CASCADE COPPER CORP.

FINANCIAL STATEMENTS

Years Ended December 31, 2023 and 2022

(Expressed in Canadian Dollars)

CSE: CASC

To the Shareholders of Cascade Copper Corp.:

Opinion

We have audited the financial statements of Cascade Copper Corp. (the "Company"), which comprise the statements of financial position as at December 31, 2023 and December 31, 2022, and the statements of loss and other comprehensive loss, changes in equity and cash flows for the years then ended, and notes to the financial statements, including a summary of material accounting policy information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2023 and December 31, 2022, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

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

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the financial statements, which indicates that the Company incurred a net loss during the year ended December 31, 2023 and, as of that date, the Company had a working capital deficiency and an accumulated deficit. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company’s ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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

Other Information

Management is responsible for the other information. The other information comprises Management’s Discussion and Analysis.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

MNP LLP

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In connection with our audits of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audits or otherwise appears to be materially misstated. We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- 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 audits and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

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

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

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

MNP LLP

Vancouver, British Columbia
April 10, 2024

Chartered Professional Accountants

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STATEMENTS OF FINANCIAL POSITION

(Expressed in Canadian Dollars)

As at		December 31, 2023		December 31, 2022
Assets				
Current assets				
Cash and cash equivalents *(Note 5)*	$	101,127	$	16,689
Short-term investment *(Note 6)*		28,750		–
GST and other receivables *(Note 7)*		49,650		19,065
Prepaid expenses *(Note 8)*		15,549		–
Advances to related parties *(Note 12)*		733		110
Total current assets		195,809		35,864
Non-current assets				
Exploration and evaluation assets *(Note 4)*		1,105,471		593,643
Deferred financing costs *(Notes 1 and 10)*		–		73,375
Total non-current assets		1,105,471		667,018
Total Assets	**$**	**1,301,280**	**$**	**702,882**
Liabilities and Shareholders' Equity				
Current liabilities				
Accounts payable and accrued liabilities *(Note 9)*	$	49,600	$	109,278
Due to related parties *(Note 12)*		5,116		2,100
Flow-through share premium liability *(Note 11)*		–		1,597
Total current liabilities		54,716		112,975
Shareholders' equity				
Share capital *(Notes 10 and 16)*		1,856,462		897,737
Reserves *(Note 10)*		171,579		103,195
Deficit		(781,477)		(411,025)
Total shareholders' equity		1,246,564		589,907
Total Liabilities and Shareholders' Equity	**$**	**1,301,280**	**$**	**702,882**

Nature of Operations and Going Concern (Note 1)
Subsequent Events (Note 16)

On behalf of the Board of Directors:

Director (signed by) "Jeff Ackert"

Director (signed by) "Darcy Christian"

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

STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian Dollars)

	For the Years ended December 31, 2023	2022
Expenses		
Audit and accounting fees	$ 68,696	$ 72,765
Bank charges	1,258	217
Consulting fees *(Note 12)*	115,100	9,500
Legal fees	19,515	24,104
Marketing and investor relations fees *(Note 12)*	82,546	3,158
Office and administration fees	12,703	4,927
Project investigation costs *(Note 12)*	26,225	15,248
Share-based compensation *(Notes 10 and 12)*	–	92,000
Transfer agent and filing fees	42,074	20,596
Travel expenses	12,074	3,918
Operating expenses	(380,191)	(246,433)
Other items		
Interest income	8,142	–
Recovery of flow-through share premium liability *(Note 11)*	1,597	3,723
Loss and comprehensive loss	$ (370,452)	$ (242,710)
Loss per common share – basic and diluted	$ (0.02)	$ (0.02)
Weighted average number of common shares outstanding – basic and diluted	23,941,478	9,898,073

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

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STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

(Expressed in Canadian Dollars)

	Number of Shares	Share Capital	Share Reserve	Accumulated Deficit	Total
Balance at December 31, 2021	**100**	**$ 1**	**$ –**	**$ (168,315)**	**$ (168,314)**
Shares issued for cash	6,691,612	453,981	–	–	453,981
Share issuance costs	–	(48,370)	11,195	–	(37,175)
Shares issued for property acquisition	5,625,000	325,000	–	–	325,000
Shares issued on settlement of debt	3,988,895	172,445	–	–	172,445
Share-based compensation *(Notes10 and 12)*	–	–	92,000	–	92,000
Flow-through share premium *(Note 11)*	–	(5,320)	–	–	(5,320)
Net loss for the year	–	–	–	(242,710)	(242,710)
Balance at December 31, 2022	**16,305,607**	**897,737**	**103,195**	**(411,025)**	**589,907**
Units issued for cash *(Note 10)*	10,000,000	1,000,000	–	–	1,000,000
Share issuance costs	–	(288,775)	68,384	–	(220,391)
Shares issued for property acquisition *(Note 10)*	2,625,538	247,500	–	–	247,500
Net loss for the year	–	–	–	(370,452)	(370,452)
Balance at December 31, 2023	**28,931,145**	**$ 1,856,462**	**$ 171,579**	**$ (781,477)**	**$ 1,246,564**

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

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STATEMENTS OF CASH FLOWS

(Expressed in Canadian Dollars)

		For the Years ended December 31, 2023		2022
Cash flows used in operating activities				
Net loss for the year	$	(370,452)	$	(242,710)
Items not involving cash:				
Share-based compensation		–		92,000
Shares issued for services		–		3,000
Recovery of flow-through share premium liability		(1,597)		(3,723)
Changes in non-cash operating working capital:				
GST and other receivables		(30,585)		(19,065)
Prepaid expenses		(15,549)		(110)
Advances to related parties		(623)		–
Accounts payable and accrued liabilities		(26,977)		(94,117)
Due to related parties		266		–
Net cash used in operating activities		**(445,517)**		**(264,725)**
Cash flows used in investing activities				
Acquisition of exploration and evaluation assets		(254,279)		(127,799)
Net cash used in investing activities		**(254,279)**		**(127,799)**
Cash flows provided by financing activities				
Proceeds from share issuances		1,000,000		436,989
Share issuance cost		(187,016)		–
Proceeds from related parties		–		5,599
Short-term investment		(28,750)		–
Deferred financing cost		–		(33,375)
Net cash provided by financing activities		**784,234**		**409,213**
Increase in cash during the year		84,438		16,689
Cash, beginning of the year		16,689		–
Cash, end of the year	**$**	**101,127**	**$**	**16,689**
Non-cash transactions				
Shares issued for exploration and evaluation assets	$	247,500	$	325,000
Exploration and evaluation assets included in:				
Due to related parties	$	2,750	$	–
Accounts payable and accrued liabilities	$	7,298	$	–
Deferred financing costs included in accrued liabilities	$	–	$	40,000

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Cascade Copper Corp. ("Cascade" or the "Company") was incorporated under the Business Corporations Act (*Alberta*) on December 1, 2020. On April 25, 2023, the Company's shares started trading on the Canadian Securities Exchange (the "CSE") under the ticker symbol "CASC". The Company's registered and records office is at Suite 1150, 707 – 7th Avenue SW, Calgary, Alberta T2P 3H6 and operating office is at 820 – 1130 West Pender Street, Vancouver, BC V6E 4A4.

