150,000
Shares issued for acquisition	-	765,000

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

**Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.)**  
**Consolidated Statements of Changes in Shareholders' Equity**  
**For the Years ended October 31, 2023 and 2022**  
(Expressed in Canadian dollars)

	Number of shares	Amount - \$ -	Deficit - \$ -	Total equity - \$ -
Balance, October 31, 2021	12,965,501	715,001	(32,082)	682,919
Shares issued for acquisition of 1314836 BC Ltd. (Notes 5,6 and 8)	3,000,000	765,000	-	765,000
Shares for conversion of special warrants (Note 8)	355,000	-	-	-
Shares for option payment (Notes 5 and 8)	600,000	150,000	-	150,000
Shares for exercise of warrants (Note 8)	100,000	10,000	-	10,000
Net and comprehensive loss	-	-	(179,791)	(179,791)
Balance, October 31, 2022	17,020,501	1,640,001	(211,873)	1,428,128
Shares for exercise of warrants (Note 8)	1,000,000	100,000	-	100,000
Shares issued for settlement of debt (Notes 6 and 8)	200,000	140,000	-	140,000
Net and comprehensive loss	-	-	(125,950)	(125,950)
Balance, October 31, 2023	18,220,501	1,880,001	(337,823)	1,542,178

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



# Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.)

Notes to the Consolidated Financial Statements  
For the Years ended October 31, 2023 and 2022  
(Expressed in Canadian dollars)

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## 1. NATURE OF OPERATIONS AND GOING CONCERN

Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.) (the “Company”) was incorporated under the Business Corporations Act of British Columbia on June 21, 2019. The Company is in the business of exploring resource properties. The Company’s resource properties are located in British Columbia, Canada and Nevada, USA. On March 28, 2022, the Company was approved for its listing on the Canadian Securities Exchange (“CSE”) under the stock symbol “GTX”. On March 1, 2023, the Company changed its name to “Live Energy Minerals Corp.” from “Gold Tree Resources Ltd.” and began trading on the Canadian Securities Exchange (“CSE”) under the new stock symbol “LIVE”. The Company’s head office, principal address and records of office is 21 - 2986 Coast Meridian Road, Port Coquitlam, BC, V3B 3M8.

These consolidated financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. As at October 31, 2023, the Company had not advanced its resource properties to commercial production and is not able to finance day to day activities through operations. The Company had excess of current assets over current liabilities of \$343,926 as at October 31, 2023 (October 31, 2022 – \$272,098), and an accumulated deficit of \$337,823 (October 31, 2022 - \$211,873). The Company’s continuation as a going concern is dependent upon its ability to achieve successful results from its exploration activities, to attain profitable operations and to generate funds raise equity capital or borrowings sufficient to meet current and future obligations. These factors indicate the existence of a material uncertainty which may cast significant doubt about the Company’s ability to continue as a going concern. Management intends to finance operating costs over the next twelve months with loans from directors and private placements of common shares. These consolidated financial statements do not reflect any adjustments that may be necessary if the Company is unable to continue as a going concern and such adjustments could be material.

## 2. BASIS OF PREPARATION

### *Statement of Compliance*

The consolidated financial statements are prepared in accordance with International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”). The financial statements were authorized for issue by the Board of Directors on February 21, 2024.

### *Basis of Measurement*

These consolidated financial statements have been prepared on a historical cost basis, except for financial instruments classified as fair value through profit or loss (“FVTPL”) or fair value through other comprehensive income (“FVTOCI”), which are stated at their fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

The consolidated financial statements are presented in Canadian dollars, which is also the functional currency of the Company and its subsidiaries.

### *Basis of Consolidation*

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries, 1314836 BC Ltd. and Lithium Valley Holdings Corp (“LVH”). The financial statements of the subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. All inter-company balances, transactions, income and expenses have been eliminated upon consolidation.

# Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.)

Notes to the Consolidated Financial Statements  
For the Years ended October 31, 2023 and 2022  
(Expressed in Canadian dollars)

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## 2. BASIS OF PREPARATION (CONTINUED)

### *Sources of Estimation Uncertainty*

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

#### i) Realization of exploration and evaluation assets

The Company assesses its exploration and evaluation assets for possible impairment if there are events or changes in circumstances that indicate that carrying values of assets may not be recoverable, at each reporting period. The assessment of any impairment of exploration and evaluation assets is dependent upon estimates of recoverable amounts that take into account factors such as reserves, economic and market conditions, timing of cash flows and useful lives of assets and their related salvage values.

