MANGANESE X ENERGY CORP.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

THREE MONTHS ENDED JUNE 30, 2022

UNAUDITED

(Expressed in Canadian dollars)

Contents

Condensed Interim Consolidated Financial Statements

Notice of Disclosure of No Auditor Review of Interim Financial Statements

Pursuant to National Instrument 51-102, Part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators, if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim condensed consolidated financial statements of the Company for the interim periods ended June 30, 2021 and 2020 have been prepared in accordance with international accounting standards for interim financial reporting under IAS 34. The accompanying unaudited interim condensed consolidated financial statements are the responsibility of the Company's management.

The Company's independent auditors, Wasserman Ramsay, Chartered Accountants, have **not** performed a review of these interim financial statements in accordance with the standards established for a review of interim financial statements by an entity's auditor.

August 29, 2022

/s/ Martin Kepman
Chief Executive Officer

MANGANESE X ENERGY CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Unaudited, expressed in Canadian dollars)

As at,	June 30, 2022	March 31, 2022
	$	$
ASSETS		
Current assets		
Cash & cash equivalents (note 7)	**3,526,486**	3,511,198
Prepaid expenses	**235,403**	304,203
Sales taxes receivable	**163,136**	119,162
Total current assets	**3,925,025**	3,934,563
Long-term assets		
US Patent (note 9)	**116,250**	120,000
Total assets	**4,041,275**	4,054,563
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities (note 11)	**278,413**	128,432
Total liabilities	**278,413**	128,432
SHAREHOLDERS' EQUITY		
Share capital (note 12)	**18,157,669**	17,347,795
Reserves	**8,752,027**	8,886,066
Deficit	**(23,146,834)**	(22,307,730)
Total shareholders' equity	**3,762,862**	3,926,131
Total liabilities & shareholders' equity	**4,041,275**	4,054,563

Going concern (Note 2) and subsequent events (Note 20)

The Company's board of directors approved the condensed interim consolidated financial statements on August 29, 2022.

APPROVED BY THE BOARD OF DIRECTOR

Signed "Martin Kepman" _______ *Director*

Signed "Jay Richardson" _______ *Director*

The accompanying notes form an integral part of the condensed interim consolidated financial statements.

MANGANESE X ENERGY CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE THREE MONTHS ENDED JUNE 30, 2022
(Unaudited, expressed in Canadian dollars)

	SHARE CAPITAL		RESERVES	DEFICIT	TOTAL
	#	$	$	$	$
Balance, as at March 31, 2020	**67,564,845**	**10,386,159**	**3,790,574**	**(13,231,193)**	**945,540**
Acquisition of US Patent	1,500,000	150,000	-	-	150,000
Issuance of shares	337,500	59,500	-	-	59,500
Private placements	35,957,357	2,930,519	2,142,443	-	5,072,962
Stock options issued	-	-	1,612,690	-	1,612,690
Stock options exercised	3,130,000	777,079	(341,479)	-	435,600
Stock options expired	-	-	(78,705)	78,705	-
Warrants exercised	15,760,705	2,989,371	(647,033)	-	2,342,338
Net loss for the period				4,880,829	4,880,829
Balance, as at March 31, 2021	**124,250,407**	**17,292,628**	**6,478,490**	**(18,033,317)**	**5,737,801**
Stock options issued	-	-	2,416,618	-	2,416,618
Warrants exercised	307,500	55,167	(9,042)	-	46,125
Dividend distribution (note 10)	-	-	-	1	1
Net loss for the period	-	-	-	4,274,412	4,274,412
Balance, as at March 31, 2022	**124,557,907**	**17,347,795**	**8,886,066**	**(22,307,730)**	**3,926,131**
Stock-based compensation reserve	**-**	**-**	58,335	**-**	58,335
Net loss for the period	-	-	-	839,104	839,104
Warrants exercised	2,050,000	771,930	(174,430)	-	597,500
Stock options exercised	100,000	37,944	(17,944)	-	20,000
Balance, as at June 30, 2022	**126,707,907**	**18,157,669**	**8,752,027**	**(23,146,834)**	**3,762,862**

The accompanying notes form an integral part of the condensed interim consolidated financial statements.

MANGANESE X ENERGY CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
FOR THE THREE MONTHS ENDED JUNE 30, 2022
(Unaudited, expressed in Canadian dollars)

For the three-months period ended,	June 30, 2022	June 30, 2021
	$	$
Revenues	**-**	-
Cash Expenses		
Exploration expenses (note 10)	**291,082**	257,282
Research cost	**-**	19,180
Other operating expenses	**51,885**	19,529
Management fees	**65,476**	56,545
Professional and consulting fees	**273,165**	87,758
Printing, Postage and mailing expense re: Plan of Arrangement	**3,094**	169,010
Advertising and marketing	**90,302**	73,077
Foreign exchange loss	**2,015**	3,052
	777,019	685,434
Non-cash Expenses/(income)		
Stock-based compensation- Non-Cash (note 12)	**58,335**	324,001
Amortisation	**3,750**	3,750
	62,085	327,751
Net loss and comprehensive loss	**839,104**	1,013,185
Loss per share - basic & diluted	**0.007**	0.008
Weighted average number of shares outstanding	**126,478,237**	124,379,643

The accompanying notes form an integral part of the condensed interim consolidated financial statements.