The Company's principal business activity is the acquisition and exploration of mineral properties in the natural resource sector with the intention of placing them into production. The Company is focused on copper and gold, porphyry and epithermal deposits in British Columbia ("BC") and Ontario ("ON") and has five quality properties, either wholly-owned or under option agreements, covering 22,259 hectares. The Company's priority is to conduct exploration, including drilling, on its flagship Rogers Creek Property located in the Coast Mountain Belt of British Columbia, 90 kilometres northeast of Vancouver, in the Southwest Mining Region. As at December 31, 2023, the Company has not yet achieved profitable operations and has an accumulated deficit of $781,477 (2022 – $411,025). For the years ended December 31, 2023 and 2022, the Company incurred $370,452 and $242,710 in net loss and comprehensive loss, respectively.

These financial statements have been prepared on the assumption that the Company will continue as a going concern. The business of the Company involves a high degree of risk and there is no assurance that the Company will be successful in acquiring or divesting its exploration and evaluation 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. These factors together raise significant doubt about the Company's ability to continue as a going concern.

If the going concern assumptions were not appropriate for the financial statements, adjustments would be necessary to the carrying value of assets and liabilities, the reported expenses, and the classifications used for the statements of financial position. Such adjustments could be material.

These financial statements were authorized for issue by the Board of Directors of the Company on April 10, 2024.

2. BASIS OF PRESENTATION

These financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS") and International Accounting Standards ("IAS"), as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). These financial statements have been prepared using the historical cost basis except for the revaluation of certain financial instruments to fair value. In addition, these financial statements have been prepared using accrual basis of accounting, except for cash flow information.

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.

Reclassification

Certain comparative figures have been reclassified to conform to the current year presentation. These reclassifications had no effect on the reported results of operations.

3. MATERIAL ACCOUNTING POLICIES

a) Cash and cash equivalents

Cash and cash equivalents consist of deposits in banks and highly liquid investments with an original maturity of three months or less.

b) Exploration and evaluation assets

Exploration and evaluation assets comprise of the costs of acquiring licenses, costs associated with exploration and evaluation activities, and the fair value (at acquisition date) of exploration and evaluation assets acquired in a business combination. Option payments are considered acquisition costs provided that the Company has the intention of exercising the underlying options. Costs incurred before the Company has obtained the legal rights to explore an area are expensed as incurred. Costs incurred once the Company has obtained the legal rights to explore an area are capitalized.

Government tax credits received are recorded as a reduction to the exploration and evaluation expenditures of the related property.

From time to time, the Company may acquire or dispose of a mineral property interest pursuant to the terms of an option agreement. As such options are exercisable entirely at the discretion of the optionee, the amounts payable or receivable are not recorded at the time of the agreement. Option payments are recorded as exploration expenditure or recoveries when the payments are made or received.

Exploration and evaluation assets are tested for impairment if facts or circumstances indicate that impairment exists. Examples of such facts and circumstances are as follows:

- the period for which the Company has the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed;
- substantive expenditures on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned;
- exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area; and
- sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to mining property and development assets within property, plant and equipment.

Recoverability of the carrying amount of any exploration and evaluation assets is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

Although the Company has taken steps that it considers adequate to verify title to exploration and evaluation assets which it has an interest in, these procedures do not guarantee the Company's title.

c) Financial instruments

The classification and measurement of financial assets is based on the Company's business model for managing its financial assets and whether the contractual cash flows represent solely payments of principal and interest ("SPPI"). Financial assets are initially measured at fair value and are subsequently measured at either (i) amortized cost; (ii) fair value through other comprehensive income or loss, or (iii) fair value through profit or loss.

- *Financial assets at amortized cost*
  Financial assets classified and measured at amortized cost are those assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows, and the contractual terms of the financial asset give rise to cash flows that are SPPI. Financial assets classified at amortized cost are measured using the effective interest method.

- *Financial assets at fair value through other comprehensive income ("FVTOCI")*
  Financial assets classified and measured at FVTOCI are those assets that are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, and the contractual terms of the financial asset give rise to cash flows that are SPPI. This classification includes certain equity instruments where IFRS 9 allows an entity to make irrevocable election to classify the equity instruments, on an instrument-by-instrument basis, that would otherwise be measured at fair value through profit or loss ("FVTPL") to present subsequent changes in FVTOCI.

- *Financial assets at fair value through profit or loss ("FVTPL")*
  Financial assets classified and measured at FVTPL are those assets that do not meet the criteria to be classified at amortized cost or at FVTOCI. This category includes debt instruments whose cash flow characteristics are not SPPI or are not held within a business model whose objective is either to collect contractual cash flows, or to both collect contractual cash flows and sell the financial asset.

- *Financial liabilities at fair value through profit or loss ("FVTPL")*
  This category comprises derivatives or liabilities acquired or incurred principally for the purpose of selling or repurchasing in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statements of loss and comprehensive loss.

- *Financial liabilities at amortized cost*
  Financial liabilities are generally classified and measured at fair value at initial recognition and subsequently measured at amortized cost using effective interest method.

The following table summarizes the classification of the Company's financial instruments:

Financial Assets	
Cash and cash equivalent	FVPTL
Short-term investment	FVPTL
Other receivables	Amortized cost
Advances to related parties	Amortized cost
Financial Liabilities	
Accounts payable and accrued liabilities	Amortized cost
Due to related parties	Amortized cost

Financial assets

The Company recognizes financial assets when it becomes party to the contractual provisions of the instrument. Financial assets are measured initially at their fair value plus, in the case of financial assets not subsequently measured at fair value through profit or loss, transaction costs that are directly attributable to their acquisition. Transaction costs attributable to the acquisition of financial assets subsequently measured at fair value through profit or loss are expensed in profit or loss when incurred.

Subsequent to initial recognition, all financial assets are classified and subsequently measured at amortized cost. Interest income is calculated using the effective interest method and gains or losses arising from impairment, foreign exchange, and derecognition are recognized in profit or loss.

The Company reclassifies debt instruments only when its business model for managing those financial assets has changed. Reclassifications are applied prospectively from the reclassification date and any previously recognized gains, losses or interest are not restated.

