Zeus North America Mining Corp.
(formerly Umdoni Exploration Inc.)

Consolidated Financial Statements
For the Years Ended October 31, 2024 and 2023
(Expressed in Canadian Dollars)

10290 171A STREET
SURREY, BC V4N 3L2

T: **604.318.5465**
E: **adamkimltd@gmail.com**

Adam Kim
ADAM SUNG KIM LTD.
CHARTERED PROFESSIONAL ACCOUNTANT

INDEPENDENT AUDITOR'S REPORT

To: the Shareholders of
Zeus North America Mining Corp. (formerly Umdoni Exploration Inc.)

Opinion

I have audited the consolidated financial statements of Zeus North America Mining Corp. (formerly Umdoni Exploration Inc.) and its subsidiaries (the "Company"), which comprise the consolidated statements of financial position as at October 31, 2024 and October 31, 2023, and the consolidated statements of loss and comprehensive loss, consolidated statements of cash flows and consolidated statements of changes in equity for the years then ended, and notes to the consolidated financial statements, including material accounting policy information.

In my opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at October 31, 2024, and October 31, 2023, and its consolidated financial performance and its cash flow for the years then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

I conducted my audit in accordance with Canadian generally accepted auditing standards. My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated financial statements section of my report. I am independent of the Company in accordance with the ethical requirements that are relevant to my audit of consolidated the consolidated financial statements in Canada, and I have fulfilled my other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Material Uncertainty Related to Going Concern

I draw attention to Note 1 in the consolidated financial statements, which indicates that the Company incurred a net loss of $1,436,207 during the year ended October 31, 2024, and, as of that date, the Company had not yet achieved profitable operations, had accumulated losses of $2,118,520 since its inception, and expects to incur further losses in the development of its business. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. My opinion is not modified in respect of this matter.

Key Audit Matter

Key audit matters are those matters that, in my professional judgment, were of most significance in my audit of the financial statements for the year ended October 31, 2024. These matters were addressed in the context of my audit of the financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

In addition to the matter described in the "Material Uncertainty Related to Going Concern" section of the auditor's report, I have determined the matters described below to be the key audit matters to be communicated in my auditors' report.

Evaluation of indicators of impairment for exploration and evaluation assets

Description of the matter

I draw attention to Notes 4 to the consolidated financial statements. The Company has exploration and evaluation assets of $4,726,477 as at October 31, 2024. The carrying amounts of the Company's exploration and evaluation assets are reviewed each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Significant judgment is required in assessing indicators of impairment. The Company completes an evaluation at each reporting period of potential impairment indicators.

Why the matter is a key audit matter

I identified the evaluation of indicators of impairment for exploration and evaluation assets as a key audit matter. This matter represented an area of significant risk of material misstatement given the magnitude of exploration and evaluation assets. This matter was of most significance due to the difficulties in evaluating the result of my audit procedures to assess the Company's determination of whether the factors, individually and in the aggregate, resulted in indicators of impairment.

How the matter was addressed in the audit

The following are the primary procedures I performed to address this key audit matter.

I evaluated the Company's analysis of impairment indicators by:
- Obtaining an understanding of management's process for developing an assessment of the existence of impairment indicators.
- Assessing whether the information in the analysis was consistent with information included in internal communication to management and the Board of Directors, the Company's press releases, management's discussion and analysis, and other public filings
- Reading updated technical reports for any indicators of impairment arising from changes to estimates of mineral reserves and resources
- Considering evidence obtained in other areas of the audit, including the status of significant mineral licenses and expenditures on mineral properties, the results of exploration activities and any updates to estimates of mineral reserves and resources
- Comparing the Entity's market capitalization to the carrying value of its net assets.

Other Information
Management is responsible for the other information. The other information comprises the Management Discussion and Analysis.

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

In connection with my audit of the consolidated financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I are required to report that fact. I have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated financial statements
Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Consolidated financial statements
My objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

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

• Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
• Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

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

The engagement partner on the audit resulting in this independent auditor's report is Adam Kim, CPA, CA.

"Adam Sung Kim Ltd."
Chartered Professional Accountant

10290 171A Street
Surrey, BC, Canada V4N 3L2
February 27, 2025

(Expressed in Canadian Dollars)

	Note	October 31, 2024	October 31, 2023
ASSETS			
Current assets			
Cash		$ 222,711	$ 167,192
Receivables		70,180	9,559
Prepaid expenses		190,798	-
Total current assets		483,689	176,751
Non-Current assets			
Exploration and evaluation assets	4, 5	4,726,477	174,331
Equipment	6	38,521	-
TOTAL ASSETS		**$ 5,248,687**	**$ 351,082**
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	7, 10	$ 294,738	$ 77,242
Loans payable	8	-	183,351
TOTAL LIABILITIES		**294,738**	**260,593**
SHAREHOLDERS' EQUITY			
Share capital	9	6,500,835	736,842
Contributed surplus	9	571,634	35,960
Accumulated deficit		(2,118,520)	(682,313)
TOTAL SHAREHOLDERS' EQUITY		4,953,949	90,489
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**$ 5,248,687**	**$ 351,082**

Description of business and nature of operations (Note 1)
Subsequent events (Note 16)

Approved and authorized by the Board on February 27, 2025

"Jesse Hahn"
Jesse Hahn, Director

"Dean Besserer"
Dean Besserer, Director

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

(Expressed in Canadian Dollars)

