ASHLEY GOLD CORP.

UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS

For the Three and Nine Months ended September 30, 2023 and 2022

(Expressed in Canadian Dollars)

ASHLEY GOLD CORP.
Condensed Interim Statements of Financial Position
(Expressed in Canadian Dollars - Unaudited)

As at

	September 30, 2023	**December 31, 2022**
	(Unaudited)	
Assets	$	$
Current assets		
Cash	42,779	263,321
HST/GST receivable	30,833	29,026
Prepaid and other receivable	32,237	36,762
	105,849	329,109
Exploration and evaluation assets (Note 4)	327,522	661,366
Total Assets	433,371	990,475
Liabilities and Shareholders' Equity		
Current liabilities		
Accounts payable and accrued liabilities	21,971	38,276
Due to related parties (Note 7)	20,733	-
	42,704	38,276
Shareholders' equity		
Share capital (Note 5b)	1,371,024	1,168,837
Stock compensation reserves (Note 5d)	130,447	107,588
Warrants (Note 5e)	373,731	195,042
Deficit	(1,484,535)	(519,268)
Total shareholders' equity	390,667	952,199
Total Liabilities and Shareholders' Equity	433,371	990,475

Nature of Operations and Going Concern (Note 1)
Subsequent Events (Note 10)

On behalf of the Board of Directors:

Director (signed by) " George Stephenson"

Director (signed by) "Darcy Christian"

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

ASHLEY GOLD CORP.
Condensed Interim Statements of Loss and Comprehensive Loss
(Expressed in Canadian Dollars - Unaudited)

	Three Months ended September 30, 2023	Three Months ended September 30, 2022	Nine Months ended September 30, 2023	Nine Months ended September 30, 2022
	$	$	$	$
Expenses				
Bank charges	275	323	792	749
Consulting fees	10,600	-	31,600	-
Marketing expenses	32,917	13,150	109,630	20,126
Management fees	30,000	24,000	90,000	36,000
Office and administration	11,082	1,990	16,442	8,696
Professional fees	28,186	19,355	65,569	77,765
Stock transfer agent & filing fees	3,521	2,912	26,452	27,774
Travel expenses	3,147	1,467	13,545	14,084
	119,728	63,197	354,030	185,194
Other income (loss)				
Impairment expenses	-	-	(588,393)	-
Interest income	-	-	15	-
Recovery of flow-through share premium liability (Note 6)	-	-	-	-
Stock-based compensation	-	-	(22,859)	-
Total other income (loss)	-	-	(611,237)	-
Net loss and comprehensive loss	(119,728)	(63,197)	(965,267)	(185,194)
Loss per common shares – basic and diluted	(0.01)	(0.00)	(0.04)	(0.01)
Weighted average number of common shares outstanding – basic and diluted	19,945,001	17,238,408	22,909,393	16,030,381

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

ASHLEY GOLD CORP.