The Company recognizes a loss allowance for the expected credit losses associated with its financial assets. Expected credit losses are measured to reflect a probability-weighted amount, the time value of money, and reasonable and supportable information regarding past events, current conditions and forecasts of future economic conditions.

Financial assets are written off when the Company has no reasonable expectations of recovering all or any portion thereof.

The Company derecognizes a financial asset when its contractual rights to the cash flows from the financial asset expire.

Financial liabilities

The Company recognizes a financial liability when it becomes party to the contractual provisions of the instrument. At initial recognition, the Company measures financial liabilities at their fair value plus transaction costs that are directly attributable to their issuance, with the exception of financial liabilities subsequently measured at fair value through profit or loss for which transaction costs are immediately recorded in profit or loss.

Subsequent to initial recognition, all financial liabilities are measured at amortized cost using the effective interest rate method. Interest, gains and losses relating to a financial liability are recognized in profit or loss. Financial liabilities measured at amortized cost are comprised of accounts payable and accrued liabilities and due to related parties.

The Company derecognizes a financial liability only when its contractual obligations are discharged, cancelled or expire.

d) Share capital

Common shares are classified as equity. Transaction costs directly attributable to the issue of common shares and share options are recognized as a deduction from equity, net of any tax effects. Common shares issued for consideration other than cash are valued based on their fair value at the date the shares are issued.

The Company has adopted a residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first allocates value to the more easily measurable component based on fair value and then the residual value, if any, to the less easily measurable component. The Company considers the fair value of common shares issued in a private placement to be the more easily measurable component and the common shares are valued at their fair value, as determined by the closing quoted bid price on the issue date. The balance, if any, is allocated to the attached warrants. Any fair value attributed to the warrants is recorded as reserves.

Share purchase warrants issued on a standalone basis are recognized at fair value using the Black-Scholes option pricing model at the date of issue. The value is initially recorded as a part of reserves in equity at the recognized fair value. Upon exercise of the share purchase warrants, the previously recognized fair value of the warrants exercised is reallocated to share capital from reserves. The proceeds generated from the payment of the exercise price are also allocated to share capital.

e) Flow-through shares

Under Canadian income tax legislation, a corporation is permitted to issue shares whereby the Corporation agrees to incur qualifying expenditures and renounce the related income tax deductions to the investors. To account for flow-through shares, the Company allocates total proceeds from the issuance of flow-through shares between the offering of shares and the sale of tax benefits.

The total amount allocated to the offering of shares is based on the quoted price of the underlying shares. In situations where there is an absence of compelling evidence supporting a comparable value of the underlying shares, the Company allocates management's estimate of the prevailing flow-through premium in current market conditions at the time of issuance to the sale of tax benefits. The amount which is allocated to the sale of tax benefits is recorded as a liability and is reversed proportionately and recognized as after-tax income when the tax benefits are renounced. The tax effect of the renunciation is recorded at the time the Company makes the renunciation, which may differ from the effective date of renunciation and on renunciation the value of the tax assets renounced is recorded as a deferred tax expense.

f) Share-based payments

Equity-settled share-based payment transactions with non-employees are measured at the fair value of the goods or services received. However, if the fair value cannot be estimated reliably, the share-based payment transaction is measured at the fair value of the equity instruments granted at the date the Company receives the goods or the services.

Share-based payments for employees and others providing similar services are determined based on the grant date fair value. Share-based payments for non-employees are determined based on the fair value of the goods/services received or fair value of the share-based payment measured at the date on which the Company obtains such goods/services. Compensation expense is recognized over each tranche's vesting period, in earnings or capitalized as appropriate, based on the number of awards expected to vest.

g) Loss per share

The Company presents basic and diluted loss per share data for its common shares. Basic loss per share is calculated by dividing the loss attributable to common shareholders by the weighted-average number of shares outstanding during the period. Diluted loss per share does not adjust the loss attributable to common shareholders or the weighted average number of common shares outstanding when the effect is anti-dilutive.

h) Comprehensive loss

Comprehensive loss is the overall change in the net assets of the Company for the year, other than changes attributable to transactions with shareholders. It is made up of net loss and other comprehensive loss. The historical make up of net loss has not changed. Other comprehensive loss includes gains or losses, which IFRS require to be recognized in a period, but are excluded from net loss for that period. The Company has no other comprehensive loss during the years ended December 31, 2023 and 2022.

i) Income taxes

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

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

Deferred tax is recognized using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized on the initial recognition of assets or liabilities in a transaction that is not a business combination, at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss) and, at the time of the transaction, does not give rise to equal taxable and deductible temporary differences. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

j) 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. Parties are also considered to be related if they are subject to common control. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

k) Significant accounting judgments, estimates and assumptions

The preparation of these financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

Judgment is used mainly in determining how a balance or transaction should be recognized in the financial statements. Estimates and assumptions are used mainly in determining the measurement of recognized transactions and balances. Actual results may differ from these estimates.

Key sources of estimation uncertainty include the following:

- recoverability and measurement of deferred tax assets;
- provisions for restoration and environmental obligations and contingent liabilities; and
- measurement of share-based transactions.

The following are critical judgments that management has made in the process of applying accounting policies and that have the most significant effect on the amounts recognized in the financial statements:

- classification/allocation of expenses as exploration and evaluation expenditures;
- determination that the Company is able to continue as a going concern; and
- determination whether there have been any events or changes in circumstances that indicate the impairment of the Company's exploration and evaluation assets.

l) New and revised IFRS issued and impact on the Company's financial statements

As at January 1, 2023, the Company adopted amendments made to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements in which guidance and examples are provided to help entities apply materiality judgements to accounting policy disclosures. The adoption of this amendment did not have a material impact on the audited financial statements.

4. EXPLORATION AND EVALUATION ASSETS

Rogers Creek Property

The Rogers Creek Copper Gold Property (the "Rogers Creek Property"), considered as the Company's flagship and core project, is located within the Coast Mountain Belt of BC in the southwestern area and is being explored for porphyry and epithermal-style copper, gold and molybdenum mineralization. The Rogers Creek Property straddles the Lower Lillooet River Valley, approximately 90 kilometres northeast of Vancouver and 26 kilometres south-southeast of Pemberton in southwestern British Columbia and is registered with the British Columbia Ministry of Energy, Mines and Low Carbon Innovation Office, South-West Mining Division. The Rogers Creek Property consists of six claims totaling 5,912 hectares.