#### ii) Site restoration obligations

Provisions are recorded when a present legal or constructive obligation exists as a result of past events where it is possible that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the amount of obligation can be made.

Restoration liabilities include an estimate of the future cost associated with the reclamation of the property and equipment, discounted to its present value, and capitalized as part of the cost of assets. The estimated costs are based on the present value of the expenditure expected to be incurred. Changes in the discount rate, estimated timing of reclamation costs, or cost estimates are dealt with prospectively by recording a change in estimate, and corresponding adjustment to equipment. The accretion on the reclamation provision is included in the reclamation liability.

As at October 31, 2023, the Company is not aware of any environmental concerns relating to its exploration and evaluation asset that may result in a liability to the Company.

#### iii) Valuation of share-based payments

The Company uses the Black-Scholes Option Pricing Model for valuation of share-based payments. Option pricing models require the input of subjective assumptions including expected price volatility, interest rate and forfeiture rate. Changes in the input assumptions could materially affect the fair value estimate and the Company's earnings and equity reserves, and therefore the existing models do not necessarily provide an accurate single measure of the actual fair value of the Company's stock options and warrants.

#### iv) Income taxes

In assessing the probability of realizing income tax assets, management makes estimates related to expectations of future taxable income, applicable tax opportunities, expected timing of reversals of existing temporary differences and likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified. Changes in economic conditions, metal prices and other factors could result in revisions to the estimates of the benefits to be realized or the timing of utilizing losses.

### *Critical Accounting Judgments*

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

# Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.)

Notes to the Consolidated Financial Statements  
For the Years ended October 31, 2023 and 2022  
(Expressed in Canadian dollars)

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## 2. BASIS OF PREPARATION (CONTINUED)

### *Critical Accounting Judgments (continued)*

#### i) Assessment of going concern

The assessment of the Company's ability to continue as a going concern and to raise sufficient funds to pay for its ongoing operating expenditures, meet its liabilities for the ensuing year, and to fund planned and contractual exploration programs, involves significant judgment based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances.

#### ii) Business combinations and asset acquisitions

Judgment is required to determine if the Company's acquisitions represent business combinations or asset purchases. More specifically, management concluded that the Company's acquisition did not qualify as business combinations, as the assets acquired were not an integrated set of activities with inputs and processes capable of producing outputs. For acquisitions that represented the purchase of assets, no goodwill was recognized on the transactions and acquisition costs were capitalized to the assets purchased rather than expensed. As the Company concluded that the acquisition was an asset acquisition, an allocation of the purchase price to the individual identifiable assets acquired, including intangible assets, and liabilities assumed based on their fair values at the date of purchase was required. The fair values of the net assets acquired were calculated using significant estimates and judgments. If estimates or judgments differed, this could result in a materially different allocation of net assets on the consolidated statement of financial position.

In a business combination, substantially all identifiable assets, liabilities and contingent liabilities acquired are recorded at the date of acquisition at their respective fair values. One of the most significant areas of judgment and estimation relates to the determination of the fair value of these assets and liabilities, including the fair value of contingent consideration, if applicable. If any intangible assets are identified, depending on the type of intangible asset and the complexity of determining its fair value, an independent external valuation expert may develop the fair value, using appropriate valuation techniques, which are generally based on a forecast of the total expected future net cash flows. These valuations are linked closely to the assumptions made by management regarding the future performance of the assets concerned and any changes in the discount rate applied. In certain circumstances where estimates have been made, the Company may obtain third-party valuations of certain assets, which could result in further refinement of the fair-value allocation of the purchase prices.

## 3. SIGNIFICANT ACCOUNTING POLICIES

### *Financial Instruments*

#### Classification

The Company classifies its financial instruments in the following categories: at FVTPL, FVTOCI or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

# Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.)

Notes to the Consolidated Financial Statements  
For the Years ended October 31, 2023 and 2022  
(Expressed in Canadian dollars)

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## 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### *Financial Instruments (continued)*

The following table shows the classification of the Company's financial instruments under IFRS 9:

Financial assets/liabilities	Classification
Cash	FVTPL
Short-term investment	FVTPL
Accounts payable	Amortized cost
Due to related parties	Amortized cost

### Measurement

Financial assets and liabilities at amortized cost.