MANGANESE X ENERGY CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE THREE MONTHS ENDED JUNE 30, 2022
(Unaudited, expressed in Canadian dollars)

For the three-months period ended,	**June 30, 2022**	June 30, 2021
	$	$
Cash used in operating activities		
Net loss for the period	**(839,104)**	(1,013,185)
Adjustments for items not involving cash:		
Stock based compensation	**58,335**	324,001
Amortisation	**3,750**	3,750
Changes in non-cash working capital items:		
Receivables and other	**(43,974)**	(34,283)
Prepaid expenses	**68,799**	31,870
Accounts payable and accrued liabilities	**149,982**	(136,825)
	(602,212)	(824,672)
Cash used in investing activities		
	-	-
Cash flows from financing activities		
Warrants exercised	**597,500**	42,675
Options exercised	**20,000**	-
	617,500	42,675
Increase (decrease) in cash and cash equivalents	**15,288**	(781,997)
Cash and cash equivalents, beginning of the period	**3,511,198**	5,562,483
Cash and cash equivalents, end of the period	**3,526,486**	4,780,486

The accompanying notes form an integral part of the condensed interim consolidated financial statements

1. GENERAL INFORMATION

Manganese X Energy Corp. ("Manganese X", “Manganese”, “MN” or the "Company") was incorporated as a private company by Certificate of Incorporation issued pursuant to the provisions of the British Columbia Business Corporation Act on December 4, 2007. On December 3, 2010, the Company changed its name from Numine Resources Ltd. to Sunset Cove Mining Inc. On December 1, 2016, the Company changed its name from Sunset Cove Mining Inc. to Manganese X Energy Corp. The principal activities of Manganese and its subsidiaries are to acquire and advance high potential mining prospects located in North America with the intent of supplying value-added materials to the lithium ion battery and other alternative energy industries.

The Company’s shares are listed under the symbol MN on the TSX Venture Exchange (the “Exchange”), 9SC2 on the Frankfurt Exchange and MNXXF on the Over-the-Counter market in the United States. The registered office of the Company is located at 145 Graveline, Saint-Laurent, Quebec, Canada, and the Company maintains a place of business at 120 Carlton Street, Suite 219, in Toronto, Ontario, Canada.

These interim condensed consolidated financial statements were approved and authorized for issuance by the Board of Directors of the Company on August 29, 2022.

2. GOING CONCERN DISCLOSURE

The business of mining exploration involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The recoverability of the carrying value of exploration 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 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. Although the Company has taken steps to verify title to the properties on which it is conducting exploration and has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements, aboriginal claims and non-compliance with regulatory requirements.

The ability of the Company to continue as a going concern (as is assumed in the presentation of these statements) is uncertain and is dependent upon its ability to fund its working capital, complete the development of its explorations, and eventually to generate positive cash flows from operations. Management plans to explore strategic alternatives, including joint ventures, debt and equity financings, and merger opportunities.

Several adverse conditions and events cast substantial doubt upon the validity of this assumption. Manganese is not currently generating any revenue from its operations. For the three-months period ended June 30, 2022, the Company recorded a net comprehensive loss of $839,104 (March 31, 2022 – $4,274,412) and had an accumulated deficit of $23,146,834 (March 31, 2022 - $22,307,730) but a positive shareholders’ equity of $3,762,862 and cash of $3,526,486. While the “Going concern uncertainty” may still be justified in the longer term, the Company presently is in sound financial condition to maintain its operations for the next 18 months and beyond.

These interim condensed consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classifications that would be necessary were the going concern assumption inappropriate, and these adjustments could be material.

3. BASIS OF PRESENTATION

Statement of compliance

These interim condensed consolidated financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and effective as of June 30, 2022.

In the opinion of management, all adjustments considered necessary for fair presentation have been included in these financial statements. These interim condensed consolidated financial statements of the Company have been prepared using historical costs and fair values of certain items. Items measured at fair value include cash held in foreign currencies, warrants, and share based payments. Certain comparative figures have been reclassified to conform to the current year's presentation.

Basis of consolidation

During the Company's 2022 fiscal year, the Company's former 100% owned subsidiary 7712898 Canada Inc. was continued in the Province of British Columbia under the new name 1296555 B.C. Ltd. Subsequently, on November 3, 2021, it was amalgamated with the Company under the name Manganese X Energy Corp. The subsidiaries are fully consolidated from the date of acquisition and continue to be consolidated until the date control over the subsidiary's ceases.

