TRANSCONTINENTAL GOLD CORP.

CONDENSED INTERIM FINANCIAL STATEMENTS
(Unaudited – Prepared by Management)
(Expressed in Canadian Dollars)

NINE MONTH PERIOD ENDED SEPTEMBER 30, 2024

UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS

The accompanying unaudited condensed interim financial statements have been prepared by and are the responsibility of the Company's management. The Company's independent auditor has not performed a review of these condensed interim financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review on interim financial statements by an entity's auditor.

TRANSCONTINENTAL GOLD CORP
CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)
AS AT,

	September 30, 2024	December 31, 2023
ASSETS		
Current		
Cash	$ 5,203	$ 2,986
	$ 5,203	$ 2,986
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Accounts payable and accrued liabilities	$ 183,650	$ 248,024
Loans payable (Notes 4 and 6)	359,214	175,844
	542,864	423,868
Loan payable (Notes 4)	-	64,833
Total liabilities	542,864	488,701
Shareholders' deficit		
Share capital (Note 5)	492,614	492,614
Reserves (Note 5)	69,752	69,752
Deficit	(1,100,027)	(1,048,081)
	(537,661)	(485,715)
	$ 5,203	$ 2,986

Nature of operations (Note 1)
Basic of preparation and going concern (Note 2)

Approved and authorized by the Board on November 29, 2024:

On behalf of the Board:

"Wenhong Jin"	Director	*"Yingting Guo"*	Director
Wenhong Jin		Yingting Guo	

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

TRANSCONTINENTAL GOLD CORP.
CONDENSED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	Three Months Ended September 30, 2024	Three Months Ended September 30, 2023	Nine Months Ended September 30, 2024	Nine Months Ended September 30, 2023
EXPENSES				
Accounting and auditing	$ 2,200	$ 1,575	$ 8,629	$ 8,086
Bank charges	249	270	799	786
Interest on loan payable (Note 4)	10,914	4,693	29,648	12,425
Registration and filing	-	-	8,610	7,566
Transfer agent	1,231	1,138	4,260	3,520
Loss and comprehensive loss for the period	$ (14,594)	$ (7,676)	$ (51,946)	$ (32,383)
Basic and diluted loss per common share	$ (0.00)	$ (0.00)	$ (0.01)	$ (0.01)
Weighted average number of common shares outstanding	3,980,000	3,980,000	3,980,000	3,980,000

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

TRANSCONTINENTAL GOLD CORP.
CONDENSED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	Number of Shares	Share Capital	Reserves	Deficit	Total
		$	$	$	$
Balance, December 31, 2022	7,080,000	492,614	69,752	(972,523)	(410,157)
Loss for the period	-	-	-	(32,383)	(32,383)
Balance, September 30, 2023	7,080,000	492,614	69,752	(1,004,906)	(442,540)
Balance, December 31, 2023	7,080,000	492,614	69,752	(1,048,081)	(485,715)
Loss for the period	-	-	-	(51,946)	(51,946)
Balance, September 30, 2024	7,080,000	492,614	69,752	(1,100,027)	(537,661)

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

TRANSCONTINENTAL GOLD CORP.
CONDENSED INTERIM STATEMENTS OF CASH FLOWS
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	Nine Months Ended September 30, 2024	Nine Months Ended September 30, 2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the period	$ (51,946)	$ (32,383)
Adjustments to cash flows from non-cash items		
Interest expense accrued	19,182	12,425
Changes in non-cash working capital items:		
Decrease in due from related party	-	(1,799)
Decrease in accounts payable and accrued liabilities	(64,374)	(47,373)
Net cash used in operating activities	(97,138)	(69,130)
CASH FLOWS FROM FINANCING ACTIVITY		
Loans received	99,355	72,709
Net cash provided by financing activity	99,355	72,709
Change in cash for the period	2,217	3,579
Cash, beginning of period	2,986	2,617
Cash, end of period	$ 5,203	$ 6,196

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

1. NATURE OF OPERATIONS

Transcontinental Gold Corp. (the "Company") was incorporated under the Business Corporations Act (British Columbia) on July 25, 2016 and is classified as a Capital Pool Company as defined in the TSX Venture Exchange ("TSX-V") Policy 2.4. The principal business of the Company is the identification and evaluation of assets or a business and, once identified or evaluated, to negotiate an acquisition or participation in a business subject to receipt of shareholder approval and acceptance by regulatory authorities.

The Company's head office and principal address is Suite 890 – 580 Hornby Street, Vancouver, British Columbia, Canada and its registered office is located at Suite 405-1328 West Pender Street, Vancouver, British Columbia, Canada.