	Note		For the year ended October 31, 2024		For the year ended October 31, 2023
Expenses					
Office and administration costs		$	121,934	$	75
Management fees	10		135,000		-
Investor relations and marketing fees			601,435		-
Share-based compensation	9, 10		372,308		-
Professional and consulting fees			387,570		48,673
Amortization	6		1,479		-
Transfer agent and filing fees			63,271		33,024
Total expenses			(1,682,997)		(81,772)
Other items					
Foreign exchange			(3,988)		-
Gain on debt settlement	7, 8		255,790		-
Accretion expense	8		(5,012)		(18,131)
Net loss and comprehensive loss		**$**	**(1,436,207)**	**$**	**(99,903)**
Loss per share – basic and diluted		**$**	**(0.03)**	**$**	**(0.01)**
Weighted average number of common shares outstanding			**44,147,659**		**17,462,186**

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

ZEUS NORTH AMERICA MINING CORP. (formerly Umdoni Exploration Inc.)
Consolidated Statements of Changes in Shareholders' Equity
For the Years Ended October 31, 2024 and 2023
(Expressed in Canadian Dollars)

	Number of Shares	Share Capital	Contributed Surplus	Accumulated Deficit	Total Shareholders' Equity
Balance at October 31, 2022	11,938,898	$ 448,009	$ 35,960	$ (582,410)	$ (98,441)
Shares issued, private placement	6,000,000	300,000	-	-	300,000
Share issuance cost	-	(11,167)	-	-	(11,167)
Net loss and comprehensive loss for the year	-	-	-	(99,903)	(99,903)
Balance at October 31, 2023	**17,938,898**	**$ 736,842**	**$ 35,960**	**$ (682,313)**	**$ 90,489**
Shares issued, private placement	25,664,400	3,416,100	-	-	3,416,100
Shares issued, warrant exercises	1,600,000	96,000	-	-	96,000
Shares issued, acquisition of 1273180 B.C. Ltd.	14,000,000	2,660,000	-	-	2,660,000
Share issuance cost	-	(408,107)	163,366	-	(244,741)
Share-based compensation	-	-	372,308	-	372,308
Net loss and comprehensive loss for the year	-	-	-	(1,436,207)	(1,436,207)
Balance at October 31, 2024	**59,203,298**	**$ 6,500,835**	**$ 571,634**	**$ (2,118,520)**	**$ 4,953,949**

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

(Expressed in Canadian Dollars)

		For the year ended October 31, 2024		For the year ended October 31, 2023
Operating activities				
Net loss	$	(1,436,207)	$	(99,903)
Adjustment for non-cash items:				
Accretion expense		5,012		18,131
Amortization		1,479		-
Share-based compensation		372,308		-
Gain on debt settlement		(255,790)		-
Changes in working capital:				
Receivables		(60,448)		(8,351)
Prepaid expenses		(190,798)		7,895
Accounts payable and accrued labilities		150,115		2,645
Net cash flows used in operating activities		**(1,414,329)**		**(79,583)**
Financing activities				
Share issued for cash		3,512,100		300,000
Share issuance cost		(244,741)		(11,167)
Loan repayments		(183,351)		(5,788)
Net cash flows provided by financing activities		**3,084,008**		**283,045**
Investing activities				
Exploration and evaluation expenditures		(1,363,281)		(46,175)
Purchase of equipment		(40,000)		-
Cash acquired on sale of Hab Capital Corp.		1		-
Cash acquired on acquisition of 1273180 B.C. Ltd.		19,120		-
Cash paid to acquire 1273180 B.C. Ltd.		(230,000)		-
Net cash flows used in investing activities		**(1,614,160)**		**(46,175)**
Net change in cash		55,519		157,287
Cash, beginning		167,192		9,905
Cash, ending	**$**	**222,711**	**$**	**167,192**
Supplemental cash flow information				
Cash paid during the year for interest	$	-	$	-
Cash paid during the year for income taxes	$	-	$	-

Supplemental cash flow information (Note 11)

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

1. Description of business and nature of operations

Zeus North America Mining Corp. (the "Company"), formerly known as Umdoni Exploration Inc., was incorporated under the laws of British Columbia on October 15, 2014. The Company changed its name to Zeus North America Mining Corp. on February 23, 2024. The Company is publicly traded on the Canadian Securities Exchange ("CSE") under the symbol "ZEUS", on the OTCQB under the symbol "ZUUZF" and on the Frankfurt Stock Exchange under the symbol "O92". The Company's registered and records office is located at Suite 830 – 999 West Broadway, Vancouver, BC V5Z 1K5.

The Company is in the process of exploring its exploration and evaluation properties for mineral resources and has not determined whether these exploration and evaluation properties contain economically recoverable ore reserves. The underlying value of the exploration and evaluation assets is entirely dependent on the existence of economically recoverable reserves, preservation of its interests in the underlying properties, the ability of the Company to obtain the necessary financing to complete development, and the achievement of profitable operations. The amounts shown as exploration and evaluation assets represent net costs to date, less amounts written off, and do not necessarily represent present or future values.

The business of mining and exploring for minerals involves a high degree of risk and there can be no assurance that current exploration and evaluation programs will result in profitable mining operations. The recoverability of the carrying value of exploration and evaluation properties and the Company's continued existence is dependent upon the preservation of its interest in the underlying properties, the discovery of economically recoverable reserves, the achievement of profitable operations, or the ability of the Company to raise alternative financing, if necessary, or alternatively upon the Company's ability to dispose of its interests on an advantageous basis. Changes in future conditions could require material write downs of the carrying values.

These consolidated financial statements have been prepared on a going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. As of October 31, 2024, the Company has not generated any revenues from operations, has a net loss of $1,436,207 for the year ended October 31, 2024 (2023 - $99,903) and has an accumulated deficit of $2,118,520 (October 31, 2023 - $682,313) and expects to incur further losses in the development of its business. The Company had working capital of $188,951 as at October 31, 2024 (October 31, 2023 – working capital deficit of $83,842). These conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. A number of alternatives including, but not limited to completing financing, are being evaluated with the objective of funding ongoing activities and obtaining working capital. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future and repay its liabilities arising from normal business operations as they become due. These consolidated financial statements do not include any adjustments relating to the recoverability and classification of recorded assets amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence.