Condensed Interim Statements of Changes in Shareholders' Equity

(Expressed in Canadian Dollars) - Unaudited

	Number of Shares	Share Capital	Shares to Be Issued	Share Compensation Reserves	Warrants	Accumulated Deficit	Total
		$	$	$	$	$	$
Balance at December 31, 2021	**9,823,375**	**559,103**	**-**	**107,588**	**-**	**(227,270)**	**439,421**
Net loss for the period	-	-	-	-	-	(27,212)	(27,212)
Balance at March 31, 2022	**9,823,375**	**559,103**	**-**	**107,588**	**-**	**(254,482)**	**412,209**
Unit issuance at $0.10	7,000,000	700,000	-	-	-	-	700,000
Share issuance for acquisition	300,000	30,000	-	-	-	-	30,000
Share purchase warrants	-	(124,654)	-	-	124,654	-	-
Share issuance cost	-	(168,050)	-	-	31,686	-	(136,364)
Net loss for the period	-	-	-	-	-	(94,785)	(94,785)
Balance at June 30, 2022	**17,123,375**	**996,399**	**-**	**107,588**	**156,340**	**(349,267)**	**911,060**
Share issuance for cash	792,000	79,200	-	-	-	-	79,200
Warrant issuance	-	(49,024)	-	49,024	-	-	-
Share issuance cost	-	(10,845)	-	2,560	-	-	(8,285)
Shares to be issued	-	-	32,500	-	-	-	32,500
Net loss for the period	-	-	-	-	-	(63,197)	(63,197)
Balance at September 30, 2022	**17,915,375**	**1,015,730**	**32,500**	**159,172**	**156,340**	**(412,464)**	**951,278**
Balance at December 31, 2022	**18,990,375**	**1,168,837**	**-**	**107,588**	**195,042**	**(519,268)**	**952,199**
Flow-through share premium	-	(4,500)	-	-	-	-	(4,500)
Share issuance cost – cash (Note 5b)	-	(2,940)	-	-	-	-	(2,940)
Net loss for the year	-	-	-	-	-	(124,281)	(124,281)
Balance at March 31, 2023	**18,990,375**	**1,161,397**	**-**	**107,588**	**195,042**	**(643,549)**	**820,478**
Flow-through share premium	-	4,500	-	-	-	-	4,500
Stock option granted	-	-	-	22,859	-	-	22,859
Share issuance for acquisition at $0.07	330,000	23,100	-	-	-	-	23,100
Shares to be issued	-	-	161,025	-	-	-	161,025
Net loss for the year	-	-	-	-	-	(721,258)	(721,258)
Balance at June 30, 2023	**19,320,375**	**1,188,997**	**161,025**	**130,447**	**195,042**	**(1,364,807)**	**310,704**
Shares to be issued	-	-	(161,025)	-	-	-	(161,025)
Unit issuance at $0.07	5,162,915	361,404	-	-	-	-	361,404
Unit issuance for service at $0.072	277,778	20,000	-	-	-	-	20,000
Share purchase warrants	-	(169,955)	-	-	169,955	-	-
Share issuance costs	-	(29,422)	-	-	8,734	-	(20,688)
Net loss for the year	-	-	-	-	-	(119,728)	(119,728)
Balance at September 30, 2023	**24,761,068**	**1,371,024**	**-**	**130,447**	**373,731**	**(1,484,535)**	**390,667**

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

ASHLEY GOLD CORP.
Condensed Interim Statements of Cash Flows
(Expressed in Canadian Dollars - Unaudited)

	Nine Months ended September 30, 2023	Nine Months ended September 30, 2022
	$	$
Operating Activities:		
Net loss for the period	(965,267)	(185,194)
Adjustment for items not involving cash:		
Impairment expenses	588,393	-
Stock-based payment	22,859	-
Share issuance for service	20,000	-
Changes in non-cash operating working capital:		
HST/GST receivable	(1,807)	(3,193)
Prepaid and other receivable	4,525	(40,664)
(Increase) in prepaid expense and security deposit	-	22,041
(Increase) in deferred share issuance cost	-	-
Accounts payable and accrued liabilities	(21,616)	49,653
Due to related parties	20,733	10,785
Cash flow used in operating activities	**(332,180)**	**(146,572)**
Investing Activities:		
Acquisitions of exploration and evaluation assets (Note 4)	(226,138)	(231,679)
Cash flow used in investing activities	**(226,138)**	**(231,679)**
Financing activities:		
Proceeds from share issuance	361,404	631,014
Share issuance costs – cash (Note 5b)	(23,628)	-
Received payback from a related party (Note 7)	-	-
Cash flow increase (decrease) from financing activities	**337,776**	**631,014**
Increase in cash during the period	(220,542)	252,763
Cash, beginning of the year	263,321	93,753
Cash, end of the period	**42,779**	**346,516**

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Ashley Gold Corp. ("Ashley" or the "Company") was incorporated under the Business Corporations Act (Alberta) on July 15, 2020. The Company's registered and operating office is at Suite 1150, 707 – 7th Avenue SW, Calgary, Alberta T2P 3H6.

On April 29, 2022, the Company completed its initial public offering.

On May 2, 2022, the Common Shares of the Company commenced trading on the Canadian Stock Exchange ("CSE") under the trading symbol "ASHL".

The Company's principal business activity is the acquisition and exploration of mineral properties in the natural resource sector with the long-term goal of divesting its investment assets at a profit. Ashley's mandate is to acquire in mining natural resource opportunities, primarily in the Americas. As at September 30, 2023, the Company had not yet achieved profitable operations and had accumulated a deficit of $1,484,535 (December 31, 2022 – $519,268), and for the three and nine months then ended, incurred a net loss of $119,728 and $965,267, respectively.

These financial statements have been prepared on the assumption that the Company will continue as a going concern in accordance with IFRS. The proposed business of the Company involves a high degree of risk and there is no assurance that the Company be successful in acquiring or divesting investment assets. The Company's ability to continue operations is not assured and is dependent upon the ability of the Company to obtain necessary financing to meet the Company's liabilities and commitments as they become due and the ability to identify and finance additional investments, generate future returns on investments, and achieve future profitable operations or obtain sufficient proceeds from the disposition of its investments. The outcome of these matters cannot be predicted at this time. The financial statements do not include adjustments to amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue operations. Such adjustments might be material.

