OPAWICA EXPLORATIONS INC.

(An Exploration Stage Company)

UNAUDITED INTERIM FINANCIAL STATEMENTS

FOR THE PERIOD ENDED NOVEMBER 30, 2023, AND 2022

(Expressed in Canadian Dollars)

NOTICE TO READER

Under National Instrument 51012, Part 4, subsection 4.3 (3) (a), if an auditor has not performed a review of condensed interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim financial statements for the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these condensed interim financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

OPAWICA EXPLORATIONS INC.

STATEMENTS OF FINANCIAL POSITION
(Unaudited - Expressed in Canadian Dollars)
AS AT NOVEMBER 30, 2023

	Note	November 30, 2023 $	August 31, 2023 $
Assets			
Current assets			
Cash		177,077	56,365
Investments	12	209,179	209,179
Amounts and other receivable		176,466	397,204
Due from related party	11	124,004	124,004
Prepaid expenses		13,683	13,683
Total current assets		700,409	800,435
Non-current assets			
Long-term deposit		26,245	34,800
Exploration and evaluation assets	5	4,296,382	4,285,127
Equipment		-	5,443
		4,322,627	4,325,370
Total assets		5,023,036	5,125,805
Liabilities			
Current liabilities			
Trade and other payables		369,935	368,503
Provision for indemnity	7	192,883	192,883
Loan payable	6	40,000	40,000
		602,818	601,386
Non-current liabilities			
Provision for indemnity	7	540,093	540,093
Total liabilities		1,142,911	1,141,479
Equity			
Share capital	8	44,269,086	44,269,086
Share subscriptions	8	(11,500)	(11,500)
Reserves	8	3,377,371	3,377,371
Accumulated deficit		(43,754,832)	(43,650,631)
Total equity		3,880,125	3,984,326
Total liabilities and equity		5,023,036	5,125,805

Nature of operations and going concern (Note 1)
Subsequent events (Note 16)

These financial statements were approved and authorized for issue by the Board of Directors on January 29, 2024, and are signed on its behalf by:

/s/"Blake Morgan" Director */s/"Philippe Havard"* Director

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

OPAWICA EXPLORATIONS INC.

STATEMENTS OF COMPREHENSIVE LOSS

FOR THE PERIODS ENDED NOVEMBER 30, 2023 AND 2022

(Unaudited - Expressed in Canadian Dollars)

	Note	November 30, 2023 $	November 30, 2022 $
Expenses			
Depreciation		5,497	305
Employee costs	10	64,500	86,439
General and administrative	10	34,204	69,011
Total expenses before other items		(104,201)	(155,755)
Other items:			
Interest Income		-	810
Total Other Items		(104,201)	(154,945)
Net loss and comprehensive loss for the period		(104,201)	(154,945)
Loss per common share, basic and diluted		(0.01)	(0.03)
Weighted average number of common shares outstanding*		7,031,832	4,705,583

*Weighted average calculations were adjusted for a 10:1 share consolidation (Note 8)

OPAWICA EXPLORATIONS INC.

STATEMENTS OF CHANGES IN EQUITY

FOR THE PERIOD ENDED NOVEMBER 30, 2023 AND 2022

(Unaudited - Expressed in Canadian Dollars)