Rogers Creek Agreement
On April 22, 2022, the Company entered into a non-arm's length assignment and assumption agreement (the "Rogers Creek Agreement") with Tocvan Ventures Corp. ("Tocvan"), an entity organized under the laws of the Province of Alberta, and C3 Metals Inc., ("C3 Metals"), an entity organized under the laws of the Province of Ontario. Based on the original agreement between Tocvan and C3 Metals dated September 29, 2021 ("P&S Agreement"), Tocvan agreed to purchase from C3 Metals 100% of the legal and beneficial ownership of all mineral interests in certain mineral claims, known as the Rogers Creek (the "Rogers Creek Property"), consisting of 23 claims totaling 21,234 hectares.

Subject to the conditions and fulfillment of commitments under the Rogers Creek Agreement, Tocvan and C3 Metals agreed to assign and transfer all right, title and interest of Tocvan and C3 Metals on Rogers Creek Property to the Company. On April 30, 2022, the Company issued 5,000,000 common shares of the Company to Tocvan at a deemed issue price of $0.05 per share, for aggregate deemed consideration of $250,000, as fully paid and non-assessable capital of the Company. On September 30, 2022, the Company issued an additional 625,000 common shares to C3 Metals, at a deemed price of $0.12 valued at $75,000. As at December 31, 2023, the Rogers Creek Property is wholly-owned by the Company and all its commitments under the Rogers Creek Agreement completely fulfilled.

The Rogers Creek Agreement was considered a related party transaction under IAS 24, *Related Party Disclosures*, given that two of the Company's former directors were directors of Tocvan on the date the Rogers Creek Agreement was executed.

During the year ended December 31, 2023, the Company subdivided and amalgamated most claims, forming six new claims strategically positioned for drill permitting while simultaneously creating three new, non-essential peripheral claims outside the target areas of interest. The Company allowed a total of 16 peripheral non-essential and connector claims (12,970 hectares) to expire. In addition, the Company reallocated two additional isolated claims (2,352 hectares) to the south of the Rogers Creek Property, which were adjacent to the optioned Fire Mountain Property, into the Fire Mountain Property. As at December 31, 2023, the Rogers Creek Property consists of six core claims totaling 5,912 hectares.

Bendor Property

The Bendor Gold Project (the "Bendor Property") covers 3,063 hectares located within the Bridge River Gold Belt, a structural north-west trending corridor of highly productive Au-Quartz vein occurrences. The Bendor Property is situated just 22 kilometres southeast of the historic and past producing Bralorne and Pioneer Mines where approximately 4.5 million ounces of gold was produced. The Bendor Property was acquired through a non-arms-length assignment and assumption agreement (the "Bendor Property Agreement") entered on May 2, 2022, and amended on May 2, 2022, and December 15, 2022, with ABC Gold Corp., ("ABC Gold") and Torr Resources Corp., ("Torr Resources").

Bendor Property Agreement
On May 2, 2022, the Company entered into an assignment and assumption agreement, (the "Bendor Property Agreement") with ABC Gold and Torr Resources, both entities incorporated under the laws of the Province of Alberta. The Company paid one dollar ($1) to ABC Gold to assume the obligations of the ABC Gold under option agreement (the "Bendor Option Agreement") signed between Torr Resources and ABC Gold on January 8, 2021, and amended on May 2, 2022, subject to the terms and conditions set forth therein, to acquire 100% of the Torr Resources legal and beneficial ownership of all mineral interest in and to certain mineral claims known as the Bendor Property consisting of four claims (the "Bendor Claims") totaling 3,063 hectares, located in the Lillooet Mining District of southwest British Columbia and registered with the British Columbia Ministry of Energy, Mines and Low Carbon Innovation. The Company paid an additional $8,000 to obtain the Bendor Option.

Pursuant to the Bendor Property Agreement for the Bendor Option Agreement to continue in full force, the Company was required to list all or substantially all of its outstanding common shares on a designated stock exchange by December 30, 2022 (the "Liquidity Event"). Therefore, on December 15, 2022, the Company signed a second amendment to the Bendor Option Agreement with Torr Resources Corp. (the "Property Owner") to extend the deadline of the Listing Date or Liquidity Event to May 31, 2023. The Company's shares began trading on the CSE on April 25, 2023, meeting the Liquidity Event requirements, and therefore the Bendor Option Agreement continues in full force.

The Bendor Property Agreement was considered a related party transaction under IAS 24, *Related Party Disclosures,* given that a former director and officer of the Company, was also a director and officer of ABC Gold on the date the Bendor Property Agreement was executed.

(Expressed in Canadian Dollars)

In order to maintain the Bendor Property Agreement in force, the Company agreed to the following:

	Cash	Exploration Expenditures	Common Shares
Upon completion of listing, payment to the Property Owner [(1)]	$ 10,000	$ –	200,000
Within 15 months of completion of listing	10,000	50,000	200,000
Within 24 months of completion of listing	10,000	50,000	100,000
Within 36 months of completion of listing	20,000	75,000	100,000
Within 48 months of completion of listing	40,000	100,000	250,000
	$ 90,000	$ 275,000	850,000

(1) The Company made an initial Bendor Option payment on April 24, 2023, upon listing of its shares on the CSE.

During the year ended December 31, 2023, the Company paid $10,000 in cash and issued 200,000 common shares valued at $20,000 upon completion of its IPO.

Fire Mountain Property

The Fire Mountain Property covers 7,913 hectares comprising of eights claims: two claims transferred from the Rogers Creek Property totaling 2,352 hectares, two newly staked wholly-owned claims totaling 1,792 hectares, and three claims totaling 3,770 hectares (the "Fire Mountain Claims"), which were acquired through an assignment and assumption agreement (the "Fire Mountain Agreement") entered on May 2, 2022, amended on May 2, 2022, and December 15, 2022, with Pan Pacific Resources Investments Ltd. ("Pan Pacific") and Torr Resources.

Fire Mountain Agreement
On May 2, 2022, the Company entered into, the Fire Mountain Agreement with Pan Pacific and Torr Resources. The Company paid one dollar ($1) to Pan Pacific to assume the obligations of Pan Pacific under option agreement signed between Torr Resources and Pan Pacific (the "Fire Mountain Option Agreement") dated November 13, 2020, and the first amendment dated May 2, 2022, subject to the terms and conditions set forth therein, to acquire 100% of the Torr Resources' legal and beneficial ownership of all mineral interest in and to certain mineral claims known as the Fire Mountain Property consisting of three claims (the "Fire Mountain Claims") totaling 3,770 hectares, located in the New Westminster Mining District of southwest British Columbia and registered with the British Columbia Ministry of Energy, Mines and Low Carbon Innovation. The Company paid an additional $20,000 to acquire Fire Mountain Option.