These interim financial statements were authorized for issue by the Board of Directors of the Company on November 21, 2023.

2. BASIS OF PRESENTATION

These unaudited condensed financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS"), as applicable to interim financial reports including International Accounting Standards ("IAS") 34 Interim Financial Reporting.

These financial statements have been prepared on the historical cost basis except for share-based payments which were recorded at fair value. Furthermore, these financial statements are presented in Canadian dollars which is the functional currency of the Company, and all values are rounded to the nearest dollar.

3. SIGNIFICANT ACCOUNTING POLICIES

a) New and Revised IFRS Standards Issued but Not Effective

The new standards or amendments are either not applicable or not expected to have a significant impact on the Company's financial statements.

4. EXPLORATION AND EVALUATION ASSETS

Ashley Property:

On July 22, 2020, the Company entered into a Property Option Agreement with David Lefort, Jacques Robert, 9640355 Canada Corp. and Randall Salo (together the "Vendors") where the Vendors granted Ashley the exclusive option to acquire 100% of the Ashley Property (the "Ashley Option") (the "Ashley Agreement"). The Ashley property consists of 115 claims (1,759.6 hectares) located in the Hincks, Montrose, Bannockburn, Argyle Township in Ontario about 21 km WNW of Matachewan, in the Larder Lake Mining Division and registered with the Ontario Ministry of Energy, Northern Development and Mines (hereinafter known as the "Ashley Property"). If the Company fails to complete a liquidity event within 18 months of the grant of the Ashley Agreement, the Agreement will become null and void. The Vendors would retain 100% interest in the Ashley Property. A liquidity event is defined as all or substantially all the outstanding common shares of the Company is listed on a Designated Stock Exchange.

On January 12, 2022, and later on March 18, 2022, the Company entered into a first and second amendment agreement, respectively, to extend the liquidity event by sixty days to March 22, 2022 and May 22, 2022, respectively as per the Ashley Agreement dated July 22, 2020. In consideration, the Company made a payment of $40,000 to the Property Owners, in accordance with the terms and conditions.

The Company is required to pay a quarterly-based royalty equals to 2% of Net Smelter Returns to the Vendors once the Company commences of commercial production.

In consideration of the grant of the Ashley Option, Ashley must:

- Pay the Vendors $40,000 within 30 days of executing the Ashley Agreement (paid). An additional $30,000 will be paid if a liquidity event is not completed within 11 months of the date of the Ashley Agreement (paid);
- Complete a minimum of $100,000 of expenditures and obtain an independent technical report that meets the requirements of National Instrument 43-101 and that recommends further exploration on the Ashley Property within 12 months of execution of the Ashley Agreement (met);
- Pay the Vendors a royalty from any ores or minerals mined or extracted from the Ashley Property, including without limitations the approximately 100,000 tonnes of ore and 145,000 tonnes of tailings currently situated on the Ashley Property.

In order to maintain the Ashley Option and to exercise the Ashley Option in force, Ashley must:

- Issue 300,000 common shares of Ashley and pay $100,000 to the Vendors upon completion of a liquidity event (cash paid and shares issued (Note 5b));
- Within 12 months of a liquidity event, issue 200,000 common shares of Ashley to the Vendors, pay $50,000 in cash to the Vendors, and pay a further $50,000 (either in cash, common shares or a combination thereof);
- Within 24 months of completion of a liquidity event, issue 250,000 common shares of Ashley to the Vendors, pay $200,000 in cash to the Vendors, and incur a minimum of $200,000 in property expenditures; and
- Within 36 months of completion of a liquidity event, issue 400,000 common shares of Ashley to the Vendors, pay $300,000 in cash to the Vendors, and incur a minimum of $330,000 in property expenditures.

On May 2, 2023, the Company terminated the Ashley option agreement to discontinue the Ashley Property Option due to our limited funds and difficulty in the precious metals market over the last 11 months. The Company recorded $588,393 in impairment expenses of the exploration and evaluation of Ashley property.

4. EXPLORATION AND EVALUATION ASSETS(Cont'd)

Santa Maria Property:

On August 2, 2022, the Company entered a non-arm's length transaction, an Asset Purchase Agreement with a related party, URSA Polaris Developments Corporation ("URSA"), incorporated in Calgary, Alberta to purchase 100% interest in 48 mining claims, (1,008 hectares) (hereinafter known as the "Santa Maria Property") located SE of Dryden, Ontario. URSA is a related corporation as it is owned by an officer and director of the Company. The Company paid $10,000 in cash to the owner of the property and the claims are subject to a 1.75% Net Smelter Royalty ("NSR").

