CANTER RESOURCES CORP.

BUSINESS ACQUISITION REPORT

FORM 51-102F4

Item 1. Identity of Company

1.1 Name and Address of Company

Canter Resources Corp. (the "**Company**" or "**Canter**")

Suite 400, 1681 Chestnut Street
Vancouver, British Columbia, V6J 4M6

1.2 Executive Officer

The following executive officer of the Company is knowledgeable about the significant acquisition and this business acquisition report:

Executive Officer: Joness Lang, Chief Executive Officer

Telephone: 604.908.1695

Item 2. Details of Acquisition

2.1 Nature of Business Acquired

On November 21, 2023, the Company completed the acquisition of Altitude Ventures Corp. ("**Altitude**") pursuant to the terms of the amalgamation agreement dated November 10, 2023 (the "**Amalgamation Agreement**") among the Company, Canter's wholly-owned subsidiary, 1447235 B.C. Ltd. ("**Subco**") and Altitude (the "**Acquisition**").

Altitude is a junior mining company incorporated pursuant to the laws of British Columbia. Altitude holds the sole option to acquire a 100% interest of the 23,000-acre lithium exploration project located in the Columbus Salt Marsh Basin, Esmerelda County, Nevada, USA, being the "Columbus Lithium-Boron Project". In addition, Altitude holds a 100% interest in certain Beaver Creek lithium occurrences located in the town of Lincoln, Montana, USA, being the "Beaver Creek Property".

For additional details regarding the Acquisition, the Columbus Lithium-Boron Project and the Beaver Creek Property, see the Company's news releases dated November 17, 2023 and November 21, 2023, copies of which have been filed under the Company's profile on SEDAR+ at www.sedarplus.ca.

2.2 Date of Acquisition

The Company completed the Acquisition on November 21, 2023.

2.3 Consideration

The Acquisition was completed by way of a three-cornered amalgamation under the *Business Corporation Act* (British Columbia) among the Company, Altitude and Subco. Pursuant to the Acquisition, Altitude amalgamated with Subco and the holders of shares of Altitude (the "**Altitude Shares**") received one (1) common share of the Company (a "**Canter Share**") for every one (1) Altitude Share. The Company issued an aggregate of 18,020,001 Canter Shares at a deemed price of $0.08 per share to the former shareholders of Altitude as consideration for all of the outstanding Altitude Shares pursuant to the amalgamation and the amalgamated company became a wholly-owned subsidiary of the Company. No finder's fees were paid in connection with the Acquisition.

2.4 Effect on Financial Position

The Company does not have any current plans or proposals for material changes in its business affairs or the affairs of any of its subsidiaries, including Altitude, which may have a significant effect on the results of operations and financial position of the Company.

2.5 Prior Valuations

Not Applicable

2.6 Parties to the Transaction

The Acquisition was not with an informed person, associate or affiliate of the Company as defined in Section 1.1 of National Instrument 51 – 102 *Continuous Disclosure Obligations*.

2.7 Date of Report

February 5, 2024

Item 3. Financial Statements

The following financial statements are attached to this Business Acquisition Report:

- Schedule A – audited financial statements of Altitude for the fiscal years ended September 30, 2023 and 2022.

SCHEDULE A

Audited Financial Statements of Altitude for
the fiscal years ended September 30, 2023 and 2022

[see attached]

ALTITUDE VENTURES CORP.

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEARS ENDED SEPTEMBER 30, 2023 AND 2022

(EXPRESSED IN CANADIAN DOLLARS)

INDEPENDENT AUDITOR'S REPORT

To the Directors of
Altitude Ventures Corp.

Opinion

We have audited the accompanying consolidated financial statements of Altitude Ventures Corp. (the "Company"), which comprise the consolidated statements of financial position as at September 30, 2023 and 2022, and the consolidated statements of loss and comprehensive loss, changes in shareholders' equity, and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Company as at September 30, 2023 and 2022, and its financial performance and its cash flows for the years then ended, in accordance with International Financial Reporting Standards ("IFRS").

Basis for Opinion

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

Material Uncertainty Related to Going Concern

We draw attention to Note 1 of the consolidated financial statements, which describes events or conditions that indicate the existence of a material uncertainty that 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.

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

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

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

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

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

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

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

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

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

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

The engagement partner on the audit resulting in this independent auditor’s report is Dylan Connelly.