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

Financial assets and liabilities at FVTPL

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

### Derecognition

Financial assets

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity. Gains and losses on derecognition are generally recognized in the consolidated statements of loss and comprehensive loss.

Financial liabilities

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

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

### *Cash*

Cash consists of bank deposits or highly liquid investments that are readily convertible to known amounts of cash with original maturities of 90 days or less and which are subject to an insignificant risk of change in value.

### *Exploration and Evaluation Assets ('E&E')*

Once the legal right to explore a property has been acquired, costs directly related to E&E expenditures are capitalized, in addition to the acquisition costs. These direct expenditures include such costs as materials used, surveying costs, drilling costs and payments made to contractors during the exploration phase. The costs are accumulated by exploration area and are not depleted pending determination of technical feasibility and commercial viability. Costs not directly attributable to E&E activities, including general and administrative overhead costs, are expensed in the period in which they occur.

# Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.)

Notes to the Consolidated Financial Statements  
For the Years ended October 31, 2023 and 2022  
(Expressed in Canadian dollars)

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## 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### *Exploration and Evaluation Assets ('E&E') (continued)*

The Company may acquire or dispose of properties pursuant to the terms of option agreements. Due to the fact that options are exercisable entirely at the discretion of the optionee, the amounts payable or receivable are not recorded. Option payments are recorded as E&E assets or recoveries when the payments are made or received.

When a project is deemed to no longer have commercially viable prospects to the Company, E&E expenditures in respect of that project are deemed to be impaired. As a result, those E&E expenditures, in excess of estimated recoveries, are written off to the consolidated statement of loss and comprehensive loss. The Company assesses E&E assets for impairment when facts and circumstances suggest that the carrying amount of an asset may exceed its recoverable amount.

### *Impairment of Non-Financial Assets*

At the end of each reporting period the carrying amounts of the assets are reviewed to determine whether there is any indication that those assets are impaired. Impairment is recognized when the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. The impairment loss is recognized in the profit or loss for the period.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount had no impairment loss been recognized. A reversal of an impairment loss is recognized in profit or loss.

### *Reclamation Obligations*

The Company recognizes the fair value of a legal or constructive liability for a reclamation obligation in the period in which it is incurred and when a reasonable estimate of fair value can be made. The carrying amount of the related long-lived asset is increased by the same amount as the liability. Changes in the liability for a reclamation obligation due to the passage of time will be measured by applying an interest method of allocation. The amount will be recognized as an increase in the liability and a financing expense in the consolidated statements of loss and comprehensive loss. Changes resulting from revisions to the timing or the amount of the original estimate of undiscounted cash flows are recognized as an increase or a decrease to the carrying amount of the liability and the related long-lived asset.

### *Share Capital*

Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Company's common shares, warrants and options are classified as equity instruments. Incremental costs directly attributable to the issue of new shares, warrants and options are recognized as a deduction from equity.

### *Valuation of Equity Units issued in Private Placements*

Proceeds received on the issuance of units, consisting of common shares and warrants, are first allocated to the fair value of the common shares with any residual value then allocated to warrants. The fair value of the common shares is determined by the closing quoted bid price on the issue date. The balance, if any, is allocated to the attached warrants and recorded in reserves.

# Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.)

Notes to the Consolidated Financial Statements  
For the Years ended October 31, 2023 and 2022  
(Expressed in Canadian dollars)

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## 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### *Share-based Payments*

Where equity-settled share options are awarded to employees, the fair value of the options at the date of grant is recognized in profit or loss over the vesting period. Performance vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each reporting date so that, ultimately, the cumulative amount recognized over the vesting period is based on the number of options that eventually vest. Non-vesting conditions and market vesting conditions are factored into the fair value of the options granted. As long as all other vesting conditions are satisfied, a charge is made irrespective of whether these vesting conditions are satisfied. The cumulative expense is not adjusted for failure to achieve a market vesting condition or where a non-vesting condition is not satisfied.

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

Where equity instruments are granted to non-employees, they are recorded at the fair value of the goods or services received in profit or loss, unless they are related to the issuance of shares. Amounts related to the issuance of shares are recorded as a reduction of share capital. 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 use of a valuation model.

