



BGX - Black Gold Exploration Corp.

(Formerly 1280582 BC Ltd.)

Condensed Consolidated Interim Financial Statements
For the three and nine months ended
September 30, 2024 and 2023
(Unaudited)

(Expressed in Canadian dollars, unless otherwise noted)

NOTE TO READER

Under National Instrument 51-102, if an auditor has not performed a review of the condensed consolidated interim financial statements, they must be accompanied by a note indicating that the condensed consolidated interim financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed consolidated interim financial statements have been prepared by and are the responsibility of the management. The Corporation's independent auditor has not performed a review of these condensed consolidated interim financial statements.

BGX - Black Gold Exploration Corp.

Condensed Consolidated Interim Statements of Financial Position

As at September 30, 2024 and December 31, 2023

(Expressed in Canadian Dollars)

As at:	September 30, 2024	December 31, 2023
ASSETS		
Current assets		
Cash	31,631	21,607
Investment GIC (Note 6)	533,000	967,986
Deposit and prepaid	7,729	-
Receivables	28,397	12,229
Total Current Assets	\$ 600,757	\$ 1,001,822
Non-current assets		
Exploration and evaluation assets (Note 7)	4,715,562	2,108,848
TOTAL ASSETS	\$ 5,316,319	\$ 3,110,670
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities (Note 8)	64,031	80,662
Subscriptions received in advance	-	686,874
Total Current Liabilities	\$ 64,031	\$ 767,536
SHAREHOLDERS' EQUITY		
Share capital (Note 9)	6,071,095	2,535,000
Special warrants (Note 9)	-	135,941
Equity reserve (Note 9)	187,050	-
Deficit	(1,005,857)	(327,807)
Total Shareholders' Equity	5,252,288	2,343,134
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$ 5,316,319	\$ 3,110,670

Nature of operations and going concern (Note 1)

Approved by the Board of Directors on November 14, 2024:

"/s/ Michael Sato", Director

"/s/ Francisco Gulisano", Director and CEO

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

BGX - Black Gold Exploration Corp.

Condensed Consolidated Interim Statements of Loss and Comprehensive Loss

For the three and nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars, unless otherwise noted)

	Three months ended September 30, 2024 \$	Three months ended September 30, 2023 \$	Nine months ended September 30, 2024 \$	Nine months ended September 30, 2023 \$
Operating Expense				
Audit fees	2,000	12,000	11,250	19,000
Consulting fees	38,508	-	127,247	-
General Admin	4,636	197	8,195	563
Legal expense	10,425	38,618	70,592	51,124
Management fees (Note 8)	15,000	-	45,000	-
Professional fees	52,334	42,867	175,968	80,867
Regulatory fees	2,740	10,223	27,729	10,445
Share based compensation (Note 9)	931	-	240,382	-
Travel expense	-	-	8	7,947
Total operating expenses	\$ 126,574	103,905	706,371	169,946
Loss before other income	(126,574)	(103,905)	(706,371)	(169,946)
Other Income				
Gain on sale of securities	5,423	-	7,188	-
Foreign exchange (loss) gain	(373)	-	(248)	-
Interest Income (Note 6)	6,650	18,354	21,381	18,354
Net and Comprehensive Loss	(114,874)	(85,551)	(678,050)	(151,592)
Loss per share – basic and diluted	\$ (0.02)	(0.02)	(0.13)	(0.05)
Weighted average number of shares outstanding – basic and diluted	5,322,776	4,490,217	5,203,547	3,203,846

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

BGX - Black Gold Exploration Corp.

Condensed Consolidated Interim Statements of Changes in Shareholders' Equity

For the nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars, unless otherwise noted)