Davidson & Company LLP

Vancouver, Canada

Chartered Professional Accountants

February 2, 2024

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ALTITUDE VENTURES CORP.

Consolidated Statements of Financial Position

(Expressed in Canadian Dollars)

As at	Note(s)	September 30, 2023 $	September 30, 2022 $
ASSETS			
Current assets			
Cash		192,950	-
Goods and services tax receivable		5,347	-
Deferred financing costs		7,649	-
		205,946	**-**
Non-current assets			
Deferred acquisition costs	3	33,580	-
Exploration and evaluation assets	3	30,978	-
		64,558	**-**
TOTAL ASSETS		**270,504**	**-**
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	5	189,537	2,412
TOTAL LIABILITIES		**189,537**	**2,412**
SHAREHOLDERS' EQUITY			
Common shares	4	308,076	-
Share subscriptions received	4	115,000	-
Accumulated deficit		(342,109)	(2,412)
TOTAL SHAREHOLDERS' EQUITY		**80,967**	**(2,412)**
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**270,504**	**-**

Corporate information and continuance of operations	**1**
Commitments	**3**
Segmented information	**6**
Subsequent events	**1, 3, 4**

These consolidated financial statements were approved for issue by the Board of Directors and signed on its behalf by:

/s/ Joness Lang Director **/s/ Sarah Hundal Director**

(Expressed in Canadian Dollars)

	Note(s)	For the years ended September 30, 2023 $	September 30, 2022 $
Expenses			
Consulting fees	5	199,750	-
Exploration and evaluation costs	3	1,022	-
Foreign exchange gain		(384)	-
General and administrative expenses		9,093	-
Professional fees	5	44,848	1,422
Project evaluation costs	3	75,372	-
Transfer agent, regulatory and filing fees		3,835	-
Travel		6,161	-
Loss and comprehensive loss		**(339,697)**	**(1,422)**
Basic and diluted loss per share for the year attributable to common shareholders ($ per common share)		**(0.20)**	**(1,422.00)**
Weighted average number of common shares outstanding - basic and diluted		**1,705,480**	**1**

(Expressed in Canadian Dollars)

	Note(s)	Common shares #	Common shares $	Share subscription received $	Accumulated deficit $	TOTAL $
Balance as of September 30, 2022		**1**	**-**	**-**	**(2,412)**	**(2,412)**
Shares issued for cash - private placement	4	13,750,000	320,000	-	-	**320,000**
Share issue costs	4	-	(11,924)	-	-	**(11,924)**
Share subscribed	4	-	-	115,000	-	**115,000**
Loss and comprehensive loss		-	-	-	(339,697)	**(339,697)**
Balance as of September 30, 2023		**13,750,001**	**308,076**	**115,000**	**(342,109)**	**80,967**

	Note(s)	Common shares #	Common shares $	Share subscription received $	Accumulated deficit $	TOTAL $
Balance as of September 30, 2021		**1**	**-**	**-**	**(990)**	**(990)**
Loss and comprehensive loss		-	-	-	(1,422)	**(1,422)**
Balance as of September 30, 2022		**1**	**-**	**-**	**(2,412)**	**(2,412)**

See accompanying notes to these consolidated financial statements.

(Expressed in Canadian Dollars)

		For the years ended	
		September 30, 2023	**September 30, 2022**
	Note(s)	**$**	**$**
Cash flow from (used in)			
OPERATING ACTIVITIES			
Net loss		(339,697)	(1,422)
Net changes in non-cash working capital items:			
Accounts receivable		(5,347)	-
Deferred financing costs		(7,649)	-
Accounts payable and accrued liabilities		144,223	1,422
Cash flow used in operating activities		**(208,470)**	**-**
INVESTING ACTIVITIES			
Deferred acquisition costs	3	(33,580)	-
Cash flow used in investing activities		**(33,580)**	**-**
FINANCING ACTIVITIES			
Proceeds on issuance of common shares	4	320,000	-
Shares subscribed	4	115,000	-
Cash flow from financing activities		**435,000**	**-**
Increase in cash		**192,950**	**-**
Cash, beginning of year		**-**	**-**
Cash, end of year		**192,950**	**-**
Supplemental cash flow information			
Share issue costs included in accounts payable and accrued liabilities		11,924	-
Exploration and evaluation assets included in accounts payable and accrued liabilities	3	30,978	-
Cash paid for income taxes		-	-
Cash paid for interest		-	-

See accompanying notes to these financial statements.