The annual consolidated financial statements of the Company include the accounts of its 100% wholly owned subsidiaries Disruptive Battery Corp. ("DBC") and, until August 2021, Graphano Energy Ltd. ("Graphano"), all located in Canada. All significant inter-company transactions and balances have been eliminated upon consolidation. Graphano was spun-out out to MN's shareholders (see Note 10) on August 24, 2021, and as such has been de-consolidated. The net investment in Graphano, pursuant to the Company's policy of writing off mining properties and related expenditures, was a nominal amount and therefore not disclosed separately.

Investments subject to significant influence

Investments over which the Company exercises significant influence are accounted for using the equity method. The equity method is a basis of accounting for investments whereby the investment is initially recorded at cost, the carrying value adjusted thereafter to include the investor's pro rata share of post-acquisition earnings of the investee, as computed by the consolidation method. Profit distributions receivable from an investee reduce the carrying value of the investment. There are no investments in this category presently.

Foreign operations

Assets and liabilities of foreign operations whose functional currency is other than the Canadian dollar are translated into Canadian dollars using exchange rates in effect at period-end. Revenues and expenses, as well as cash flows, are translated using the average exchange rates for the period. Translation gains or losses are recognized in other comprehensive income ("OCI"). This applies primarily to the DBC subsidiary and its joint venture.

Functional and presentation currency

These interim condensed consolidated financial statements are presented in Canadian dollars, which is Company's functional currency.

4. SUMMARY OF SIGNFICANT ACCOUNTING POLICIES

Readers should refer to the March 31, 2022 annual audited consolidated financial statements for the accounting policies used in the preparation of these interim condensed consolidated financial statements. The IASB continues to amend and add to current IFRS standards and interpretations with several projects underway.

(Unaudited, expressed in Canadian dollars)

Accordingly, the accounting policies adopted by the Company for the Company's IFRS annual consolidated financial statements will be determined as at March 31, 2023. In the event that accounting policies adopted at March 31, 2023 differ materially from the accounting policies used in the preparation of these Financial Statements, these Financial Statements will be restated to retrospectively account for the application of those policies adopted at March 31, 2023.

5. SUMMARY OF ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of the financial statements in conformity with IFRS requires management to make estimates and judgements that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Estimates and judgments are continuously evaluated and are based on management's experience and other factors, including on historical experience and expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates and assumptions. The estimates and judgments that, in management's opinion, have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities are disclosed in the annual audited consolidated financial statements.

See annual consolidated financial statements for the years ended March 31, 2022 and 2021 for a list of accounting estimates and judgements considered significant by management.

6. FUTURE ACCOUNTING PRONOUNCEMENTS

Certain pronouncements have been issued by the IASB that are mandatory for accounting periods after March 31, 2022. There are currently no such pronouncements that are expected to have a significant impact on the Company's interim condensed consolidated financial statements upon adoption.

7. CASH AND CASH EQUIVALENTS

Cash and cash equivalents are as follows:

	June 30, 2022	Mar 31, 2022
	$	$
Cash Canadian banks	**3,345,672**	3,482,598
Cash held in Capital Transfer Agency Trust Account	**160,915**	3,433
Cash held in Solicitors' Trust Account(s)	**19,899**	25,167
	3,526,486	3,511,198

During the current period and prior year the Company has not raised any funds via flow-through financings.

8. INVESTMENT IN MOUNTAIN SPRING OIL AND GAS LIMITED

On October 9, 2018, the Company purchased a 15% interest in Mountain Spring Oil and Gas Limited ("MSOG") a private company incorporated to invest in operating Oil and Gas properties in the province of Alberta, via a private placement of 750,000 shares at $1 a share subscription price.

The Company paid $500,000 cash to MSOG with the balance of $250,000 to be paid in either cash or common shares of the Company to be determined when MSOG completed its first acquisition. In the result, MSOG did not complete any acquisition and no such additional cash payment or issue of MN shares was made. During the year

(Unaudited, expressed in Canadian dollars)

2021, the Company recovered an amount of $41,812 of the $500,000 advanced. The Company is still pursuing collection of the balance of the amount advanced but has set up an allowance in full for the balance as collection of any further amounts is uncertain. As such, the Company has recognized a provision for loss on investment in the previous year in the amount of $458,188 in fiscal 2021.

9. US PATENT

On April 30, 2020, the Company acquired by way of a definitive agreement, a US patent for a system and method for air quality disinfection, sterilization and deodorization. Further testing has been encouraging and more detailed testing is now being undergone. The acquisition of this patent will add new technology to our Disruptive Battery Corp. ("DBC") subsidiary. It is intended that DBC will work in partnership with universities, chemical labs and global HVAC companies and experts in the field of environmental science, especially the University of Virginia with whom the Company now has an agreement for work to be conducted via its 50% owned joint venture subsidiary. The terms of the acquisition were 1.5 million shares at a value of $0.10 each ($150,000) plus a 2% royalty on future sales by DBC deriving from the patent. DBC has the option to repurchase 1/2 of the royalty for the sum of $250,000. Amortization of this asset is over ten years on a straight line basis, as noted above.