	Share Capital					
	Number	Amount	Special Warrants	Equity Reserve	Deficit	Total
		\$	\$	\$	\$	\$
Balance at December 31, 2022	2,550,000	435,000	-	-	(42,073)	392,927
Share issued for exploration and evaluation asset (Note 7)	2,100,000	2,100,000	-	-	-	2,100,000
Special warrants issued (Note 9)	-	-	135,940	-	-	135,940
Net loss and comprehensive loss	-	-	-	-	(151,592)	(151,592)
Balance at September 30, 2023	4,650,000	2,535,000	135,940	-	(193,665)	2,477,275
Balance at December 31, 2023	4,650,000	2,535,000	135,941	-	(327,807)	2,343,134
Conversion of debt to equity (Note 9)	16,987	67,948	-	-	-	67,948
Conversion of special warrants (Note 9)	90,627	135,941	(135,941)	-	-	-
Conversion of private placement units (Note 9)	457,916	686,874	-	-	-	686,874
Performance shares units issued (Note 9)	13,333	53,332	-	-	-	53,332
Share issued for exploration and evaluation asset (Note 7)	480,000	2,592,000	-	-	-	2,592,000
Share based compensation (Note 9)	-	-	-	187,050	-	187,050
Net loss and comprehensive loss	-	-	-	-	(678,050)	(678,050)
Balance at September 30, 2024	5,708,863	6,071,095	-	187,050	(1,005,857)	5,252,288

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

BGX - Black Gold Exploration Corp.

Condensed Consolidated Interim Statements of Cash Flows

For the nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars)

For the six months ended September 30:	2024		2023	
Operating Activities				
Net loss	\$	(678,050)	\$	(151,592)
<i>Items not involving cash:</i>				
Share-based compensation		240,382		-
Interest income		21,381		-
<i>Changes in non-cash working capital:</i>				
Receivables		(16,168)		(10,409)
Deposits and prepaid expenses		(7,729)		(11,550)
Accounts payable and accrued liabilities		51,317		47,745
Subscriptions received in advanced		-		2,995
Net cash used in operating activities	\$	(388,867)	\$	(122,811)
Investing Activities				
Net investments in GIC		413,605		(1,102,542)
Investments in securities		-		-
Exploration and evaluation expenditures		(14,714)		-
Net cash provided by investing activities	\$	398,891	\$	(1,102,542)
Change in cash during the period	\$	10,024	\$	(1,225,353)
Cash, beginning of the period	\$	21,607	\$	1,230,224
Cash, ending of the period	\$	31,631	\$	4,871
Cash (paid) received for:				
Interest	\$	25,289	\$	-

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

BGX - Black Gold Exploration Corp.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars, unless otherwise noted)

1. Nature of Operations and Going Concern

BGX - Black Gold Exploration Corp. (formerly 1280582 BC Ltd.) (the “Company”) was incorporated on December 21, 2020 in the Province of British Columbia. On February 24, 2022, the Company’s name changed from 1280582 BC Ltd. to BGX - Black Gold Exploration Corp. The Company is in the business of acquiring and exploring oil and gas assets. The registered office of the Company is located on the 6th floor - 905 West Pender Street Vancouver, BC V6C 1L6. The Company’s common shares are listed on the Canadian Securities Exchange and the Frankfurt Stock Exchange.

These condensed consolidated interim financial statements have been prepared on the basis of accounting principles applicable to a going concern under International Financial Reporting Standards (“IFRS”). The use of these principles under IFRS assumes that the Company will continue in operation for the foreseeable future and will be able to realize assets and discharge its liabilities in the normal course of operation.

The Company has incurred net losses since inception and as at September 30, 2024 has a deficit of \$1,005,857 (December 31, 2023 of \$327,807). The Company’s continuation as a going concern is dependent upon its ability to develop and attain profitable operations and generate funds from there, and/or raise equity capital or borrowings sufficient to meet current and future obligations. Management intends to finance operating costs over the next twelve months with loans from directors and/or private placement of common shares. These factors indicate the existence of material uncertainties that may cast significant doubt about the Company’s ability to continue as a going concern.

These condensed consolidated interim financial statements do not include any adjustments to the recoverability and classification of recorded assets amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. Statement of Compliance and Basis of Presentation

Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34, “Interim Financial Reporting of the International Financial Reporting Standards” (“IFRS”) as issued by the International Accounting Standards Board (“IASB”), following the same accounting policies, including estimates and judgments and methods of application as those disclosed in the annual audited consolidated financial statements for the year ended December 31, 2023, except as described in the notes to the condensed consolidated interim financial statements. The condensed consolidated interim financial statements should be read in conjunction with the annual financial statements of the Company for the year ended December 31, 2023, which have been prepared in accordance with IFRS.

The condensed consolidated interim financial statements were authorized for issue by the Board of Directors on November 14, 2024.