2. Basis of presentation

Statement of compliance

These consolidated financial statements have been presented in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB').

Basis of measurement

These consolidated financial statements of the Company have been prepared on a historical cost basis except for certain financial assets measured at fair value. These consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information. These consolidated financial statements are presented in Canadian dollars unless otherwise specified.

(Expressed in Canadian Dollars)

Consolidation

The consolidated financial statements include the accounts of the Company and its controlled entities. Details of controlled entities are as follows:

		Percentage owned	
	Country of incorporation	**October 31, 2024**	**October 31, 2023**
Hab Capital Corp.	Canada	0%	100%
Kelso Mining Inc. (formerly Kelso Capital Inc.)	Canada	100%	100%
1273180 B.C. Ltd.	Canada	100%	0%
CJ-1 LLC	United States	100%	0%

Subsidiaries are entities controlled by the Company. 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. In assessing control, only rights which give the Company the current ability to direct the relevant activities of the investee and that the Company has the practical ability to exercise is considered. Generally, there is a presumption that a majority of voting rights results in control. Consolidation of a subsidiary begins from the date on which control is transferred to the Company and ceases when the Company loses control of the subsidiary.

All intra-group transactions, balances, income and expenses, and unrealized gains or losses on transactions are eliminated in full on consolidation. Hab Capital Corp. and Kelso Mining Inc. were dormant during the years ended October 31, 2024 and 2023.

On February 12, 2024, the Company acquired 1273180 B.C. Ltd and its wholly-owned subsidiary, CJ-1 LLC (Note 4).

On February 21, 2024, the Company sold Hab Capital Corp. to a former director of the Company for $1.

On August 13, 2024, Kelso Capital Inc. changed its name to Kelso Mining Inc.

3. Material accounting policy information

The material accounting policies applied in the preparation of these financial statements are set out below:

Financial Instruments

a) Classification

The Company classifies its financial instruments in the following categories: at fair value through profit and loss (“FVTPL”), at fair value through other comprehensive income (loss) (“FVTOCI”) or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company’s business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition, the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

The following table shows the classification under IFRS 9:

	Classification under IFRS 9
Cash	FVTPL
Receivables	Amortized Cost
Accounts payable and accrued liabilities	Amortized Cost
Loans payable	Amortized Cost

b) Measurement

Financial assets and liabilities at amortized cost
Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and are subsequently carried at amortized cost less any impairment.

Financial assets and liabilities at FVTPL
Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the statement of loss and comprehensive loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the statement of loss and comprehensive loss in the period in which they arise.

Debt investments at FVTOCI
These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognized in statement of loss and comprehensive loss. Other net gains and losses are recognized in other comprehensive income ("OCI"). On derecognition, gains and losses accumulated in OCI are reclassified to statement of loss and comprehensive loss.

Equity investments at FVTOCI
These assets are subsequently measured at fair value. Dividends are recognized as income in statement of loss and comprehensive loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are never reclassified to statement of loss and comprehensive loss.

c) Impairment of financial assets at amortized cost
The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If, at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve-month expected credit losses The Company shall recognize in statement of loss and comprehensive loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

d) Derecognition

Financial assets
The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all the associated risks and rewards of ownership to another entity. Gains and losses on derecognition are generally recognized in statement of loss and comprehensive.

Financial liabilities
The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire. The Company also derecognizes a financial liability when the terms of the liability are modified such that the terms

and/or cash flows of the modified instrument are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value. Gains and losses on derecognition are generally recognized in statement of loss and comprehensive loss.

Income taxes

Tax expense comprises of current and deferred tax. Tax is recognized in the statement of comprehensive loss except to the extent it relates to items recognized in other comprehensive loss or directly in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is not recognized on the initial recognition of assets or liabilities in a transaction that is not a business combination. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

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

Share capital

The Company records proceeds from share issuances net of issue costs and any tax effects in shareholders' equity. Common shares issued for consideration other than cash are valued based on their market value of assets or services received. If this value cannot be determined, the transaction is measured at the fair market value of the shares on the date the shares are issued. Common shares held by the Company are classified as treasury stock and recorded as a reduction to shareholders' equity. Proceeds from unit placements are allocated between shares and warrants issued according to the residual value method with proceeds being first allocated to share capital based on their market value on the issuance date.

Exploration and evaluation assets

Exploration and evaluation expenditures are capitalized once the legal right to explore a property has been acquired. Exploration and evaluation assets are recorded at cost less accumulated impairment losses. Properties acquired under option agreements, whereby payments are made at the sole discretion of the Company, are recorded in the accounts when the payments are made. Direct costs related to the acquisition, exploration and evaluation of exploration and evaluation assets are capitalized until the commercial viability of the asset is established, at which time the capitalized costs are reclassified to mineral properties under development. To the extent that the expenditures are spent to establish ore reserves within the rights to explore, the Company will consider those costs as intangible assets in nature.

When a project is deemed to no longer have commercially viable prospects to the Company, exploration and evaluation expenditures in respect of the project are deemed to be impaired. As a result, those exploration and evaluation costs, in excess of estimated recoveries, are written off to profit or loss.

Management reviews the facts and circumstances suggesting if the carrying amount of the exploration and evaluation assets exceeds their recoverable amount on a regular basis.

Impairment of long-lived assets

An impairment loss is recognized when the carrying amount of an asset, or its cash generating unit ("CGU"), exceeds its recoverable amount. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. Impairment losses are recognized in profit and loss for the period. Impairment losses recognized in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to CGUs and then to reduce the carrying amount of the other assets in the unit on a pro rata basis.