	Opening	Additions	Amortization	Net
Patent	$ 120,000	$ -	$ 3,750	$ 116,250

10. EXPLORATION PROPERTIES

Mineral exploration and evaluation on the properties may be subject to exploration and/or mining restrictions with potential implications on expenses thereof. At the date of this report, management is not aware of any restrictions to its exploration activities. The Company writes off to expense all of its expenditure on acquisition and exploration of all of its exploration properties. It does separately track such expenditures by property and kind of expenditure.

Battery Hill/Houlton Woodstock Manganese Property

On June 28, 2016, the Company announced that it would be entering into an option agreement with Globex Mining Enterprises Inc. (GMX). The Company, having met certain conditions of a previously concluded agreement, announced the conclusion of an option agreement for a manganese property in the province of New Brunswick. Pursuant to the agreement, it agreed to issue up to 4 million shares of its share capital and pay up to $200,000 in order to acquire a 100% interest in the property, details as follows:

Pay $200,000 in cash to the vendor as follows: $100,000 on or before the 5th day after TSX Venture Exchange acceptance of the Option agreement and $100,000 on or before the date that is 12 months from the Effective date of the option agreement. The cash payments were a firm obligation and were made and required even in the event the Company chose not to complete the option agreement and have been completely satisfied.

Issue 4,000,000 common shares as follows: 1,000,000 shares on or before the 5th day after TSX Venture Exchange acceptance of the Option agreement; a further 1,000,000 shares on or before the 1st anniversary of the Effective date of the option agreement (these first two share issuances were firm commitments); and a further 2,000,000 shares on or before the 2nd anniversary of the Effective date of the option agreement. All these shares have now been Issued as below.

Spend $1,000,000 in exploration expenditures on the property as follows: $500,000 on or before the 1st anniversary of the Effective date of the option agreement and an additional $500,000 on or before the 2nd anniversary of the Effective date of the option agreement. This commitment has been satisfied.

The Company made the first cash payment deposit of $100,000 on April 28, 2016, and a final cash payment of $100,000 on February 3, 2017. As at March 31, 2018, a total of 2,400,000 shares were issued as per the option agreement including 400,000 shares as finder's fees common shares. The Company made the first share payment of 1 million shares on December 4, 2016, and an additional second share payment of 1 million shares on April 22, 2017. On November 30, 2018, the Company issued the final tranche of shares required under the option agreed by issuing 2,000,000 common shares at a value of $0.12 each for a total value of $240,000 and now owns 100% of the claims subject to a 3% Gross Metals Royalty.

Peter Lake Copper-Nickel-Cobalt Property

On August 23, 2018, the Company signed a Property Option Agreement (the "Agreement") with a group of Vendors in Québec (the "Vendors"). Pursuant to the terms of the Agreement, the Company has acquired a 40% interest in the Property. A net smelter royalty ("NSR") of 2% shall be payable to the Vendors on all metals produced from the Property with a right at any time to buy back one percent (1%) of the NSR from the Vendors for one million dollars ($1,000,000)).

The Company made two cash payments totalling $25,000 during the year ended March 31, 2019, and issued a total of 833,333 common shares and 500,000 warrants exercisable for a two year period at $0.25 per share and valued at $34,000 (now expired unexercised) as per the option agreement at a stated price of $0.15 each for a total value $125,000 (see note 12).

Lac Aux Bouleaux Property – No longer owned by the Company

The Company acquired 100% interest in the Lac Aux Bouleaux Graphite ("LAB") Property under an agreement signed July 18, 2019, by paying $10,000 cash and issuing 307,000 common shares of the Company valued at $.12 per share. The Property consists of 14 mineral claims in one contiguous block totalling 738.12 hectares near the town of Mont-Laurier in southern Québec. The Company has completed an updated NI 43-101 technical report which describes historical exploration work on the property and is available on SEDAR and on the Company's website.

The LAB Property has been spun-out out to MN's shareholders through a former subsidiary of the Company known as Graphano Energy Ltd. ("Graphano"). Graphano's shares have been distributed to MN's shareholders as a dividend pursuant to the terms of a Plan of Arrangement by which the Company distributed 15,559,049 common shares of Graphano ("Graphano Shares") to shareholders of record of Manganese X common shares ("Manganese X Shares") as of August 24, 2021 (the "Record Date"), on the basis of one Graphano Share for every eight shares of Manganese X held on the Record Date. The sale of the LAB property to Graphano Energy Ltd. and dividend distribution are booked at the carrying value in MN's books which has been a nominal value of $1. Graphano's shares are now listed for trading on the TSX Venture Exchange and began trading on September 30, 2021, under the trading symbol GEL. Three members of MN's management and Board of Directors are presently three of the five members of Graphano's Board of Directors and management.