On September 26, 2022, the Company has purchased a 26-claim block (546 hectares) located SE of Dryden, Ontario. Ashley paid $2,400 for a 100% interest in the property and there are no royalties attached to the property.

On April 22, 2023, the Company entered into a non-arm's length transaction, a Sale of Mining Claims with a related party, URSA, a Company controlled by a director of the Company, to purchase 100% interest in 11 claims located 40 km southeast of Dryden, Ontario, comprised of 1 Santa Maria Claim. Pursuant to the agreement, the Company agreed to pay $1,100 for the 11 claims.

The land position of the Santa Maria Property is now 1554 hectares (3840 acres).

Howie Lake property:

On September 9, 2022, the Company purchased 64 claims (1,000 hectares) (hereinafter known as the "Howie Lake Property") located SE of Dryden, Ontario. The Howie Lake property is subject to a 0.5% royalty with a buyback option at any time for $500,000. Pursuant to the agreement, the Company paid $10,000 and issued 50,000 common shares of the Company with a fair value of $0.085 per share. (Note 5b)

On April 22, 2023, the Company entered into a non-arm's length transaction, a Sale of Mining Claims with a related party, URSA, a Company controlled by a director of the Company, to purchase 100% interest in 11 claims located 40 km southeast of Dryden, Ontario, comprised of 5 Howie Lake Claims. Pursuant to the agreement, the Company agreed to pay $1,100 for the 11 claims.

Alto-Gardnar property:

On September 29, 2022, the Company purchased a 15-claim block (315 hectares) (hereinafter known as the "Alto-Gardnar Property") located 50 km east of Dryden, Ontario. The Alto-Gardnar Property is subject to a 0.5% royalty with a buyback option at any time for $500,000. Pursuant to the agreement, the Company issued 275,000 common shares of the Company with a fair value of $0.085 per share. (Note 5b)

On April 22, 2023, the Company entered into a non-arm's length transaction, a Sale of Mining Claims with a related party, URSA, a Company controlled by a director of the Company, to purchase 100% interest in 11 claims located 40 km southeast of Dryden, Ontario, comprised of 5 Alto-Gardner Claims. Pursuant to the agreement, the Company agreed to pay $1,100 for the 11 claims.

Tabor Lake Property:

On May 23, 2023, the Company closed the acquisition of Tabor Lake Property for the asset purchase agreement dated October 13, 2022 to purchase 100% interest in a lease block located approximately 40 km SE of Dryden, known as the Tabor Lake Mine (257.1 hectares) and issued 330,000 common shares at a deemed fair market value price of $0.07 per share valued at $23,100, on satisfaction of all closing conditions, subject to 1.5% royalty with a buyback option at any time for $750,000.

On August 14, the Company obtained the Tabor Lake drilling permit and has executed the drilling program.

(Expressed in Canadian Dollars - Unaudited)

4. EXPLORATION AND EVALUATION ASSETS(Cont'd)

Cost related to the Company's properties can be summarized as follows:

	Ashley Property	Samta Maria Property	Howie Lake Property	Alto-Gardnar Property	Tabor Lake Property	Total
	$	$	$	$	$	$
Balance, December 31, 2021	**299,796**	**-**	**-**	**-**	**-**	**299,796**
Acquisition cost addition	209,000	12,400	14,250	23,375	-	259,025
Exploration cost addition	74,847	17,584	9,114	1,000	-	102,545
Balance, December 31, 2022	**583,643**	**29,984**	**23,364**	**24,375**	**-**	**661,366**
Acquisition cost addition	-	700	2,500	700	23,100	27,000
Exploration cost addition	4,750	6,367	60,556	18,889	136,987	227,549
Impairment	(588,393)	-	-	-	-	(588,393)
Balance, September 30, 2023	**-**	**37,051**	**86,420**	**43,964**	**160,087**	**327,522**

Acquisition and exploration costs incurred during the nine months ended September 30, 2023 included $227,549 (December 31, 2022 - $264,945) of cash expenditures and $27,000 (December 31, 2022 - $96,625) through the issuance of common shares and $588,393 (December 31, 2022 - $Nil) impairment on Ashley Property.

