NexGold

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR THE THREE MONTHS ENDED
MARCH 31, 2025 AND 2024
(Expressed in Canadian Dollars)

2025

NEXGOLD MINING CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION
(Expressed In Canadian Dollars)

($)	March 31 2025	December 31 2024
Assets		
Current assets		
Cash and cash equivalents (Note 5)	**11,146,220**	16,356,741
Accounts receivable and prepaid expenses (Note 6)	**2,150,873**	2,041,423
Investments (Note 8)	**1,890,498**	3,922,349
Total current assets	**15,187,591**	22,320,513
Non-current assets		
Property and equipment (Note 9)	**4,309,903**	4,517,625
Restricted cash (Note 7)	**1,491,741**	1,393,291
Mineral properties (Note 10)	**163,243,607**	163,243,607
Total non-current assets	**169,045,251**	169,154,523
Total assets	**184,232,842**	191,475,036
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities (Note 11)	**4,957,755**	3,694,002
Current portion of long term debt (Note 12)	**262,907**	282,686
Current portion of SRSR payment obligation (Note 13)	**2,112,670**	1,092,596
Flow-through premium (Note 15)	**623,469**	959,864
Total current liabilities	**7,956,801**	6,029,148
Non-current liabilities		
Long term debt (Note 12)	**16,025,066**	15,972,317
Provision for reclamation (Note 14)	**2,255,938**	2,256,852
SRSR payment obligation (Note 13)	**7,141,590**	7,947,829
Total non-current liabilities	**25,422,594**	26,176,998
Total liabilities	**33,379,395**	32,206,146
Shareholders' Equity		
Capital stock (Note 16)	**288,985,289**	288,833,008
Warrants (Note 17)	**6,362,129**	6,362,129
Contributed surplus	**29,758,763**	29,147,281
Deficit	**(173,524,660)**	(163,629,332)
Accumulated other comprehensive loss	**(728,074)**	(1,444,196)
	150,853,447	159,268,890
Total liabilities and shareholders' equity	**184,232,842**	191,475,036

Nature of Operations and Going Concern (Note 1)
Commitments and Contractual Obligations and Contingencies (Note 21)
Subsequent Events (Note 23)

SIGNED ON BEHALF OF THE BOARD

(Signed) "Mary-Lynn Oke" Director

(Signed) *"James Gowans"* Director

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

NEXGOLD MINING CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF OPERATIONS
(Expressed In Canadian Dollars)

	For the periods ended	
($)	**March 31 2025**	March 31 2024
Expenses		
Exploration and evaluation (Note 19)	**6,594,249**	959,552
Administrative, office and shareholder services	**325,685**	155,985
Professional fees	**219,594**	152,448
Salary and benefits	**922,416**	568,522
Amortization (Note 9)	**209,604**	50,872
Share based payments (Note 18)	**763,763**	146,036
Accretion of long-term debt (Note 12 & Note 13)	**343,049**	225,638
Finance expense	**396,030**	101,496
Foreign exchange loss (gain)	**(17,465)**	370,577
Gain on debt and derivative liability (Note 12 b)	**-**	(28,066)
Loss before income tax	**(9,756,925)**	(2,703,060)
Income from recognition of flow-through premium (Note 15)	**336,395**	102,578
Net Loss for the period	**(9,420,530)**	(2,600,482)

Loss per share basic and diluted	**(0.07)**	(0.06)
Weighted average number of shares outstanding (Note 16)	**141,932,753**	45,496,034

NEXGOLD MINING CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF OTHER COMPREHENSIVE LOSS
(Expressed In Canadian Dollars)

	For the periods ended	
($)	**March 31, 2025**	March 31, 2024
Net loss for the period	**(9,420,530)**	(2,600,482)
Other comprehensive income (loss)		
Items to be reclassified to profit or loss in subsequent years		
Fair value gain (loss) on equity investments, net of taxes (Note 8)	**230,967**	(1,182)
Loss from sale of investment transferred to retained earnings (Note 8)	**474,798**	-
Foreign currency translation adjustment	**10,357**	-
Other comprehensive income (loss) for the period	**716,122**	(1,182)
Total comprehensive loss for the period	**(8,704,408)**	(2,601,664)

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

NEXGOLD MINING CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(Expressed In Canadian Dollars)

($)	Common Shares	Capital Stock	Warrants	Contributed Surplus	Deficit	Accumulated Other Comprehensive Loss	Total
Balance, December 31, 2023	**44,558,117**	**216,257,231**	**918,209**	**27,283,223**	**(143,974,139)**	**(1,023,561)**	**99,460,963**
Share-based payments - compensation (Note 18)	–	–	–	277,358	–	–	277,358
Share-based payments - restricted share units (Note 18)	–	–	–	1,307,357	–	–	1,307,357
Restricted share units redeemed (Note 18)	318,883	296,400	–	(296,400)	–	–	–
Share units redeemed (Note 18)	509,301	376,886	–	(376,886)	–	–	–
Share issued for repayment of SRSR obligation (Note 13)	2,191,942	1,346,173	–	–	–	–	1,346,173
Share options issued at fair value for Blackwolf acquisition (Note 4)	–	–	–	72,690	–	–	72,690
Warrants issued at fair value for Blackwolf acquisition (Note 4)	–	–	293,269	–	–	–	293,269
Shares issued for Blackwolf acquisition at fair value (Note 4)	21,905,950	18,400,998	–	–	–	–	18,400,998
Advisory fees related to Blackwolf Acquisition (Note 4)	309,100	250,000	–	–	–	–	250,000
Returned and cancelled shares	(224)	–	–	–	–	–	–
Share units issued at fair value for Signal Gold acquisition (Note 4)	–	–	–	757,577	–	–	757,578
Share options issued at fair value for Signal Gold acquisition (Note 4)	–	–	–	122,362	–	–	122,362
Warrants issued at fair value for Signal Gold acquisition (Note 4)	–	–	1,880,230	–	–	–	1,880,230
Shares issued for Signal Gold acquisition at fair value (Note 4)	47,232,655	34,952,165	–	–	–	–	34,952,165
Advisory fees related to Signal Gold (Note 4)	1,379,075	1,020,516	–	–	–	–	1,020,516
Flow-through share issuance (Note 15)	17,062,750	14,484,980	–	–	–	–	14,484,980
Flow-through share premium (Note 15)	–	(1,061,833)	–	–	–	–	(1,061,833)
Shares issued for Nebari credit facility (Note 12)	8,000,000	5,692,400	–	–	–	–	5,692,400
Fair value of warrants issued for long term debt (Note 17)	–	–	821,685	-	–	–	821,685
Issuance of warrants at fair value (Note 17)	–	(2,417,664)	2,417,664	–	–	–	–
Share issue costs	–	(796,744)	31,072	–	–	–	(765,673)
Warrants exercised (Note 17)	37,500	31,500	–	–	–	–	31,500
Net income (loss) for the year	–	–	–	–	(19,593,866)	–	(19,593,866)
Foreign currency translation adjustment	–	–	–	–	–	51,611	51,611
Loss from sale of investments (Note 8)	–	–	–	–	(61,327)	61,327	–
Other comprehensive income (loss) for the year	–	–	–	–	–	(533,573)	(533,573)
Balance, December 31, 2024	**143,505,049**	**288,833,008**	**6,362,129**	**29,147,281**	**(163,629,332)**	**(1,444,196)**	**159,268,890**

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

NEXGOLD MINING CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(Expressed In Canadian Dollars)

($)	Common Shares	Capital Stock	Warrants	Contributed Surplus	Deficit	Accumulated Other Comprehensive Loss	Total
Balance, December 31, 2024	**143,505,049**	**288,833,008**	**6,362,129**	**29,147,281**	**(163,629,332)**	**(1,444,196)**	**159,268,890**
Share-based payments - compensation (Note 18)	–	–	–	141,953	–	–	141,953
Share-based payments - restricted share units (Note 18)	–	–	–	584,658	–	–	584,658
Share-based payments - share units (Note 18)	–	–	–	37,152	–	–	37,152
Restricted share units redeemed (Note 18)	76,985	124,786	–	(124,786)	–	–	–
Share units redeemed (Note 18)	37,155	27,495	–	(27,495)	–	–	–
Net income (loss) for the period	–	–	–	–	(9,420,530)	–	(9,420,530)
Foreign currency translation adjustment	–	–	–	–		10,357	10,357
Loss from sale of investments (Note 8)	–	–	–	–	(474,798)	474,798	–
Other comprehensive income (loss) for the period	–	–	–	–		230,967	230,967
Balance, March 31, 2025	**143,619,189**	**288,985,289**	**6,362,129**	**29,758,763**	**(173,524,660)**	**(728,074)**	**150,853,447**

NEXGOLD MINING CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)

	For the periods ended	
($)	**March 31, 2025**	March 31, 2024
Cash and cash equivalents (used in) provided by:		
Operating Activities		
Net Loss for the period	**(9,420,530)**	(2,600,482)
Adjustments for:		
Amortization (Note 9)	**209,604**	50,872
Income from recognition of flow-through premium (Note 15)	**(336,395)**	(102,578)
Share based payments (Note 18)	**763,763**	146,036
Accretion on SRSR Payment obligation (Note 13)	**221,634**	217,081
Accretion on long term debt (Note 12)	**121,415**	8,556
Loss (gain) on fair value change of derivative liability (Note 12 b)	**–**	(28,066)
Finance expense & income	**(1,758)**	222,888
Foreign exchange (gain) loss	**(17,465)**	370,577
Reclamation provision (Note 14)	**933**	–
Net change in non cash working capital items:		
Accounts receivable and prepaid expenses	**(109,452)**	137,559
Accounts payable and accrued liabilities	**1,263,753**	(670,027)
Net cash flows used in operating activities	**(7,304,496)**	(2,247,584)
Investing Activities		
Proceeds, net of costs, from sale of equity investments (Note 8)	**2,262,818**	–
Acquisition of property and equipment (Note 9)	**(4,933)**	–
Increase in restricted cash	**(98,450)**	–
Net cash flows provided by (used in) investing activities	**2,159,435**	–
Financing Activities		
Share issuance costs	**–**	(7,261)
Payment of lease liabilities (Note 12)	**(78,868)**	(30,481)
Net cash flows provided by (used in) financing activities	**(78,868)**	(37,742)
Foreign currency translation adjustment	**13,408**	–
Increase (decrease) in cash and cash Equivalents	**(5,210,521)**	(2,285,326)
Cash and cash equivalents, beginning of period	**16,356,741**	9,430,567
Cash and cash equivalents, end of period	**11,146,220**	7,145,241
Supplementary cash flow information		
Changes in non-cash activities:		
Payment of debt with shares (Note 13)	**–**	667,379
Capitalized interest on long term debt (Note 12)	**–**	189,763