BGX - Black Gold Exploration Corp.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars, unless otherwise noted)

2. Statement of Compliance and Basis of Presentation (continued)

Basis of presentation

These condensed consolidated interim financial statements have been prepared on a going concern basis, under the historical cost convention, except for certain financial instruments which may be measured at fair value in subsequent periods and have been prepared using the accrual basis of accounting except for cash flow information.

Basis of consolidation

These condensed consolidated interim financial statements include the financial statements of the Company and the entity controlled by the Company: Spinell S.A. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. All intercompany transactions and balances have been eliminated.

Functional and presentation currency

All amounts in these condensed consolidated interim financial statements are presented in Canadian dollars, the functional currency of the Company. The Company considers the primary and secondary indicators as part of its decision-making process. The financial statements are presented in Canadian dollars, which is the functional currency of the Company.

Significant accounting estimates and judgements

The significant estimates, assumptions and judgments applied to these condensed consolidated interim financial statements are the same as those applied to the Company's audited consolidated financial statements for the year ended December 31, 2023.

3. Material Accounting Policies

The material accounting policies applied to these condensed consolidated interim financial statements are the same as those applied to the Company's audited consolidated financial statements for the year ended December 31, 2023, except for the following:

Share-based payments

The Company grants stock options to purchase common shares and performance shares of the Company to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal or tax purposes, or provides services similar to those performed by an employee. The fair value of stock options is measured on the grant date using the Black-Scholes option pricing model and is recognized over the vesting period. Share-based payments are initially recorded to equity reserve. Subsequently, consideration paid for the shares on the exercise of share-based payments are credited to share capital. In situations where equity instruments are issued to non-employees and some or all of the goods or services received by the entity as consideration cannot be specifically identified, they are measured at fair value of the share-based payment. Otherwise, share-based payments are measured at the fair value of goods or services received.

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Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars, unless otherwise noted)

3. Material Account Policies (continued)

The Company grants performance shares with vesting conditions not related to the market price of the equity instruments of the Company and, as a result, they are non-market performance conditions. Upon grant or issuance into escrow, the fair value of performance shares are recorded to equity reserve based on management's assessment of whether the vesting conditions will be met. The evaluation of whether vesting conditions will be met is reassessed every reporting period and changes, if any, are reflected in future periods. Upon vesting, the fair value of performance shares is transferred to share capital.

4. Risk Management and Financial Instruments

The Company's financial instruments consist of cash, short-term investments in Guaranteed Investment Certificates, receivables, accounts payable and accrued liabilities and subscriptions received in advance.

The Company's financial assets and liabilities are recorded and measured as follows:

Asset or Liability	Category
Cash	FVTPL
Deposits and Prepaid	FVTPL
Investment GIC	Amortized cost
Investment	FVTPL
Receivables	Amortized cost
Accounts payable and accrued liabilities	Amortized cost
Subscriptions received in advance	Amortized cost
Due to related parties	Amortized cost

Fair value

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

- Level 1: 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. from derived prices); and
- Level 3: inputs for the asset or liability that are not based upon observable market data.

Cash and investments under the fair value hierarchy was recorded based on Level 1 inputs. The fair values of other financial instruments, which include short-term investments in Guaranteed Investment Certificates, receivables, accounts payable and accrued liabilities and subscriptions received in advance, approximate their carrying values due to the relatively short-term maturity of these instruments.

There have been no substantive changes in the Company's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from previous reported periods unless otherwise stated in the note. The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Company's competitiveness and flexibility. Further details regarding these policies are set out below.

BGX - Black Gold Exploration Corp.

Notes to the Condensed Consolidated Interim Financial Statements

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4. Risk Management and Financial Instruments (continued)

Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company manages credit risk, in respect of cash, by placing cash at major Canadian financial institutions. Receivables are government sales tax receivable from the Canada Revenue Agency. The Guaranteed Investment Certificates are secured investments that the Company is able to sell into cash on demand; similarly, investments can be sold on demand. Management believes that credit risk is minimal.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in satisfying financial obligations as they become due. The Company manages liquidity by maintaining adequate cash balances to meet liabilities as they become due. The Company maintained cash at September 30, 2024 in the amount of \$31,631 and Guaranteed Investment Certificates of \$533,000 to meet short-term business requirements. At September 30, 2024, the Company had accounts payable of \$64,031. All of the Company's current financial liabilities have contractual maturities of less than 90 days. Liquidity risk is assessed as low.

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. These fluctuations may be significant.