(Expressed in Canadian Dollars - Unaudited)

5. SHARE CAPITAL

a) Shares authorized

Unlimited number of common shares with no par value
Unlimited number of preferred shares

b) Shares issued:

	Number of shares (#)	Dollar Amount ($)
Balance, December 31, 2021	**9,823,375**	**559,103**
Units issued pursuant to IPO at $0.10 (v)	7,000,000	700,000
Share issuance for acquisition at $0.23 (vi)	300,000	69,000
Unit issuance at $0.10 (vii)	792,000	79,200
Share issuance for acquisition at $0.085 (viii)	325,000	27,625
Unit issuance at $0.12 (Flow-Through) (ix)	450,000	54,000
Unit issuance at $0.10 (Non-Flow-Through) (ix)	300,000	30,000
Share purchase warrants	-	(164,064)
Share Issuance Cost - agent's warrants	-	(30,978)
Share Issuance Cost - cash	-	(155,049)
Balance, December 31, 2022	**18,990,375**	**1,168,837**
Share issuance for acquisition at $0.07	330,000	23,100
Share issuance costs	-	(2,940)
Reversal of flow-through share premium	-	(4,500)
Reversal of flow-through share premium	-	4,500
Unit issuance $0.07	5,162,915	361,404
Unit issuance for service $0.072	277,778	20,000
Share issuance costs	-	(199,377)
Balance, September 30, 2023	**24,761,068**	**1,371,024**

(i) On April 29, 2022, the Company completed its initial public offering of 7,000,000 units, at a price of $0.10 per unit, for gross proceeds of $700,000. Each unit consists of one common share in the capital of the Company and one common share purchase warrant of the Company. Each common share purchase warrant is exercisable into one common share at an exercise price of $0.30. The Company paid the agent a cash commission equal to 10% of the gross proceeds and issued 700,000 agent’s warrants which are exercisable into one common share of the Company at an exercise price of $0.10 and expire on October 29, 2023. The Company also incurred $68,201 in related share issuance costs related to the agent’s expenses. Total net proceeds of the offering were $561,799.

(ii) On May 12, 2022, Company issued 300,000 common shares of the Company with a fair value of $0.23 per share and paid $100,000 cash to the vendors of Ashley Gold Property upon completion of the liquidity event pursuant to the property option agreement dated July 22, 2020.

(iii) On September 26, 2022, the Company closed the first tranche of a non-brokered private placement of 792,000 units at $0.10 per unit for gross proceeds of $79,200. Each common share purchase warrant is exercisable into one common share at an exercise price of $0.20 for a period of 24 months.

In connection with the non-brokered private placement, the Company paid a 4.5% cash finders’ fees totaling $3,536 and issued 35,360 agent’s warrants. Each agent warrant is exercisable into one common share at an exercise price of $0.10 per agent’s warrant for a period of 24 months.

(vi) On October 11, 2022, the Company issued 275,000 and 50,000 common shares of the Company with a fair value of $0.085 per share valued at $23,375 and $4,250 for the acquisitions of the Howie Lake and Alto-Gardnar properties, respectively.

(vii) On December 21, 2022, the Company closed its second tranche of a non-brokered private placement of units for gross proceeds of $84,000. The second tranche was comprised of:

5. SHARE CAPITAL (Cont'd)

b) Shares issued (Cont'd):

a. 450,000 flow-through units ("Flow-Through Units") at a price of $0.12 per unit for gross proceeds of $54,000. Each Flow-Through Unit consists of one flow-through common share and one non-flow-through common share purchase warrant. Each non-flow-through common share purchase warrant is exercisable into one non-flow-through common share at an exercise price of $0.20 for a period of 24 months.

b. 300,000 non-flow-through units ("Non-Flow-Through Units") at a price of $0.10 per unit for gross proceeds of $30,000. Each Non-Flow-Through Unit consists of one non-flow-through common share and one non-flow-through common share purchase warrant. Each non-flow-through common share purchase warrant is exercisable into one non-flow-through common share at an exercise price of $0.20for a period of 24 months.

In connection with the non-brokered private placement, the Company paid 8% cash finders' fees totaling $6,720, and issued 60,000 agent's warrants. 36,000 agent warrants are exercisable into one common share at an exercise price of $0.12 for a period of 24 months and 24,000 agent warrants are exercisable into one common share at an exercise price of $0.10 for a period of 24 months.

(viii) On May 23, 2023, the Company issued 330,000 common shares of the Company for property acquisition at a deemed fair market value price of $0.07 per share valued at $23,100.

(ix) On July 4, 2023, the Company closed a non-brokered private placement with 5,162,915 Units for gross proceeds of $361,404, comprised of one common share at $0.07 per share and one share purchase warrant exercise at $0.12 expiring 24 months from the closing date of the private placement. The Company paid a total of $20,688 in finder's fee associated with the private placement and issued 295,536 finder warrants with an exercise price of $0.07 expiring 24 months from the closing date of the private placement.