1. CORPORATE INFORMATION AND CONTINUANCE OF OPERATIONS

Altitude Ventures Corp. (the "Company" or "Altitude") was formed on August 1, 2019 under the laws of British Columbia. The address of the Company's corporate office and its principal place of business is 910-510 Burrard Street, Vancouver, BC V6C 3A8, Canada.

The Company's principal business activities include the acquisition and exploration of mineral property assets. As at September 30, 2023, the Company did not hold an interest in early-stage mineral exploration properties. On November 9, 2023, the Company, through its wholly-owned subsidiary Altitude Lithium USA Corp., entered into an option agreement to acquire a 100% interest in the lithium exploration project located in the Columbus Salt Marsh Basin, Esmerelda County, Nevada, USA (the "Columbus Lithium-Boron Project") (Note 3).

The Company had a deficit of $342,109 as of September 30, 2023 (September 30, 2022 – $2,412), which has been funded by the issuance of equity. The Company's ability to continue its operations and to realize its assets at their carrying values is dependent upon obtaining additional financing and generating revenues sufficient to cover its operating costs. These financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in these consolidated financial statements. While the Company has been successful in obtaining financing in the past, there is no assurance that such financing will continue to be available or be available on favorable terms in the future. An inability to raise additional financing may impact the future assessment of the Company as a going concern. In the event that additional financial support is not received or operating profits are not generated, the carrying values of the Company's assets may be adversely affected. These factors indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Amalgamation

On November 10, 2023, the Company entered into an amalgamation agreement (the "Amalgamation Agreement") with Canter Resources Corp. ("Canter"), a Canadian junior mineral exploration company listed on the Canadian Stock Exchange (the "CSE") and its wholly-owned subsidiary 1447235 B.C. Ltd. ("Subco"). Pursuant to the Amalgamation Agreement, Canter will acquire all of the issued and outstanding common shares of Altitude by way of a three-cornered amalgamation (the "Transaction").

On November 21, 2023, the Company completed the Transaction with Canter and Subco. Pursuant to the Transaction, Altitude amalgamated with Subco and the holders of shares of Altitude (the "Altitude Shares") each received one common share of Canter (a "Canter Share") for every one Altitude Share. Canter issued a total of 18,020,001 Canter Shares to the shareholders of Altitude as consideration for all of the outstanding Altitude Shares pursuant to the Transaction. The amalgamated company became a wholly-owned subsidiary of Canter.

Financial Reporting and Disclosure during Economic Uncertainty

In March 2020, the World Health Organization declared coronavirus COVID-19 a global pandemic; the Company has not been significantly impacted by the spread of COVID-19. However, the ongoing COVID-19 pandemic, inflationary pressures, rising interest rates, the global financial climate and the conflict in Ukraine are affecting current economic conditions and increasing economic uncertainty, which may impact the Company's operating performance, financial position and the Company's ability to raise funds at this time.

These consolidated financial statements of the Company for the year ended September 30, 2023 were approved by the Board of Directors on February 2, 2024.

2. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PRESENTATION

Statement of compliance with International Financial Reporting Standards

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

The policies set out below were consistently applied to all periods presented unless otherwise noted below.

These consolidated financial statements have been prepared on a historical cost basis except for financial instruments carried at fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information.

Basis of preparation

These consolidated financial statements, including comparatives, have been prepared on the basis of IFRS standards that are published at the time of preparation and that are effective on September 30, 2023.

Basis of consolidation

These consolidated financial statements comprise the accounts of the Company and the following subsidiary of the Company:

		Percentage owned	
	Country of incorporation	**September 30, 2023**	**September 30, 2022**
Altitude Lithium USA Corp. (1)	United States	100%	N/A

(1) Incorporated on February 6, 2023, under the laws of Nevada.

Subsidiaries

A subsidiary is an entity over which the Company has power to govern the operating and financial policies in order to obtain benefits from its activities. The consolidated financial statements include all the assets, liabilities, expenses and cash flows of the Company and its subsidiaries after eliminating inter-entity balances and transactions.

Gains or losses on disposal are calculated as the difference between the sale proceeds (net of expenses) and the net assets attributable to the interest which has been sold. Where a disposal represents a separate major line of business or geographical area of operations, the net results attributable to the disposed entity are shown separately in the statement of loss and comprehensive loss.

2. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PRESENTATION (CONTINUED)

Critical accounting estimates

The information about significant areas of estimation uncertainty considered by management in preparing the financial statements are as follows:

Carrying value and recoverability of exploration and evaluation assets

The carrying amount of Company's exploration and evaluation assets does not necessarily represent present or future values, and the Company's exploration and evaluation assets have been accounted for based on management's judgement that the carrying amounts will be recoverable. Recoverability is dependent on various factors, including the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to commence and complete development and upon future profitable production or proceeds from the disposition of the mineral properties themselves. Additionally, there are numerous geological, economic, environmental and regulatory factors and uncertainties that could impact management's assessment as to the overall viability of its properties or to the ability to generate future cash flows necessary to cover or exceed the carrying value of the Company's exploration and evaluation assets.

Critical accounting judgments

Critical accounting judgments are accounting policies that have been identified as being complex or involving subjective judgments or assessments.

Functional currency

In accordance with IAS 21 "The Effects of Changes in Foreign Exchange Rates", management determined that the functional currency of the Company is the Canadian dollar, as this is the currency of the primary economic environment in which the Company operates. The functional currency of the Company's subsidiary is as follows:

	Functional currency
Altitude Lithium USA Corp.	US Dollar (US$)

Going concern

The preparation of these financial statements requires management to make judgments regarding the going concern of the Company as discussed in Note 1.

Income taxes

The estimation of income taxes includes evaluating the recoverability of deferred tax assets based on an assessment of the Company's ability to utilize the underlying future tax deductions against future taxable income prior to expiry of those deductions. Management assesses whether it is probable that some or all of the deferred income tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income, which in turn is dependent upon the successful discovery, extraction, development and commercialization of mineral reserves. To the extent that management's assessment of the Company's ability to utilize future tax deductions changes, the Company would be required to recognize more or fewer deferred tax assets, and future income tax provisions or recoveries could be affected.

2. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PRESENTATION (CONTINUED)

Significant accounting policies

Cash and cash equivalents
Cash and cash equivalents comprise cash on hand, deposits held on call with banks, highly liquid investments that are readily convertible into a known amount of cash and which are subject to insignificant risk of changes in value, net of bank overdrafts which are repayable on demand. The Company does not have any cash equivalents as of September 30, 2023 and 2022.

Foreign exchange

Translation of foreign transactions and balances into the functional currency
Foreign currency transactions are translated into the functional currency of the underlying entity using appropriate average rates of exchange. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency rate of exchange in effect at the end of each reporting period. Foreign exchange gains and losses resulting from the settlement of such transactions are recognized in profit or loss.

Translation of the functional currency into the presentation currency
The results of foreign operations which have a different functional currency of the Company are translated to Canadian dollars at appropriate average rates of exchange during the year and are included in other comprehensive income (loss). The assets and liabilities of foreign operations are translated to Canadian dollars at rates of exchange in effect at the end of the period. Gains or losses arising on translation of foreign operation's assets and liabilities to Canadian dollars at period end are recognized in accumulated other comprehensive income (loss) as a foreign currency translation adjustment. When a foreign operation is sold, such exchange differences are recognized in profit or loss as part of the gain or loss on sale.

Income taxes
Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in net income except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive loss.

Current income taxes are recognized for the estimated income taxes payable or receivable on taxable income or loss for the current year and any adjustment to income taxes payable in respect of previous years. Current income taxes are determined using tax rates and tax laws that have been enacted or substantively enacted by the year-end date.

Deferred tax assets and liabilities are recognized where the carrying amount of an asset or liability differs from its tax base, except for taxable temporary differences arising on the initial recognition of goodwill and temporary differences arising on the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting or taxable profit or loss.

Recognition of deferred tax assets for unused tax losses, tax credits and deductible temporary differences is restricted to those instances where it is probable that future taxable profit will be available against which the deferred tax asset can be utilized. At the end of each reporting period, the Company reassesses unrecognized deferred tax assets. The Company recognizes a previously unrecognized deferred tax asset to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

2. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PRESENTATION (CONTINUED)

Significant accounting policies (continued)

Exploration and evaluation assets
Once the legal right to explore has been acquired, costs directly related to exploration and evaluation expenditures are recognized and capitalized, in addition to acquisition costs. These direct expenditures include such costs as materials used, staking costs, drilling costs and payments made to contractors. Costs not directly attributable to exploration and evaluation expenditures, including general administration and overhead costs are expensed in the period in which they occur.