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Effective July 9, 2024, the Company changed its name from “Treasury Metals Inc.” to “NexGold Mining Corp.” (the "Company" or "NexGold") The jurisdiction of the Company was discontinued in Ontario and continued in British Columbia effective July 4, 2024. The Company also delisted from the Toronto Stock Exchange at the close of market on July 4, 2024 and listed on the TSX Venture Exchange (the “TSXV”) effective July 5, 2024, trading under the symbol “TML”. Subsequent to the name change, the Company’s common shares (“Common Shares”) began trading under new symbols effective as of market open as follows: (i) “NEXG” on the TSXV on July 10, 2024; and (ii) NXGCF on the OTCQX® Best Market on August 5, 2024. The address of the Company's registered office is 3123 – 595 Burrard St., Vancouver, BC, Canada V7X 1J1 and its head office is located at 20 Adelaide Street, Suite 401, Toronto, ON, Canada M5C 2T6. The Company also has project offices at the Goliath Project in Wabigoon, Ontario and the Goldboro Project in Guysborough County, Nova Scotia.

As at March 31, 2025, the mineral properties of the Company are located in Canada and Alaska and are in the exploration stage. The recoverability of the amounts shown on the consolidated statements of financial position for mineral properties is dependent upon the existence of economically recoverable mineral reserves, maintaining beneficial interest in its properties and the underlying mining claims, obtaining the necessary regulatory approvals and permits, the ability to obtain the necessary financing to fulfill its obligations as they arise, the ability to complete the development of the claims, and achieving profitable production or the proceeds from the disposition of the properties. The Company's success depends on the successful development of the properties and corresponding permitting and feasibility study. Based upon its current operating and financial plans, management of the Company believes that it will have sufficient access to financial resources (debt and equity), in the near term, to fund the Company's planned operations and development of its material projects—the Goliath Gold Complex and Goldboro Gold Project.

The consolidated annual financial statements were prepared on a going concern basis, which assumes that the Company will continue its operations for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business. The Company has not generated revenue from operations. On March 31, 2025, the Company's working capital was $7,854,259 (December 31, 2024 – $17,251,229), excluding flow-through share premium. For the period ended March 31, 2025, the Company incurred a net loss of $9,420,530 (March 31, 2024 – net loss of $2,600,482), had cash outflows from operations of $7,304,496 (March 31, 2024 - $2,247,584), had not yet achieved profitable operations, had accumulated losses of $173,524,660 (December 31, 2024 – $163,629,332) and expects to incur further losses in the development of its business.

The Company requires significant capital to fund ongoing operations, including the development of the company’s projects and exploration activities, and is required to meet certain financial covenants as part of existing financing agreements. The Company has insufficient cash to fund its planned activities and to continue to meet certain financial covenants related to its long term debt (Note 12) based on a cash balance of $11,146,220 as of the date of the statement of financial position which includes $9,200,452 of flow through funding which must be spent by December 31, 2025. While the Company closed a brokered private placement financing (Note 23), raising $10,000,080 in aggregate gross proceeds subsequent to March 31, 2025, the Company’s ability to maintain its corporate activities, and advance its projects is dependent on its ability to raise additional funds from equity, debt markets and other financial alternatives. However, there is no assurance that this will be successful, and should the Company be unable to raise sufficient financing to maintain operations, the Company may be unable to realize the carrying value of its net assets. These factors indicate the existence of a material uncertainty that may cast significant doubt on the Company’s ability to continue as a going concern.

These consolidated annual financial statements do not reflect the adjustments to carrying amounts of assets and liabilities and the reported expenses and statement of financial position classifications that would be necessary if the going concern assumption was deemed inappropriate. Such adjustments could be material.

1. NATURE OF OPERATIONS AND GOING CONCERN (cont'd)

On July 9, 2024, the Company completed a consolidation of the Company's issued and outstanding Common Shares on the basis of one post-consolidation Common Share for every four pre-consolidation Common Shares. Accordingly, the number of Common Shares, warrants, stock options and restricted share units (and their respective exercise prices, as applicable) in the consolidated annual financial statements have been restated to reflect the share consolidation.

2. MATERIAL ACCOUNTING POLICY INFORMATION

Statement of Compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS), standard 34, Interim Financial Reporting, as issued by the International Accounting Standards Board ("IASB") and their interpretations issued by the IFRS Interpretations Committee which have been consistently applied. The accounting policies used in these condensed consolidated interim financial statements are consistent with those disclosed in the Company's audited consolidated financial statements for the year ended December 31, 2024. These condensed consolidated interim financial statements do not include certain information and disclosures normally included in the annual consolidated financial statements prepared in accordance with IFRS and should be read in conjunction with the Company's annual consolidated financial statements for the year ended December 31, 2024.

These condensed consolidated interim financial statements were approved by the Company's Board of Directors on May 27, 2025.

Basis of Consolidation

These condensed consolidated interim financial statements include the financial statements of the Company and entities controlled by the Company (subsidiaries). Control is achieved when the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Company controls an investee if and only if the Company has power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee); exposure, or rights, to variable returns from its involvement with the investee; and the ability to use its power over the investee to affect its returns. Subsidiaries are fully consolidated from the date on which control is transferred to the Company. Intercompany balances and transactions, including any unrealized income and expenses arising from intercompany transactions, are eliminated in full on consolidation.

2. MATERIAL ACCOUNTING POLICY INFORMATION (cont'd)

At March 31, 2025, the Company retained an ownership interest in the following subsidiaries:

Name of Subsidiary	Jurisdiction of Incorporation	Principal activity	Ownership as of	
			March 31, 2025	December 31, 2024
Goldeye Explorations Ltd.	Ontario, Canada	Holds interest in Weebigee Project	100%	100%
Blackwolf Copper and Gold Ltd.	British Columbia, Canada	Mineral exploration	100%	100%
Signal Gold Inc	Ontario, Canada	Holds interest in Goldboro Gold Mines Inc.	100%	100%
Goldboro Gold Mines Inc.	Ontario, Canada	Mineral exploration	100%	100%
Colorado Minerals Inc.	Ontario, Canada	Holds interest in Inversiones La Veta Holding SpA	100%	100%
Inversiones La Veta Holding SpA	Chile	Holds interest in Inversiones La Veta Limitada	100%	100%
Inversiones La Veta Limitada	Chile	Mineral exploration	100%	100%
Heatherdale Holdings Ltd.	British Columbia, Canada	Holds interest in Niblack Holdings (US) Inc.	100%	100%
Niblack Holdings (US) Inc.	Nevada, USA	Holds interest in Niblack Project LLC	100%	100%
Niblack Project LLC	Delaware, USA	Exploration of Niblack Project and has title to the Niblack claims	100%	100%
BWCG Holdings (US) Inc.	Alaska, USA	Holds interest in BWCG (Alaska) LLC	100%	100%
BWCG (Alaska) LLC	Alaska, USA	Previously held interest in Hyder Properties and had title to the claims	100%	100%
Optimum Ventures Ltd.	British Columbia, Canada	Previously held interest in Harry Project	100%	100%
1309762 B.C. Ltd.	British Columbia, Canada	Inactive	100%	100%
Optimum Ventures (Nevada) Ltd.	Nevada, USA	Inactive	100%	100%
Hyder Ventures Ltd.	Alaska, USA	Inactive	100%	100%

Functional and Presentation Currency

These condensed consolidated interim financial statements are presented in Canadian dollars (CAD), which is also the functional currency of the Company and its wholly-owned Canadian subsidiaries. The functional currency of the Company's United States (U.S.) subsidiaries is U.S. dollars (US$).

The functional and presentation currency are consistent with those applied and disclosed in the Company's annual consolidated financial statements for the year ended December 31, 2024.

3. ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of financial statements in compliance with IFRS requires the Company's management to make certain estimates and assumptions that they consider reasonable and realistic. Despite regular reviews of these estimates and assumptions, based on past achievements or anticipations, facts and circumstances may lead to changes in these estimates and assumptions which could impact the reported amount of the Company's assets, liabilities, equity or earnings.

The areas which require management to make significant estimates, judgements and assumptions are consistent with those applied and disclosed in the Company's annual consolidated financial statements for the year ended December 31, 2024.

4. ASSET AQUISITIONS

(i) On May 1, 2024, the Company entered into a definitive agreement with Blackwolf Copper and Gold Ltd. ("Blackwolf"), a mineral exploration company with a mineral property interest in the Niblack Project located in Alaska, to which the Company agreed to acquire all of the issued and outstanding common shares of Blackwolf in consideration for the issuance of 0.607 (the "Blackwolf Exchange Ratio") of the Company's Common Share for each Blackwolf common share acquired (the "Blackwolf Transaction"). On July 3, 2024, the Blackwolf Transaction was completed and Blackwolf became a wholly-owned subsidiary of NexGold. As a result of the Blackwolf Transaction, the Company issued 21,905,950 shares to former Blackwolf shareholders and 574,360 fully-vested replacement stock options to previous Blackwolf option holders. In addition, the number and

(Expressed in Canadian Dollars)

4. ASSET acquisitions (cont'd)

exercise price of 5,691,248 Blackwolf warrants were adjusted in accordance with their terms such that Blackwolf warrants will be exercisable to acquire Common Shares based on the Blackwolf Exchange Ratio.