The Company has released a Preliminary Economic Assessment ("PEA") for its wholly-owned Battery Hill project located near Woodstock, New Brunswick (see MD&A for further disclosure).

11. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Trade payables as at June 30, 2022 are $278,413 (March 31, 2022 - $128,432). Accounts payable includes an amount of $7,249 (March 31, 2022 - $118,617) due to related parties (see Note 13).

12. SHARE CAPITAL

A Authorized share capital:

An unlimited number common share, without par value:

B Common Shares Issued

a) On September 3, 2020, Manganese announced the closing of a private placement with the issuance of 24,999,145 Units of the Company at $0.08 for gross proceeds of $2,000,000, with each Unit being comprised of one (1) common share and one (1) warrant giving the warrant-holder the right to purchase one (1) common share for $0.15 expiring on September 3, 2023. In connection with the private placement the Company paid finder's fees in an aggregate amount of $20,160 and issued compensation warrants for 172,000 common shares at $0.15 per share for three (3) years from closing. All securities issued pursuant to the financing are subject to a four-month hold period. The total gross proceeds of this financing are being used for metallurgy and drilling at the company's Woodstock Battery Hill manganese project and its Preliminary Economic Assessment, costs resulting from the spinout of the company's Lac Aux Bouleaux graphite property, marketing and investor relations, and general working capital. The fair value of the 24,999,145 warrants at issue date was $1,223,914, as calculated using a Black-Scholes option pricing model with the following assumptions: 36 months expected average life; share price of $0.08; 121.87% expected volatility; risk free interest rate of 0.26%; and an expected dividend yield of 0%. The allocation of the total proceeds to share capital and warrant reserve was affected by pro-rating the current trading value of the shares with the Black-Scholes calculated value of the warrants over the total purchase consideration.

   On October 15, 2020, Manganese completed a private placement of 6,000,000 Units of the Company at $0.255 per Unit for gross proceeds of $1,530,000 with each Unit being comprised of one (1) common share and one (1) warrant exercisable into one (1) common share at $0.40 per share expiring on October 21, 2022. The offering was closed on October 21, 2020. No finder's fees were paid in connection with the offering.

   On February 11, 2021, Manganese announced it had completed a non-brokered private placement offering for gross proceeds of $1,636,210 through the issuance of up to 4,958,212 units at a price of $0.33 per Unit. Each Unit of the Offering was comprised of one common share in the capital of the Company and one common share purchase warrant being exercisable into one additional Common Share at a price of $0.44 per share until February 11, 2023. The Company paid cash fees of $29,482 and issued 89,340 finder's warrants, which each entitle the holder thereof to purchase one Common Share at a price of $0.44 until February 11, 2023, to a registered finder. The net proceeds received by the Company from the Offering are expected to be used for exploration, business development and general working capital purposes.

b) On April 30, 2020, the Company issued 1,500,000 common shares (see note 9) with a value of $150,000, for the acquisition by DBC of a US patent for a system and method for air quality disinfection, sterilization and deodorization.

c) On May 19, 2020, the Company has issued 100,000 common shares at a deemed price of $0.12 per share to an arm’s-length consultant pursuant to a consulting agreement under which services were provided from December 1, 2019, to the date thereof.

d) A total of 2,050,000 warrants were exercised during the three-months period ended June 30, 2022, the Company issued 2,050,000 common shares for warrants exercised and $597,500 was received.

(Unaudited, expressed in Canadian dollars)

e) A total of 100,000 options were exercised during the three months ended June 30, 2022, the Company issued 100,000 common shares for options exercised and $20,000 was received.

C Share purchase warrants

The movement in the number of warrants outstanding and their weighted average exercise prices are as follows:

	Warrants #	Weighted average exercise price $
Balance - March 31, 2020	**4,650,000**	**0.16**
Issued	24,999,145	0.15
Warrant issued	172,000	0.15
Warrants expired	(500,000)	0.25
Warrants exercised	(3,950,000)	0.145
Warrant issued	6,000,000	0.400
Warrant issued	4,958,212	0.44
Warrant issued	89,340	0.44
Warrants exercised	(11,810,705)	0.15
Balance -Mar 31, 2021	**24,607,992**	**0.27**
Warrants exercised	(307,500)	0.15
Balance -Mar 31, 2022	**24,300,492**	**0.27**
Warrants exercised	(1,000,000)	0.44
Warrants exercised	(1,050,000)	0.15
Balance -June 30, 2022	**22,250,492**	**0.27**

The fair value of the 24,999,145 warrants issued in the prior year was $1,223,914, as calculated using a Black-Scholes option pricing model with the following assumptions: 36 months expected average life; share price of $0.08; 121.87% expected volatility; risk free interest rate of 0.26%; and an expected dividend yield of 0%. The allocation of the total proceeds to share capital and warrant reserve was affected by pro-rating the then current trading value of the shares with the Black-Scholes calculated value of the warrants over the total purchase consideration.