Pursuant to the Fire Mountain Agreement, for the Fire Mountain Option Agreement to continue in full force, the Company was required to list all or substantially all of its outstanding common shares on a designated stock exchange by December 30, 2022 (the "Liquidity Event"). Therefore, on December 15, 2022, the Company signed a second amendment to the Fire Mountain Option Agreements with Torr Resources Corp. (the "Property Owner") to extend the deadline of the Liquidity Event to May 31, 2023. The Company's shares began trading on the CSE on April 25, 2023, meeting the Liquidity Event requirements, and therefore the Fire Mountain Option Agreement continues in full force.

The Fire Mountain Agreement was considered a related party transaction under IAS 24, *Related Party Disclosures,* given that a former director and officer of the Company, was also a director and officer of Pan Pacific on the date the Fire Mountain Agreement was executed. In order to maintain the Fire Mountain Option Agreement in force, the Company agreed to the following:

	Cash	Exploration Expenditures	Common Shares
Upon completion of listing, payment to the Property Owner[(1)]	$ 20,000	$ –	200,000
Within 15 months of completion of listing	20,000	75,000	200,000
Within 24 months of completion of listing	25,000	100,000	100,000
Within 36 months of completion of listing	30,000	100,000	100,000
Within 48 months of completion of listing	40,000	100,000	250,000
	$ 135,000	$ 375,000	850,000

(1) The Company made an initial Fire Mountain Option payment on April 24, 2023, upon listing of its shares on the CSE.

During the year ended December 31, 2023, the Company incorporated two isolated claims with an area covering 2,352 hectares initially located to the south of the Rogers Creek Property and adjacent to the optioned Fire Mountain Property into the Fire Mountain Project. In addition, during the same year, the Company acquired, through staking, an additional three claims totaling 1,791 hectares, which were also added to the Fire Mountain Project. The Company paid $3,134 to acquire these claims. As at December 31, 2023, the Fire Mountain Project is comprised of eight claims totaling 7,913 hectares.

During the year ended December 31, 2023, the Company paid $20,000 and issued 200,000 common shares valued at $20,000 upon completion of its IPO.

Copper Plateau Property

The Copper Plateau Property consists of 22 mining claims covering 2,860 hectares located in southern British Columbia between Penticton and Princeton. The Copper Plateau Property comprises 21 claims totaling 2,839 hectares under the Mining Claims Purchase and Sale Agreement (the “Copper Plateau Agreement”) between the Company and Tuktu Resources Ltd (“Tuktu”) entered on September 28, 2023, and one wholly-owned claim totaling 21 hectares, which was staked subsequent to December 31, 2023.

Copper Plateau Agreement
On September 28, 2023, the Company entered into a Mining Claims Purchase and Sale Agreement (the “Copper Plateau Agreement”) with Tuktu Resources Ltd. for the 90% interest on a property comprising 21 claims (the “Isintok Claims”) covering an area of 2,839 hectares known as the Isintok Copper Porphyry Project for a total consideration of $200,000. The Isintok Claims are located in southern British Columbia between Penticton and Princeton. Pursuant to the Copper Plateau Agreement, the Company settled $200,000 by issuing 2,150,538 units at a price of $0.093 per unit (the “Isintok Units”) comprised of one common share and one-half of a share purchase warrant (the “Isintok Warrant”). Each full Isintok Warrant vests on September 28, 2024, and entitles the holder to acquire one common share of the Company at a price of $0.15 expiring on September 28, 2026. The value of the Isintok Units was determined based on the volume weighted average price (“VWAP”) of 20 trading days of the Company’s shares on the CSE preceding the execution of the Isintok Agreement. As of December 31, 2023, the Company owns 90% of Isintok Claims and all its commitments under the Copper Plateau Agreement are completely fulfilled.

Tuktu retains 10% interest in the Isintok Claims and is required to contribute 10% to all exploration programs on the Copper Plateau Property. As part of the Copper Plateau Agreement, the Company signed an anti-dilution agreement dated October 12, 2023, which provides Tuktu the right but not the obligation to maintain fully-diluted ownership in the Company’s shareholdings up to a maximum of 9.9%.

Subsequent to December 31, 2023, an additional claim covering 21 hectares was staked and added to the Copper Plateau Property increasing its total area to 2,860 hectares.

Centrefire Property

The Centrefire Property consists of 46 claims totaling 2,511 hectares comprising four multi-cell wholly-owned claims covering 1,639 hectares and 42 single-cell claims (the “Healey Claims”) covering 872 hectares under the Property Option Agreement (the “Centrefire Agreement”) entered between the Company and David Raymond Healey (the “Vendor”) on October 17, 2023.

Centrefire Agreement
On October 17, 2023, the Company entered into the Centrefire Agreement with the Vendor to acquire a 100% interest in 42 claims covering an area totaling an estimated 869 hectares (872 hectares, actual size), known as the Healey Claims, located in the Sioux Lookout area of Ontario in the Patricia Mining Division within McIlraith and Lomond Townships, 40 kilometres northeast of Dryden, registered with the Ontario Ministry of Mines Office. The Company paid $10 to obtain the sole and exclusive rights to acquire 100% of the Healey Claims based on the following commitments:

(Expressed in Canadian Dollars)

	Cash	Common Shares
Within 15 days of the Approval Date (1)	$ 10,000	75,000
Within 30 days of the 1st anniversary of the Approval Date	10,000	75,000
Within 30 days of the 2nd anniversary of the Approval Date	15,000	75,000
Within 30 days of the 3rd anniversary of the Approval Date	20,000	100,000
	$ 55,000	325,000

(1) *The date of approval from the CSE*

The Centrefire Agreement includes an acceleration clause, which allows the Company, provided all its commitments have been met, to exercise its option upon submission of an exercise notice subject to the Vendor retaining 2.0% net smelter returns royalty ("NSR") on the Healey Claims, of which 1.0% can be repurchased by the Company for $1,000,000.

On October 11, 2023, four additional multi-cell claims covering an area of 1,639 hectares were staked for the Centrefire Property expanding the total area to 2,511 hectares with 121 claims. One of the acquired claims falls within the agreed Area of Interest ("AOI") as specified in the Centrefire Agreement, and therefore is subject to NSR.

During the year ended December 31, 2023, the Company paid $10,000 in cash and issued 75,000 shares valued at $7,500 pursuant to the Centrefire Agreement.