- (i) **Interest rate risk**
Interest rate risk is the risk that the fair value or cash flows of a financial instrument will fluctuate because of changes in market interest rates. The exposure to interest rates for the Company is considered minimal. The Company has no interest-bearing borrowings.
- (ii) **Foreign exchange rate risk**
Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The Company is exposed to U.S. Dollar and Argentinian Peso foreign exchange fluctuations. The Company assessed this risk to be insignificant.
- (iii) **Price risk**
The Company is not exposed to significant price risk.

5. Capital Management

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern. The Company considers the items included in shareholders' equity as capital. The Company's primary source of capital comes from the issuance of equity instruments.

BGX - Black Gold Exploration Corp.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars, unless otherwise noted)

5. Capital Management (continued)

The Company manages and adjusts its capital structure when changes in economic conditions occur. To maintain or adjust the capital structure, the Company may seek to additional funding through issuance of securities or new debt. The Company may require additional capital resources to meet its administrative overhead expenses in the long term. The Company believes it will be able to raise capital as required in the long-term but recognizes there will be risks involved that may be beyond its control. There were no changes to the Company's capital management approach during the nine months ended September 30, 2024. The Company is not subject to any externally imposed capital requirements.

6. Investment GIC

As at September 30, 2024 the balance of GIC was \$533,000 (December 31, 2023 - \$967,986) and the Company earned \$6,650 and \$21,381 in interest income related to this investment during the three and nine months ended September 30, 2024, respectively (September 30, 2023 - \$18,354 and \$18,354). The GIC carries an annual interest rate of 4% and the interest will be payable upon maturity.

7. Exploration and Evaluation Assets

El Carmen, Argentina Project

On July 7, 2023, the Company entered into an amended purchase agreement with International Iconic Gold Exploration Corporation ("ICON") to acquire an oil and gas asset El Carmen (the "Property") by way of purchasing 95% interest in Spinell S.A. ("Spinell"), the owner of the property, in exchange for securities of the Company. The Company issued 2,100,000 common shares at a price of \$1.00 per share for a deemed transaction value of \$2,100,000 and the transaction was treated as an asset purchase transaction in accordance with IFRS 3. Of the total number of common shares issued for the transaction, 2,000,000 common shares of the Company are held in escrow until certain milestones are met in connection with the Property and will be issued to ICON once these milestones are met. These milestones include: 1,000,000 shares of the Company will be released from escrow upon the Property entering production of natural gas; and 1,000,000 shares of the Company will be released from escrow upon the Property entering production of oil.

During the nine months ended September 30, 2024, the Company capitalized \$14,714 of exploration and evaluation expenses on the El Carmen property (September 30, 2023 - \$nil). As at September 30, 2024, the El Carmen exploration and evaluation asset is \$2,123,562 (December 31, 2023 - \$2,108,848)

Indiana, USA Project

On September 12, 2024, The Company entered into and closed an Amended and Restated Share Purchase Agreement ("SPA") to acquire 100% of the outstanding shares of Energy Holding Americas 1 Inc. ("EHA1") in exchange for 480,000 common shares of the Company at a deemed price of \$5.40 per share for a deemed value of \$2,592,000. This acquisition was treated as an asset purchase transaction in accordance with IFRS 3. EHA1 holds a 30% ownership interest in a group of oil, gas and mineral leases located in Clay and Vigo County, Indiana (the "Leases"), as well as seismic data and other geological data related to the leases. The remaining 70% is owned by LGX Energy Corp. ("LGX"), an oil and gas producer and explorer in Indiana. EHA1 also holds a perpetual option to participate in new development and production on the Leases through contribution of 30% of the cost of such work.

BGX - Black Gold Exploration Corp.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars, unless otherwise noted)

8. Related Party Transactions

In accordance with IAS 24, key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including any directors (executive and non-executive) of the Company.

During the three and nine months ended September 30, 2024, the Company incurred \$15,000 and \$45,000 (September 30, 2023 - \$ nil and \$ nil) in management fees to Francisco Gulisano, a director and CEO of the Company, respectively. As at September 30, 2024, \$23,000 (December 31, 2023 - \$28,809) was included in accounts payable and accrued liabilities for management fees due to Francisco Gulisano.

On March 14, 2024, the Company issued 9,531 common shares at \$4.00 per share to settle an aggregate outstanding debt of \$38,124 owed to Francisco Gulisano, a director and CEO of the Company.