All equity-settled share-based payments are reflected in reserves, until exercised. Upon exercise, shares are issued from treasury and the amount reflected in reserves is credited to share capital, adjusted for any consideration paid. Where a grant of options is cancelled or settled during the vesting period, excluding forfeitures when vesting conditions are not satisfied, the Company 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.

### *Loss per Share*

Basic loss per common share is computed by dividing the net loss for the year by the weighted average number of common shares outstanding for the period. Diluted per share amounts reflect the potential dilution that could occur if securities or other contracts to issue common shares were exercised or converted to common shares. The treasury stock method is used to determine the dilutive effect of stock options and other dilutive instruments. Under the treasury stock method, the weighted average number of common shares outstanding used in the calculation of diluted loss per share assumes that the deemed proceeds received from the exercise of stock options, share purchase warrants and their equivalents would be used to repurchase common shares of the Company at the average market price during the period.

### *Income Taxes*

Income tax on the income or loss for the years presented comprises current and deferred tax. Income tax is recognized in income or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax expense is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous periods.

# Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.)

Notes to the Consolidated Financial Statements  
For the Years ended October 31, 2023 and 2022  
(Expressed in Canadian dollars)

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## 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### *Income Taxes (continued)*

Deferred income tax is recognized using the asset and liability method of accounting for income taxes. Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities, and their respective tax basis. Deferred tax assets and liabilities are measured using enacted or substantively enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in profit or loss in the period that includes the enactment date. Deferred tax assets also result from unused loss carry-forwards, resource related tax pools and other deductions. A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

### *Foreign Currency Translation*

Transactions in foreign currencies are recorded at the rates of exchange prevailing on the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated into Canadian dollars at the rate of exchange prevailing at the statement of financial position date.

Non-monetary items are translated at the rate of exchange in effect when the assets were acquired, or obligations incurred. Non-monetary items measured at fair value are reported at the exchange rates in effect at the time of the transaction. Exchange differences arising from the translations are recorded as a gain or loss on foreign currency translation in profit or loss.

The assets and liabilities of foreign operations are translated into Canadian dollars at period-end exchange rates and their revenue and expense items are translated at exchange rates prevailing at the date of the transactions. The resulting exchange rate differences are recognized in profit or loss.

### *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.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the statement of financial position date, taking into account the risk and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

### *New Standards and Interpretations*

Accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's consolidated financial statements.

## 4. FINANCIAL RISK AND CAPITAL MANAGEMENT

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

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## 4. FINANCIAL RISK AND CAPITAL MANAGEMENT (CONTINUED)

### *Credit Risk*

Credit risk is the risk of loss due to the counterparty's inability to meet its obligations. The Company's exposure to credit risk is on its cash. Risk associated with cash is managed through the use of major banks which are high credit quality financial institutions as determined by rating agencies. Credit risk is assessed as low.

### *Foreign Exchange Risk*

Foreign currency risk is the risk that the fair values or future cash flows of a financial instrument will fluctuate as they are denominated in currencies that differ from the respective functional currency. The Company's functional currency is the Canadian dollar, and all its assets and liabilities are in the Company's functional currency, therefore the Company is currently not exposed to foreign currency risk.

### *Liquidity Risk*

Liquidity risk is the risk that the Company will encounter difficulty in satisfying financial obligations as they become due. The Company manages its liquidity risk by forecasting cash flows from operations and anticipated investing and financing activities. The Company's objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements. The Company assessed its liquidity risk as high.

The following is an analysis of the contractual maturities of the Company's non-derivative financial liabilities at October 31, 2023 and October 31, 2022:

	Within 60 days \$	Between 61-90 days \$	More than 90 days \$	Total \$
October 31, 2023				
Accounts payable	788	-	30,349	31,137
Related parties	-	-	313	313
	788	-	30,662	31,450

	Within 60 days \$	Between 61-90 days \$	More than 90 days \$	Total \$
October 31, 2022				
Accounts payable	40,024	-	-	40,024
Related parties	16,101	-	-	16,101
	56,125	-	-	

### *Interest Rate Risk*

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

There were no changes in the Company's approach to risk management during the reporting period.

### *Capital Management*

The Company defines its capital as shareholders' equity. It manages its capital structure and makes adjustments to it based on the funds available to the Company in order to support future business opportunities. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.