The recoverable amount of assets is the greater of an asset's fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the asset. For asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss is only reversed if there is an indication that the impairment loss may no longer exist and there has been a change in the estimates used to determine the recoverable amount, however, not to an amount higher than the carrying amount that would have been determined had no impairment loss been recognized in previous years.

Assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment.

Basic and diluted loss per share calculation

Basic loss per share is calculated by dividing the net loss available to common shareholders by the weighted average number of shares outstanding during the year. Diluted earnings per share reflect the potential dilution of securities that could share in earnings of an entity. In a loss year, potentially dilutive common shares are excluded from the loss per share calculation as the effect would be anti-dilutive. Basic and diluted loss per share is the same for the periods presented.

Provision for environmental rehabilitation

The Company recognizes liabilities for legal or constructive obligations associated with the retirement of mineral properties and equipment. The net present value of future rehabilitation costs is capitalized to the related asset along with a corresponding increase in the rehabilitation provision in the period incurred. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value.

The Company's estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to the related assets with a corresponding entry to the rehabilitation provision. The increase in the provision due to the passage of time is recognized as interest expense.

As at October 31, 2024, the Company, given the early stage of exploration on its mineral properties, has no reclamation costs and therefore no provision for environmental rehabilitation has been made.

Share-based payments

Share-based payment arrangements in which the Company receives goods or services as consideration for its own equity instruments are accounted for as equity-settled transactions and, when determinable, are recorded at the value of the goods and services received. If the value of the goods and services received is not determinable, then the fair value of the equity instruments issued is used.

The Company uses a fair value-based method (Black-Scholes Option Pricing Model) for all share options granted to directors, employees and certain non-employees. For directors and employees, the fair value of the share options is measured at the date of grant. For grants to non-employees where the fair value of the goods or services is not determinable, the fair value of the share options is measured on the date the services are received.

The fair value of share options is charged to profit or loss, with the offsetting credit to reserves. For directors, employees and consultants, the share options are recognized over the vesting period based on the best available estimate of the number of share options expected to vest. If options vest immediately, the expense is recognized when the options are issued.

Estimates are subsequently revised if there is any indication that the number of share options expected to vest differs from previous estimates. Any cumulative adjustment prior to vesting is recognized in the current period. No adjustment is made to any expense recognized in prior periods where vested. For non-employees, the share options are recognized over the related service period. When share options are exercised, the amounts previously recognized in reserves are transferred to share capital.

In the event share options are forfeited prior to vesting, the associated fair value recorded to date is reversed. The fair value of any vested share options that expire remain in reserves.

Foreign currency

The consolidated financial statements are presented in Canadian dollars which is the functional currency of the Company and its subsidiaries.

Foreign currency transactions are translated into the functional currency using exchange rates prevailing at the date of the transactions. At the end of each reporting period, foreign currency denominated monetary assets and liabilities are translated to the functional currency using the prevailing rate of exchange at the reporting period date. Gains and losses on translation of monetary items are recognized in profit or loss.

Equipment and amortization

Equipment, comprised of vehicles, is recorded at cost less accumulated amortization. Amortization is calculated using a straight-line method over the estimated useful life of 5 years.

Critical accounting estimates and judgments

The preparation of the consolidated financial statements in conformity with IFRS requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and the reported revenues and expenses during the period. Although management uses historical experience and its best knowledge of the amount, events, or actions to form the basis for judgments and estimates, actual results may differ from these estimates. Information about the significant judgments, estimates and assumptions that have the most significant effect on the recognition and measurement of assets, liabilities, income and expenses are discussed below.

Going concern

The assessment of the Company's ability to execute its strategy by funding future working capital requirements involves judgment. Further information regarding going concern issues are outlined in Note 1.

Share-based payments and broker warrants

The estimation of share-based payment costs and broker warrant values requires the selection of an appropriate valuation model and consideration as to the inputs necessary for the valuation model chosen. The Company has made estimates as to the expected volatility of its own shares or shares of comparable companies, the expected life of share options and broker warrants granted, the estimated number of share options and broker warrants expected to vest and the expected time of exercise of those stock options and broker warrants. The model used by the Company is the Black-Scholes Option Pricing Model.

Exploration and evaluation assets

Indications of impairment

The assessment of indications of impairment loss and the measuring of the recoverable amount when impairment tests have been done involve judgment. If there is an indication of impairment, an estimate of the recoverable amount of the asset or the cash generating unit is performed and an impairment loss is recognized to the extent that the carrying amount of the asset exceeds its recoverable amount. The recoverable amount of an asset is determined as the higher of its fair value less costs to sell and its value in use.

The impairment criteria considered by the Company in relation to its exploration and evaluation assets include the following criteria:

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

When an indication of impairment loss exists, management has to evaluate the recoverable amount of the asset or the cash-generating unit, and this requires management to make assumptions as to the future events or circumstances.

The actual results are likely to differ and significant adjustments to the Company’s assets may be required.

Provisions and contingent liabilities

Judgments are made as to whether a past event has led to a liability that should be recognized in the financial statements or disclosed as a contingent liability. Quantifying any such liability often involves judgments and estimations. These judgments are based on a number of factors including the nature of the claims or dispute, the legal process and potential amount payable, legal advice received, previous experience and the probability of a loss being realized. Several of these factors are a source of estimation uncertainty.

Decommissioning, restoration and similar liabilities are estimated based on the Company's interpretation of current regulatory requirements, constructive obligations and are measured at fair value. Fair value is determined based on the net present value of estimated future cash expenditures for the settlement of decommissioning, restoration or similar liabilities that may occur upon decommissioning of the project. Such estimates are subject to change based on changes in laws and regulations and negotiations with regulatory authorities.