(iix) On September 21st, 2023, the Company issued 277,778 units, comprised of common shares of the Company at $0.072 valued at $20,000 for a payment of due diligence fee in connection with the offering. comprised of one common share at $0.072 per share and one share purchase warrant exercise at $0.12 expiring 36 months from the closing date of the private placement.

c) Escrow Shares

On September 20, 2021, the Company entered an escrow agreement between the Company, TSX Trust Company andthe security holders. There were 4,940,249 common shares of the Company held in escrow. 10% of the escrowed securities shall be released on the listing date, the remaining 90% of the escrowed securities will be released from escrow in 15% tranches at six-month intervals over a 36-month period.

As at September 30, 2023, 3,149,412 (December 31, 2022 – 3,705,190) shares were held in escrow.

d) Stock options

On April 19, 2023, the Company granted incentive stock options to directors, officers, and consultants of the Company to purchase an aggregate of 350,000 common shares at an exercise price of $0.12 per option, pursuant to the Company's Incentive Stock Option Plan.

On September 15, 2021, the Company granted incentive stock options to directors, officers and consultants of the Company to purchase an aggregate of 1,382,337 commons shares at an exercise price of $0.25 per option, pursuant tothe Company's Incentive Stock Option Plan (the "Plan"). The options vested immediately and are exercisable for a period of five years from the date of grant until September 15, 2026.

Under the Black-Scholes, the fair value of the stock options granted during the period ended September 30, 2023 to December 31, 2021 was estimated to be $0.07 and $0.08 per share by using the following assumptions at the measurement date:

(Expressed in Canadian Dollars - Unaudited)

5. SHARE CAPITAL (Cont'd)

d) Stock option (Cont'd)

Date of Issuance	Sept 15, 2021	April 19, 2023
Dividend yield	0%	0%
Expected volatility	129%	120%
Risk-free interest rate	1.45%	3.75%
Forfeiture rate	0%	0%
Share price – on issuance	$0.10	$0.08
Exercise price	$0.25	$0.12
Term	60 months	60 months
Fair value per option	$0.08	$0.07
Fair value of options	$107,588	$22,859

A summary of stock option activity as at September 30, 2023 and December 31, 2022 is as follows:

	Number of options - outstanding and exercisable	Weighted average exercise price	Weighted Average Remaining Contractual Life (Years)
Balance, December 31, 2021	1,382,337	$ 0.25	4.71
Balance, December 31, 2022	1,382,337	$ 0.25	3.71
Grant on April 19, 2023	350,000	$ 0.10	5.00
Balance, September 30, 2023	**1,732,337**	**$ 0.22**	**3.55**

e) Warrants

(i) Share Purchase Warrants:

As at September 30, 2023 there were 13,982,693 (December 31, 2022 – 8,542,000) share purchase warrants outstanding and the fair value of the share warrants granted was estimated at the date of grant using Black-Scholes option pricing model with following assumptions:

Date of Issuance	July 4, 2023	September 21, 2023
Number of share purchase warrants	5,162,915	277,778
Dividend yield	0%	0%
Expected volatility	93.12%	123.88%
Risk-free interest rate	4.75%	4.75%
Forfeiture rate	0%	0%
Share price – on issuance	$0.075	$0.09
Exercise price	$0.12	$0.12
Term	24 months	36 months
Fair value per warrant	$0.0296	$0.0626
Fair value of warrants	$152,569	$17,386

(Expressed in Canadian Dollars - Unaudited)

5. SHARE CAPITAL (Cont'd)

e) Warrants (Cont'd)

(i) Share Purchase Warrants:

Date of Issuance	**April 29, 2022**	**September 26, 2022**	**December 21, 2022**	**December 21, 2022**
Number of share purchase warrants	7,000,000	792,000	450,000	300,000
Dividend yield	0%	0%	0%	0%
Expected volatility	103%	109%	108%	108%
Risk-free interest rate	2.63%	3.83%	3.72%	3.72%
Forfeiture rate	0%	0%	0%	0%
Share price – on issuance	$0.08	$0.08	$0.11	$0.11
Exercise price	$0.30	$0.20	$0.20	$0.20
Term	18 months	24 months	24 months	24 months
Fair value per warrant	$0.02	$0.03	$0.04	$0.04
Fair value of warrants	$106,986	$23,406	$20,203	$13,469