When a project is deemed to no longer have commercially viable prospects for the Company, the exploration and evaluation expenditures, along with the acquisition costs, are deemed to be impaired and written off.

The Company assesses exploration and evaluation assets for impairment when the facts and circumstances suggest that the carrying amount of these assets may exceed their recoverable amount. The recoverable amount is the higher of the asset's fair value less costs to sell and value in use.

Once the technical feasibility and commercial viability of extracting the mineral resource has been determined, the property is considered to be a mine under development and is classified as 'Mines under construction'.

As the Company currently has no operational income, any incidental revenues earned in connection with exploration activities are applied as a reduction to capitalized exploration costs.

Impairment of non-financial assets
Non-financial assets, including exploration and evaluation assets, are subject to impairment tests whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. Where the carrying value of an asset exceeds its recoverable amount, which is the higher of value in use and fair value less costs to sell, the asset is written down accordingly. Where it is not possible to estimate the recoverable amount of an individual asset, the impairment test is carried out on the cash-generating unit, which is the lowest group of assets in which the asset belongs for which they are separately identifiable cash inflows that are largely independent of the cash inflows from other assets.

An impairment loss is charged to profit or loss, except to the extent it reverses gains previously recognized in other comprehensive loss/income.

Share capital
Equity instruments are contracts that give a residual interest in the net assets of the Company. 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, stock options and share purchase warrants are classified as equity instruments. Proceeds received on the issuance of units, consisting of common shares and warrants, are allocated first to common shares based on the fair value of the common shares at the time the units are priced, then to warrants on a residual value basis. The Company has no warrants and options outstanding.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

2. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PRESENTATION (CONTINUED)

Significant accounting policies (continued)

Loss per share

Basic loss per share is computed by dividing the net loss applicable to the common shares by the weighted average number of common shares outstanding for the period.

Diluted loss per share is computed by dividing the net loss applicable to the common shares by the sum of the weighted average number of common shares issued and outstanding and all additional common shares that would have been outstanding, if potentially dilutive instruments were converted. When losses are incurred, basic and diluted loss per share are the same as the exercise of stock options and share purchase warrants is considered to be anti-dilutive.

Financial instruments

- **Financial assets**

  Classification and measurement

  The Company classifies its financial assets in the following categories: at fair value through profit or loss ("FVTPL"), at fair value through other comprehensive income ("FVTOCI") or at amortized cost. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

  The classification of debt instruments is driven by the business model for managing the financial assets and their contractual cash flow characteristics. Debt instruments are measured at amortized cost if the business model is to hold the instrument for collection of contractual cash flows and those cash flows are solely principal and interest. If the business model is not to hold the debt instrument, it is classified as FVTPL. Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payments of principal and interest.

  Equity instruments that are held for trading (including all equity derivative instruments) 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 assets at FVTPL – Financial assets carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the statement of loss and comprehensive loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial asset held at FVTPL are included in the statement of loss and comprehensive loss in the period in which they arise. Derivatives are also categorized as FVTPL unless they are designated as hedges. As of September 30, 2023 and 2022, the Company has no financial assets classified as FVTPL.

  Financial assets at FVTOCI – Investments in equity instruments at FVTOCI are initially recognized at fair value plus transaction costs. Subsequently they are measured at fair value, with gains and losses arising from changes in fair value recognized in other comprehensive income. There is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. As of September 30, 2023 and 2022, the Company has no financial assets classified as FVOCI.

2. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PRESENTATION (CONTINUED)

Significant accounting policies (continued)

Financial instruments (continued)

- **Financial assets (continued)**

  Financial assets at amortized cost – Financial assets at amortized cost are initially recognized at fair value and subsequently carried at amortized cost less any impairment. They are classified as current assets or non-current assets based on their maturity date. As of September 30, 2023 and 2022, the Company has classified its cash as amortized cost.

  Impairment of financial assets at amortized cost
  The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the loss allowance for the financial asset is measured at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the loss allowance is measured for the financial asset at an amount equal to twelve month expected credit losses. For trade receivables the Company applies the simplified approach to providing for expected credit losses, which allows the use of a lifetime expected loss provision.