Accounting standards and interpretations

Amendments to International Accounting Standard ("IAS") 1 IFRS Practice Statement 2 - Disclosure of Accounting Policies

These amendments continue the IASB's clarifications on applying the concept of materiality. These amendments help companies provide useful accounting policy disclosures, and they include: requiring companies to disclose their material accounting policies instead of their significant accounting policies; clarifying that accounting policies related to immaterial transactions, other events or conditions are themselves immaterial and do not need to be disclosed; and clarifying that not all accounting policies that relate to material transactions, other events or conditions are themselves material. The IASB also amended IFRS Practice Statement 2 to include guidance and examples on applying materiality to accounting policy disclosures. These amendments were effective for reporting periods beginning on or after January 1, 2023; there were no material changes to the Company's financial statements as a result of adoption.

Amendments to IAS 8 – Definition of Accounting Estimates

These amendments clarify how companies distinguish changes in accounting policies from changes in accounting estimates, with a primary focus on the definition of and clarifications on accounting estimates. The distinction between the two is important because changes in accounting policies are applied retrospectively, whereas changes in accounting estimates are applied prospectively. Further, the amendments clarify that accounting estimates are monetary amounts in the financial statements subject to measurement uncertainty. The amendments also clarify the relationship between accounting policies and accounting estimates by specifying that a company develops an accounting estimate to achieve the objective set out by an accounting policy. These amendments were effective for reporting periods beginning on or after January 1, 2023; there were no material changes to the Company's financial statements as a result of adoption.

Amendments to International Accounting Standard ("IAS") 1 IFRS Classification of Liabilities as Current or Non-current

The amendments to IAS1 provide a more general approach to the classification of liabilities based on the contractual arrangements in place at the reporting date. These amendments were effective for reporting periods beginning on or after January 1, 2024. The Company does not expect material changes to the Company's financial statements as a result of adoption.

IFRS 18 Presentation and Disclosure in Financial Statements

IFRS 18 introduces three sets of new requirements to give investors more transparent and comparable information about companies' financial performance for better investment decisions.
1. Three defined categories for income and expenses—operating, investing and financing—to improve the structure of the income statement, and require all companies to provide new defined subtotals, including operating profit.
2. Requirement for companies to disclose explanations of management-defined performance measures that are related to the income statement.
3. Enhanced guidance on how to organize information and whether to provide it in the primary financial statements or in the notes.

This new standard is effective for reporting periods beginning on or after January 1, 2027. The Company will be assessing the impact of adopting the above standard on the financial statements.

(Expressed in Canadian Dollars)

4. Acquisition of 1273180 B.C. Ltd.

On January 18, 2024, the Company entered into a binding offer letter to acquire 100% of the issued and outstanding shares of 1273180 B.C. Ltd. from the former shareholders of 1273180 B.C. Ltd. in exchange for 14,000,000 common shares of the Company, a cash payment of $230,000 to be paid within 180 days of the closing of the transaction and a 2% net smelter royalty from all recovered copper, silver, lead and other mineral production from the mineral properties.

On February 12, 2024, the transaction was completed by the issuance of 14,000,000 common shares of the Company to the former shareholders of 1273180 B.C. Ltd. During the year ended October 31, 2024, the Company made the cash payment of $230,000 to the former shareholders of 1273180 B.C. Ltd. Upon payment of the cash payment, the former shareholders of 1273180 B.C. Ltd. forgave the loans outstanding in 1273180 B.C. Ltd, and the Company recorded a gain on debt settlement of $230,000 (Note 8).

Upon closing of the transaction, 1273180 B.C. Ltd. became a wholly owned subsidiary of the Company. 1273180 B.C. Ltd. through CJ-1 LLC, its wholly owned limited liability subsidiary organized under the laws of Montana, owns mineral exploration properties in Idaho State.

The transaction did not meet the definition of a business combination and therefore, was accounted for as an asset acquisition. The fair value of the consideration paid for the acquisition of 1273180 B.C. Ltd. has been allocated to the assets acquired and liabilities assumed, based on management's best estimate and taking into account all available information at the time of acquisition.

The following table summarizes the fair value of the total consideration paid and the aggregate fair value of the identified assets acquired and liabilities assumed:

Consideration paid		
Cash	$	230,000
Fair value of 14,000,000 common shares issued		2,660,000
Total consideration paid		2,890,000
Assets acquired (liabilities assumed)		
Cash	$	19,120
Receivables		173
Exploration and evaluation assets		3,104,588
Accounts payable		(3,881)
Loans payable		(230,000)
Net assets acquired (liabilities assumed)	**$**	**2,890,000**

5. Exploration and evaluation assets

On February 1, 2021, the Company purchased the Chlore property (the "Property") for $1,000. The Property is located in the Omineca Mining Division of North-Central British Columbia.

On February 12, 2024, the Company acquired a 100% interest in mineral exploration properties in Idaho State, known as the Cuddy Mountain, Selway and Great Western Properties (Note 4).

(Expressed in Canadian Dollars)

The following is a summary of the Company's exploration and evaluation asset for the years ended October 31, 2024 and 2023.

	Cuddy Mountain	Selway	Great Western	Chlore	Total
Property acquisition costs					
Balance, October 31, 2023 and 2022	$ -	$ -	$ -	$ 1,000	$ 1,000
Acquisition of 1273180 B.C. Ltd.	1,502,328	945,879	656,381	-	3,104,588
Balance, October 31, 2024	1,502,328	945,879	656,381	1,000	3,105,588
Exploration and evaluation costs					
Balance, October 31, 2022	-	-	-	78,148	78,148
Geological	-	-	-	2,400	2,400
Assays	-	-	-	25,722	25,722
Camp costs	-	-	-	67,061	67,061
Balance, October 31, 2023	-	-	-	173,331	173,331
Geological	1,069,353	29,702	32,817	27,012	1,158,884
Assays	43,756	673	865	-	45,294
Staking	48,123	-	-	-	48,123
Camp costs	194,443	11,142	11,585	-	217,170
Mining exploration tax credits	-	-	-	(21,913)	(21,913)
Balance, October 31, 2024	1,355,675	41,517	45,267	178,430	1,620,889
Balance, October 31, 2023	**$ -**	**$ -**	**$ -**	**$ 174,331**	**$ 174,331**
Balance, October 31, 2024	**$ 2,858,003**	**$ 987,396**	**$ 701,648**	**$ 179,430**	**$ 4,726,477**

The Company claims Mining Exploration Tax Credits ("METC") for eligible expenditures incurred on the Chlore property. The METC is subject to adjustments due to reassessments.