	Number of Shares*	Share capital $	Share subscriptions $	Reserves $	Accumulated deficit $	Total $
Balance at August 31, 2021	**3,744,247**	**41,737,081**	**-**	**3,206,458**	**(39,005,193)**	**5,938,346**
Loss for the year	-	-	-	-	(2,640,849)	(2,640,849)
Shares issued for private placements	363,863	2,001,250	-	-	-	2,001,250
Shares issued for option exercises	10,000	21,587	(11,500)	(10,087)	-	-
Shares issued for exploration and evaluation assets	60,000	165,000	-	-	-	165,000
Share issuance costs	-	(148,037)	-	19,000	-	(129,037)
Flow-through premium	-	(545,795)	-	-	-	(545,795)
Share-based payments	-	-	-	162,000	-	162,000
Balance at August 31, 2022	**4,178,110**	**43,231,086**	**(11,500)**	**3,377,371**	**(41,646,042)**	**4,950,915**
Loss for the period	-	-	-	-	(154,945)	(154,945)
Shares issued for exploration and evaluation assets	1,000,000	400,000	-	-	-	400,000
Balance at November 30, 2022	**5,178,110**	**43,631,086**	**-**	**-**	**(41,800,987)**	**5,195,970**
Loss for the period					(1,849,644)	(1,849,644)
Shares issued for private placements	6,379,998	638,000	-	-	-	638,000
Balance at August 31, 2023	**11,558,108**	**44,269,086**	**(11,500)**	**3,377,371**	**(43,650,631)**	**3,984,326**
Loss for the period	-	-	-	-	(104,201)	(104,201)
Balance at November 30, 2023	**11,558,108**	**44,269,086**	**(11,500)**	**3,377,371**	**(43,754,832)**	**3,880,125**

OPAWICA EXPLORATIONS INC.

STATEMENTS OF CASH FLOWS

FOR THE PERIODS ENDED NOVEMBER 30, 2023 AND 2022

(Expressed in Canadian Dollars)

	Note	November 30, 2023 $	November 30, 2022 $
Cash flows from operating activities			
Net loss for the period		(104,201)	(154,945)
Items not involving cash:			
Depreciation		5,497	305
Share-based payments		-	-
Changes in non-cash working capital accounts			
Amounts and other receivable		220,740	(14,732)
Prepaid expenses		-	2,910
Long term deposit		8,555	-
Trade and other payables		1,430	78,439
Total cash flows used in operating activities		236,222	66,527
Cash flows from investing activities			
Expenditures on exploration and evaluation assets		(11,255)	(510,103)
Office software purchases		(54)	(98)
Total cash flows used in investing activities		(11,309)	(510,201)
Cash flows from financing activities			
Share capital for mineral property		-	400,000
Total cash flows provided by financing activities		-	400,000
Total (decrease) increase in cash during the period		120,712	(198,314)
Cash, beginning of the period		56,365	271,867
Cash, end of the period		177,077	73,553
Supplemental Cash Flow Information			
Interest paid		-	-
Taxes paid		-	-

Non-cash investing and financing activities (Note 15)

1. NATURE OF OPERATIONS AND GOING CONCERN

Opawica Explorations Inc. (the “Company” or “Opawica”) was incorporated under the *Business Corporations Act* (Ontario) on September 17, 1975 and was continued into British Columbia by Certificate of Continuation issued under the *Business Corporations Act* (British Columbia) on September 29, 2006. Opawica Explorations Inc.’s business activity is the exploration and evaluation of mineral properties in Canada. The Company is listed on the TSX Venture Exchange, having the symbol OPW-V, as a Tier 2 mining issuer. The address of the Company’s corporate office and principal place of business is Suite 488 – 625 Howe Street, Vancouver, British Columbia, Canada.

On October 13, 2022, the Company acquired all of the issued and outstanding common shares of 1381766 B.C. Ltd. (“1381766”) a private British Columbia corporation which holds the rights to an exploration property located in British Columbia. The acquisition of 1381766 was accounted for as an asset acquisition (Note 5).

On March 8, 2023, the Company consolidated its common shares on a 10:1 basis (Note 8).

These consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assumes that the Company will continue operations for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations.

The Company’s ability to continue as a going concern is dependent upon its ability to obtain financing and generate positive cash flows from its operations. To date, the Company has not generated revenue from operations and during the period ended November 30, 2023, the Company incurred a net loss of $104,201 (August 31, 2023 - $2,004,589) and as at November 30, 2023, the Company had an accumulated deficit of $43,754,832 (August 31, 2023 - $43,650,631). The Company expects to incur further losses in the development of its business. These circumstances comprise a material uncertainty which may cast significant doubt about the Company’s ability to continue as a going concern.