For reporting purposes, the Company has been identified as the acquirer and the continuing entity of Blackwolf, the entity being acquired. The Blackwolf Transaction did not meet the criteria for a business combination as envisioned under IFRS 3, and therefore it has been accounted for as an asset acquisition. The fair value of the consideration paid has been allocated on the basis that the carrying values of all non-exploration and evaluation assets acquired and liabilities assumed of Blackwolf are reasonable estimates of their current values. The excess of the aggregate consideration paid over the value of these other net assets was then assigned to the interest in the Niblack Property acquired (Note 10). The detailed composition and allocation of these amounts is as follows:

Consideration	**July 3 2024 ($)**
21,905,950 Common Shares issued at a price of $0.84 per share	18,400,998
5,691,248 Warrants issued at fair value	293,269
574,360 Stock options issued at fair value	72,690
Advisory fees	500,000
Transaction costs	652,112
Total Consideration	**19,919,069**

Identifiable Assets	**July 3 2024 ($)**
Cash and cash equivalents	3,354,462
Accounts receivable and prepaid expenses	393,046
Property and equipment	1,937,092
Mineral properties	15,993,732
Restricted cash	1,099,493
Trade and other payables	(630,295)
Deferred flow-through premium	(291,015)
Provision for reclamation	(1,937,446)
Total Consideration	**19,919,069**

(ii) On October 9, 2024, the Company entered into a definitive agreement with Signal Gold Inc. ("Signal"), a mineral exploration company with a mineral property interest in the Goldboro Gold Project located in Nova Scotia, to which the Company agreed to acquire all of the issued and outstanding common shares of Signal in consideration for the issuance of 0.1244 (the "Signal Exchange Ratio") of the Company's Common Share for each Signal common share acquired (the "Signal Transaction"). On December 13, 2024, the Signal Transaction was completed, and Signal became a wholly-owned subsidiary of NexGold. As a result of the Signal Transaction, the Company issued 47,232,655 shares to former Signal shareholders and 486,142 fully vested replacement stock options. In addition, the number and exercise price of 11,378,097 Signal warrants and the number of 1,209,357 Signal share units were adjusted in accordance with their terms such that Signal warrants will be exercisable to acquire, and Signal share units will be settled with, Common Shares based on the Signal Exchange Ratio.

For reporting purposes, the Company has been identified as the acquirer and the continuing entity of Signal, the entity being acquired. The Signal Transaction did not meet the criteria for a business combination as envisioned under IFRS 3, and therefore it has been accounted for as an asset acquisition. The fair value of the consideration paid has been allocated on the basis that the carrying values of all non-exploration and evaluation assets acquired and liabilities assumed of Signal are

(Expressed in Canadian Dollars)

4. ASSET acquisitions (cont'd)

reasonable estimates of their current values. The excess of the aggregate consideration paid over the value of these other net assets was then assigned to the interest in the Goldboro Property acquired (Note 10). The detailed composition and allocation of these amounts is as follows:

Identifiable Assets	**December 13 2024 ($)**
Cash and cash equivalents	14,354,970
Accounts receivable and prepaid expenses	542,810
Property and equipment	266,661
Mineral properties	52,409,267
Restricted cash	213,277
Investments	3,792,229
Trade and other payables	(2,694,051)
Signal Credit facility	(29,105,610)
Other loans	(283,477)
Deferred flow-through premium	(763)
Provision for reclamation	(212,463)
Total Consideration	**39,282,850**

Consideration	**December 13 2024 ($)**
47,232,655 Common shares issued at a price of $0.74 per share	34,952,165
11,378,097 Warrants issued at fair value	1,880,230
486,142 Stock options issued at fair value	122,362
1,209,357 Share units at fair value	757,577
Advisory fees	1,020,516
Transaction costs	550,000
Total Consideration	**39,282,850**

5. CASH AND CASH EQUIVALENTS

($)	**March 31 2025**	December 31 2024
Cash	**1,421,579**	4,945,803
Cashable GIC	**9,724,641**	11,410,938
	11,146,220	16,356,741

6. ACCOUNTS RECEIVABLE AND PREPAID EXPENSES

($)	**March 31 2025**	December 31 2024
Advances and prepaid expenses	**437,054**	784,715
Other receivables	**211,610**	241,974
Tax receivable	**1,502,209**	1,014,734
	2,150,873	2,041,423

7. RESTRICTED CASH

The Company's restricted cash is comprised mainly of cash collateral held with a U.S. financial institution, which has pledged to the surety provider the surety bond accepted by the Alaskan regulatory authorities. It will be released once reclamation work has been performed and assessed by the Alaskan regulatory authorities.

(Expressed in Canadian Dollars)

8. INVESTMENTS

The Company's investments are classified as fair value through other comprehensive income ("FVTOCI") and are carried at fair value.

Company	Number of Shares	March 31 2025	Number of Shares	December 31 2024
		($)		($)
PTX Metals Inc. – Shares (i)	2,349,500	375,920	4,125,000	495,000
Novamera Inc.	88,133	1,514,578	88,133	1,515,947
Firefly Metals Inc. (ii)	-	-	2,317,869	1,911,402
		1,890,498		3,922,349

(i) During the period the Company sold 1,775,500 shares in PTX Metals Inc for net proceeds of $250,350.
(ii) During the period the Company sold it's shareholding in Firefly Metals Inc for net proceeds of $2,012,468.

9. PROPERTY AND EQUIPMENT

($)	Land	Buildings(i)	Furniture and Equipment	Vehicles(ii)	Field Equipment	Total
Cost						
At January 1, 2025	1,496,909	2,068,639	627,800	270,930	2,965,276	7,429,554
Additions	–	–	1,020	–	3,913	4,933
Disposals	–	–	–	–	–	–
Translation adjustment	–	–	–	–	(2,424)	(2,424)
At March 31, 2025	1,496,909	2,068,639	628,820	270,930	2,966,765	7,432,063
Accumulated amortization						
At January 1, 2025	**–**	**(1,000,883)**	**(537,322)**	**(184,366)**	**(1,189,358)**	**(2,911,929)**
Amortization for the period	–	(69,316)	(9,259)	(7,766)	(123,263)	(209,604)
Disposals	–	–	–	–	–	–
Translation adjustment	–	–	–	–	(627)	(627)
At March 31, 2025	**–**	**(1,070,199)**	**(546,581)**	**(192,132)**	**(1,313,248)**	**(3,122,160)**
Net book value March 31, 2025	**1,496,909**	**998,440**	**82,239**	**78,798**	**1,653,517**	**4,309,903**

(Expressed in Canadian Dollars)

9. PROPERTY AND EQUIPMENT (cont'd)

($)	Land	Buildings(i)	Furniture and Equipment	Vehicles(ii)	Field Equipment	**Total**
Cost						
At January 1, 2024	1,496,909	1,535,011	532,266	236,962	–	3,801,148
Blackwolf acquisition (Note 4i)	–	–	51,572	–	2,543,434	2,595,006
Signal acquisition (Note 4ii)	–	525,972	14,000	20,968	281,589	842,529
Additions	–	7,656	29,962	13,000	–	50,618
Disposals	–	–	–	–	–	–
Translation adjustment	–	–	–	–	140,253	140,253
At December 31, 2024	1,496,909	2,068,639	627,800	270,930	2,965,276	7,429,554
Accumulated amortization						
At January 1, 2024	–	(611,833)	(455,975)	(112,734)	–	(1,180,542)
Amortization for the year	–	(110,182)	(24,640)	(50,664)	(270,341)	(455,827)
Blackwolf acquisition (Note 4i)	–	–	(51,572)	–	(606,343)	(657,915)
Signal acquisition (Note 4ii)	–	(278,868)	(5,135)	(20,968)	(270,897)	(575,868)
Disposals	–	–	–	–	–	–
Translation adjustment	–	–	–	–	(41,777)	(41,777)
At December 31, 2024	**–**	**(1,000,883)**	**(537,322)**	**(184,366)**	**(1,189,358)**	**(2,911,929)**
Net book value December 31, 2024	**1,496,909**	**1,067,756**	**90,478**	**86,564**	**1,775,918**	**4,517,625**

(i) Buildings include right-of-use assets with net book value of $230,813 (December 31, 2024 – $294,488).
(ii) Vehicles and equipment include right-of-use assets with net book value of $73,264 (December 31, 2024 – $83,449).

(Expressed in Canadian Dollars)

10. MINERAL PROPERTIES

As of March 31, 2025 and December 31, 2024, the accumulated acquisition costs with respect to the Company's interest in mineral properties, consisted of the following:

	Balance January 1 2025	Additions, net of recoveries and write downs	Sale of royalty (b)	**Balance March 31 2025**
	($)	($)	($)	**($)**
Goliath Gold Project (a)	17,519,860	–	–	**17,519,860**
Goldlund Gold Project (a)	83,906,996	–	–	**83,906,996**
Weebigee Project	1,952,352	–	–	**1,952,352**
Niblack Project	15,993,732	–	–	**15,993,732**
Goldboro Gold Project (b)	43,870,667	–	–	**43,870,667**
	163,243,607	–	–	**163,243,607**

	Balance January 1 2024	Additions, net of recoveries and write downs	Sale of royalty (b)	Balance December 31 2024
	($)	($)	($)	($)
Goliath Gold Project (a)	17,519,860	–	–	17,519,860
Goldlund Gold Project (a)	83,906,996	–	–	83,906,996
Weebigee Project	1,952,352	–	–	1,952,352
Niblack Project (Note 4i)	–	15,993,732	–	15,993,732
Goldboro Gold Project (Note 4ii) (b)	–	52,409,267	(8,538,600)	43,870,667
	103,379,208	68,402,999	(8,538,600)	163,243,607

Goliath Gold Project

The Goliath Gold Project is in the Kenora Mining Division in northwestern Ontario, 20 km east of the City of Dryden and 325 km northwest of the port City of Thunder Bay.