	Number of warrants	**Weighted average exercise price**	**Weighted average remaining contractual life (Years)**
Balance, December 31, 2022	8,542,000	$ 0.28	1.01
Issued on:			
April 29, 2022	7,000,000	$ 0.30	0.08
September 26, 2022	792,000	$ 0.20	0.99
December 21, 2022	450,000	$ 0.20	1.23
December 21, 2022	300,000	$ 0.20	1.23
July 4, 2023	5,162,915	$0.12	1.93
September 21, 2023	277,778	$0.12	2.98
Balance, September 30, 2023	13,982,693	$ 0.28	1.53

(ii) Agent's warrants:

As at September 30, 2023, there were 1,090,896 (December 31, 2022 – 795,360) agent's warrants outstanding and the fair value of the share warrants granted was estimated at the date of grant using Black-Scholes option pricing model with following assumptions:

Date of Issuance	**July 4, 2023**
Number of agent's warrants	295,536
Dividend yield	0%
Expected volatility	93.12%
Risk-free interest rate	4.75%
Forfeiture rate	0%
Share price – on issuance	$0.075
Exercise price	$0.12
Term	24 months
Fair value per warrant	$0.0296
Fair value of warrants	$8,734

(Expressed in Canadian Dollars - Unaudited)

5. SHARE CAPITAL (Cont'd)

e) Warrants (Cont'd)

(ii) Agent's warrants:

Date of Issuance	**April 29, 2022**	**September 26, 2022**	**December 21, 2022**	**December 21, 2022**
Number of agent's warrants	700,000	35,360	36,000	24,000
Dividend yield	0%	0%	0%	0%
Expected volatility	103%	109%	108%	108%
Risk-free interest rate	2.63%	3.83%	3.72%	3.72%
Forfeiture rate	0%	0%	0%	0%
Share price – on issuance	$0.08	$0.08	$0.11	$0.11
Exercise price	$0.10	$0.10	$0.12	$0.10
Term	18 months	24 months	24 months	24 months
Fair value per warrant	$0.04	$0.04	$0.06	$0.06
Fair value of warrants	$25,970	$1,485	$2,053	$1,470

	Number of warrants	**Weighted average exercise price**	**Weighted average remainingcontractual life (Years)**
Balance, December 31, 2022	795,360	$ 0.10	0.95
Issued on:			
April 29, 2022	700,000	$ 0.10	0.08
September 26, 2022	35,360	$ 0.10	0.99
December 21, 2022	24,000	$ 0.10	1.23
December 21, 2022	36,000	$ 0.12	1.23
July 4, 2023	295,536	$ 0.12	1.79
Balance, September 30, 2023	**1,090,896**	**$ 0.10**	**0.70**

As of September 30, 2023, the Company recorded a fair value of warrants $373,731 (December 31, 2022 - $195,042), comprised of $334,019 (December 31, 2022 - $164,064) for share purchase warrants granted and $39,712 for agent's warrants (December 31, 2022 - $30,978).

6. FLOW-THROUGH SHARE PREMIUM LIABILITY

	September 30, 2023	**December 31, 2022**
Balance, beginning	$ -	$ -
Share premium liability on flow-through shares	4,500	-
Reversal recognized upon expenditures being incurred	(4,500)	-
Balance, ending	**$ -**	**$ -**

On December 31, 2022, the Company closed the offering of 450,000 ("Flow-Through Units") for gross proceeds of $54,000. Each Flow-Through Unit consists of one flow-through common share and one non-flow-through common share purchase warrant. Each non-flow-through common share purchase warrant is exercisable into one non-flow-through common share at an exercise price of $0.20 for a period of 24 months (Note 5b). The proceeds of the fund were required to incur a net total of $54,000 (December 31, 2022 - $Nil) of qualifying expenditures to renounce the tax deductions toinvestors. The premium received on the Flow-Through Units issued was determined to be $4,500 and was recorded a share capital reduction. An equivalent premium liability was recorded and is being reduced as and when the qualified exploration expenditures occur. During the nine months ended September 30, 2023, the Company recorded $4,500 (December 31, 2022 - $Nil) in income and that resulted from the flow-through share premium.

7. RELATED PARTY TRANSACTIONS

Key management personnel consist of the officers and directors of the Company and companies owned or controlled by the officers and directors of the Company.

During the nine months ended September 30, 2023, an entity controlled by CFO of the Company charged $18,000 (September 30, 2022 - $6,000) in management fees. As of September 30, 2023, the Company had an aggregate of $4,204 (December 31, 2022 - $Nil) due to the related party.

During the nine months ended September 30, 2023, an entity controlled by CEO of the Company charged $54,000 (September 30, 2022 - $20,000) in management fees. As of September 30, 2023, the Company had an aggregate of $6,400 (December 31, 2022 - $Nil)

During the nine ended September 30, 2023, an entity controlled by a director and the former CEO of the Company charged $18,000 (September 30, 2022 - $10,000) in management fees. As of September 30, 2023, the Company had an aggregate of $90,128 (December 31, 2022 - $Nil) comprise of management fees and operating expenses due to the related party.