As the Company is in the exploration stage, the recoverability of costs incurred to date on exploration properties is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the exploration and development of its properties and upon future profitable production or proceeds from the disposition of the properties. The Company will periodically have to raise funds to continue operations and, although it has been successful in doing so in the past, there is no assurance it will be able to do so in the future.

Over the past year, global stock markets have experienced volatility and a significant weakening in the aftermath of COVID-19. Governments and central banks have responded with monetary and fiscal interventions to stabilize economic conditions. Volatility in financial markets subsequent to November 30, 2023 may have a significant impact on the Company’s financial position. The duration and impact of the higher inflationary environment, as well as the effectiveness of government and central bank responses, remains unclear at this time.

2. BASIS OF PREPARATION

Statement of Compliance

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

Basis of Measurement

These consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair value. The Company's presentation currency is the Canadian dollar, which is the Company and its subsidiary's functional currency.

Basis of Consolidation

These consolidated financial statements incorporate the financial statements of the Company and its wholly owned subsidiary, 1381766, a company incorporated in British Columbia. 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 significant intercompany transactions and balances have been eliminated.

Use of Estimates

The preparation of these consolidated financial statements, in compliance with IFRS, requires management to make certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies. The areas where significant judgments and estimates have been made in preparing the consolidated financial statements and their effect are disclosed in Note 4.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a) Cash

Cash includes cash on hand and demand deposits with financial institutions.

b) Exploration and Evaluation Assets

Pre-exploration costs are expensed in the period in which they are incurred. Once the legal right to explore an exploration and evaluation asset has been acquired, all costs related to the acquisition of the property and exploration on the property are capitalized on a property-by-property basis. All expenditures are capitalized until such time the properties are placed into commercial production, sold, abandoned or impaired.

Upon commencement of commercial production, the related accumulated costs are amortized to income using the unit of production method over estimated recoverable ore reserves. Management periodically assesses the carrying values of non-producing properties for impairment and if management determines that the carrying values cannot be recovered or the carrying values are related to properties that have lapsed, the unrecoverable amounts are expensed.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

b) Exploration and Evaluation Assets (Continued)

The recoverability of the carrying amounts of exploration and evaluation assets is dependent on the existence of economically recoverable reserves and the ability to obtain the necessary financing to complete the development of such ore reserves and the success of future operations. The Company has not yet determined whether any of its mineral properties contains economically recoverable reserves. Amounts capitalized as exploration and evaluation assets represents costs incurred to date, less write-downs and recoveries, and does not necessarily reflect present or future values.

When options are granted on resource properties or properties are sold, proceeds are reflected as a reduction of the cost of the property. If sale proceeds exceed costs, the excess is reported as a gain.

Significant Accounting Policies can be found in the Annual Audited Financial Statements dated December 22, 2023, as filed on www.sedarplus.com.

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The effect of a change in an accounting estimate is recognized prospectively by including it in comprehensive income in the period of the change, if the change affects that period only, or in the period of the change and future periods, if the change affects both.

(Expressed in Canadian Dollars)

5. EXPLORATION AND EVALUATION ASSETS

Total costs incurred on exploration and evaluation assets are summarized as follows:

	BC	Quebec	Quebec	NL	NL	
	Cornwall	Arrowhead	Bazooka	Density, Mass	Lil d'Espoir Lake	Total
			(East & West)	Eclipse		
	$	$	$	$	$	$
Balance, August 31, 2022	**-**	**1,046,023**	**2,602,143**	**146,828**	**574,735**	**4,369,729**
Exploration Costs:						
Geology	12,000	90,126	106,134	26,049	-	234,309
Subtotal	12,000	90,126	106,134	26,049	-	234,309
Acquisition Costs	428,701	-	-	-	-	428,701
Impairment of E&E assets	-	-	-	(172,877)	(574,735)	(747,612)
Balance, August 31, 2023	**440,701**	**1,136,149**	**2,708,277**	**-**	**-**	**4,285,127**
Exploration Costs:						
Geology	-	8,555	2,700	-	-	11,255
Balance, November 30, 2023	**440,701**	**1,144,704**	**2,710,977**	**-**	**-**	**4,296,382**