The fair value of the 172,000 Units (also prior year) warrants issued with a strike price of $0.15 during the second quarter was $27,636, as calculated using a Black-Scholes option pricing model with the following assumptions: 36 months expected average life; share price of $0.21; strike price of $.0.15; 124.51% expected volatility; risk free interest rate of 0.25%; and an expected dividend yield of 0%.

The fair value of the 6,000,000 warrants issued as part of Units during the prior year was $1,319,321, as calculated using a Black-Scholes option pricing model with the following assumptions: 24 months expected average life; share price of $0.32; strike price of $.0.40; 152.36% expected volatility; risk free interest rate of 0.25%; and an expected dividend yield of 0%. The allocation of the total proceeds to share capital and warrant reserve was affected by pro-rating the then current trading value of the shares with the Black-Scholes calculated value of the warrants over the total purchase consideration.

The fair value of the 4,958,212 warrants issued in the prior year was $2,484,621, as calculated using a Black-Scholes option pricing model with the following assumptions: 24 months expected average life; share price of $0.63;

(Unaudited, expressed in Canadian dollars)

163.69% expected volatility; risk free interest rate of 0.22%; and an expected dividend yield of 0% and pro-rated similarly as above.

The fair value of the 89,340 warrants issued as part of Units with a strike price of $0.44 during the prior year was $44,769, as calculated using a Black-Scholes option pricing model with the following assumptions: 24 months expected average life; share price of $0.63; strike price of $.0.44; 163.69% expected volatility; risk free interest rate of 0.22%; and an expected dividend yield of 0% and pro-rated similarly as above.

As at June 30, 2022, the outstanding share purchase warrants were as follows:

	Exercise price	Number outstanding and exercisable	Weighted average remaining contractual life (years)	Expiry dates
	$0.150	12,030,940	1.18	Sep 2023
	$0.150	172,000	1.17	Sep 2023
	$0.400	6,000,000	0.29	Oct 2022
	$0.440	3,958,212	0.62	Feb 2023
	$0.440	89,340	0.62	Feb 2023
Balance -June 30, 2022		**22,250,492**	**0.8**	

D Stock options

The Company has a stock option plan under which it 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 stock of the Company. Under the plan, the exercise price of each option equals the market price of the Company's stock, not less than the previous day's Closing Price, as calculated on the date of grant. The options can be granted for a maximum term of 5 years and vest at the discretion of the board of directors. The option activity, under the share option plan and information concerning outstanding and exercisable options is as follows:

(Unaudited, expressed in Canadian dollars)

	No. of Options Vested	Weighted Average Exercise Price ($)
Balance - March 31, 2020	**2,650,000**	**0.11**
Options issued	300,000	0.12
Options issued	2,100,000	0.20
Options issued	700,000	0.86
Options issued	800,000	0.25
Options exercised	(1,820,000)	0.12
Options expired	(560,000)	0.12
Options issued	2,600,000	0.63
Options exercised	(750,000)	0.20
Options expired	(120,000)	0.12
Balance - Mar 31, 2021	**5,900,000**	**0.46**
Options issued	300,000	0.50
Options issued	5,500,000	0.40
Balance -Mar 31, 2022	**11,700,000**	**0.44**
Options exercised	(100,000)	0.20
Balance -June 30, 2022	**11,600,000**	**0.44**

The fair value of the 300,000 stock options at the issue date (May 19, 2020) was $20,239, calculated using the Black-Scholes option pricing model with the following assumptions: 36 months expected average life; share price and strike price of $0.10; 120% expected volatility; risk free interest rate of 0.50%; and an expected dividend yield of 0%.

The fair value of the 2,100,000 stock options at the issue date (September 4, 2020) was $376,828, calculated using the Black-Scholes option pricing model with the following assumptions: 36 months expected average life; share price and strike price of $0.20; 125.22% expected volatility; risk free interest rate of 0.28%; and an expected dividend yield of 0%.

The fair value of the 700,000 stock options at the issue date (September 15, 2020) was $445,315 calculated using the Black-Scholes option pricing model with the following assumptions: 36 months expected average life; share price and strike price of $0.86; 129.7% expected volatility; risk free interest rate of 0.27%; and an expected dividend yield of 0%.

The fair value of the 800,000 stock options at the issue date (December 29, 2020) was $190,801 calculated using the Black-Scholes option pricing model with the following assumptions: 36 months expected average life; share price and strike price of $0.30; 139.85% expected volatility; risk free interest rate of 0.26%; and an expected dividend yield of 0%.

The fair value of the 2,600,000 stock options at the issue date (February 1, 2021) was $1,403,896 calculated using the Black-Scholes option pricing model with the following assumptions: 60 months expected average life; share price and strike price of $0.63; 130.82% expected volatility; risk free interest rate of 0.18%; and an expected dividend yield of 0%. One third of the options vested on the date of grant and one third of the options will vest on each of the 12^{th} and 24^{th} month anniversary of the date of grant. The total value of the options in the amount of $1,403,896 will be amortized over the vesting period.