The balances and changes in METC receivable during the years ended October 31, 2024 and 2023 are as follows:

	October 31, 2024	October 31, 2023
Balance, beginning	$ -	$ -
Claimed	21,913	-
Collected	(21,913)	-
Adjustments due to reassessments	-	-
	$ -	**$ -**

6. Equipment

	Vehicles
Cost	
Balance, October 31, 2023 and 2022	$ -
Additions	40,000
Balance, October 31, 2024	40,000
Amortization	
Balance, October 31, 2023 and 2022	-
Additions	1,479
Balance, October 31, 2024	1,479
Balance, October 31, 2023	**$ -**
Balance, October 31, 2024	**$ 38,521**

(Expressed in Canadian Dollars)

7. Accounts payable and accrued liabilities

		October 31, 2024		October 31, 2023
Accounts payable	$	242,576	$	69,652
Accrued liabilities		52,162		7,590
	$	**294,738**	**$**	**77,242**

During the year ended October 31, 2024, accounts payable of $20,778 was forgiven and the Company recorded a gain on debt settlement of $20,778.

8. Loans payable

The following is a summary of the Company's loans payable as at October 31, 2024 and 2023:

		October 31, 2024		October 31, 2023
Loans payable to a former related party	$	-	$	117,890
Loan payable to a third party		-		65,461
Total loans payable	**$**	**-**	**$**	**183,351**

As at October 31, 2024, the Company was indebted to a former director and officer of the Company in the amount of $nil (October 31, 2023 - $117,890) and to a third-party in the amount of $nil (October 31, 2023 - $65,461). During the year ended October 31, 2024, the loans of $183,351 were repaid in cash, and the Company recorded a gain on debt settlement of $5,012. During the year ended October 31, 2024, the Company recorded accretion expense of $5,012 (2023 - $18,131).

On April 4, 2022, the Company entered into debt repayment agreements with a director and a former director of the Company to set a due date with respect of the repayment of $139,478 of amounts owing. These loans were unsecured and non-interest bearing with a maturity date of April 4, 2024. The loans were accounted for at amortized cost using the effective interest rate method with the effective interest rate of 15% per annum. The loans were recorded at amortized cost of $103,518, with a contributed surplus of $35,960 as capital contribution by related parties. On October 31, 2022, one of the directors assigned to a third-party the amount of $56,395 which represents the director's entire portion of the principal and accrued accretion, resulting in the Company transferring the balance owing of $56,395 to a third-party. As at October 31, 2024, the third-party loan balance was $nil (October 31, 2023 - $65,461).

On February 12, 2024, pursuant to the acquisition of 1273180 B.C. Ltd., the Company assumed $230,000 of loans payable to former shareholders of 1273180 B.C. Ltd. (Note 4). During the year ended October 31, 2024, the loans were forgiven and the Company recorded a gain on debt settlement of $230,000.

9. Share capital

On March 1, 2024, the Company split all its issued and outstanding common shares on the basis of 1 old share for 2 new shares. All references herein to the number of shares, warrants and options have been retroactively restated to reflect this stock split for all periods presented.

Issued Share Capital

There were 59,203,298 common shares issued and outstanding on October 31, 2024 (October 31, 2023 – 17,938,898).

During the year ended October 31, 2024, the Company had the following share issuances:

On February 12, 2024, the Company issued 20,000,000 units at a price of $0.10 per unit for total gross proceeds of $2,000,000 in a non-brokered private placement. Each unit consists of one common share and one share purchase warrant of the Company. Each share purchase warrant entitles the holder to purchase one common share at a price of $0.15 per common share until February 12, 2026. The Company uses the residual value method, and the total proceeds were all allocated to the common shares.

In connection with the private placement, the Company paid $124,800 cash and issued 1,248,000 broker warrants to Haywood Securities Inc as a finder's fee and incurred $17,373 in other cash transaction costs. Each broker warrant entitles the holder to purchase one unit at a price of $0.15 per unit until February 12, 2026.

On February 12, 2024, the Company issued 14,000,000 common shares pursuant to the acquisition of 1273180 B.C. Ltd. (Note 4). The shares were fair valued at $2,660,000.

On September 6, 2024, the Company closed a non-brokered private placement by issuing 5,664,400 units at a price of $0.25 per unit for gross proceeds of $1,416,100. Each unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire an additional common share at a price of $0.35 per share until September 6, 2026. The Company uses the residual value method, and the total proceeds were all allocated to the common shares.

In connection with the private placement, the Company paid $74,970 cash and issued 299,880 broker warrants to finders as a finder's fee and incurred $27,598 in other cash transaction costs. Each broker warrant entitles the holder to purchase one common share at a price of $0.35 per share until September 6, 2026.

During the year ended October 31, 2024, 1,600,000 warrants were exercised for total proceeds of $96,000.

During the year ended October 31, 2023, the Company had the following share issuance:

On November 29, 2022, the Company closed a non-brokered private placement by issuing 6,000,000 units at a price of $0.05 per unit for gross proceeds of $300,000. Each unit consists of one common share and one common share purchase warrant. The Company uses the residual value method, and the total proceeds were all allocated to the common shares. The Company paid $11,167 of share issuance costs in connection with the share issuance.