5. EXPLORATION AND EVALUATION ASSETS (CONTINUED)

a) Arrowhead and Bazooka East Properties (Quebec)

Pursuant to an agreement dated February 25, 2016, the Company acquired a 100% interest in the Arrowhead and Bazooka East claims located in northern Quebec, Canada. To earn its interest in the properties, the Company issued 38,700 (387,000 pre-consolidated) common shares of the Company (issued June 27, 2016) with a fair value of $464,400.

The Arrowhead property is subject to a 2% net smelter return ("NSR") royalty, of which the Company may purchase one half at any time for $1,000,000. The Bazooka East property is subject to a 2% NSR royalty, of which the Company may purchase one-half at any time for $1,000,000.

Pursuant to a geological consulting services agreement dated May 13, 2021, the Company has granted GoldSpot Discoveries Corp. ("GoldSpot") a 0.5% NSR royalty on production from the Bazooka property and the option to purchase an additional 0.5% NSR royalty on production from the Arrowhead and Bazooka properties for $1,000,000 each.

b) Bazooka West Property (Quebec)

The Company entered into an option agreement on July 27, 2016, to acquire a 100% interest in 24 mineral claims located in Beauchastel Township, Quebec, collectively known as the Bazooka West property. The Company exercised the option and earned a 100% interest on April 21, 2017, after paying a total of $65,000 and issuing 12,500 (125,000 pre-consolidated) common shares.

c) Bro Property (Yukon Territory)

During the year ended August 31, 2022, the Company optioned out its 100% interest in the Bro Property and received $90,000 in cash which was recorded as a gain on sale of exploration and evaluation assets, as the property had previously been written down to $nil.

d) Density, Eclipse and Mass Properties (Newfoundland)

Pursuant to an agreement dated October 23, 2020, the Company entered into an exploration, development and mine operating agreement with Crest Resources Inc. ("Crest") whereby the parties staked claims in the Newfoundland area that were prospective for gold mineralization. The Company staked 906 claims under this agreement, known as the Density, Eclipse and Mass properties of which the Company was to hold an initial 70% interest and Crest would hold the remaining 30% interest. The claims were held in trust and the parties planned to transfer them to a joint venture company.

Pursuant to a geological consulting services agreement dated May 13, 2021, the Company granted GoldSpot the option to purchase a 0.5% NSR royalty on production from the Density, Eclipse and Mass properties for $1,000,000 each.

During the year ended August 31, 2023, the Company had no further plans for the Density, Eclipse and Mass properties wrote the balance down to $nil accordingly.

(Expressed in Canadian Dollars)

5. EXPLORATION AND EVALUATION ASSETS (CONTINUED)

e) Richard Copper Property (Quebec), Chapel Island and Lil d'Espoir Lake Properties (Newfoundland)

Pursuant to an agreement dated February 11, 2021, the Company has acquired a 100% interest in the Lil d'Espoir Lake, Chapel Island and Richard Copper properties.

The Lil d'Espoir Lake and Chapel Island properties are subject to a 1.5% NSR royalty of which the Company may purchase 0.75% for $1,000,000 at any time, and the Richard Copper property is subject to a 1% NSR. Pursuant to a geological consulting services agreement dated May 13, 2021, the Company has granted GoldSpot the option to purchase a 0.5% NSR royalty on production from the Richard Copper, Chapel Island and Lil d'Espoir Lake properties for $1,000,000 each.

Pursuant to an agreement dated October 14, 2021, the Company agreed to acquire a 100% interest in Mineral License 33337M located beside the Company's Lil d'Espoir Lake property claim blocks for consideration of $30,000 and 60,000 (600,000 pre-consolidated) common shares of the Company. The shares were issued on January 7, 2022, with a fair value of $165,000, and the cash payment was made on January 17, 2022.