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## 4. FINANCIAL RISK AND CAPITAL MANAGEMENT (CONTINUED)

The Company is dependent upon external financing or the sale of assets to fund activities. In order to carry out future projects and pay for administrative costs, the Company will spend its existing working capital and raise additional funds as needed. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. The approach to capital management has not changed since the prior year, and the Company is not subject to externally imposed capital requirements.

### *Fair value*

The fair value of the Company's financial assets and liabilities approximates the carrying amount.

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data.

The Company's cash and short-term investment are measured at fair value level 1.

## 5. ACQUISITION OF 1314836 BC LTD.

On July 7, 2022, the Company acquired, through the purchase of 1314836 BC Ltd. ("1314836"), the McDermitt Lithium Property (the "McDermitt Property") located in Nevada, USA.

Under the terms of the agreement, the Company issued 3,000,000 common shares with a fair value of \$765,000 to the shareholders of 1314836.

This acquisition did not meet the definition of a business under IFRS 3; therefore, the acquisition of 1314836 was treated as an acquisition of assets. The fair value of the assets acquired as at the date of acquisition were as follows:

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Consideration		
Fair value of 3,000,000 common shares issued (Notes 5 and 8)	\$	765,000
<hr/>		
Net assets acquired		
Exploration and evaluation assets	\$	765,000

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## 6. EXPLORATION AND EVALUATION ASSETS

	Skygold Property \$	McDermitt Lithium Property \$	Total \$
<b>Acquisition costs</b>			
Balance, October 31, 2021	28,000	-	28,000
Additions	170,000	765,000	935,000
Balance, October 31, 2022	198,000	765,000	963,000
Additions	140,000	-	140,000
Option payments received	-	(123,913)	(123,913)
Balance, October 31, 2023	338,000	641,087	979,087
<b>Exploration costs</b>			
Balance, October 31, 2021	86,153	-	86,153
Geological	17,137	9,488	26,625
Travel	11,221	69,031	80,252
Balance, October 31, 2022	114,511	78,519	193,030
Assays	944	-	944
Geological	8,000	15,043	23,043
Sampling	45	-	45
Travel	2,103	-	2,103
Balance, October 31, 2023	125,603	93,562	219,165
<b>Total costs October 31, 2022</b>	<b>312,511</b>	<b>843,519</b>	<b>1,156,030</b>
<b>Total costs October 31, 2023</b>	<b>463,603</b>	<b>734,649</b>	<b>1,198,252</b>

### **Skygold Property**

On September 10, 2019 (“Effective Date”), the Company entered into an Option Agreement, and amendments on September 9, 2020, September 9, 2021, September 9, 2022, and October 13, 2023 (the “Option Agreement”) with Divitiae Resources Ltd. (“Divitiae”), a related party being a company controlled by the CEO, to acquire a 100% legal and beneficial interest in the Skygold Property (“Property”), subject to 1.5% Net Smelter Return. In order to maintain the Option Agreement in good standing and earn a 100% right, title and undivided interest in and to the Property, the Company will pay certain amounts to the Divitiae, issue common shares and complete minimum work expenditures as follows:

- (a) make cash payments to Divitiae, as follows:
  - (i) \$8,000 within six months of the Effective Date (paid);
  - (ii) an additional \$10,000 on or before February 28, 2021 (paid);
  - (iii) an additional \$20,000 on or before February 28, 2022 (paid);
  - (iv) an additional \$40,000 on or before June 30, 2023 (settled via issuance of shares, Notes 8 and 9);
  - (v) an additional \$100,000 on or before the fourth anniversary of the Effective Date settled via issuance of shares, Notes 8 and 9);
- (b) allot and issue to Divitiae, as fully paid and non-assessable, 2,000,000 common shares, as follows:
  - (i) 100,000 shares on or before February 28, 2021 (issued);
  - (ii) an additional 200,000 shares on or before February 28, 2022 (issued, Note 8);
  - (iii) an additional 400,000 shares on or before the third anniversary of the Effective Date (issued, Note 8);
  - (iv) an additional 1,300,000 shares on or before September 30, 2024\*;

\*On October 13, 2023, the Company entered into an Amendment Agreement where the share issuance on or before the fourth anniversary of the effective date was amended to be paid on or before September 30, 2024.

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## 6. EXPLORATION AND EVALUATION ASSETS (CONTINUED)

### *Skygold Property (Continued)*

- (c) complete minimum work expenditures on the Property as follows:
- (i) \$20,000 on or before February 28, 2021 (completed);
  - (ii) \$40,000 on or before February 28, 2022 (completed); and
  - (iii) \$60,000 on or before the third anniversary of the Effective Date (completed).