Goldlund Gold Project

The Goldlund Gold Project is located adjacent to the Goliath Gold Project, in the Kenora Mining Division in northwestern Ontario.

Goldeye Explorations

Goldeye is the Weebigee Project in Northwestern Ontario.

Weebigee Project

The Weebigee Project is located near Sandy Lake, north of Red Lake in Northwestern Ontario.

Niblack Project

The Niblack Project, 100% owned by the Company (and acquired through the Blackwolf Transaction), consists of the Niblack property located on Prince of Wales Island, some 27 miles from Ketchikan, Alaska and includes certain site plant and equipment assets.

Goldboro Project

The Goldboro Project is an advanced exploration and gold development project, which is 100% owned by the Company (acquired through the Signal Transaction), located in southeast Nova Scotia.

10. MINERAL PROPERTIES (cont'd)

(a) Sale of Royalty to Sprott Resource Streaming and Royalty (B) Corp

On April 11, 2022, the Company sold a 2.2% net smelter returns royalty (the "Sprott Royalty") on the properties that comprise of the Goliath Gold Complex, which includes the Goliath Gold Project, Goldlund Gold Project and Miller Project, to Sprott Resource Streaming and Royalty (B) Corp. ("SRSR") for gross proceeds of $25,178,000 (US$20.0 million). The Sprott Royalty applies to sales of precious and base metals from all of the claims which comprise the Goliath Gold Complex.

The Company has an option to buy back 50% of the Sprott Royalty based upon the buy-down schedule set out below. Upon the achievement of 1.5 million ounces of gold production, the royalty will automatically reduce by 50% for no additional consideration by the Company. Proceeds will be used to complete ongoing work to deliver a feasibility study for the Goliath Gold Complex and for general corporate and working capital purposes.

The Company has a one-time option (the "Buy-Down Option") to reduce the applicable royalty percentage by 50% and 50% of any remaining minimum payments, by exercising its option and paying the applicable amount below (see Note 10 for updated terms):

(i) On or before December 31, 2024 – US$14.0 million
(ii) From January 1, 2025 until December 31, 2025 – US$16.0 million
(iii) From January 1, 2026 until December 31, 2026 – US$17.0 million
(iv) From January 1, 2027 until December 31, 2027 – US$18.25 million
(v) From January 1, 2028 until December 31, 2028 – US$19.5 million.

The Buy-Down Option is treated as a financial instrument measured at fair value taking into account the likelihood of the Company exercising the option. As of March 31, 2025, it is unlikely management will exercise the Buy-Down option, and as such, management has ascribed a $nil value to it.

(b) Sale of Royalty to Nebari Royalty I ULC

On December 13, 2024, the Company sold a 0.6% net smelter returns royalty (the "Nebari Royalty") on the property that comprises of the Goldboro Gold Project, to Nebari Royalty I ULC. ("NRU") for gross proceeds of $8,538,600 (US$6.0 million). The Nebari Royalty applies to sales of precious and base metals, from specific claims which form part of the Goldboro property.

The Company has a one-time option (the "Goldboro Buy-Down Option") to buy back the Nebari Royalty by exercising its option within the 30-month period and paying the applicable amount below:

(i) On or before December 12, 2025 – US$7.2 million
(ii) From December 13, 2025 until December 12, 2026 – US$8.4 million
(iii) From December 13, 2026 until June 13, 2027 – US$9.6 million.

The buy back can be settled in cash, or common shares if mutually agreed. If the Nebari Royalty has not been repurchased by June 13, 2027, the royalty percentage will increase to 2.0% thereafter.

The Goldboro Buy-Down Option is treated as a financial instrument measured at fair value considering the likelihood of the Company exercising the option. As of March 31, 2025, it is unlikely management will exercise the Buy-Down option, and as such, management has ascribed a $nil value to it.

(Expressed in Canadian Dollars)

11. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

($)	**March 31 2025**	December 31 2024
Trade accounts payable	**2,667,023**	1,894,090
Accrued liabilities	**2,290,732**	1,799,912
	4,957,755	3,694,002

12. LONG TERM DEBT

The present value of long term debt at March 31, 2025 and December 31, 2024 is as follows:

($)	Nebari Debt (a)	Lease Payable (c)	**March 31 2025**
Loan amount	17,251,200	370,631	**17,621,831**
Unaccreted amount	(1,312,661)	(21,197)	**(1,333,858)**
Carrying value of the debt	15,938,539	349,434	**16,287,973**
Current portion of the debt	–	(262,907)	**(262,907)**
Long term debt	15,938,539	86,527	**16,025,066**

($)	Nebari Debt (a)	Lease Payable (c)	December 31 2024
Loan amount	17,266,800	446,488	17,713,288
Unaccreted amount	(1,434,076)	(24,209)	(1,458,285)
Carrying value of the debt	15,832,724	422,279	16,255,003
Current portion of the debt	–	(282,686)	(282,686)
Long term debt	15,832,724	139,593	15,972,317

(a) Nebari Debt

	March 31, 2025		**December 31, 2024**	
($)	**Nebari Debt (i)**	**Nebari Credit Facility (ii)**	**Nebari Debt (i)**	**Nebari Credit Facility (ii)**
Beginning balance	**15,832,724**	**–**	**–**	**–**
Debt acquired through Signal acquisition (Note 6)	**–**	**–**	**–**	**29,105,610**
Proceeds	**–**	**–**	**17,077,200**	**–**
Deferred transaction costs	**–**	**–**	**(1,454,644)**	**–**
Accretion recognized	**121,415**	**–**	**20,568**	**–**
Interest accrued	**500,158**	**–**	**89,421**	**–**
Interest paid	**(500,158)**	**–**	**(89,421)**	**–**
Loss on debt extinguishment	**–**	**–**	**–**	**444,657**
Foreign exchange adjustment	**(15,600)**	**–**	**189,600**	**84,802**
Repayment	**–**	**–**	**–**	**(29,635,469)**
Ending balance	**15,938,539**	**–**	**15,832,724**	**–**

(i) On December 13, 2024, the Company entered into a new $17,077,200 (US$12,000,000) facility (the “Nebari Facility”) with Nebari Natural Resources Credit Fund I, LP, Nebari Natural Resources Credit Fund II, LP and Nebari Gold Fund 1, LP (collectively “Nebari”). The Nebari Facility has a 30-month term with a fixed interest rate of 11.4%, payable monthly in arrears. The Nebari Facility is repayable by June 13, 2027, and secured against both the Goliath and Goldboro Projects.

12. LONG TERM DEBT (cont'd)

As part of the agreement, Nebari was issued 3,160,602 warrants (Note 17), with each whole warrant exercisable until June 13, 2027, at an exercise price of $1.00 per whole warrant. The warrants were assigned a fair value of $821,685 using the Black-Scholes options model with the following assumptions: share price $0.74, dividend yield 0%, expected volatility 69.35%, based on historical volatility, a risk-free interest rate of 3.03% and an expected life of 2.5 years.

The Company deducted total transaction costs, including the fair value of warrants, of $1,454,644 from the carrying value of the Nebari Facility, which will be amortized over the term of the debt.

As of March 31, 2025, the fair value of the loan was $17,251,200 (US$12,000,000) (December 31, 2024 - $17,266,800 (US$12,000,000)),

The Nebari Facility is subject to compliance with certain financial covenants including a minimum consolidated cash balance of $2,000,000, minimum consolidated working capital balance of at $2,000,000, no more than 20% of accounts payable greater than 45 days. The Company is in compliance with all financial covenants as of March 31, 2025.

The Company has the option to prepay, in part or full, at managements discretion, the Nebari Facility in minimum prepayment amounts of $1,000,000. If paid within 12 months of the closing date of the transaction, Nebari will be entitled to make-whole payment equal to a minimum return of 12 months interest, calculated at the fixed interest rate of 11.4%. As of March 31, 2025, management does not expect the loan to be repaid within this period.

Per the Nebari Facility, the Company is subject to certain mandatory prepayment conditions:

- Asset Disposals – if the aggregate net disposal amount derived from all asset disposals occurring during any trailing 12 consecutive months ("TTM") exceeds $1,000,000, the Company shall, on or before the 10th business day falling after receipt of such excess funds, prepay the loan outstanding under the Nebari Facility in an amount equal to the excess proceeds.
- Comprehensive Insurance Proceeds - if the aggregate insurance proceeds derived from all insurance events (as set out in the Nebari Facility) occurring during any TTM period exceeds $1,000,000, the Company shall, on or before the sixth month falling after receipt of such insurance proceeds (i) reinvest such insurance proceeds for the sole purpose of repairing or replacing the assets compensated for by the insurance proceeds derived from that insurable event, or (ii) prepay the loan outstanding under the Nebari Facility in an amount equal to the excess insurance proceeds.
- Goldboro Project Royalty Disposition - if there is a sale of a royalty on the Goldboro Project after the Nebari Facility closing date, no prepayment under the Nebari Facility will be required, provided that (i) the proceeds of such royalty sale will be used to fully buy back the Nebari Royalty (note 10(b)), and (ii) the terms of such new royalty are subordinated to the remaining secured obligations on terms and conditions satisfactory to the Nebari.
- Project Finance - Unless Nebari agrees to subordinate certain obligations of the Company under the Nebari Facility, the Nebari Facility shall be repaid in full no later than concurrent with the initial advance under any such financings. Unless otherwise consented to by Nebari, no project financing or any other working capital financing by a third-party lender (other than certain permitted debt under the Nebari Facility) will be permitted until the Nebari Royalty has been repurchased in accordance with its terms.

(ii) On December 13, 2024, as part the Signal Transaction, the Company repaid the outstanding Signal Gold Nebari credit facility of $29,635,469 (US$20,827,647). The Company recognized a loss of

12. LONG TERM DEBT (cont'd)

debt extinguishment of $444,657 related to the early settlement, as a result of deferred transactions costs not yet previously recognized. As part of the compensation for the repayment, the Company issued 8,000,000 Common Shares for the value of $5,692,400 (US$4,000,000).