2. BASIS OF PREPARATION AND GOING CONCERN

Statement of Compliance

These unaudited condensed interim financial statements ("Financial Statements") have been prepared in accordance with IAS 34 – Interim Financial Reporting, as issued by the International Accounting Standards Board ("IASB"). Accordingly, certain disclosures included in annual financial statements prepared in accordance with International Financial Reporting Standards ("IFRSs") as issued by the IASB have been condensed or omitted and therefore, these unaudited condensed interim financial statements should be read in conjunction with the Company's audited financial statements for the year ended December 31, 2023.

The Board of Directors approved the financial statements for issue on November 29, 2024.

Basis of Measurement

These financial statements have been prepared on a historical costs basis except for financial instruments classified as financial instruments at fair value through profit or loss, which are stated at their fair value. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information. These financial statements are presented in Canadian dollars, which is also the Company's functional currency.

The preparation of these financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the period (Note 3). Actual results could differ from these estimates.

Going Concern

The Company's continuing operations as intended are dependent upon its ability to identify, evaluate and negotiate an acquisition of, a participation in or an interest in properties, assets or businesses. Such an acquisition will be subject to regulatory approval and may be subject to shareholder approval. The Company incurred a loss of $51,946 for the nine months ended September 30, 2024 (September 30,2023 - $32,383) and as of that date, the Company's accumulated deficit was $1,100,027 (December 31, 2023 - $1,048,081). In order to continue as a going concern and meet its corporate objectives, the Company will require additional financing through debt or equity issuances or other available means. There is no assurance that the Company will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company. These material uncertainties may cast significant doubt on the Company's ability to continue as a going concern. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence.

(Expressed in Canadian dollars)

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of these financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. The financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the financial statements and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised, and the revision affects both current and future periods.

Judgment is used mainly in determining how a balance or transaction should be recognized in the financial statements include the following:

- Going Concern

Management makes an assessment about the Company’s ability to continue as a going concern by taking into the account the consideration of the various factors discussed in Note 1. Judgement is applied by management in determining whether or not the elements giving rise to factors that cause doubt about the ability of the Company to continue as a going concern are present.

Estimates and assumptions are used mainly in determining the measurement of recognized transactions and balances. Actual results may differ from these estimates.

4. LOANS PAYABLE

In 2021, the Company entered into two $50,000 unsecured loan agreements to secure debt financing of $100,000 in total. One of the loans was with an arms-length lender and the other loan was received from an entity controlled by a director of the Company. The loans bear interest at 10% per year and are due on demand. In 2022, the Company received an additional $30,000 unsecured loan from the same entity controlled by a director of the Company. The loan bears interest at 10% per year and is due on demand. In 2022, the Company entered an amendment to the loan agreement (the ‘Amendment”) with the arms-length lender which was originally entered on January 21, 2021. The Amendment is to extend the maturity date of the original loan agreement from January 20, 2022 to January 20, 2025.

On January 1, 2023, the Company entered a new revolving credit facility of up to $300,000 with the same entity controlled by a director of the Company. The credit facility bears interest at 10% per year and is due by demand. During the year ended December 31, 2023, the Company has drawn a total $72,708 on the credit facility.

During the nine months ended September 30, 2024, the Company received an additional $99,355 (September 30, 2024 -$72,709) unsecured loan from the same entity controlled by a director of the Company. The loan bears interest at 10% per year and is due on demand.

As of September 30, 2024, and December 31, 2023, the Company had the following loans and borrowings:

	September 30, 2024	December 31, 2023
	$	$
Loan payable – principal	302,063	202,708
Loan payable – accrued interest	57,151	37,969
Total loan payable	359,214	240,677
Total current portion of loans	359,214	175,844
Total long-term portion of loans	-	64,833

For the nine months ended September 30, 2024, the interest expense of $19,182 (September 30, 2023 - $12,425) was recorded.

(Expressed in Canadian dollars)

5. SHARE CAPITAL

(a) The authorized share capital of the Company consists of an unlimited number of common shares without par value.

(b) Issued and outstanding:

As at September 30, 2024 and December 31, 2023, the Company has 7,080,000 common shares outstanding, 3,100,000 shares of which are held in escrow. Basic and diluted weighted average number of common shares outstanding for the three and nine months ended September 30, 2024 and 2023 excludes shares held in escrow.

Shares held in escrow will be released pro-rata to the shareholders as to 25% of the escrowed shares upon issuance of notice of final acceptance of a Qualifying Transaction by the TSX-V, and as to the remainder in three equal tranches of 25% every six months thereafter for a period of 18 months. These escrowed shares may not be transferred, assigned, or otherwise dealt with without the consent of the regulatory authorities.