Upon exercise of the option, Divitiae is entitled to receive a royalty equal to 1.5% of the net smelter returns ("NSR") from the property. The Company may repurchase 1% of the NSR from Divitiae for \$1,000,000.

### *McDermitt Lithium Property*

On July 7, 2022, the Company acquired, through the purchase of 1314836 (Note 5), the McDermitt Property which is comprised of 315 lode claims located in Humboldt County, Nevada, USA.

On September 15, 2023, the Company, and its wholly-owned subsidiary, LVH, entered into an Exploration and Option to Enter a Joint Venture Agreement (the "Agreement") with respect to the Company's McDermitt Lithium East Project located in Nevada (the "Project") with US Critical Metals Corp. ("USCM"), a company listed on the Canadian Securities Exchange and its wholly-owned Nevada subsidiary, US Energy Metals Corp. ("USEM"), to provide USEM with an option to acquire up to a 50% interest in the Project and a further option to acquire an additional 25% interest for an aggregate total of 75% interest in the Project. The term of the Agreement shall continue to and including September 15, 2029, and, if USEM completes its initial Earn-In Obligation, thereafter until the parties execute and deliver the conditions unless this Agreement is otherwise terminated or extended.

Subject to USEM's right (a) to accelerate performance of its Earn-In Obligation under this Agreement; (b) to terminate this Agreement; and (c) to extend the time for performance of its obligations, USEM agrees to incur expenditures for exploration and development work and to deliver the cash and share consideration (collectively the "Earn-In Obligation") as follows:

- (a) Incur exploration and development work expenditures, as follows:
- (i) An initial \$1,500,000 expenditures on or before the second anniversary of the effective date ("Second Year Deadline"); and
  - (ii) An additional \$3,000,000 expenditures on or before the sixth anniversary of the effective date ("Phase 1 Deadline");
- (b) make cash payments, as follows:
- (i) Claim Fee Reimbursement: Within 10 business days of later of both: (1) execution of the Agreement by all parties; and (2) receipt by USCM, from LVH, of proof of payment of the claim maintenance fees for the claims for the period September 1, 2023 to August 30, 2024 (the "Fees"), pay to LVH the amount of Fees that they incurred (the "Claim Fee Reimbursement")(received);
  - (ii) \$50,000 within 5 business days after the CSE's approval of USCM's execution of this Agreement (received); and
  - (iii) \$100,000 within 10 business days after the Second Year Deadline if USEM elects to continue this Agreement in effect after the Second Year Deadline;

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## 6. EXPLORATION AND EVALUATION ASSETS (CONTINUED)

- (c) issue common shares to the Company, as follows:
- (i) shares of USCM having a value of \$100,000 on the CSE's approval of USCM's execution of this Agreement (received, Note 7);
  - (ii) Shares of USCM having a value of \$200,000 within 10 business days after the Second Year Deadline if USEM elects to continue this Agreement in effect after the Second Year Deadline;
  - (iii) shares of USCM having a value of \$1,000,000 within 10 business days after USEM elects to exercise its option and right to increase its participating interest in the Joint Venture to 75%.

Upon USEM having completed the initial Earn-In Obligation above, USEM shall be deemed to have exercised its option to earn a 50% interest in the Project and to form the joint venture with LVH. USEM shall have the option to elect to increase its interest by an additional 25% by incurring additional exploration and development work expenditures of \$5,000,000.

## 7. SHORT-TERM INVESTMENT

The Company received 434,782 USCM common shares on October 4, 2023 and recorded at a fair value of \$73,913 pursuant to the Agreement dated September 15, 2023 (Note 6). As at October 31, 2023, the Company fair value of the common shares was \$65,217, resulting in an unrealized loss on investment of \$8,696.

	October 31, 2023	October 31, 2022
	\$	\$
USCM 434,782 common shares (October 31, 2022- Nil common shares)	65,217	-

## 8. SHARE CAPITAL

### *Authorized*

An unlimited number of common shares without par value.

### *Issued*

#### *Year ended October 31, 2023:*

During the year ended October 31, 2023, the Company issued 1,000,000 common shares pursuant to the exercise of 1,000,000 warrants for gross proceeds of \$100,000. The Company's share price on the dates of exercise was \$0.65.