During the year ended August 31, 2022, the Company had no further plans for Chapel Island and Richard Copper properties and wrote the balance down to $nil accordingly. During the year ended August 31, 2023, the Company had no further plans for Lil d'Espoir Lake property and wrote the balance down to $nil accordingly.

f) Cornwall Property (British Columbia)

On October 13, 2022, the Company executed a share purchase agreement with 1381766 whereby the Company acquired all of the issued and outstanding common shares of 1381766 in consideration for the issuance of 1,000,000 Opawica common shares (10,000,000 pre-consolidated common shares) with a fair value of $400,000. As 1381766 did not meet the definition of a business under IFRS 3 – Business Combinations, the acquisition was accounted for as the purchase of 1381766's net assets by Opawica. The net purchase price was determined as an equity settled share-based payment, under IFRS 2 - Share-based payments, at the fair value of the equity instruments issued.

Consideration paid:		
Consideration paid in common shares (Note 8)	$	400,000
Transaction costs - cash		28,701
	$	**428,701**

Fair value of net assets acquired:		
Exploration and evaluation asset	$	428,701
	$	**428,701**

(Expressed in Canadian Dollars)

6. LOANS PAYABLE

On April 23, 2020, the Company received a loan from the Canadian government's Canada Emergency Business Account ("CEBA") Program in the amount of $40,000. The CEBA is a government guaranteed loan of up to $40,000 that is interest-free until December 31, 2023. The loan is available to help businesses with operating costs during COVID-19. Twenty-five percent of the loan amount ($10,000) is eligible for forgiveness as long as the business pays back $30,000 on or before January 18, 2024. If the business cannot pay back the loan by January 18, 2024, it can be converted into a 2-year term loan at an interest rate of 5%. The principal amount of $40,000 is recorded as a current loan payable as at August 31, 2023. Subsequent to year end, the Company repaid the loan balance in full.

7. FLOW THROUGH SHARES

	August 31, 2023 $	August 31, 2022 $
Balance, beginning of year	308,581	388,600
Flow-through premium liability	-	545,795
Settlement of flow-through share liability by incurring expenditures	(58,290)	(625,814)
Reduction of flow-through share liability on recognizing provision for indemnity	(250,291)	-
Balance, end of year	-	308,581

During the year ended August 31, 2022, the Company issued 363,863 (3,638,635 pre-consolidated) flow-through units at $5.50 ($0.55 pre-consolidated) per unit for gross proceeds of $2,001,250 (Note 8). Accordingly, $545,795 was recorded as a flow-through premium liability. To comply with Canadian tax law, the Company was required to incur the qualified expenditures on Canadian eligible exploration properties prior to December 31, 2022.

During the year ended August 31, 2021, the Company issued 388,600 (3,886,000 pre-consolidated) flow-through units at $5.00 ($0.50 pre-consolidated) per unit for gross proceeds of $1,943,000. Accordingly, $388,600 was recorded as a flow-through premium liability. To comply with Canadian tax law, the Company was required to incur the qualified expenditures on Canadian eligible exploration properties prior to June 4, 2023.

As at August 31, 2023, the Company fell short of its flow-through commitment by $1,009,519. As a result of not meeting the commitment by the deadline, the flow-through premium liability has been reduced to $nil by recognizing other income of $250,291, and the Company recorded a provision of $732,976 towards Part XII.6 tax and potential indemnification of tax liabilities to purchasers of the flow-through shares.

(Expressed in Canadian Dollars)

8. SHARE CAPITAL

a) Common Shares

The Company is authorized to issue an unlimited number of common shares.

The holders of common shares are entitled to receive dividends and are entitled to one vote per share at meetings of the Company. All shares are ranked equally with regards to the Company's residual assets.

On March 8, 2023, the Company consolidated its common shares on a 10:1 basis. The presentation of the number of outstanding shares, warrant, stock options, loss per share, exercise price of warrants and options have been revised retrospectively within this report. As at November 30, 2023, there are 11,558,108 (August 31, 2023 – 11,558,108) common shares issued and outstanding.