There were no share issuances during the nine months ended September 30, 2024 and December 31, 2023.

Warrants

There was no warrant outstanding as of September 30, 2024 and December 31, 2023.

Stock options

The Company adopted an incentive stock option plan (the "Option Plan") which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with TSX-V requirements, grant to directors, officers, employees and technical consultants to the Company, non-transferable options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares. Such options will be exercisable for a period of up to 10 years from the date of grant. Vesting terms will be determined at the time of grant by the Board of Directors.

On September 28, 2017, 608,000 stock options were granted to the directors and officers of the Company with an exercise price of $0.10 per common share exercisable for a period up to September 28, 2027. The options were valued at $51,365 using Black-Scholes Model.

	Expiry Date	Exercise price	Balance, September 30, 2024 and December 31, 2023
Stock options	September 28, 2027	$0.10	608,000
Weighted average exercise price			$0.10

All options outstanding as of September 30, 2024 and December 31, 2023 are vested and exercisable. The weighted average remaining life for the options is 3.00 years (December 31, 2023 – 3.75 years).

6. RELATED PARTY TRANSACTIONS

Trading transactions

The Company's related parties consist of companies controlled by executive officers or related through common directors.

On January 1, 2023, the Company entered a new revolving credit facility of up to $300,000 with an entity controlled by a director of the Company. The credit facility bears interest at 10% per year and is due by demand. During the nine months ended September 30, 2024, the Company received an additional $99,355 (June 30, 2023-$72,709) unsecured loan from the same entity controlled by a director of the Company. The loan bears interest at 10% per year and is due on demand.

Total interest expenses accrued to the related party during the nine months ended September 30, 2024 was $15,432 (September 30, 2023 - $12,425).

Related party balances

As of September 30, 2024, there was a loan payable balance of $290,631 (December 31, 2023 - $175,844) owing to an entity controlled by a director of the Company. The loan payable included a principal amount of $252,063 (December 31, 2023 – $152,708) and accrued interest expense of $38,567 (December 31, 2023 – $23,136). The loans bear interest at 10% per year and due on demand. (See Note 4).

7. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

As at September 30, 2024, the Company's financial instruments comprise cash, accounts payable and accrued liabilities and loans payable. The fair value of cash, accounts payable and accrued liabilities and loans payable approximates its carrying value due to its short-term to maturity. Fair values of financial instruments are classified in a fair value hierarchy based on the inputs used to determine fair values. The levels of the fair value hierarchy are as follows:

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's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its cash. The Company limits exposure to credit risk by maintaining its cash with large financial institutions.

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 ensures there is sufficient capital in order to meet short-term business requirements, after taking into account cash flows from operations and the Company's holdings of cash. The Company believes that further funding will be required to meet short-term and long-term requirements. As at September 30, 2024, the Company had a cash balance of $5,203 which is not sufficient to settle current liabilities of $474,281. All of the Company's financial liabilities have contractual maturities of 30 days or are due on demand and subject to normal trade terms.

7. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (cont'd…)

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

i. Interest rate risk
Interest rate risk arises from changes in market rates of interest that could adversely affect the Company. The Company currently has 10% fixed annual interest-bearing financial instruments other than cash, so its exposure to interest rate risk is insignificant.

ii. Foreign currency risk
Foreign currency risk arises from fluctuations in foreign currencies versus the Canadian dollar that could adversely affect reported balances and transactions denominated in those currencies. The Company currently has no assets or liabilities and has no revenue or expenses denominated in a foreign currency, so it is not exposed to foreign currency risk.

iii. Equity price risk
Equity price risk arises from market fluctuations in equity prices that could adversely affect the Company's operations. The Company's current exposure to equity price risk is limited to declines in the values and volumes including those of its own shares, which could impede its ability to raise additional funds when required.

8. CAPITAL MANAGEMENT

Capital is comprised of the Company's shareholders' equity and any debt that it may issue. The Company's objectives when managing capital are to maintain financial strength and to protect its ability to meet its on-going liabilities, to continue as a going concern, to maintain creditworthiness and to maximize returns for shareholders over the long term. Protecting the ability to pay current and future liabilities includes maintaining capital above minimum regulatory levels, current financial strength rating requirements and internally determined capital guidelines and calculated risk management levels.

In order to maintain or adjust the capital structure, the Company may issue new shares, reduce debt or increase its debt. The Company is not subject to any externally imposed capital requirements. The net proceeds raised will only be sufficient to identify and evaluate a limited number of assets and businesses for the purpose of identifying and completing a Qualifying Transaction. Although the company has little cash, it still needs to identify the Company's Qualifying Transaction.

The Company is not subject to any externally-imposed capital requirements.