On March 7, 2024, the Company granted 100,000 stock options to the directors and officers of the Company with an exercise price of \$4.00 expiring on March 7, 2029. The options vest in accordance with terms between 2 to 5 years. During the three and nine months ended September 30, 2024, \$31,897 and \$125,229 was the stock option expense related to the officers and directors of the company (September 30, 2023 - \$Nil and \$Nil) respectively.

On September 12, 2024, the Company issued 10,000 restricted share units (“RSUs”) to Daniel Buffone, President of Spinell S.A. that vest as follows: (i) 25% to vest four (4) months from issuance; (ii) 25% to vest seven (7) months from issuance; (iii) 25% to vest ten (10) months from issuance; and (iv) 25% to vest thirteen (13) months from issuance. During the three months ended September 30, 2024, the Company incurred an expense of \$4,555.

9. Share Capital

Authorized

The authorized share capital of the Company consists of an unlimited number of common shares without par value.

Issued and outstanding

	Number of Common Shares	Fair Value per Share \$	Fair Value of Shares \$
Balance at January 1, 2023	2,550,000	0.17	435,000
Issued (Note 7)	2,100,000	1.00	2,100,000
Balance at December 31, 2023	4,650,000	0.55	2,535,000
Issued units private placement	457,916	1.50	686,874
Issued special warrant private placement	90,627	1.50	135,941
Issued performance shares	13,333	4.00	53,332
Issued equity in exchange for debt	16,987	4.00	67,948
Issued (Note 7)	480,000	5.40	2,592,000
Balance at September 30, 2024	5,708,863	1.07	6,071,095

BGX - Black Gold Exploration Corp.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars, unless otherwise noted)

9. Share capital (continued)

On July 7, 2023, the Company issued 2,100,000 common shares at a price of \$1.00 per share for the acquisition of an oil and gas property for a deemed transaction value of \$2,100,000. Of the total number of common shares issued for the transaction, 2,000,000 common shares of the Company are held in escrow and are subject to certain milestones (Note 7).

On January 19, 2024, the Company closed its subscriptions in advance private placement round and issued 457,916 units of the Company (a "Unit") at a price of \$1.50 per Unit for total proceeds of \$686,874. Each Unit is comprised of one common share and one share purchase warrant at an exercise price of \$3.00 for a period of 3 years with an expiry date of January 19, 2027.

On February 2, 2024, the Company's 90,627 Special Warrants issued in a private placement at a price of \$1.50 per special warrant were exercised. Each special warrant is comprised of one common share and one common share purchase warrant (a "Warrant"). Each warrant is exercisable into one common share at an exercise price of \$3.00 for a period of three years.

On March 8, 2024, the Company issued 13,333 performance shares to a consultant at a price of \$4.00 per share.

On March 14, 2024, the Company issued an aggregate of 16,987 common shares at \$4.00 per share to settle an aggregate outstanding debt of \$67,948, of which \$38,124 was a debt owed to the CEO of the Company (Note 8).

On September 12, 2024, the Company entered into and closed an Amended and Restated Share Purchase Agreement ("SPA") to acquire 100% of the outstanding shares of Energy Holding Americas 1 Inc. ("EHA1") in exchange for 480,000 common shares of the Company at a deemed price of \$5.40 per share for a deemed value of \$2,592,000 (Note 7).

Subscription in Advance

During the year ended December 31, 2022, the Company accepted subscription agreements for a total of 88,630 special warrants (each a "Special Warrant") at \$1.50 per Special Warrant for total consideration of \$132,945. During the year ended December 31, 2023, the Company accepted subscriptions in advance for a total of 1,997 special warrants (each a "Special Warrant") at \$1.50 per Special Warrant for total consideration of \$2,995. On July 24, 2023, the Company issued a total of 90,627 special warrants (each a "Special Warrant") at \$1.50 per Special Warrant for total consideration of \$135,941. Each Special Warrant will be convertible into units of the Company (each a "Unit") comprising of one common share and one share purchase warrant (a "Warrant"). On February 2, 2024, the Special Warrants were converted into Units of the Company. Each warrant is exercisable into one common share at an exercise price of \$3.00 for a period of 3 years.