The fair value of the 300,000 stock options at the issue date (April 4, 2021) was $148,995 calculated using the

(Unaudited, expressed in Canadian dollars)

Black-Scholes option pricing model with the following assumptions: 60 months expected average life; share price and strike price of $0.56; 132.26% expected volatility; risk free interest rate of 0.49%; and an expected dividend yield of 0%.

The fair value of the 5,500,000 stock options at the issue date (March 25, 2022) was $1,640,677 calculated using the Black-Scholes option pricing model with the following assumptions: 60 months expected average life; share price and strike price of $0.40; 129.87% expected volatility; risk free interest rate of 2.36%; and an expected dividend yield of 0%.

As at June 30, 2022, stock options issued and outstanding are as follows:

	Options granted	Options exercisable	Weighted Average Exercise Price ($)	Expiry dates
	300,000	300,000	0.12	September 2024
	1,400,000	1,400,000	0.20	September 2023
	700,000	700,000	0.86	September 2023
	800,000	800,000	0.25	December 2023
	2,600,000	1,733,333	0.63	February 2026
	300,000	300,000	0.50	April 2026
	5,500,000	5,500,000	0.40	March 2027
Balance -June 30, 2022	**11,600,000**	**10,733,333**	**0.44**	

13. RELATED PARTY TRANSACTIONS AND BALANCES

In addition to share issuances connected to private placement unit offerings, in which some of the subscribers were Insiders of the Company, transactions with related parties were as follows:

For the period ended,	**June 30, 2022**	June 30, 2021
	$	$
Management and other fees paid to companies controlled by Officers and Directors	**66,250**	56,545
Exploration expenditures paid to an officer as geological consultant to the company	**8,810**	4,770
Legal and professional fees paid to a firm of which Company's Secretary is a partner	**7,572**	37,599
Stock-Based compensation expense - directors and officers	**40,386**	236,498
	123,018	335,412

Amounts payable to related parties included in the non-current liabilities and in the accounts payable and accrued liabilities were as follows:

Included in the accounts payable and accrued liabilities	**June 30, 2022**	June 30, 2021
	$	$
Consulting fees payable to companies controlled by officers and Directors	**3,390**	21,223
Exploration expenditures due to directors	**-**	2,544
Owing to a legal firm in which the corporate secretary is a partner	**3,859**	100,000
	7,249	123,767

(Unaudited, expressed in Canadian dollars)

14. EARNINGS PER SHARE ("EPS")

(a) Basic EPS

Basic EPS is computed by dividing net income for a period by the weighted average number of common shares outstanding during that period.

(b) Diluted EPS

Diluted EPS is computed by dividing net income for a period by the diluted number of common shares. Diluted common shares includes the effects of instruments, such as share options, which could cause the number of common shares outstanding to increase.

The Company reported net losses for the periods ended March 31, 2022 and 2021; the Company has accordingly presented basic and diluted EPS, which are the same, on a single line in the statements of comprehensive loss. Diluted loss per share did not include the effect of share purchase options and warrants as they would be anti-dilutive.

15. SEGMENTED INFORMATION

The Company operates in two reportable operating segments, being the acquisition and exploration of mineral property interests in Canada and technology development through its subsidiary Disruptive Battery Corp. (DBC), which includes a HVAC systems to respond to air quality needs. All of the Company's exploration activities are focussed on exploration projects located in Canada while DBC's activities are primarily carried on though its investment in its Joint Venture which is primarily located and conducting its activities in the USA, so this Segmented Information oriented to field of activity/business nature also serves as Geographic Segmentation.

For the three-months period ended,	June 30, 2022		
	$ Manganese	$ Disruptive	$ Total
Revenues	-		
Cash Expenses			
Exploration expenses	**291,082**	**-**	**291,082**
Research cost	**-**	**-**	**-**
Other operating expenses	**51,864**	**21**	**51,885**
Management fees	**65,476**	**-**	**65,476**
Professional and consulting fees	**273,165**	**-**	**273,165**
Printing, Postage and mailing expense re: Plan of Arrangement	**3,094**	**-**	**3,094**
Advertising and marketing	**90,302**	**-**	**90,302**
Foreign exchange loss	**2,015**	**-**	**2,015**
	776,997	**21**	**777,019**
Non- cash Expenses			
Stock-based compensation	**58,335**	**-**	**58,335**
Amortisation	**3,750**	**-**	**3,750**
Provision for loss on investment	**-**	**-**	**-**
Profit on sale of property (note 10)	**-**	**-**	**-**
	62,085	**-**	**62,085**
Net loss and comprehensive loss	**839,082**	**21**	**839,104**

16. CAPITAL MANAGEMENT

The Company considers its capital to include all components of Shareholders' Equity. The Company currently manages its capital structure and makes adjustments to it, based on cash and other resources expected to be available to the Company, and required by the Company in order to support the planned exploration and development of mineral property interests and DBC's activities and meet its obligations as they fall due. Management has not established quantitative targets for its capital structure. Capital needs are reviewed on a regular basis by management.