Summary of Exploration and Evaluation Assets

The Company's exploration and evaluation assets consist of the following:

As at December 31, 2023	Rogers Creek Property	Bendor Property	Fire Mountain Property	Copper Plateau Property	Centerfire Property	Total
Acquisition costs						
December 31, 2022	**$ 325,000**	**$ 8,000**	**$ 20,000**	**$ –**	**$ –**	**$ 353,000**
Additions:						
Cash acquisitions	–	10,000	23,134	–	13,950(1)	47,084
Share-based acquisitions	–	20,000	20,000	200,000	7,500	247,500
December 31, 2023	**325,000**	**38,000**	**63,134**	**200,000**	**21,450**	**647,584**
Deferred exploration costs						
December 31, 2022	**132,798**	**48,558**	**59,287**	**–**	**–**	**240,643**
Additions:						
Geology management fees	69,110	4,400	47,052	12,800	4,400	137,762
Geological work	2,138	–	19,401	2,785	–	24,324
Camp costs and field expenses	27,142	–	23,381	4,635	–	55,158
December 31, 2023	**231,188**	**52,958**	**149,121**	**20,220**	**4,400**	**457,887**
Total exploration and evaluation assets						
December 31, 2023	**$ 556,188**	**$ 90,958**	**$ 212,255**	**$220,220**	**$25,850**	**$ 1,105,471**

(1) $3,950 was incurred for additional claims staked for the Centrefire Property

(Expressed in Canadian Dollars)

As at December 31, 2022	Rogers Creek Property	Bendor Property	Fire Mountain Property	Total
Acquisition costs				
December 31, 2021	**$ –**	**$ –**	**$ –**	**$ –**
Additions:				
Cash acquisitions	–	8,000	20,000	28,000
Share-based acquisitions	325,000	–	–	325,000
December 31, 2022	**325,000**	**8,000**	**20,000**	**353,000**
Deferred exploration costs				
December 31, 2021	**–**	**–**	**–**	**–**
Additions:				
Geology management fees	36,966	10,400	7,678	55,044
Geological work	63,091	29,867	40,867	133,825
Camp costs and field expenses	32,741	8,291	10,742	51,774
December 31, 2022	**132,798**	**48,558**	**59,287**	**240,643**
Total exploration and evaluation assets December 31, 2022	**$ 457,798**	**$ 56,558**	**$ 79,287**	**$ 593,643**

No indicators of impairment of the exploration and evaluation assets were identified by management as at December 31, 2023 and December 31, 2022.

5. CASH AND CASH EQUIVALENTS

	December 31, 2023	December 31, 2022
Cash in bank	$ 26,127	$ 16,689
GIC	75,000	–
	$ 101,127	**$ 16,689**

As at December 31, 2023, the Company has a total of $26,127 (2022 – $16,689) cash held on deposit with a major bank, and $75,000 (2022 - $Nil) in redeemable Guaranteed Investment Certificate ("GIC") with an annual fixed interest rate of 4.25%, maturing May 23, 2024.

6. SHORT-TERM INVESTMENT

Short-term investment consists of $28,750 non-redeemable GIC with an annual interest rate of 4.40% held as security for the Company's corporate credit cards, with no maturity.

7. GST AND OTHER RECEIVABLES

	December 31, 2023	December 31, 2022
GST receivable	$ 47,394	$ 19,065
Interest receivable	2,256	–
	$ 49,650	**$ 19,065**

Interest receivable from GICs was calculated at an annual rate of 4.25% on redeemable GIC of $75,000 (Note 5) and 4.40% on non-redeemable GIC of $28,750 (Note 6).

(Expressed in Canadian Dollars)

8. PREPAID EXPENSES

	December 31, 2023	December 31, 2022
Transfer agent and filing fees	$ 1,008	$ –
Office and administration fees	3,319	–
Marketing and investor relations fees	833	–
Deferred exploration costs	10,389	–
	$ 15,549	**$ –**

9. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	December 31, 2023	December 31, 2022
Accounts payable	$ 23,000	$ 49,278
Accrued liabilities	26,600	60,000
	$ 49,600	$ 109,278

10. SHARE CAPITAL

a) Authorized: Unlimited number of common shares with no par value (the “Shares”)
Unlimited number of preferred shares

b) Shares issued and outstanding as of December 31, 2023: 28,931,145 Shares (2022 – 16,305,607 Shares), no preferred shares.

Shares issued during the year ended December 31, 2023:

On April 24, 2023, the Company completed its Initial Public Offering (the “IPO”) of 10,000,000 units at a price of $0.10 per unit. Each unit consisted of one Share and one Share purchase warrant (the “Warrant”). Each Warrant entitles the holder to acquire one Share at an exercise price of $0.15 at any time prior to October 24, 2024. In connection with the IPO, the Company paid $100,000 cash commission, and $120,391 in legal, finance, and regulatory fees, of which $73,375 were paid or accrued for as at December 31, 2022. In addition, the Company issued finders’ warrants (the “Finders’ Warrants”) entitling the holders to acquire up to 1,000,000 Company’s Shares at an exercise price of $0.10 per Share any time prior to October 24, 2024. The Finders’ Warrants were valued at $68,384 using the Black-Scholes Option Pricing Model with the following assumptions:

Exercise term	1.5 years
Expected dividend yield	–
Expected risk-free rate	3.73%
Expected volatility	160.69%

On April 24, 2023, the Company issued 400,000 Shares to Torr Resources Corp., the Property Owner of the Fire Mountain and the Bendor Properties pursuant to the terms of the Fire Mountain and the Bendor Option Agreements (200,000 Shares for each Property). These Shares were valued at $40,000 (Note 4).

On October 10, 2023, the Company issued 2,150,538 units (the “Isintok Units”) valued at $200,000 to acquire 90% interest on the Isintok Claims. Each Isintok Unit was comprised of one Share and one-half Share purchase warrant (the “Isintok Warrant”). Each full Isintok Warrant vests on September 28, 2024, and entitles the holder to acquire one Share at $0.15 expiring on September 28, 2026. The value of the Isintok Units deemed $0.093 per the Isintok Unit was determined based on the VWAP of 20 trading days of the Company’s Shares on the CSE preceding the execution of the Isintok Agreement (Note 4).

(Expressed in Canadian Dollars)

On October 30, 2023, the Company issued 75,000 common shares valued $7,500 pursuant to the terms of the Centrefire Agreement (Note 4).

Shares issued during the year ended December 31, 2022:

On April 15, 2022, the Company closed a private placement and issued 2,100,000 Shares at a price of $0.005 per Share for gross proceeds of $10,500. On July 19, 2022, 200,000 Shares were returned to treasury and cancelled as consideration for the Shares of $1,000 was not received.

On April 20, 2022, the Company issued 600,000 Shares at a price of $0.005 per Share for a conversion of debt to the Company's legal counsel.

On May 25, 2022, the Company closed a private placement, of which the first tranche was closed on April 25, 2022, and issued a total of 500,000 Shares at a price of $0.02 per Share for total gross proceeds of $10,000 for operating expenses.