The following is a summary of share issuances during the year ended August 31, 2023:

- On October 13, 2022, the Company acquired 100% of the issued and outstanding shares of 1381766 BC Ltd. in exchange for 1,000,000 (10,000,000 pre-consolidated) common shares of the Company with a fair value of $400,000. The Transaction was completed to acquire the claims associated with the Cornwall Property located in British Columbia (Note 5).

- On May 8 and 19, 2023, the Company closed a non- brokered private placement to raise gross proceeds of $638,000 through the sale of 6,379,998 units priced at $0.10 per unit. Each unit consists of one common share and one share purchase warrant, with each whole warrant exercisable at a price of $0.15 per share for a three-year term. The warrants attached to the units had a residual value of $nil.

- The 6,379,998 warrants are subject to an acceleration clause stating: Pursuant to the financing, in the event the Company's share price closed at a price of $0.22 per share for a period of 10 consecutive trading days on the TSX Venture Exchange, the Company may accelerate the term of the Eligible Warrants to a period of 30 days commencing 7 days after the last premium trading day with notice given to the warrant holders in writing or by news release. No finders' fees were payable in respect to the private placement.

There were no share issuances during the period ended November 30, 2023.

a) Preferred Shares

The Company is authorized to issue an unlimited number of preference shares. No preferred shares have been issued since the Company's inception.

b) Reserves

	November 30, 2023 $	August 31, 2023 $
Warrants	494,648	494,648
Share Options	2,882,723	2,882,723
Reserves	3,377,371	3,377,371

(Expressed in Canadian Dollars)

d) Share Purchase Warrants

A summary of the Company's warrants at November 30, 2023 and August 31, 2023 are as follows:

	Number of Warrants*	Weighted Average Exercise Price
Balance at August 31, 2021	**739,719**	**$5.60**
Granted	192,841	7.40
Balance at August 31, 2022	**932,560**	**5.98**
Granted	6,379,998	0.15
Expired	(739,719)	5.61
Balance at August 31, 2023	**6,572,839**	**$0.36**
Balance at November 30, 2023	**6,572,839**	**$0.36**

*Post 10:1 share consolidation

As at November 30, 2023, the Company had the following issued and outstanding warrants:

November 30, 2023*	Exercise Price per Share*	Expiry Date
181,932	$7.50	December 9, 2023
10,909	$5.50	December 9, 2023
4,689,998	$0.15	May 8, 2026
1,690,000	$0.15	May 19, 2026
6,572,839		

*Post 10:1 share consolidation

Subsequent to November 30, 2023, 192,841 warrants with exercise prices of $5.50 - $7.50 expired unexercised.

As at August 31, 2023, the warrants had a weighted average remaining life of 2.37 years.

(Expressed in Canadian Dollars)

9. SHARE-BASED PAYMENTS

a) Stock Options

The Company has adopted a rolling stock option plan whereby the Company may grant options up to a maximum of 10% of the issued and outstanding common shares. However, share compensation awards under all share compensation arrangements of the Company may not exceed, in aggregate, 10% of the total number of issued and outstanding common shares; options have a maximum life of 10 years. The Plan is administered by the Board and options are granted at the discretion of the Board to eligible optionees, subject to the price restrictions and other TSX Venture Exchange Policy requirements. Options granted under the Plan are subject to vesting terms determined by the Board. The Plan was re-approved by the Company's shareholders on July 31, 2023.

A summary of the Company's stock options at November 30, 2023 and August 31, 2023 are as follows:

	Options Outstanding and Exercisable*	Weighted Average Exercise Price*
Balance at August 31, 2021	362,440	$3.70
Granted	64,500	3.40
Exercised	(10,000)	1.15
Balance at August 31, 2022	416,940	$3.72
Balance at August 31, 2023	416,940	$3.72
Balance at November 30, 2023	416,940	$3.72

As at November 30, 2023, the Company had the following issued and outstanding options:

Expiry Date	Exercise Price*	August 31, 2023*
October 27, 2025	$1.15	98,950
February 1, 2026	$1.90	29,990
February 8, 2026	$2.60	53,500
June 8, 2026	$6.00	170,000
October 17, 2026	$3.40	20,000
December 22, 2026	$3.40	44,500
		416,940

*Post 10:1 share consolidation

The weighted average remaining contractual life of stock options outstanding at November 30, 2023 was 2.38 years.