(b) Convertible Debt

At December 31, 2023, the convertible debt was $7,488,658 (US$5.57 million) as per a debt agreement signed in June 2016 with Extract Lending LLC and Extract Capital Master Fund Ltd. (together, "Extract"), in addition to the six amendments signed in the subsequent years of which the last ("the sixth amendment") was signed in the second quarter of 2023.

Under the fourth amendment, certain terms of the convertible debt were changed to allow the Company the ability to pay interest in cash; in kind, capitalizing it to the facility; or by issuing common shares based on the average volume-weighted price of the five consecutive trading days to the interest payment, less a 15% discount. The fifth amendment, signed in 2022, dealt with administrative items, which had no impact of the overall terms of the debt.

The sixth amendment was signed on June 15, 2023. Under IFRS, the sixth amendment was considered an extinguishment of debt. As a result, the debt was fair valued at date of extinguishment, and it was determined that there was no gain or loss on the extinguishment. The sixth amendment resulted in the maturity date of the debt being extended to June 30, 2026, in addition to a change in the interest rate. The interest rate was changed to a fixed interest rate of 9.75% per annum (previously the interest rate was based on a 12-month LIBOR (minimum 200 basis points) plus 6.5%).

As consideration for the amendment, Extract was granted 2,055,163 bonus warrants. These warrants can be exercised up to June 15, 2026, at an exercise price of $1.764 per share, with each warrant being exercisable for one Common Share. The fair value of the warrants was determined to be $464,995 and was recorded as a loss on debt modification.

The seventh amendment, signed May 1, 2024, provided the consent of Extract to the Company entering into an arrangement agreement with Blackwolf.

On July 3, 2024, the Company signed an eighth amendment dealing with administrative items to reflect changes to the Company's corporate status after the Blackwolf Transaction (e.g., continuance to British Columbia, listing on TSXV). The agreement also updated the conversion price of the Extract warrants from $0.96 to $3.84 in anticipation of the Company's share consolidation on July 9, 2024.

Under the terms of the debt agreement, the debt may be converted at Extract's option, in part or in full, at any time, into Common Shares at $3.84 per Common Share. The debt was secured by a general security agreement, a debenture delivery agreement and demand debenture, which was secured by the Goliath Gold Project property, land, and mining claims in Kenora.

On December 13, 2024, as part of the Company's debt restructuring, the Company repaid the existing Extract convertible debt. As part of the early settlement the Company was required to pay a prepayment premium calculated at the fair value of the derivative. The derivative was assigned a fair value of $39,585 (US$28,026) using the Black-Scholes options model with the following assumptions: share price $0.70, dividend yield 0%, expected volatility 71.9%, based on historical volatility, a risk-free interest rate of 3.7% and an expected life of 1.6 years. In addition, the Company was also required to pay Extract's legal fees relating to the early settlement. These costs were recognized in consolidated statement of operations for the year ended December 31, 2024.

(Expressed in Canadian Dollars)

12. LONG TERM DEBT (cont'd)

During the period ended March 31, 2025, $nil (December 31, 2024 – $761,809) interest was capitalized to the debt.

($)	**March 31, 2025**		December 31, 2024	
	Convertible Debt	**Derivative**	Convertible Debt	Derivative
Beginning balance	**–**	**–**	**7,366,850**	**59,544**
Accretion	**–**	**–**	**–**	**–**
Change in fair value	**–**	**–**	**–**	**–**
Capitalised interest	**–**	**–**	**–**	**–**
Foreign exchange adjustment	**–**	**–**	**–**	**–**
Carrying value prior to amendment	**–**	**–**	**7,366,850**	**59,544**
Fair value of new instrument	**–**	**–**	**–**	**–**
Accretion	**–**	**–**	**129,539**	**–**
Change in fair value	**–**	**–**	**–**	**(19,660)**
Capitalized interest	**–**	**–**	**761,809**	**–**
Foreign exchange adjustment	**–**	**–**	**591,954**	**–**
Repayment	**–**	**–**	**(8,850,152)**	**(39,884)**
Ending balance	**–**	**–**	**–**	**–**

(c) Lease Payable

As part of the Signal Transaction, the Company took over a four-year lease agreement for Signal's corporate office, with the lease term ending June 2026. The value of the remaining liability was $283,477 as of December 13, 2024.

During the year ended December 31, 2022, the Company entered into a lease agreement for its corporate office with a commencement date of January 1, 2022. The term of the lease is three years and ten months ending on October 30, 2025. The Company also entered into several four-year lease agreements for vehicles to be used at the project site.

As of March 31, 2025, the Company is committed to pay $370,631 (December 2024 - $446,488) through monthly payments until the end of the lease agreements.

13. SRSR PAYMENT OBLIGATION

($)	**March 31 2025**	December 31 2024
Opening balance	**9,040,425**	9,322,934
Accretion	**221,634**	824,949
Repayment	**–**	(1,346,173)
Fair value adjustment (i)	**–**	(506,940)
Foreign exchange revaluation	**(7,799)**	745,655
Carrying value of the SRSR payment obligation	**9,254,260**	9,040,425
Current portion of the SRSR payment obligation	**(2,112,670)**	(1,092,596)
Long term portion of SRSR payment obligation	**7,141,590**	7,947,829

(a) Sprott Resource Streaming and Royalty Corp

In connection with the sale of royalty to SRSR (see Note 10), the Company is required to make minimum payments of US$500,000 to SRSR payable quarterly until the earlier of December 31, 2027 or the date that commercial production is declared.

(Expressed in Canadian Dollars)

13. SRSR PAYMENT OBLIGATION (cont'd)

(i) On May 1, 2024, the Company modified the terms of the Sprott Royalty on closing of the Transaction, whereby SRSR will forego receiving the quarterly minimum payments for the next four quarterly payments. In exchange, the quarterly minimum payment will increase to US$675,000 and the last date of payment will be the earlier of the declaration of commercial production, or January 11, 2028.

As a result of the modified terms, related to the quarterly minimum payments, the fair value of the Sprott Royalty was revalued. The fair value change in the SRSR payment obligation was determined to be $506,940 and was recorded as a gain on debt modification, in the profit and loss for the year.

The Company may elect to satisfy the payment on the loan in cash or the issuance of common shares of the Company at a price per common share equal to the greater of: (a) a 5% discount to the five-day volume-weighted average price of the five consecutive trading days prior to the date payment is due and (b) the maximum permitted discount by the Toronto Stock Exchange Venture, at the Company's sole discretion. The minimum payments are secured by a general security agreement and is registered against the Company's assets.

During the period ended March 31, 2025, the Company made $nil quarterly payments (December 2024: $1,346,173 through issuance of 2,191,942 common shares).

The Company entered into an agreement within the scope of IFRS 9 'Financial Instruments'. The initial fair value of the financial liability was determined using a discount rate of 10.2%. After initial recognition, the SRSR obligation is carried at amortized cost using the effective interest rate method. As at March 31, 2025 the SRSR obligation was $9,254,260 (US$6.4 million) (December 31, 2024 - $9,040,425).

14. PROVISION FOR RECLAMATION

($)	**March 31 2025**	December 31 2024
Opening balance	**2,256,852**	**–**
Niblack reclamation provision (i)	**–**	**1,937,446**
Signal reclamation provision (ii)	**–**	**212,463**
Interest accretion	**618**	**120**
Change in inflation/discount rate	**315**	**(17)**
Foreign exchange adjustment	**(1,847)**	**106,840**
Closing balance	**2,255,938**	**2,256,852**

(i) As part of the Blackwolf acquisition (Note 4) the Company took on the Niblack reclamation provision. In 2017 a Niblack Reclamation and Closure Plan was approved by the Alaskan Department of Natural Resources (the "ADNR") in May 2018 for the restoration and rehabilitation of the Niblack Project site. The Company's provision of US$1,420,778 allows for inflationary adjustments to the 2017 Niblack Reclamation and Closure Plan. The Company has given the ADNR a cash deposit of US$3,900 as a performance guarantee for additional reclamation work to be performed and has a surety bond from an insurance company in favour of ADNR for the remainder of the obligation. According to the terms of the surety bond, the Company has provided to the surety provider a cash collateral of US$822,290, which was classified as restricted cash, along with any interest reinvested, as of March 31, 2025. The Company will be required to fund the difference between the bond amount claimed and total cash collateral amount (Note 7).

(ii) As part of the Signal acquisition (Note 4) the Company took on the Signal reclamation provision. The reclamation provision relates to an approved reclamation and closure plan, for the Goldboro project, submitted as part of a bulk sample program undertaken in 2018. The Company maintains

(Expressed in Canadian Dollars)

14. PROVISION FOR RECLAMATION (cont'd)

reclamation security of $250,000 for the bulk sample reclamation plan and well monitoring, which is maintained through a combination of cash security held by the government of Nova Scotia and a surety bond. The Company expects to incur most of its reclamation costs between 2026 and 2027, based on the closure plan approved by the government of Nova Scotia.

The Company also maintains a performance bond of $2,460,356 relating to the proposed offsetting plan included in the Fisheries Act Authorization application. The offsetting plan includes proposed monitoring and contingency measures under the Metal and Diamond Mining Effluent Regulations Schedule 2 Fish Habitat Compensation Plan and Aquatic Effects Monitoring Plan for the Goldboro Project. No related provision for reclamation obligations have been recognized in the statement of financial position as no disturbance has occurred to date nor is expected until the commencement of construction of the Goldboro project.

15. FLOW-THROUGH PREMIUM

($)	**March 31 2025**	December 31 2024
Opening balance	**959,864**	**102,578**
Initial recognition (i)	**-**	**1,061,833**
Flow-through share premium recognized as part of Blackwolf acquisition	**-**	**291,015**
Flow-through share premium recognized as part of Signal acquisition	**-**	**763**
Flow-through share premium recovery (ii)	**(336,395)**	**(496,325)**
Closing balance	**623,469**	**959,864**

(i) On July 2, 2024, the Company completed Tranche 1 of the Blackwolf Concurrent Financing consisting of 4,784,000 flow-through Common Shares. Tranche 2 of the Blackwolf Concurrent Financing closed on July 5, 2024, and consisted of 2,172,500 flow-through Common Shares. Collectively the Company issued 6,956,500 Canadian Exploration Expenditures ("CEE") flow-through Common Shares at a price of $0.92 per share by the way of private placement for gross proceeds of $6,399,980. A value of $556,520 were attributed to the flow-through share premium liability in connection with the financing using a fair market value of $0.84 per share.