On April 30, 2022, the Company issued 5,000,000 Shares valued at $250,000, to acquire the Rogers Creek Property (Note 4).

On May 3, 2022, the Company closed a private placement and issued 2,018,300 Shares at a price of $0.10 per Share for gross proceeds of $201,830. In connection with the offering, the Company paid a 10% cash finder's fee for a total of $20,183. The net proceeds of the private placement, being $181,647, were used for operating expenses.

On June 1, 2022, the Company issued 3,388,895 Shares to settle the $169,445 loan payable owing to its initial parent company, Pan Pacific, at $0.05 per Share. These Shares were then issued to shareholders of Pan Pacific, through a dividend in sum of $84,723, being 50% of the total loan the Company received from Pan Pacific.

On August 3, 2022, the Company closed a non-brokered private placement consisting of 2,273,312 units (the "Units") for gross proceeds of $232,651 (the "Offering"). The Offering consisted of 1,766,000 flow-through units (the "Flow-Through Units"), for gross proceeds of $181,920 and 507,312 non-flow-through units, for gross proceeds of $50,731 (the "Non-Flow-Through Units) (Note 11). The Units were issued as follows:

1,500,000 Flow-Through Units were priced at $0.10, and comprised of one flow-through Share and one non-flow-through Share purchase warrant at an exercise price of $0.15 for a period of 24 months;

266,000 Flow-Through Units were priced at $0.12, and comprised of one flow-through Share and one non-flow-through Share purchase warrant at an exercise price of $0.15 for a period of 18 months;

507,312 Non-Flow-Through Units were priced at $0.10, and comprised of one non-flow-through Share and one non-flow-through Share purchase warrant at an exercise price of $0.15 for a period of 18 months.

In connection with the Offering, the Company paid 10% cash finders' fees totaling $16,992, and issued 166,600 finders' warrants, which consisted of 150,000 finders' warrants at an exercise price of $0.10 per finders' warrant for a period of 24 months from the closing of the Offering and 16,600 finders' warrants at an exercise price of $0.12 per finders' warrant for a period of 18 months from closing date of the Offering. The fair value of the finders' warrants was estimated to be $11,195 using Black-Scholes Option Pricing Model with following assumptions:

Exercise term	1.5 - 2 years
Expected dividend yield	–
Expected risk-free rate	3.18%
Expected volatility	137.31% – 138.43%

(Expressed in Canadian Dollars)

On September 30, 2022, pursuant to the terms of the Rogers Creek Agreement, the Company issued 625,000 Shares to C3 Metals valued at $75,000 (Note 4).

c) Stock options

On August 15, 2022, the Company granted incentive stock options to directors, officers and consultant of the Company to purchase an aggregate of 1,150,000 Shares at an exercise price of $0.10 per Share, pursuant to the Company's Incentive Stock Option Plan (the "Plan") dated December 1, 2020. The options vested immediately and expire on August 15, 2027. The fair value of the options granted was estimated to be $0.08 per Share at the date of grant using Black-Scholes Option Pricing Model with following assumptions:

Exercise term	5 years
Expected dividend yield	–
Expected risk-free rate	2.75%
Expected volatility	113.65%

During the year ended December 31, 2023, the Company recorded share-based compensation expense of $Nil (December 31, 2022 – $92,000).

A summary of the changes in stock options outstanding is as follows:

	Year ended December 31, 2023		**Year ended December 31, 2022**	
	Number of options	**Weighted average exercise price**	**Number of options**	**Weighted average exercise price**
Outstanding, beginning	1,150,000	$0.10	–	n/a
Granted	–	n/a	1,150,000	$0.10
Outstanding and exercisable, ending	1,150,000	$0.10	1,150,000	$0.10

Stock options at December 31, 2023, are as follows:

Expiry date	**Exercise Price**	**Number of options outstanding**	**Number of options exercisable**	**Weighted average contractual life (years)**
August 15, 2027	$0.10	1,150,000	1,150,000	3.62

d) Warrants

d-1) Subscribers' Warrants

A summary of the changes in share-purchase warrants outstanding is as follows:

Subscribers' Warrants	**Year ended December 31, 2023**		**Year ended December 31, 2022**	
	Number of warrants	**Weighted average exercise price**	**Number of warrants**	**Weighted average exercise price**
Outstanding, beginning	2,273,312	$0.15	–	n/a
Issued	11,075,269	$0.15	2,273,312	$0.15
Outstanding, ending	13,348,581	$0.15	2,273,312	$0.15

Share-purchase warrants at December 31, 2023, are as follows:

(Expressed in Canadian Dollars)

Expiry date	Exercise Price	Number of warrants exercisable	Weighted average contractual life (years)
August 3, 2024	$0.15	1,500,000	0.59
February 3, 2024[1]	$0.15	266,000	0.09
February 3, 2024[1]	$0.15	507,312	0.09
October 24, 2024	$0.15	10,000,000	0.82
October 10, 2026	$0.15	1,075,269	2.78
	$0.15	13,348,581	0.91

[1] *Subsequent to December 31, 2023, these warrants expired unexercised*

d-2) Finders' warrants

A summary of the changes in finders' warrants outstanding is as follows:

Finders' Warrants	Year ended December 31, 2023		Year ended December 31, 2022	
	Number of warrants	Weighted average exercise price	Number of warrants	Weighted average exercise price
Outstanding, beginning	166,600	$0.10	–	n/a
Issued	1,000,000	$0.10	166,600	$0.10
Outstanding, ending	1,166,600	$0.10	166,600	$0.10

Finders' warrants at December 31, 2023, are as follows:

Expiry date	Exercise Price	Number of warrants exercisable	Weighted average contractual life (years)
August 3, 2024	$0.10	150,000	0.59
February 3, 2024[1]	$0.12	16,600	0.09
October 24, 2024	$0.10	1,000,000	0.82
	$0.10	1,166,600	0.78

[1] *Subsequent to December 31, 2023, these finders' warrants expired unexercised*

e) Escrowed shares

On July 21, 2022, the Company entered into an escrow agreement (the "Agreement") between the Company, TSX Trust Company, and certain shareholders of the Company. Based on the Agreement, 3,625,528 Shares of the Company were placed in escrow. The escrowed securities are being released every six months in equal tranches of 15% after completion of the initial release of 10% on April 24, 2023, the date the Company's Shares were listed on the CSE.

As at December 31, 2023, 2,719,147 (December 31, 2022 – 3,625,528) shares were held in escrow.