Stock Options

The Company has a stock option plan whereby the Company is authorized to grant options to executive officers and directors, employees and consultants enabling them to acquire up to 10% of the issued and outstanding common shares of the Company. Under the plan, the exercise price of each option may not be lower than market price of the Company's shares as calculated on the date of grant and the date preceding the date of grant. The options can be granted for a maximum term of 5 years.

On February 22, 2024, the Company granted stock options that will be exercisable to acquire 2,400,000 common shares at $0.135 per share for a period of five years, vesting immediately, with a grant date fair value of $288,000. Of the stock options issued, 2,300,000 stock options were granted to directors and officers of the Company, and 100,000 stock options were granted to a former director of the Company. The grant date weighted average fair value per option was $0.12. The fair value was determined by the Black-Scholes Option Pricing Model using the following assumptions: expected life – 5 years, share price - $0.1325, average risk-free interest rate – 3.61%, expected dividend yield – 0%, and average expected stock price volatility – 131%.

On February 29, 2024, the Company granted stock options to a consultant that will be exercisable to acquire 400,000 common shares at $0.135 per share for a period of five years, with a quarter of the grant vesting on each of May 29, 2024, August 29, 2024, November 29, 2024 and February 28, 2025, with a grant date fair value of $48,000. The weighted average fair value per option was $0.12. The grant date fair value was determined by the Black-Scholes Option Pricing Model using the following assumptions: expected life – 5 years, share price - $0.1325, average risk-free interest rate – 3.57%, expected dividend yield – 0%, and average expected stock price volatility – 131%. At

(Expressed in Canadian Dollars)

October 31, 2024, the fair values of vested stock options were estimated to be $84,308 based on the Black-Scholes Option Pricing model, using the following assumptions: expected life – 4.33 years, share price - $0.23, average risk-free interest rate – 3.02%, expected dividend yield – 0%, and average expected stock price volatility – 131%.

During the year ended October 31, 2024, the Company recognized share-based compensation of $372,308 (2023 - $nil) related to stock options.

The following is a summary of stock option transactions:

	Number of Options Outstanding	Weighted Average Exercise Price
Balance, October 31, 2023 and 2022	-	$ -
Granted	2,800,000	0.135
Forfeited	(100,000)	0.135
Balance, October 31, 2024	2,700,000	0.135

Vested and exercisable stock options as at October 31, 2024 were 2,500,000.

The following is a summary of stock options as at October 31, 2024:

Expiry Date	Exercise Price	Number of Options Outstanding	Number of Options Vested	Weighted Average Remaining Contractual Life (Years)
February 22, 2029	$0.135	2,300,000	2,300,000	4.32
February 28, 2029	$0.135	400,000	200,000	4.33

Warrants

The following is a summary of warrant transactions:

	Number of Warrants Outstanding	Weighted Average Exercise Price
Balance, October 31, 2022	-	$ -
Warrants issued	6,000,000	0.06
Balance, October 31, 2023	6,000,000	0.06
Warrants issued	27,212,280	0.19
Warrants exercised	(1,600,000)	0.06
Balance, October 31, 2024	31,612,280	0.18

On February 12, 2024, the Company issued 1,248,000 broker warrants, with a fair value of $131,585. Each broker warrant entitles the holder to acquire one unit at a price of $0.15 per unit until February 12, 2026. The weighted average fair value per warrant was $0.11. The fair value was determined by the Black-Scholes Option Pricing Model using the following assumptions: expected life – 2 years, share price - $0.19, average risk-free interest rate – 4.24%, expected dividend yield – 0%, and average expected stock price volatility – 89%.

On September 6, 2024, the Company issued 299,880 broker warrants, with a fair value of $31,781. Each broker warrant entitles the holder to acquire one common share at a price of $0.35 per share until September 6, 2026. The weighted average fair value per warrant was $0.11. The fair value was determined by the Black-Scholes Option Pricing Model using the following assumptions: expected life – 2 years, share price - $0.25, average risk-free interest rate – 3.05%, expected dividend yield – 0%, and average expected stock price volatility – 94%.

(Expressed in Canadian Dollars)

The following is a summary of warrants as at October 31, 2024:

Expiry Date	Exercise Price	Number of Warrants	Weighted Average Remaining Contractual Life (Years)
February 12, 2026	$0.15	21,248,000	1.28
September 6, 2026	$0.35	5,964,280	1.85
November 29, 2027	$0.06	4,400,000	3.08

10. Related party transactions

The Company incurred the following transactions with directors, officers and companies that are controlled by directors of the Company:

		For the year ended October 31, 2024		For the year ended October 31, 2023
Expenses				
Management fees	$	135,000	$	-
Share-based compensation		288,000		-
	$	**423,000**	**$**	**-**

Management fees were paid directly to a company owned by the President and CEO for management services.

Key management includes directors and executive officers of the Company. Other than the amounts disclosed above, there was no other compensation paid or payable to key management for employee services for the reported periods.

Included in accounts payable and accrued liabilities at October 31, 2024 is $21,594 (October 31, 2023 - $nil) owing to related parties. The balance owing is unsecured, non-interest bearing and due in 30 days. These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties, unless otherwise noted.

Loans payable to related parties are disclosed in Note 8.

11. Supplemental cash flow information

During the year ended October 31, 2024, the Company entered into the following non-cash transactions:

- The Company issued 14,000,000 common shares for the acquisition of 1273180 B.C. Ltd. with a fair value of $2,660,000 (Note 4 and 9).
- The Company issued 1,248,000 broker warrants pursuant to the February 12, 2024 private placement with a fair value of $131,585 (Note 9).
- The Company issued 299,880 broker warrants pursuant to the September 6, 2024 private placement with a fair value of $31,781 (Note 9).