On September 27, 2023, the Company issued 200,000 common shares valued at \$0.70 per share to settle \$140,000 of accounts payable (Note 6).

#### *Year ended October 31, 2022:*

On September 10, 2022, the Company issued 400,000 common shares with a fair value of \$130,000 pursuant to the terms of the Skygold Option Agreement (Note 6).

On July 7, 2022, the Company issued 3,000,000 common shares with a fair value of \$765,000 pursuant to the acquisition of 1314836 (Notes 5 and 6).

On May 5, 2022, the Company issued 100,000 common shares, pursuant to the exercise of warrants for total proceeds of \$10,000. The Company's share price on the date of exercise was \$0.20.

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## 8. SHARE CAPITAL (CONTINUED)

### *Issued (continued)*

#### *Year ended October 31, 2022 (continued):*

On February 28, 2022, the Company issued 200,000 common shares at a fair value of \$20,000, pursuant to the terms of the Skygold Option Agreement (Note 6).

On December 1, 2021, the 355,000 special warrants were converted into 355,000 common shares of the Company for \$Nil proceeds.

### *Escrow*

At October 31, 2023, 1,825,200 shares were held in escrow (2022 – 3,042,000). These shares will be released as 15% every six months after the date that the common shares were listed on the CSE.

### *Warrants*

	Number of Warrants	Weighted average exercise price
Outstanding, October 31, 2021	5,200,000	\$ 0.10
Exercised	(100,000)	(0.10)
Outstanding, October 31, 2022	5,100,000	\$ 0.10
Exercised	(1,000,000)	(0.10)
Expired	(4,100,000)	(0.10)
Outstanding, October 31, 2023	-	-

In addition, at October 31, 2021, the Company had 355,000 special warrants outstanding, which are exercisable for \$Nil proceeds. These special warrants will be converted into common shares of the Company upon successful listing on the CSE or 18 months from the date of issuance of the special warrants. On December 1, 2021, the 355,000 special warrants were converted into common shares of the Company for \$Nil proceeds.

## 9. RELATED PARTY TRANSACTIONS

### *Related party balances*

As at October 31, 2023, Company had amounts due to related parties of \$313 (October 31, 2022 - \$16,101), which was payable to directors and officers of the Company. The amounts are unsecured, non-interest bearing and due on demand.

### *Related party transactions*

Management fees charged by a company controlled by a director totaled \$6,000 during the year ended October 31, 2023 (October 31, 2022 - \$4,250).

On September 27, 2023, the Company issued 200,000 common shares valued at \$0.70 per share to settle \$140,000 of accounts payable to Divitiae, a related party to the Company (Notes 6 and 8).

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## 10. SEGMENTED INFORMATION

As at October 31, 2023 and October 31, 2022, the Company conducts all of its operations in one business segment being the exploration of resource properties, in two geographic locations being Canada and the United States. During the year ended October 31, 2022, the Company acquired the McDermitt Property in Humboldt County, Nevada, USA as a result of the purchase of 1314836 (Notes 5 and 6). The Company's operations are geographically located in Canada and the United States as follows:

	October 31, 2023 \$	As at October 31, 2022 \$
<b>Non-current Assets</b>		
Canada	463,603	312,511
United States	734,649	843,519
<b>Total</b>	<b>1,198,252</b>	<b>1,156,030</b>

## 11. INCOME TAXES

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

	October 31, 2023 \$	October 31, 2022 \$
Loss before income taxes	(125,950)	(179,791)
Statutory tax rate	27%	27%
Expected income tax recovery	(34,007)	(48,543)
Non-deductible items and other	2,871	-
Change in valuation allowance	31,136	48,543
<b>Total income tax recovery</b>	<b>-</b>	<b>-</b>

The significant components of the Company's deferred income tax asset unrecognized are as follows:

	October 31, 2023 \$	October 31, 2022 \$
Non-capital loss carry-forwards	89,000	57,700
Share issuance costs	165	329
	89,165	58,029
Valuation allowance	(89,165)	(58,029)
<b>Net deferred tax asset</b>	<b>-</b>	<b>-</b>

The Company has non-capital carry forward losses of \$388 that expire in 2039, \$6,679 that expire in 2040, \$26,235 that expire in 2041, \$179,881 that expire in 2042, and \$116,448 that expire in 2043.