On November 6, 2024, the Company issued 10,106,250 Canadian Exploration Expenditures ("CEE") flowthrough Common Shares at a price of $0.80 per share by the way of private placement for gross proceeds of $8,085,000. A value of $505,313 were attributed to the flow-through share premium liability in connection with the financing using a fair market value of $0.75 per share.

(ii) During the period, a flow-through share premium recovery was recognized as a result of incurring eligible flow-through exploration expenditures during the period. All flow-through exploration expenditure was renounced in favour of the flow-through shareholders.

(Expressed in Canadian Dollars)

16. CAPITAL STOCK

(a) Authorized

COMMON SHARES	Number of Shares	Stated Value ($)
Balance, January 1, 2025	**143,505,049**	**288,833,008**
Restricted share units redeemed (Note 18)	76,985	124,786
Share units redeemed (Note 18)	37,155	27,495
Balance, March 31, 2025	**143,619,189**	**288,985,289**

Balance, January 1, 2024	**44,558,117**	**216,257,231**
Issuance of shares for SRSR payment obligation, net of issue costs (i)	1,031,969	660,118
Restricted share units redeemed (Note 18)	17,781	8,534
Balance, March 31, 2024	**45,607,867**	**216,925,883**

Unlimited common shares Issued.

(i) During the period, the Company issued 1,031,969 shares to SRSR in relation to the Sprott Royalty quarterly repayment obligations of US$500,000 ($667,379) (Note 13).

17. WARRANTS

The following table reflects the continuity of warrants for the period and year ended March 31, 2025 and December 31, 2024, respectively:

	Number of Warrants at March 31 2025	Number of Warrants at December 31 2024	**Weighted Average Exercise Price 2025**	Weighted Average Exercise Price 2024
			($)	($)
Balance, beginning of year	**34,985,310**	3,905,386	**1.44**	1.33
Exercised	**-**	(37,500)	**-**	0.84
Issued (i)	**-**	32,390,470	**-**	1.55
Expired	**(432,736)**	(1,273,046)	**(1.93)**	(3.87)
Balance, end of the period	**34,552,574**	34,985,310	**1.43**	1.44

(Expressed in Canadian Dollars)

17. WARRANTS (cont'd)

The issued and outstanding warrants are comprised as follows:

Expiry Date	Type	**Number of Warrants at March 31 2025**	Number of Warrants at December 31 2024	Exercise Price ($)
March 5, 2025	Warrants	**-**	432,736	1.93
April 4, 2025	Warrants	**380,397**	380,397	1.32
April 4, 2025	Warrants	**2,276,250**	2,276,250	2.31
May 17, 2025	Warrants	**482,970**	482,970	1.81
May 20, 2025	Warrants	**186,600**	186,600	1.81
June 4, 2025	Warrants	**256,117**	256,117	1.81
June 8, 2025	Warrants	**24,880**	24,880	1.81
June 9, 2025	Warrants	**729,145**	729,145	5.95
June 19, 2025	Warrants	**987,167**	987,167	1.81
Oct 17, 2025	Warrants	**2,104,901**	2,104,901	2.31
June 15, 2026	Warrants	**2,055,161**	2,055,161	1.76
November 6, 2026	Warrants	**5,053,125**	5,053,125	1.05
November 6, 2026	Warrants	**150,900**	150,900	0.95
December 11, 2026	Warrants	**7,935,138**	7,935,138	0.95
June 13, 2027	Warrants	**3,160,602**	3,160,602	1.00
July 2, 2027	Warrants	**6,956,498**	6,956,498	1.40
December 19, 2028	Warrants	**1,812,723**	1,812,723	0.84
		34,552,574	34,985,310	

(i) As part of the Blackwolf acquisition, the Company exchanged Blackwolf warrants for NexGold warrants on a ratio of 0.607 NexGold warrant for one Blackwolf warrant. As a result, 5,691,248 warrants were issued in exchange for Blackwolf warrants and were assigned a cumulative fair value of $293,269 using the Black-Scholes model (Note 4).

In connection with the private placements on July 3, 2024 and July 5, 2024, the Company issued an aggregate of 6,956,498 warrants for each Common Share acquired. Each whole warrant is exercisable until July 2, 2027, at an exercise price of $1.40 per whole warrant. The warrants were assigned a relative fair value of $1,539,054 using the Black-Scholes options model with the following assumptions: share price $0.84, dividend yield 0%, expected volatility 65.6%, based on historical volatility, a risk-free interest rate of 3.47% and an expected life of 3.0 years.

In connection with the flow-through financing on November 6, 2024 the Company issued an aggregate of 5,053,125 warrants for each Common Share acquired. Each whole warrant is exercisable until November 6, 2026, at an exercise price of $1.05 per whole warrant. The warrants were assigned a relative fair value of $878,610 using the Black-Scholes options model with the following assumptions: share price $0.75, dividend yield 0%, expected volatility 60.46%, based on historical volatility, a risk-free interest rate of 3.16% and an expected life of 2.0 years.

As a result of the November 6, 2024 flow-through financing, the Company paid a finder's compensation to eligible finders through the issuance of 150,900 warrants. Each warrant is exercisable until November 6, 2026 at an exercise price of $0.95. The warrants were assigned a relative fair value of $31,072 using the Black-Scholes options model with the following assumptions: share price $0.75, dividend yield 0%, expected volatility 60.46%, based on historical volatility, a risk-free interest rate of 3.16% and an expected life of 2.0 years.

As part of the Signal acquisition, the Company exchanged Signal warrants for NexGold warrants on a ratio of 0.1244 NexGold warrant for one Signal warrant. As a result, 11,378,097 warrants were

17. WARRANTS (cont'd)

issued in exchange for Signal warrants and were assigned a cumulative fair value of $1,880,230 using the Black-Scholes model (Note 4).

During the year ended December 31, 2024, the Company entered into the Nebari Facility (Note 12). As part of the facility, the Company issued Nebari 3,160,602 warrants. Each warrant is exercisable until June 13, 2027 at an exercise price of $1.00. The warrants were assigned a relative fair value of $821,686 using the Black-Scholes options model with the following assumptions: share price $0.74, dividend yield 0%, expected volatility 69.35%, based on historical volatility, a risk-free interest rate of 3.03% and an expected life of 2.5 years.

The weighted average life of the outstanding warrants at March 31, 2025 is 1.40 years (December 31, 2024 – 1.61 years).

18. SHARE-BASED PAYMENTS

On June 29, 2021, Company's shareholders approved the Omnibus Equity Incentive Plan (the "Legacy Plan"), replacing the previous stock option plan which terminated June 28, 2024. The Legacy Plan provided flexibility to the Company to grant equity-based incentive awards in the form of stock options and restricted share units ("RSUs"). The Legacy Plan continues to be authorized for the sole purpose of facilitating the vesting and exercise of existing awards previously granted under the Legacy Plan; no further awards will be granted under the Legacy Plan. Once the existing awards granted under the Legacy Plan are exercised or terminated, the Legacy Plan will terminate and be of no further force or effect.

On June 26, 2024, Company shareholders approved (i) the 2024 Non-Arrangement Omnibus Equity Incentive Plan to replace the Legacy Plan and (ii) upon closing of the Blackwolf Transaction, the 2024 Arrangement Omnibus Equity Incentive Plan (the "2024 Incentive Plan") to replace the 2024 Non-Arrangement Omnibus Equity Incentive Plan effective upon the Company's shares being listed on the TSXV.

The 2024 Incentive Plan provides flexibility to the Company to grant equity-based incentive awards in the form of stock options, restricted share units ("RSUs"), performance share units and deferred share units. The Incentive Plan is a "rolling" plan which, subject to the adjustment provisions provided for therein (including a subdivision or consolidation of Common Shares), provides that the maximum aggregate number of Common Shares reserved by the Company for issuance, and which may be purchased upon the exercise of all stock options or RSUs (and including awards granted under the Legacy Plan) shall not exceed 10% of the issued and outstanding Common Shares from time to time. Limits have also been set in respect of the maximum number of awards that may be issued to Company insiders in any one-year period. As at March 31, 2025, the Company had an additional 7,267,231 (December 31, 2024 – 6,773,458) securities available for issuance under the plan.

For the period ended March 31, 2025, the Company recognized share-based payments related to stock options ($141,953) vesting of RSUs ($584,658) and share units ($37,152), totaling $763,763 (March 31, 2024 - $146,036).

(Expressed in Canadian Dollars)

18. SHARE-BASED PAYMENTS (cont'd)

(a) Stock Options

	Number of Stock Options at March 31 2025	Number of Stock Options at December 31 2024	**Weighted Average Exercise Price 2025**	Weighted Average Exercise Price 2024
			($)	($)
Balance, at beginning of year	**3,075,695**	945,394	**1.63**	2.48
Options granted	**–**	2,704,877	**–**	1.71
Exercised	**–**	–	**–**	–
Expired and forfeited	**(374,469)**	(574,572)	**(2.74)**	3.43
Rounding due to share consolidation	**–**	(4)	**–**	(3.60)
Balance at end of the period	**2,701,226**	3,075,695	**1.47**	1.63

The weighted average life of the outstanding options at March 31, 2025 is 3.47 years (December 31, 2024 – 3.29 years).

At March 31, 2025, 1,066,226 of the outstanding stock options were fully vested and exercisable (December 31, 2024 – 1,408,191).