  Impairment losses on financial assets carried at amortized cost are reversed in subsequent periods if the amount of the loss decreases and the decrease can be objectively related to an event occurring after the impairment was recognized.

  Derecognition of financial assets
  Financial assets are derecognized when they mature or are sold, and substantially all the risks and rewards of ownership have been transferred. Gains and losses on derecognition of financial assets classified as FVTPL or amortized cost are recognized in the statement of loss and comprehensive loss. Gains or losses on financial assets classified as FVTOCI remain within accumulated other comprehensive income.

- **Financial liabilities**
  The Company classifies its financial liabilities into one of two categories as follows:

  Fair value through profit or loss (FVTPL) – This category comprises derivatives and financial liabilities incurred principally for the purpose of selling or repurchasing in the near term. They are carried at fair value with changes in fair value recognized in profit or loss.

  Other financial liabilities – This category consists of liabilities carried at amortized cost using the effective interest method. The Company derecognizes a financial liability when its contractual obligations are discharged, cancelled or expire. As of September 30, 2023 and 2022, the Company has classified its accounts payable and accrued liabilities as other financial liabilities

Refer to Note 8 for further disclosures.

(Expressed in Canadian Dollars)

2. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PRESENTATION (CONTINUED)

Recent Accounting Pronouncements

The Company has not identified any new accounting pronouncements that are likely to have a material impact on the consolidated financial statements.

New Accounting Standards and Interpretations

There were no recently adopted accounting standards with a material impact to the consolidated financial statements during the year ended September 30, 2023.

3. EXPLORATION AND EVALUATION ASSETS

The Beaver Creek Property

The Company holds a 100% interest in the Beaver Creek Property. The Beaver Creek Property is comprised of a series of lithium occurrences located in the town of Lincoln, Montana, USA.

During the year ended September 30, 2023, the Company incurred $30,978 (US$22,490) annual staking fees on the Beaver Creek Property (September 30, 2022 – $nil).

In addition, the Company incurred exploration and evaluation costs of $1,022 on the Beaver Creek Property (September 30, 2022 – $nil).

The Columbus Lithium-Boron Property

As discussed in Note 1, on November 9, 2023 (the "CLB Effective Date"), the Company, through its wholly-owned subsidiary Altitude Lithium USA Corp., entered into an option agreement to acquire a 100% interest of the Columbus Lithium-Boron Project located in the Columbus Salt Marsh Basin, Esmeralda County, Nevada, USA.

To acquire 100% interest of the Columbus Lithium-Boron Project, the Company is required to make the following payments to the optionors of the Columbus Lithium-Boron Property (the "CLB Optionors"):

	Cash (US$)	Common Shares (#)^
Within 5 business days of the CLB Effective Date	160,000*	-
Within 60 days following the CLB Effective Date	-	1,750,000
Within 12 months of the CLB Effective Date	-	1,000,000
Within 18 months of the CLB Effective Date	250,000	1,000,000
On or before the earlier of: *24 months of the CLB Effective Date* *30 days after publishing the technical report for the Columbus Lithium-Boron Property prepared in accordance with National Instrument 43-101 – Standards of Disclosure for Mineral Projects which includes a current resource estimate on the Columbus Lithium-Boron Property*	600,000**	-**

^ All common shares are required to be issued by Canter (Note 1).
* $33,580 (US$25,000) was paid during the year ended September 30, 2023, and recorded as deferred acquisition costs as of September 30, 2023. The remaining amount of US$135,000 was paid subsequent to September 30, 2023 by Canter (Note 1).
** $300,000 should be paid either by cash or 1,000,000 common shares of Canter at the election of the Company.

(Expressed in Canadian Dollars)

3. EXPLORATION AND EVALUATION ASSETS (CONTINUED)

The Columbus Lithium-Boron Property (continued)

In addition, the Company is required to incur US$750,000 exploration and evaluation expenditures, including total cumulative drilling in the Area of Interest of at least 2,000 feet and having used best efforts to retrieve brine samples of a quality suitable for lab assay on the Columbus Lithium-Boron Property within 18 months following the CLB Effective Date (the “CLB Work Commitment Period”). In any circumstance, if the Company encounters a delay by the authority to review and issue permits for which the Company must apply to conduct any mining works on the Columbus Lithium-Boron Property, the Company is allowed to extend the CLB Work Commitment Period for the duration of such delays with a maximum of 36 months from the CLB Effective Date.