(Expressed in Canadian Dollars)

9. SHARE-BASED PAYMENTS (CONTINUED)

Fair Value of Options Issued During the Period

The weighted average fair value at grant date of options granted during the year ended August 31, 2023, was $nil per option (2022 - $2.50 ($0.25 pre-consolidated)). The total fair value of the share-based payments is $nil (2022 - $162,000). The fair value was determined using the Black-Scholes Option-Pricing Model using the following assumptions:

	August 31, 2023	August 31, 2022
Expected stock price volatility	-	104% - 105%
Risk-free interest rate	-	1.25%-1.29%
Dividend yield	-	-
Expected life of options	-	5 years
Fair value price on date of grant	-	$2.50-2.60
Forfeiture rate	-	-

Option pricing models require the input of highly subjective assumptions regarding volatility. The Company has used historical volatility to estimate the volatility of the share price.

10. NATURE OF INCOME AND EXPENSES

	November 30, 2023 $	November 30, 2022 $
Employee costs include:		
Consulting fees	27,000	27,500
Management fees	37,500	58,939
	64,500	86,439
General and administrative expenses include:		
Accounting and legal fees	1,088	3,883
Filing fees	21,336	21,702
Investor communications	3,610	8,970
Office expenses	7,817	905
Rent	6,000	8,000
Travel	-	25,551
	39,701	69,011

(Expressed in Canadian Dollars)

11. RELATED PARTY TRANSACTIONS AND BALANCES

The following is a summary of the Company's related party transactions during the year:

a) Key Management Compensation

Key management personnel are persons responsible for planning, directing and controlling the activities of an entity, and include directors, the chief executive officer and chief financial officer. Key management personnel compensation is comprised of the following:

	November 30, 2023 $	November 30, 2022 $
Short term employee benefits and director fees	72,000	81,000
Share-based payments	-	-
	72,000	81,000

The Company has entered into an Officer and Consulting Agreement with a company controlled by the Company's President and Chief Executive Officer (the "CEO") effective May 1, 2020, for no fixed term. As compensation for the services to be provided, the CEO's company received a monthly salary of $15,000. During the period ended November 30, 2023, the Company incurred $45,000 (2022 - $45,000) in management fees with the CEO's company.

The Company entered into a Consulting Agreement with the Company's Chief Financial Officer (the "CFO") effective July 1, 2021, for no fixed term. As compensation for the services provided, the CFO will receive a monthly fee of $5,000. During the period ended November 30, 2023, the Company incurred $15,000 (2022 - $15,000) in consulting fees with the CFO's company.

During the period ended November 30, 2023, the Company also paid additional directors fee of $nil (2022 - $6,000) to two of its directors.

As at November 30, 2023, the Company has $99,004 (November 30, 2022 - $99,004) due from related parties which consists of amounts from/to directors and officers for expense reimbursements, and $67,250 included in accounts payable, which are due on demand, unsecured and are non-interest bearing.

(Expressed in Canadian Dollars)

12. INVESTMENTS

The following is a summary of marketable securities as at November 30, 2023:

	Number of securities	Fair value at August 31, 2022	Additions (Dispositions)	Unrealized gains (losses)	Fair value at August 31, 2023
		$	$	$	$
Generation Gold Corp. – Common shares	2,200,000	-	220,000	(55,000)	165,000
Generation Gold Corp. – Warrants	2,200,000	-	-	44,179	44,179
Total		**-**	**220,000**	**(10,821)**	**209,179**

The Company did not hold any marketable securities during the year ended August 31, 2022.