The outstanding stock options are comprised as follows:

Grant Date	**Expiry Date**	**Number of Options at March 31 2025**	**Number of Options at December 31 2024**	**Exercise Price ($)**
February 18, 2022	February 18, 2025	**–**	358,267	2.80
June 28, 2022	June 28, 2025	**97,636**	97,636	1.64
December 19, 2022	December 19, 2025	**37,500**	37,500	1.28
March 10, 2023	March 10, 2026	**78,750**	78,750	1.28
May 17, 2023	May 17, 2026	**18,750**	18,750	1.24
July 24, 2023	July 24, 2026	**37,500**	37,500	1.09
May 24, 2024	May 24, 2029	**66,250**	72,500	0.96
May 24, 2024	June 28, 2026	**46,875**	46,875	1.04
July 3, 2024	June 30, 2025	**1,517**	1,517	5.64
July 3, 2024	September 9, 2025	**47,420**	47,420	6.60
July 3, 2024	June 16, 2026	**15,175**	15,175	5.28
July 3, 2024	April 4, 2027	**59,182**	59,182	4.64
July 3, 2024	June 26, 2028	**193,481**	193,481	2.32
July 15, 2024	July 15, 2029	**1,500,000**	1,500,000	1.00
October 18, 2024	October 18, 2027	**25,000**	25,000	0.77
December 13, 2024	March 3, 2025	**–**	9,952	1.69
December 13, 2024	September 14, 2025	**15,550**	15,550	4.67
December 13, 2024	February 26, 2026	**13,062**	13,062	6.19
December 13, 2024	February 24, 2027	**11,941**	11,941	5.95
December 13, 2024	May 24, 2027	**12,440**	12,440	4.02
December 13, 2024	September 28, 2027	**18,660**	18,660	2.94
December 13, 2024	March 6, 2028	**127,257**	127,257	2.50
December 13, 2024	March 4, 2029	**277,280**	277,280	0.73
		2,701,226	3,075,695	

18. SHARE-BASED PAYMENTS (cont'd)

- On December 13, 2024, as part of the Signal acquisition, the Company exchanged Signal stock options for fully-vested NexGold stock options, on a ratio of 0.1244 NexGold stock options for one Signal stock option. As a result, 486,142 NexGold stock options were assigned a cumulative fair value of $122,362 using the Black-Scholes model (Note 4).

- On October 18, 2024, the Company granted 25,000 stock options to a consultant to buy Common Shares at an exercise price of $0.77, each expiring on October 18, 2027 and vest one-third on the first, second and third anniversaries of the date of grant. The fair value assigned was estimated using the Black-Scholes option pricing model with the following assumptions: share price $0.77, dividend yield 0%, expected volatility 66.8% based on historical volatility, a risk-free interest rate of 2.7% and an expected life of 3.00 years. As a result, the fair value of the stock options was estimated at $8,852 and will be recognized in the statement of operations over the periods the stock options vest.

- On July 15, 2024, the Company granted 1,500,000 stock options to strategic advisors to buy Common Shares at an exercise price of $1.00, each expiring on July 24, 2029 and vest one-third on the first, second and third anniversaries of the date of grant. The fair value assigned was estimated using the Black-Scholes option pricing model with the following assumptions: share price $0.86, dividend yield 0%, expected volatility 64.52% based on historical volatility, a risk-free interest rate of 3.33% and an expected life of 5.00 years. As a result, the fair value of the stock options was estimated at $687,175 and will be recognized in the statement of operations over the periods the stock options vest.

- On July 3, 2024, as part of the Blackwolf acquisition, the Company exchanged Blackwolf stock options for fully vested NexGold stock options, on a ratio of 0.607 NexGold stock options for one Blackwolf stock option. As a result, 574,360 NexGold stock options were assigned a cumulative fair value of $72,690 using the Black-Scholes model (Note 4).

- On May 24, 2024, the Company granted 72,500 stock options to employees to buy Common Shares at an exercise price of $0.96, each expiring on May 24, 2029. The stock options granted to employees vest one-third on the first, second and third anniversaries of the date of grant. The fair value assigned was estimated using the Black-Scholes option pricing model with the following assumptions: share price $0.90, dividend yield 0%, expected volatility 63.91% based on historical volatility, a risk-free interest rate of 3.53% and an expected life of 5.00 years. As a result, the fair value of the stock options was estimated at $36,035 and will be recognized in the statement of operations over the periods the stock options vest.

- On May 24, 2024, the Company granted 46,875 stock options to a director to buy Common Shares at an exercise price of $1.03, each expiring on June 28, 2026. The stock options granted to the director vest one-third on the date of grant, one-third on June 28, 2024 and one-third on June 28, 2025. The fair value assigned was estimated using the Black-Scholes option pricing model with the following assumptions: share price $1.00, dividend yield 0%, expected volatility 71.65% based on historical volatility, a risk-free interest rate of 4.25% and an expected life of 2.10 years. As a result, the fair value of the stock options was estimated at $19,421 and will be recognized in the statement of operations over the periods the stock options vest.

(Expressed in Canadian Dollars)

18. SHARE-BASED PAYMENTS (cont'd)

(b) Restricted Share Units ("RSUs")

For the periods ended March 31, 2025 and 2024, the Company recognized share-based payment expense related to the vesting of RSUs amounting to $584,658 (March 31, 2024 - $129,285) being charged to stock-based compensation expense. RSU's are exercisable once the RSU's have vested; as at March 31, 2025, 873,154 had vested (December 31, 2024 – 526,017).

	Number of Units at March 31 2025	Number of Units at December 31 2024	**Weighted Fair Value at March 31 2025**	Weighted Fair Value December 31 2024
			($)	($)
Balance, at beginning of year	**3,801,296**	1,304,462	**1.59**	1.59
Granted	**–**	2,894,648	**–**	0.91
Exercised	**(76,985)**	(318,883)	**(1.62)**	(0.93)
Forfeited	**–**	(78,931)	**–**	(1.13)
Balance at end of the period	**3,724,311**	3,801,296	**1.13**	1.14

On December 18, 2024, the Company granted 41,084 RSUs with an expiry date of December 17, 2029 to a director of the Company. The RSUs vest, and are redeemable, as to one-third on the first, second and third anniversaries of the date of grant. The fair value assigned to the RSUs was estimated using the volume-weighted average price of Common Shares on the TSXV for the five trading days immediately preceding the grant date and recognized over the vesting period.

On December 18, 2024, the Company granted 342,371 RSUs with an expiry date of December 31, 2027 to an officer of the Company. The RSUs vest, and are redeemable, as to one-third on the first, second and third anniversaries of the date of grant. The fair value assigned to the RSUs was estimated using the volume-weighted average price of Common Shares on the TSXV for the five trading days immediately preceding the grant date and recognized over the vesting period.

On July 15, 2024, the Company granted 1,335,000 RSUs that have an expiry date of December 31, 2027 to directors and officers of the Company. The RSUs vest, and are redeemable, as to one-third on the first, second and third anniversaries of the date of grant. The fair value assigned to the RSUs was estimated using the volume-weighted average price of Common Shares on the TSXV for the five trading days immediately preceding the grant date and recognized over the vesting period.

On May 24, 2024, the Company granted 1,176,193 RSUs that have an expiry date of December 31, 2027 to directors, officers and employees of the Company. The RSUs vest one-third on the first, second and third anniversaries of the date of grant. On any date that falls on or after the vesting date but on or before November 30, 2027, the holder may deliver a written conversion notice specifying that the holder elects to receive Common Shares on the basis of one (1) Common Share for one (1) RSU; the RSUs cannot be settled in whole or in part for cash. The fair value assigned to the RSUs was estimated using the volume-weighted average price of the Common Shares on the TSX for the five trading days immediately preceding the grant date and recognized over the vesting period.

(c) Share Units ("SU's")

On December 13, 2024, as part of the Signal acquisition (Note 4), the Company acquired the existing Signal share unit plan (the "SU Plan"). As part of the acquisition, the Company offered Signal share unit holders the ability to exercise their vested share units in exchange for NexGold common shares, on a ratio of 0.1244 NexGold common share for one Signal share unit. As a result, 700,056 share units were assigned a cumulative fair value of $518,041 determined by the share price on grant date. The SU Plan continues to be authorized for the sole purpose of facilitating the vesting and settlement of existing awards previously granted under the SU Plan; no further awards will be granted under the SU Plan. Once the existing awards

(Expressed in Canadian Dollars)

18. SHARE-BASED PAYMENTS (cont'd)

granted under the SU Plan are exercised or terminated, the SU Plan will terminate and be of no further force or effect.

For the period ended March 31, 2025, the Company recognized share unit expense related to the vesting of SUs amounting to $37,152 (March 31, 2024 - $Nil) being charged to stock-based compensation expense. SU's can be settled once the SU's have vested; as at March 31, 2025, 437,744 had vested (December 31, 2024 – 272,624).

	Number of Units at March 31 2025	Number of Units at December 31 2024	**Weighted Fair Value at March 31 2025**	Weighted Fair Value December 31 2024
			($)	($)
Balance, at beginning of period	**700,056**	–	**0.74**	–
Granted	**–**	1,209,357	**–**	0.74
Exercised	**(37,155)**	(509,301)	**(0.74)**	(0.74)
Balance at end of the period	**662,901**	700,056	**0.74**	0.74

19. EXPLORATION AND EVALUATION EXPENDITURE

Exploration and evaluation expenditures comprised of the following amounts during the period:

	Years ended	
($)	**March 31 2025**	March 31 2024
Drilling	**3,795,144**	18,160
Field programs	**30,097**	619
Salaries and benefits	**532,353**	452,817
Environmental studies	**798,711**	125,224
Technical studies	**1,085,178**	154,602
Vehicle expenses	**9,935**	5,650
Site costs and utilities	**(3,775)**	47,811
Community relations	**184,592**	11,947
Other fees	**53,233**	38,047
Royalty payments	**108,781**	104,675
	6,594,249	959,552

20. KEY MANAGEMENT COMPENSATION

Key management includes the Chief Executive Officer, Chief Operating Officer, Chief Financial Officer and members of the Board of Directors of the Company.