On April 22, 2023, the Company entered into a non-arm's length transaction, a Sale of Mining Claims with a related party, URSA, a Company controlled by a director of the Company, to purchase 100% interest in 11 claims located 40 km southeast of Dryden, Ontario, comprised of 5 in Howie Claims, 5 in Alto-Gardner Claims and 1 in Santa Maria Claims. The Company agreed to pay $1,100 for the above claims. As of September 30, 2023, the Company had $1,100 (December 31, 2022 - $Nil) outstanding payable.

All related party transactions were entered into in the normal course of business and are recorded at the exchange amount established and agreed to between the related parties.

8. CAPITAL MANAGEMENT

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company,in order to support the acquisition, exploration and development of mineral property interests. The Board of Directorsdoes 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. The Company considers capital to consist of shareholders' equity.

The property in which the Company currently has an interest is in the exploration stage; as such the Company will rely on the equity markets to fund its activities. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient economic potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

There were no changes in the Company's approach to capital management during the nine months ended September 30, 2023 and the year ended December 31, 2022.

(Expressed in Canadian Dollars - Unaudited)

9. FINANCIAL INSTRUMENTS

a) Fair value

The fair value of the Company's cash, due from related party, and accounts payable and accrued liabilities approximate their carrying value due to their short-term nature.

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.

For the nine months ended September 30, 2023 and the year ended December 31, 2022, the fair value of cash was measured at fair value and classified as Level 1 financial instrument.

As at:		September 30, 2023		December 31, 2022
Financial assets:				
FVTPL				
Cash	$	42,779	$	263,321
Amortized cost				
Deferred share issuance cost	$	-	$	-
Financial liabilities:				
Amortized cost				
Accounts payable and accrued liabilities	$	21,971	$	38,276
Due to related parties	$	20,733	$	-

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

b) Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at September 30, 2023, the Company had cash of $42,779 (December 31, 2022 - $263,321) to settle the total current liabilities of $42,704 (December 31, 2022 - $38,276). As at September 30, 2023, the total working capital of the Company was $63,145 (December 31, 2022 - $290,833). The Company believes that these sources will be sufficient to cover the expected short- and long-term cash requirements, by raising funds from private placements.

c) Credit risk

Credit risk is the risk of a loss if a counterparty to a financial instrument fails to meet its contractual obligations. The Company's exposure to credit risk is limited to its cash and due from related parties. The Company limits its exposure to credit risk by holding its cash in deposits with high credit quality Canadian financial institutions.

d) Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. Management does not believe that the Company is exposed to any material market risk.

10. SUBSEQUENT EVENTS

Closed Non-Brokerage Private placement:

On October 4, 2023, the Company closed a non-brokered private placement with 4,500,000 Units for gross proceeds of $300,000, including $24,000 in financing fee, comprised of one common share at $0.072 per share and one share purchase warrant exercise at $0.12 expiring 36 months from the closing date of the private placement.

Sakoose Golde Project:

On October 6, 2023, the Company the Company entered in an option agreement to purchase with Gravel Ridge Resources Ltd. and 1544230 Ontario Inc. (collectively, the "Property Owners") on October 6, 2023 for a 100% undivided interest in 19 mining claims situated in within the province of Ontario (the "Property"), subject to the production 1.5% royalty and which are filed with the Ministry of Northern Development, Mines, Natural Resources and Forestry, (the "Option").

In consideration for the grant of the Option to acquire 100% interest in the Property and pursuant to the Agreement, the Corporation shall pay the Property Owners a total of up to $68,000 CDN cash payment and issue to the Property Owners, to be split equally, a total of 200,000 common shares ("Common Shares") in the capital stock of the Corporation, such Common Shares are subject to hold periods pursuant to applicable securities laws, as follows:

(i) pay $8,000 cash payment to the Property Owners upon execution of the Agreement and issue 200,000 Common Shares within 7 business days of signing the Agreement;
(ii) (ii) pay $12,000 cash payment to the Property Owners on the first anniversary of signing the Agreement;
(iii) pay $18,000 cash payment to the Property Owners on the second anniversary of signing the Agreement; and
(iv) pay $30,000 cash payment to the Property Owners, OR, at the election of the Corporation, $14,000 cash payment and $20,000 cash payment payable in Common Shares based on the previous 20-day volume weighted average price on the 3rd anniversary of signing the Agreement.