11. FLOW-THROUGH SHARE PREMIUM LIABILITY

		December 31, 2023		December 31, 2022
Balance, beginning	$	1,597	$	–
Share premium liability on flow-through shares		–		5,320
Reversal recognized upon expenditures being incurred		(1,597)		(3,723)
Balance, ending	**$**	**–**	**$**	**1,597**

(Expressed in Canadian Dollars)

On August 3, 2022, the Company closed the Offering, which consisted of 2,273,312 Units for gross proceeds of $232,651. The Offering included 1,766,000 Flow-Through Units, for gross proceeds of $181,920 of which 1,500,000 Flow-Through Units were priced at $0.10 and comprised of one flow-through Share and one non-flow-through Share purchase warrant, and 266,000 Flow-Through Units priced at $0.12, and comprised of one flow-through Share and one non-flow-through Share purchase warrant at an exercise price of $0.15 for a period of 18 months. The premium received on the Flow-Through Units issued was determined to be $5,320 and was recorded as a share capital reduction. An equivalent premium liability was recorded and was being reduced as and when the qualified exploration expenditures occurred. During the year ended December 31, 2023, the Company recorded $1,597 (December 31, 2022 - $3,723) in income that resulted from the reversal of the flow-through share premium.

12. 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 years ended December 31, 2023 and 2022, the remuneration of directors and key management personnel was as follows:

Description		December 31, 2023		December 31, 2022
Consulting fees	$	80,100	$	6,000
Exploration-related expenses		7,600		6,000
Deferred exploration costs		63,600		48,478
Share-based compensation		–		82,000
Marketing and investor relations		3,200		–
	$	**154,500**	$	**142,478**

During the year ended December 31, 2023, the Company incurred $48,000 (December 31, 2022 – $Nil) in consulting fees to a company controlled by the Chief Executive Officer ("CEO"). As of December 31, 2023, $Nil was owed to the company controlled by the CEO and $733 was advanced to the CEO for reimbursable expenses (December 31, 2022 – $Nil and $110, respectively).

During the year ended December 31, 2023, an entity controlled by a director of the Company charged $71,200 (December 31, 2022 – $54,478) in geo-consulting fees for exploration-related expenditures including $7,600 (December 31, 2022 – $6,000) in project investigation fees; in addition, the same company charged $3,200 in marketing and investor relation fees (December 31, 2022 – $Nil). As of December 31, 2023, an aggregate of $4,067 was owed to the related party (December 31, 2022 – $Nil).

During the year ended December 31, 2023, the Company incurred $12,000 (December 31, 2022 – $6,000) in consulting fees with its Chief Financial Officer ("CFO"). As of December 31, 2023, an aggregate of $1,050 (December 31, 2022 – $2,100) was due to the CFO.

During the year ended December 31, 2023, the Company incurred $20,100 (December 31, 2022 – $Nil) in consulting fees to a company controlled by a director. As of December 31, 2023, $Nil was owed to the related party (December 31, 2022 – $Nil).

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. The term of due to related parties, is unsecured, non-interest bearing and due on demand.

13. INCOME TAXES

The following table reconciles the expected income tax expense (recovery) at the Canadian statutory income tax rates to the amounts recognized in the statement of operations and comprehensive loss for the years ended December 31, 2023 and 2022:

(Expressed in Canadian Dollars)

	2023	2022
Net loss before tax	$ (370,452)	$ (242,710)
Statutory tax rate	27%	27%
Expected income tax (recovery)	(100,022)	(65,532)
Non-deductible items	177	24,981
Share issuance costs	(79,521)	(13,060)
Flow-through shares	14,315	33,367
Change in deferred tax asset not recognized	165,051	20,244
Total income tax expense (recovery)	$ –	$ –

Deferred taxes reflect the tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their corresponding values for tax purposes. Deferred tax assets and liabilities at December 31, 2023 and 2022 are comprised of the following:

	2023	2022
Exploration and evaluation assets	$ (49,118)	$ (34,372)
Non-capital loss carryforward	49,118	34,372
Net deferred tax assets (liabilities)	$ –	$ –

The unrecognized deductible temporary differences and tax losses at December 31, 2023 and 2022 are as follows:

	2023	2022
Share issuance costs	$ 269,237	$ 38,696
Non-capital loss carryforwards	585,357	204,597
Unrecognized deductible temporary differences and tax losses	$ 854,595	$ 243,293

The Company has non-capital loss carryforwards of approximately $585,357 (2022 - $204,597) which may be carried forward to apply against future income for Canadian income for tax purposes, subject to the final determination by taxation authorities, expiring in the following years:

Expiry	Total
2042	$ 149,982
2043	435,375
Total	$ 585,357

14. 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 Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company considers capital to consist of shareholder's equity.

The properties in which the Company currently has interest in are 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 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 years ended December 31, 2023 and 2022.

(Expressed in Canadian Dollars)

15. FINANCIAL INSTRUMENTS

Fair value

The fair values of the Company's cash and cash equivalents, interest receivable, advances to related parties, deferred financing costs, due to related parties, accounts payable and accrued liabilities approximate their carrying values 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.

The Company has classified its cash and cash equivalents and short-term investment as measured at fair value in the statement of financial position, using Level 1 inputs.

Categories of financial instruments

As at:		December 31, 2023		December 31, 2022
Financial assets:				
FVTPL				
Cash and cash equivalents	$	101,127	$	16,689
Short-term investment	$	28,750	$	–
Amortized cost				
Other receivables	$	2,256	$	–
Advances to related parties	$	733	$	110
Financial liabilities:				
Amortized cost				
Accounts payable and accrued liabilities	$	49,600	$	109,278
Due to related parties	$	5,116	$	2,100

Accounts payable and accrued liabilities as well as due to related parties approximate their fair value due to the short-term nature of these instruments.

Risk management

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

(a) 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 December 31, 2023, the Company had cash and cash equivalents of $101,127 (December 31, 2022 – $16,689) to settle total current liabilities of $54,716 (December 31, 2022 – $112,975). As at December 31, 2023, the total working capital of the Company was $141,093 (December 31, 2022 – $77,111 deficit).

The Company believes that these sources will not be sufficient to cover the expected short and long-term cash requirements, and therefore will continue to raise additional funding through private placements, and/or through related-party loans and advances.

(b) 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 cash equivalents and short-term investment. The Company limits its exposure to credit risk by holding its cash and term deposits with high credit quality Canadian financial institutions.

(c) 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.

16. SUBSEQUENT EVENTS

On March 1, 2024, the Company announced a non-brokered private placement of up to 6,000,000 units at a price of $0.05 per unit for an aggregate proceeds of up to $300,000. Each unit will consist of one common share and one common share purchase warrant exercisable at $0.08 for a term of 18 months after the closing date. As at the date of these financial statements the Company has received a total of $27,000 representing subscription to 540,000 units.

On February 3, 2024, 773,312 subscribers' warrants and 16,600 finders' warrants expired unexercised (Note 10).