During the year ended October 31, 2023, the Company did not enter into any non-cash transactions.

As at October 31, 2024, $133,285 (October 31, 2023 - $49,008) of exploration and evaluation asset expenditures were included in accounts payable and accrued liabilities.

(Expressed in Canadian Dollars)

12. Income taxes

The Company has accumulated non-capital losses. Tax attributes are subject to revision and potential adjustment by tax authorities. A reconciliation of income taxes at statutory rates is as follows:

		October 31, 2024		October 31, 2023
Loss for the year before income taxes	$	(1,436,207)	$	(99,903)
Expected income tax recovery at 27% (2023 - 27%)		(387,776)		(26,974)
Tax effect of:				
Item not deductible		29,448		4,895
True up of prior year tax losses		-		-
Current tax attributes not recognized		358,328		22,079
Income tax recovery	$	-	$	-

The significant components of the Company's deferred tax assets are as follows:

		October 31, 2024		October 31, 2023
Deferred tax assets:				
Non-capital losses	$	481,987	$	176,843
Share issuance costs and others		53,263		-
Less: Unrecognized deferred tax assets		(535,250)		(176,843)
	$	-	$	-

The Company has approximately $2,000,000 of Canadian non-capital losses available, which will expire through to 2044 and may be applied against future taxable income. The Company also has approximately $179,000 of Canadian exploration and development costs which are available for deduction against future income for tax purposes. At October 31, 2024, the net amount which would give rise to a deferred income tax asset has not been recognized as it is not probable that such benefit will be utilized in the future years.

13. Capital management

The Company defines its capital as shareholders' equity. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition and exploration and development of mineral properties. The Board of Directors do 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 properties in which the Company currently has an interest are in the exploration stage. As such, the Company has historically relied on the equity markets to fund its activities. In addition, the Company is dependent upon external financing to fund activities. In order to carry out planned exploration and pay for administrative costs, the Company will need to raise additional funds. 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 have been no changes in the Company's approach to capital management during the year ended October 31, 2024. The Company is not subject to externally imposed capital requirements as at October 31, 2024.

14. Financial risk management

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

Credit risk
Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Financial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash. The Company's cash is held in large Canadian financial institutions. The Company maintains cash deposits with a Schedule A financial institution, which from time to time may exceed federally insured limits. The Company has not experienced any significant credit losses and believes it is not exposed to any significant credit risk.

Liquidity risk
Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's ability to continue as a going concern is dependent on management's ability to raise required funding through future equity issuances and through short-term borrowing. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. Management and the Board of Directors are actively involved in the review, planning and approval of significant expenditures and commitments.

Price risk
The ability of the Company to explore its mineral properties and the future profitability of the Company are directly related to the market price of base metals. The Company monitors base metals prices to determine the appropriate course of action to be taken by the Company.

Interest rate risk
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets and liabilities with variable interest rates expose the Company to cash flow interest rate risk. The Company does not hold any financial liabilities with variable interest rates. The Company has not used any financial instrument to hedge potential fluctuations in interest rates. The exposure to interest rates for the Company is considered immaterial.

Foreign exchange rate risk
Foreign exchange risk is the risk that the Company's financial instruments will fluctuate in value as a result of movements in foreign exchange rates. As at October 31, 2024, the Company has no significant financial instruments denominated in a foreign currency; however, the Company has exploration and evaluation assets in the U.S. The Company has not entered into foreign exchange rate contracts to mitigate this risk. As at October 31, 2024, the Company is not exposed to any significant foreign exchange rate risk.

Fair values

The three levels of the fair value hierarchy are:

Level 1 – unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2 – inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
Level 3 – inputs that are not based on observable market data.

The Company enters into financial instruments to finance its operations in the normal course of business. The fair values of cash, receivables and accounts payable and accrued liabilities approximate their carrying values due to the short-term maturity of these instruments. Cash is carried at fair value using a level 1 fair value measurement

(Expressed in Canadian Dollars)

15. Segmented information

The Company operates in one reportable operating segment, being the acquisition and exploration of mineral properties. As the operations comprise a single reporting segment, amounts disclosed also represent segment amounts.

Geographic segment information of the Company's non-current assets as at October 31, 2024 and 2023 is as follows:

		October 31, 2024		October 31, 2023
Canada	$	217,951	$	174,331
United States		4,547,047		-
Total non-current assets	**$**	**4,764,998**	**$**	**174,331**

16. Subsequent events

Plan of Arrangement

The Company entered into an arrangement agreement dated August 26, 2024 to complete a plan of arrangement ("Plan of Arrangement") under the Business Corporations Act (British Columbia) with its wholly-owned subsidiary, Kelso Mining Inc. ("Kelso"), whereby the Company's Chlore property will be spun out to Kelso in accordance with the Plan of Arrangement. The Plan of Arrangement was completed on February 5, 2025 and resulted in, among other things, the Company's shareholders receiving one common share of Kelso with respect to every 150 common shares of the Company.

Stock Options

On February 3, 2025, the Company granted 750,000 stock options that will be exercisable to acquire 750,000 common shares at $0.19 per share for a period of one year, 400,000 stock options that will be exercisable to acquire 400,000 common shares at $0.19 per share for a period of two years, and 200,000 stock options that will be exercisable to acquire 200,000 common shares at $0.19 per share for a period of five years. The stock options vested immediately. Of the stock options issued, 200,000 stock options were granted to an officer of the Company.

Warrant and Stock Option Exercises

Subsequent to October 31, 2024, 5,510,000 warrants were exercised for total proceeds of $628,500 and 750,000 stock options were exercised for total proceeds of $142,500.