During the year ended August 31, 2022, the Company subscribed to 2,200,000 units of Generation Gold Corp. (Formerly Jessy Ventures Corp.) (" Generation") for $220,000, and on December 26, 2022, the units were issued to the Company. Each unit consists of one common share of Generation and one warrant, with each warrant exercisable at a price of $0.125 per share expiring December 15, 2025.

The warrants were fair valued using the Black-Scholes Option Pricing Model using the following input assumptions:

	August 31, 2023	August 31, 2022
Expected stock price volatility	67%	-
Risk-free interest rate	4.40%	-
Dividend yield	-	-
Expected life of options	2.29 years	-
Fair value price on measurement date	$0.02	-
Forfeiture rate	-	-

13. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Fair values

The Company's financial instruments include cash, due from related party, trade and other payables, provision for indemnity, and loan payable. The Company's cash is recorded as a Level 1 financial asset and of the investments, $165,000 is recorded in Level 1 and $44,179 is recorded in Level 2 in the fair value hierarchy.

The carrying values of the assets and liabilities classified as amortized cost approximate their fair values due to the short-term maturity of the instruments.

13. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (CONTINUED)

Credit risk

Credit risk is the risk of an unexpected loss associated with a counterparty's inability to fulfill its contractual obligations. Management evaluates credit risk on an ongoing basis and monitors activities related to amounts with counterparty concentrations. The primary sources of credit risk for the Company arise from its financial assets which include cash, investments and due from related party. The carrying value of these financial assets represents the Company's maximum exposure to credit risk. To minimize credit risk the Company only holds its cash and term deposits with high credit chartered Canadian financial institutions and invests in public company shares. As at November 30, 2023, the Company has no financial assets that are past due or impaired due to credit risk defaults.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations with respect to financial liabilities as they fall due. The Company's financial liabilities consist of its trade and other payables, provision for indemnity, and loan payable. The Company has working capital surplus of $97,591 as at November 30, 2023 (August 31, 2023 - $199,049) and requires additional financing for operations and meet its current obligations. The Company handles its liquidity risk through the management of its capital structure as described in Note 15. All the Company's financial liabilities that are due on demand do not generally bear interest and are subject to normal trade terms other than loan payable.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, investment fluctuations, and commodity and equity prices. The Company is not exposed to significant interest rate risk as the Company has no variable interest-bearing debt. The Company's ability to raise capital to fund exploration or development activities is subject to risks associated with fluctuations in gold and metal prices. Management closely monitors commodity prices, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in the foreign currency exchange rates. The Company's functional currency is the Canadian dollar. All of the Company's financial instruments are denominated in Canadian dollars and all current exploration occurs within Canada. In management's opinion there is no significant foreign exchange risk to the Company.

(Expressed in Canadian Dollars)

14. CAPITAL MANAGEMENT

The Company's objective when managing capital is to safeguard its ability to continue as a going concern such that it can support continued development of its exploration and evaluation assets, pursue the acquisition and exploration of other mineral interests, and to maintain a flexible capital structure for its projects for the benefit of its shareholders and other stakeholders. The Company is not exposed to externally imposed capital requirements.

The Company considers items included in Equity to be capital. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust its capital structure, the Company may issue new shares, sell assets to settle liabilities, option its properties for cash from optionees, enter into joint venture arrangements, return capital to its shareholders or adjust the amount of cash and cash equivalents. There were no changes in the Company's approach to capital management during the period ended November 30, 2023.

15. NON-CASH TRANSACTIONS

Non-cash Investing and Financing Activities	**November 30, 2023 $**	**August 31, 2023 $**
Shares and warrants issued for exploration and evaluation assets	-	400,000
Fair value of broker warrants issued	-	-
Fair value of options exercised	-	-
Accounts payable in exploration and evaluation assets	13,683	34,992
Long-term deposit used on exploration activities	-	101,366

16. SEGMENTED OPERATIONS

The Company primarily operates in one reportable operating segment, being the acquisition and exploration of mineral assets in Canada.