The compensation payable to key management is shown below:

	Period ended	
($)	**March 31 2025**	March 31 2024
Salaries	**290,136**	166,960
Director fees (i)	**66,137**	55,851
Share based compensation (RSU)	**469,233**	-
	825,506	222,811

(i) Directors' fees outstanding as at March 31, 2025 was $nil (December 31, 2024 - $nil).

(Expressed in Canadian Dollars)

21. COMMITMENTS AND CONTRACTUAL OBLIGATIONS AND CONTINGENCIES

(a) The Company has committed to spend $14,484,980 on Canadian exploration expenses ("CEE") as part of the 2025 and 2024 flow-through financings.

As at March 31, 2025, the Company has fulfilled the following flow-through commitments:

Flow-Through Financing Date	Spend Commitment Date	Spend Commitment	Amount Spent March 31 2025
July 3, 2024	December 31, 2025	6,399,980	5,284,528
November 6, 2024	December 31, 2025	8,085,000	-
Total		14,484,980	5,284,528

All flow-through spending commitments from previous flowthrough financings have been fulfilled.

(b) An audit was commenced by the Canada Revenue Agency (the "CRA") in December 2016 of the flow-through expenditures incurred by the Company on the Goliath Gold Project, pursuant to the flow-through share financings completed on December 6, 2011, September 21, 2012, May 1, 2013 and December 20, 2013. On March 7, 2018, the Company was advised by the CRA that, out of the total of $12.5 million the Company raised through the flow-through share financings and renounced to subscribers, the CRA had reclassified approximately $1.8 million of CEE to operating expenses and a further $2.2 million of CEE to Canadian Development Expenses ("CDE"). In addition, pursuant to the audit, the CRA notified the Company that it is liable for Part XII.6 tax in the amount of $477,726 in connection with the shortfall from the disallowed CEE.

Subsequently on July 2, 2021, the CRA issued a Notice of Reassessment that reduced the amount of the unpaid Part XII.6 tax to $271,943.

On September 30, 2021, the Company commenced an appeal to the Tax Court of Canada to dispute the CRA's reclassification of expenses from CEE (Canadian exploration expenses) to CDE (Canadian development expenses) or operating expenses. The Department of Justice filed its Reply pleading on behalf of the Crown on February 9, 2022, and the Company is currently still in the litigation discovery stage. Due to the uncertainty of the outcome, no liability has been recorded in the consolidated annual financial statements.

(c) The Company has royalty obligations on its various material mineral properties as follows:

- A 1.0% royalty capped at $1,000,000 of total payments over the exploration licenses acquired in November 2022 for the Goldboro Project.
- A 2% gross royalty on eight exploration licenses that form part of the Goldboro Project, including two exploration licenses acquired in July 2023.
- A 2% gross royalty on sixteen exploration licenses to the west of the Goldboro Deposit acquired in July 2023.

22. FINANCIAL RISK FACTORS

(a) Capital Management

The Company manages its capital structure and makes appropriate adjustments, based on the funds available to the Company, to support the acquisition, exploration and development of mineral properties. 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 from two perspectives: its working capital position and its capital stock, warrant, and stock option components of its shareholders' equity.

At March 31, 2024, the Company has a working capital of $7,854,259 excluding the flow-through share premium liability (December 31, 2024- $17,251,229) and capital stock, warrants and contributed surplus total $325,106,181 (December 31, 2024 - $324,342,418).

To effectively manage the Company's capital requirements, management has put in place a rigorous planning, budgeting, and forecasting process to help determine the funds required to ensure the Company has the appropriate liquidity to meet its operating and growth objectives. The Company ensures that there are sufficient committed loan facilities and planned future capital raises to meet its short-term business requirements, considering its anticipated cash flow from operations and its holding of cash and cash equivalents and marketable securities.

At March 31, 2025, the Company expects its capital resources and projected future cash flows from financing to support its normal operating requirements on an ongoing basis, and planned development and exploration of its mineral properties and other expansionary plans.

The properties in which the Company currently has an interest are in the exploration stage and as such the Company is dependent on external financing to fund its activities. To carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or 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 year ended March 31, 2025.

(b) Risk Disclosures

Exposure to credit, interest rate and currency risks arises in the normal course of the Company’s business.

(c) Credit Risk

As at March 31, 2025, the Company had a cash and cash equivalents balance of $11,146,220 (December 31, 2024 – $16,356,741). The Company's current policy is to invest excess cash in investment grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. There is no significant credit risk in respect of receivables.

(d) Interest Rate Risk

The Company has exposure to interest rate risk since the Company’s cashable GIC cash balances are linked to the prime lending rate.

22. FINANCIAL RISK FACTORS (cont'd)

(e) Market Price Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, commodity prices and/or stock market movements ("price risk"). The Company has a debt facility and minimum payment obligations denominated in U.S. dollars.

(f) Foreign Currency Risk

The Company is exposed to foreign currency risk on financial assets and liabilities that are denominated in a currency other than the Canadian dollar. The currency giving rise to this risk is primarily the US dollar. The balance of net monetary liabilities in such currency as of March 31, 2025 was $21,811,181 (December 31, 2024 - $23,264,563).

(g) Liquidity Risk

The Company is exposed to liquidity risk primarily because of its trade accounts payable and its debt. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at March 31, 2025, the Company had a cash and cash equivalents balance of $11,146,220 (December 31, 2024 - $16,356,741) to settle current liabilities of $7,333,332 (December 31, 2024 - $5,069,284), excluding the flow-through share premium liability. All the Company's trade accounts payable have contractual maturities of less than 30 days and are subject to normal trade terms. The Company relies on external financing to generate sufficient operating capital and the management believes it will be able to raise any required funds in the short-term.

(h) Sensitivity Analysis

As at March 31, 2025 and December 31, 2024, the carrying and fair value amounts of the Company's financial instruments are approximately equivalent.

Based on management's knowledge and experience of the financial markets, the Company believes the following movement is "reasonably possible" over a twelve-month period.

(i) The Company is exposed to interest rate risk on fluctuations on cashable guaranteed investment certificate cash balances. A variance of 1% in the Canadian prime lending rate will affect the annual Company's net comprehensive loss by approximately $1,175 (2024 – $3,410).

(ii) The Company is exposed to foreign currency risk on fluctuations of balances that are denominated in US currency related to cash and cash equivalents, accounts receivable, accounts payable, accrued liabilities, short-term and long term debt. Sensitivity to a plus or minus 10% change in the foreign exchange rate would affect the net comprehensive loss by $2,181,118 (2024 – $2,326,456).

(iii) The Company is exposed to market risk as it relates to its investments held in marketable securities. If market prices had varied by 10% from their March 31, 2025 fair market value positions, the comprehensive loss would have varied by $189,050 (2024 – $392,235).

(i) Fair Value Hierarchy

The Company has designated its investments as FVTOCI, which are measured at fair value. The non-cash derivative liability is classified as FVTPL and is measured at fair value with unrealized gains or losses reported in the consolidated statements of operations.

Accounts payable and accrued liabilities, short-term and long term debt are considered as other financial liabilities, which are measured at amortized cost which also approximates fair value. The fair value of long

(Expressed in Canadian Dollars)

22. FINANCIAL RISK FACTORS (cont'd)

term debt approximates their carrying amount due to the effective interest rate being close to the market rate.

The following summarizes the methods and assumptions used in estimating the fair value of the Company's financial instruments where fair value measurement is required. Fair value amounts represent point in time estimates and may not reflect fair value in the future. The measurements are subjective in nature, involve uncertainties and are a matter of significant judgement. The methods and assumptions used to develop fair value measurements, for those financial instruments where fair value is recognized in the statement of financial position, have been prioritized into three levels as per the fair value hierarchy. Level one includes quoted prices (unadjusted) in active markets for identical assets or liabilities. Level two includes inputs that are observable other than quoted prices included in level one. Level three includes inputs that are not based on observable market data. The carrying value of cash and cash equivalents and investments approximate their fair value.

March 31, 2025	**Level One**	**Level Two**	**Level Three**
	($)	**($)**	**($)**
Investments	**375,920**	**–**	**1,514,578**
	375,920	**–**	**1,514,578**

December 31, 2024	**Level One**	**Level Two**	**Level Three**
	($)	($)	($)
Investments	2,406,402	–	1,515,947
	2,406,402	–	1,515,947

The Company's investment in Novamera is a Level 3 investment as the fair value is based on inputs which have a significant effect on fair value that are not observable from market data. The Company used a post-money valuation of US$10,000,000 to estimate a fully diluted share price for which a discount rate of 15% was used to reflect a discount for lack of marketability for Novamera's common shares and preference shares. A 10% increase or decrease in the valuation would have resulted in an increase or decrease of $151,458 in the valuation for period ended March 31, 2025, assuming other variables remained unchanged. A 10% increase or decrease in the discount rate would have resulted in an increase or decrease of $178,186 in the valuation for period ended March 31, 2025, assuming other variables remained unchanged.

($)	**March 31 2025**	December 31 2024
Opening balance	**1,515,947**	–
Investment acquired through Signal transaction (Note 4)	**–**	1,494,771
Change in fair value	**(1,369)**	21,176
Closing balance	**1,514,578**	1,515,947

There have been no transfers between levels 1, 2, or 3 during 2025 and 2024.

23. SUBSEQUENT EVENTS

(i) On April 9, 2025, the Company closed a brokered private placement financing led by National Bank Financial Inc. and included Red Cloud Securities Inc. as a co-manager (collectively, the "underwriters"). The underwriters purchased 13,889,000 units of the Company ("Units") at a price of C$0.72 per unit for aggregate gross proceeds of $10,000,080 (the "Offering"). Each Unit will be comprised of one common share of the Company (each a "Common Share") and one common share purchase warrant (each a "Warrant"). Each Warrant will be exercisable to acquire one Common Share of the Company for a

23. SUBSEQUENT EVENTS (cont'd)

period of 36 months at an exercise price of $1.05 from the Closing Date. The underwriters were paid a cash commission equal to 6% of the gross proceeds, excluding proceeds from the sale of $500,000 worth of units to certain president's list purchasers, on which no commission was payable.