Furthermore, within 60 days of the CLB Effective Date, the Company is required to reimburse the CLB Optionors the annual mining claim maintenance fees of Columbus Lithium-Boron Property paid by the CLB Optionors since June 1, 2023, to the U.S. Department of the Interior Bureau of Land Management and documented payments of state mining claim fees paid to Esmeralda County, Nevada to keep the Columbus Lithium-Boron Property in good standing (US$203,784 was paid to the CLB Optionors subsequent to September 30, 2023).

The CLB Optionors will retain a production royalty equal to 2.5% of the gross value from all mineral production from the Columbus Lithium-Boron Project, including any unpatented mining claims located in the applicable area of interest. Altitude may, within 36 months of the CLB Effective Date, repurchase 40% of the production royalty (representing 1.0% of the gross value) for a one-time payment of US$1,500,000.

Water Right Appurtenance Agreement

On November 27, 2023 (the “WRA Effective Date”), the Company, through its wholly-owned subsidiary Altitude Lithium USA Corp., entered into a water right appurtenance agreement (the “WRA Agreement”) to acquire a 100% interest in certain water rights permits applicable to the Columbus Lithium-Boron Property. The CLB Optionors are the owners of two applications soon to become permits to appropriate the waters of the State of Nevada filed with the Nevada Division of Water Resources (the "CLB Permits").

Pursuant to the terms of the WRA Agreement, to acquire a 100% interest in the CLB Permits, the Company is required to make the following payments (the “WRA Payments”) to the CLB Optionors:

	Cash (US$)	Common Shares (#)^
6 months after the WRA Effective Date	20,000	300,000
12 months after the WRA Effective Date	30,000	400,000
18 months after the WRA Effective Date	50,000	500,000
24 months after the WRA Effective Date	300,000	600,000
Total	**400,000**	**1,800,000**

^ All common shares are required to be issued by Canter (Note 1).

On completion of the WRA Payments, the CLB Optionors should convey the Permits to the Company.

During the year ended September 30, 2023, the Company incurred project evaluation costs of $75,372 on the Columbus Lithium-Boron Property (September 30, 2022 – $nil).

4. SHARE CAPITAL

Authorized share capital
Unlimited number of common shares without par value.

Issued share capital
As of September 30, 2023, the Company had 13,750,001 (September 30, 2022 – 1) common shares issued and outstanding.

During the year ended September 30, 2023

- On August 14, 2023, the Company completed a private placement by issuing 12,250,000 common shares at a price of $0.02 per share for total gross proceeds of $245,000.

- On September 8, 2023, the Company completed a private placement by issuing 1,500,000 common shares at a price of $0.05 per share for total gross proceeds of $75,000.

- In connection with the above private placements, the Company incurred $11,924 share issuance costs.

During the year ended September 30, 2022, no share capital transactions occurred.

Subsequent to September 30, 2023

- On October 5, 2023, the Company completed a private placement by issuing 3,950,000 common shares at a price of $0.10 per share for total gross proceeds of $395,000 of which $115,000 was received during the year ended September 30, 2023.

- On October 5, 2023, the Company issued 320,000 common shares with a fair value of $32,000 for debt settlement.

5. RELATED PARTY TRANSACTIONS

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties may be individuals or corporate entities. The Company has identified its directors and officers as its key management personnel. Other related parties to the Company include companies in which key management has control or significant influence.

During the year ended September 30, 2023, the Company incurred $99,500 in consulting fees (September 30, 2022 – $nil) from the Chief Executive Officer and Director of the Company.

During the year ended September 30, 2023, the Company incurred $9,100 in professional fees (September 30, 2022 – $nil) from an accounting firm owned whose incorporated partner is the Chief Financial Officer and Director of the Company.

The balances due to the Company's officer included in accounts payables and accrued liabilities were $14,805 as at September 30, 2023 (September 30, 2022 – $nil). These amounts are unsecured, non-interest bearing and payable on demand.

(Expressed in Canadian Dollars)

6. SEGMENTED INFORMATION

The Company operates in one reportable segment being the exploration and evaluation of mineral properties. The Company's non-current assets mainly consist of the exploration and evaluation assets located in the United States.

7. MANAGEMENT OF CAPITAL

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the sourcing and exploration of its resource property. The Company does not have any externally imposed capital requirements to which it is subject.