BGX - Black Gold Exploration Corp.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars, unless otherwise noted)

9. Share capital (continued)

During the year ended December 31, 2022, the Company accepted subscriptions in advance for a total of 457,916 units at \$1.50 per unit for total consideration of \$686,874. Upon the closing of the agreement, the units, comprising of one common share and one share purchase warrant (each a "Warrant"), will be issued. Each Warrant is exercisable into one common share at an exercise price of \$3.00 for a period of three years from the date of issuance. During the nine months ended September 30, 2024, the subscriptions in advance converted into private placement units on January 19, 2024. The subscription in advance balance was \$nil on September 30, 2024 (December 31, 2023 - \$686,874).

Share Purchase Warrants

A summary of the Company's share purchase warrants is as follows:

	September 30, 2024		December 31, 2023	
	Number of Warrants	Weighted Average Exercise Price \$	Number of Warrants	Weighted Average Exercise Price \$
Warrants outstanding - beginning of year	2,550,000	0.17	2,550,000	0.17
Issued special warrants converted	90,627	3.00	-	-
Issued units converted	457,916	3.00	-	-
Warrants outstanding - end of period	3,098,543	0.67	2,550,000	0.17

Number of Warrants	Exercise Price \$	Remaining Contractual Life (years)	Expiry Date
500,000	0.05	2.24	December 27, 2026
2,050,000	0.20	2.34	January 31, 2027
90,627	3.00	2.34	February 2, 2027
457,916	3.00	2.30	January 19, 2027

Special Warrants

A summary of the Company's special warrants is as follows:

	Number of Special Warrants	Price per Special Warrant \$
Balance at December 31, 2022	-	-
Issued	90,627	1.50
Balance at December 31, 2023	90,627	1.50
Special Warrants converted	(90,627)	1.50
Balance at September 30, 2024	-	-

BGX - Black Gold Exploration Corp.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars, unless otherwise noted)

9. Share capital (continued)

On July 26, 2023, the Company issued a total of 90,627 special warrants (each a “Special Warrant”) at \$1.50 per Special Warrant for total consideration of \$135,941. Each Special Warrant is convertible into units of the Company (each a “Unit”) comprising of one common share and one share purchase warrant (a “Warrant”). On February 2, 2024, the Special Warrants were exercised into units (each a “Unit”). Each Unit is comprised of one common share and one common share purchase warrant (a “Warrant”). Each warrant is exercisable into one common share at an exercise price of \$3.00 for a period of three years. Using the residual method, a \$nil value was allocated to the warrants.

Stock Options

On March 7, 2024, the Company granted 186,667 stock options to directors, officers and consultants of the Company with an exercise price of \$4.00 expiring on March 7, 2029. The options vest in accordance with terms between 2 to 5 years. In addition, the company granted a total of 13,333 performance share units convertible into 13,333 common shares at a price of \$4.00 a common share.

On August 2, 2024, due to the departure of a consultant, 65,000 stock options were forfeited and cancelled. On November 2, 2024, 21,667 stock options will expire.

Black Scholes Model was used to value the stock options and used the following inputs: stock options expiry date of March 7, 2029, stock price at time of issuance was \$4.00 a share, the expected volatility used was 100%, the risk-free rate was 3.83%, expected option life was 3.33 and exercise price is \$4.00 per common share.

	September 30, 2024		December 31, 2023	
	Number of options	Weighted average exercise price \$	Number of options	Weighted average exercise price \$
Options outstanding – beginning of period	-	-	-	-
Issued	186,667	4.00	-	-
Forfeited/ Cancelled	65,000	4.00	-	-
Options outstanding – end of the period	121,667	4.00	-	-
Options exercisable – end of the period	41,667	4.00	-	-

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Notes to the Condensed Consolidated Interim Financial Statements

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(Expressed in Canadian Dollars, unless otherwise noted)

10. Segmented information

The Company has two reportable operating segment, being the acquisition, exploration and evaluation of assets in Argentina and USA.

Geographical information is as follows:

As at	September 30, 2024	December 31, 2023
Argentina		
Exploration and evaluation assets	\$ 2,123,562	2,108,848
Cash and other assets	\$ 6,478	3,391
Six months ended	September 30, 2024	September 30, 2023
Argentina		
Net Loss	\$ 11,928	-
As at	September 30, 2024	December 31, 2023
USA		
Exploration and evaluation assets	\$ 2,592,000	-
Six months ended	September 30, 2024	September 30, 2023
USA		
Net Loss	\$ Nil	-