The Company, beyond its present cash resources, currently is dependent on externally provided equity financing to fund its future activities. In order to carry out planned exploration and development and fund administrative and DBC's costs, the Company will allocate its existing capital and plans to raise additional amounts as needed through equity and related party advances if available. Management reviews the capital management approach on an ongoing basis and believes that this approach is reasonable for the current state of the markets and its place in its activities.

The Company and its subsidiaries are not subject to any capital requirements imposed by a lending institution or regulatory body, other than of the TSX Venture Exchange ("TSXV") which requires adequate working capital or financial resources of the greater of (i) $50,000 and (ii) an amount required in order to maintain operations and cover general and administrative expenses for a period of 12 months. As ofJune 30, 2022, the Company believes it is compliant with the policies of the TSXV.

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 periods covered in these statements.

17. FINANCIAL INSTRUMENTS

At June 30, 2022, the Company's financial instruments include cash and cash equivalents, other receivable, related party receivables and accounts payable for which there are no differences in the carrying values and fair values, due to their short-term nature. The types of risk exposure are detailed below.

The Company is required to classify fair value measurements using a hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy is as follows:

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

Cash and cash equivalents are measured using Level 1 inputs, the warrant liability and other captions above are measured using Level 2 inputs as is the fair value of the investment in MSOG (note 8).

18. FINANCIAL RISK FACTORS

The Company's activities expose it to a variety of financial risks: market risk (including currency risk and cash flow and fair value interest rate risk); credit risk and liquidity risk. The Company's overall risk management program focuses on the unpredictability of the financial markets and seeks to minimize potential adverse effects on the Company's financial performance. The Company does not use derivative financial instruments to hedge these risks.

Market risk
Foreign exchange risk; the Company and its subsidiaries conduct a small portion of their business using $US dollars and are therefore exposed to a nominal amount of financial risk that arises from fluctuations in foreign exchange rates and the degree of volatility of these rates. The company recorded a foreign exchange loss of $2,015 related to its foreign currency transactions for the three-months period ended June 30, 2022.

Commodity price risk: while the value of the Company's core mineral resource is related to the price of precious and other metals, the Company currently does not have any operating mines and hence does not have any hedging or other commodity-based risks in respect of its operational activities. Precious and other metal prices have historically fluctuated widely and are affected by numerous factors outside of the Company's control, including, but not limited to, industrial and retail demand, central bank lending, forward sales by producers and speculators, levels of worldwide production, short-term changes in supply and demand because of speculative hedging activities, and certain other factors. Adverse movements in the prices of precious and other metals may also negatively affect the Company's ability to raise capital and meet its financial commitments.

Cash flow and fair value interest rate risk: the Company could be exposed to fluctuations in its future cash flows arising from changes in interest rates through variable rate financial assets and liabilities. Other liabilities negotiated at a fixed rate could expose the Company to fair value interest rate risk. The Company does not hold or owe any interest-bearing debt.

Credit risk
Credit risk arises from cash with banks and financial institutions and amounts receivable. The Company reduces this risk by dealing with creditworthy financial institutions but may be exposed to such risk with respect to other counterparties. 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. The Company is subject to concentrations of credit risk through cash, and receivables but minimizes such risks by dealing with a major Schedule A Canadian Chartered Bank and its solicitor's Trust account and monitoring its modest receivables, most of which are from Canadian Governments in respect of Sales Taxes refundable.

Liquidity risk
Liquidity risk is the risk that the Company will not be able to meet its obligations as they become due. The Company's ability to continue as a going concern is dependent on management's ability to raise required funding through future equity issuance. 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. The liquidity risk for the junior resource sector which the Company is in is usually considered high but the Company's present cash and cash equivalents resources appear to have effectively eliminated this risk at the present time.

19. CONTINGENCIES

COVID-19
In early 2020, the outbreak of the novel strain of coronavirus, specifically identified as "COVID-19", has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self imposed and other quarantine periods and social and physical distancing, have caused material disruption to businesses globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and periodic weakness. Governments and central banks have reacted with significant monetary and fiscal interventions (which may carry their own risks) designed to stabilize economic conditions. The duration and impact of the COVID-19 outbreak is unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company and its operating

subsidiaries in future periods. The recent news on the development and rapid implementation of several vaccines which appear to have very good efficacy against the virus has generated considerable optimism that life will get to a more normal pace and practice during the course of 2022/3. This is clearly a continuously developing dynamic situation as various “waves” of the virus have varied significantly around the country and around the globe and caution as to its further development is still appropriate. There is presently concern being expressed that a seventh wave is spreading and may be expected to worsen in the typical fall flu season.

20. SUBSEQUENT EVENTS

On June 27, 2022, Manganese X filed a Preliminary Economic Assessment technical report on its wholly owned Battery Hill manganese project on SEDAR.