The Company considers the aggregate of its share capital, contributed surplus and deficit as capital. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares or dispose of assets or adjust the amount of cash.

8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Fair value

Financial instruments are classified into one of the following categories: FVTPL, amortized cost and FVTOCI.

Set out below are the Company's financial assets and liabilities by category:

	September 30, 2023 $	FVTPL $	Amortized costs $	FVTOCI $
FINANCIAL ASSETS				
ASSETS				
Cash	192,950	-	192,950	-
FINANCIAL LIABILITIES				
LIABILITIES				
Accounts payable and accrued liabilities	(189,537)	-	(189,537)	-

	September 30, 2022 $	FVTPL $	Amortized costs $	FVTOCI $
FINANCIAL LIABILITIES				
LIABILITIES				
Accounts payable and accrued liabilities	(2,412)	-	(2,412)	-

8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (CONTINUED)

Fair value (continued)

The carrying values of cash and accounts payable and accrued liabilities approximate their fair values due to the relatively short period to maturity of those financial instruments.

As at September 30, 2023 and 2022, there were no financial assets or liabilities measured and recognized in the statement of financial position at fair value that would be categorized as Level 1, 2 and 3 in the fair value hierarchy above.

IFRS 13 establishes a fair value hierarchy that reflects the significance of inputs used in making fair value measurements as follows:

Level 1: Unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
Level 3: Inputs that are not based on observable market data.

The Company has determined the estimated fair values of its financial instruments based upon appropriate valuation methodologies.

Financial risk management

Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Company's exposure to credit risk includes cash.

The Company's cash is held at a large Canadian financial institution. The Company has no investments in asset-backed commercial paper.

The Company's maximum exposure to credit risk is the carrying value of its financial assets.

Management believes that the credit risk concentration with respect to these financial instruments is remote. Cash based in Canada are accessible.

Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in raising funds to meet commitments associated with financial instruments. The Company manages liquidity by maintaining adequate cash balances to meet liabilities as they become due.

As of September 30, 2023, the Company had cash of $192,950 and accounts payable and accrued liabilities of $189,537. All accounts payable and accrued liabilities are current.

8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (CONTINUED)

Financial risk management (continued)

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

- ***Interest rate risk***
  Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's cash is held at a Canadian chartered bank. Management believes that the credit risk concentration with respect to cash is remote as the cash is easily accessible.

  The Company's interest rate risk principally arises from the interest rate impact of interest earned on cash. The Company is not exposed to significant interest rate risk relating to its cash.

- ***Foreign currency risk***
  The Company is exposed to currency risk to the extent that monetary assets and liabilities held by the Company are not denominated in CA$. The Company has not entered into any foreign currency contracts to mitigate this risk.

  The Company's cash and accounts payable and accrued liabilities are held in CA$ and US$; therefore, US$ accounts are subject to fluctuation against the CA$.

  The Company's financial instruments were denominated as follows as of September 30, 2023:

	CA$	**US$**
Cash	192,950	-
Accounts payable and accrued liabilities	(143,754)	(33,717)
	49,196	**(33,717)**
Rate to convert to $1.00 CA$	1.00000	1.35782
Equivalent to CA$	**49,196**	**(45,782)**

  Based on the above net exposures as at September 30, 2023, and assuming that all other variables remain constant, a 10% change of the CA$ against the US$ would change profit or loss by approximately $4,500.

- ***Commodity price risk***
  The Company is exposed to price risk with respect to commodity prices. The Company's ability to raise capital to fund exploration and development activities may be subject to risks associated with fluctuations in the market price of commodities. The Company is not exposed to significant other price risk.

(Expressed in Canadian Dollars)

9. INCOME TAXES

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

	September 30, 2023 $	September 30, 2022 $
Loss for the year	**(339,697)**	**(1,422)**
Expected income tax (recovery)	(92,000)	(384)
Share issue cost	(3,000)	-
Change in unrecognized deductible temporary differences	95,000	384
Total income tax expense (recovery)	-	-

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

	September 30, 2023 $	Expiry Range	September 30, 2022 $	Expiry Range
Temporary Differences				
Share issue costs	10,000	2024 to 2027	-	N/A
Non-capital losses available for future period	342,000	2042 to 2043	1,400	2042

Tax attributes are subject to review and potential adjustment by tax authorities.