



GIANT MINING CORP.

(formerly Majuba Hill Copper Corp.)

Condensed Interim Consolidated Financial Statements

Periods Ended September 30, 2024 and 2023

NOTICE OF NON AUDITOR'S REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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

The accompanying unaudited condensed interim consolidated financial statements for Giant Mining Corp. (formerly Majuba Hill Copper Corp.) (the "Company") have been prepared by and are the responsibility of the Company's management. The Company's independent auditor, Shim & Associates LLP, Chartered Professional Accountants, have not performed an audit of these condensed interim consolidated financial statements.

GIANT MINING CORP. (formerly Majuba Hill Copper Corp.)

Condensed Interim Consolidated Statements of Financial Position

(Expressed in Canadian dollars)

(Unaudited)

	September 30, 2024 \$	June 30, 2024 \$
Assets		
Current assets		
Cash	599,020	1,707,117
GST receivable	54,333	43,945
Prepaid expenses and deposits	678,040	951,914
Total current assets	1,331,393	2,702,976
Non-current assets		
Exploration and evaluation assets (Note 4)	9,226,062	8,556,360
Reclamation bond (Note 4)	325,005	329,531
Total assets	10,882,460	11,588,867
Liabilities and shareholders' equity		
Current liabilities		
Accounts payable and accrued liabilities (Note 5)	211,260	199,471
Loans payable (Note 6)	101,151	–
Total current liabilities	312,411	199,471
Shareholders' equity		
Share capital (Note 7)	44,847,216	43,580,602
Obligation to issue shares (Note 15)	37,500	–
Reserves (Notes 8, 9 and 10)	4,745,997	5,585,758
Deficit	(39,060,664)	(37,776,964)
Total shareholders' equity	10,570,049	11,389,396
Total liabilities and shareholders' equity	10,882,460	11,588,867

Nature and continuance of operations (Note 1)

Contingencies (Note 13)

Subsequent events (Note 15)

Approved and authorized for issuance by the Board of Directors on November 28, 2024:

/s/ "David Greenway"

David Greenway, Director

/s/ "Bradley Dixon"

Bradley Dixon, Director

(The accompanying notes are an integral part of these condensed interim consolidated financial statements)

GIANT MINING CORP. (formerly Majuba Hill Copper Corp.)

Condensed Interim Consolidated Statements of Operations and Comprehensive Loss

(Expressed in Canadian dollars)

(Unaudited)

	Period ended September 30, 2024 \$	Period ended September 30, 2023 \$
Expenses		
Consulting fees (Note 5)	13,923	15,740
General and administrative	7,146	6,483
Investor relations	847,321	46,945
Management fees (Note 5)	108,000	108,000
Professional fees	—	27,583
Share-based payments (Notes 9 and 10)	254,665	471,947
Transfer agent and filing fees	4,765	4,979
Travel	31,002	16,249
Total expenses	1,266,821	697,926
Other items		
Foreign exchange gain	15,727	—
Interest expense	1,151	—
Total other items	16,878	—
Net loss and comprehensive loss	(1,283,700)	(697,926)
Basic and diluted loss per share	(0.05)	(0.31)
Weighted average shares outstanding	23,629,631	2,225,424

(The accompanying notes are an integral part of these condensed interim consolidated financial statements)

GIANT MINING CORP. (formerly Majuba Hill Copper Corp.)

Condensed Interim Consolidated Statements of Changes in Equity

(Expressed in Canadian dollars)

(Unaudited)

	Share capital		Obligation to	Reserves	Deficit	Total
	Number	Amount \$	issue shares \$	\$	\$	shareholders' equity \$
Balance, June 30, 2023	2,637,085	38,473,296	—	3,988,479	(34,785,081)	7,676,694
Shares issued for restricted share units settled	97,500	337,000	—	(337,000)	—	—
Restricted share units granted	—	—	—	374,000	—	374,000
Fair value of stock options granted	—	—	—	97,947	—	97,947
Net loss for the period	—	—	—	—	(697,926)	(697,926)
Balance, September 30, 2023	2,734,582	38,810,296	—	4,123,426	(35,483,007)	7,450,715
Balance, June 30, 2024	23,463,106	43,580,602	—	5,585,758	(37,776,964)	11,389,396
Shares issued for warrants exercised	163,750	40,938	37,500	—	—	78,438
Shares issued for stock options exercised	175,000	202,176	—	(70,926)	—	131,250
Shares issued for restricted share units settled	1,530,000	1,023,500	—	(1,023,500)	—	—
Restricted share units granted	500,000	—	—	225,000	—	225,000
Fair value of stock options granted	—	—	—	29,665	—	29,665
Net loss for the period	—	—	—	—	(1,283,700)	(1,283,700)
Balance, September 30, 2024	25,831,856	44,847,216	37,500	4,745,997	(38,060,664)	10,570,049

(The accompanying notes are an integral part of these condensed interim consolidated financial statements)

GIANT MINING CORP. (formerly Majuba Hill Copper Corp.)

Condensed Interim Consolidated Statements of Cash Flows

(Expressed in Canadian dollars)

(Unaudited)

	Period ended September 30, 2024 \$	Period ended September 30, 2023 \$
Operating activities		
Net loss	(1,283,700)	(697,926)
Items not involving cash:		
Share-based payments	254,665	471,947
Changes in non-cash working capital items:		
GST receivable	(10,388)	—
Prepaid expenses and deposits	273,874	13,547
Accounts payable and accrued liabilities	11,789	189,583
Net cash used in operating activities	(753,760)	(22,849)
Investing activities		
Exploration and evaluation asset expenditures	(669,702)	(245,851)
Net cash used in investing activities	(669,702)	(245,851)
Financing activities		
Proceeds from issuance of common shares	209,688	—
Proceeds from stock options exercised	101,151	—
Net cash provided by financing activities	310,839	—
Effect of foreign exchange	4,526	—
Change in cash	(1,108,097)	(268,700)
Cash, beginning of period	1,707,117	305,339
Cash, end of period	599,020	36,639
Non-cash investing and financing activities:		
Fair value of stock options transferred from reserves	70,926	—
Shares issued for restricted share units transferred from reserves	1,023,500	337,000
Cash paid:		
Interest	—	—
Income taxes	—	—

(The accompanying notes are an integral part of these condensed interim consolidated financial statements)

GIANT MINING CORP. (formerly Majuba Hill Copper Corp.)

Notes to the Condensed Interim Consolidated Financial Statements

Periods Ended September 30, 2024 and 2023

(Expressed in Canadian dollars)

(Unaudited)

1. Nature and Continuance of Operations

Giant Mining Corp. (formerly Majuba Hill Copper Corp.) ("the Company") was incorporated on March 10, 2017 under the laws of British Columbia. The address of the Company's corporate office and its principal place of business is 1500 – 1055 West Georgia Street, Vancouver, BC. The Company's principal business activities include the acquisition and exploration of mineral property assets. As at September 30, 2024, the Company had not yet determined whether the Company's mineral property assets contain ore reserves that are economically recoverable. The recoverability of amount shown for exploration and evaluation asset is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain the necessary financing to complete the development of and the future profitable production from the property or realizing proceeds from its disposition.

These consolidated financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. During the period ended September 30, 2024, the Company has not generated any revenues and has negative cash flow from operations. As at September 30, 2024, the Company and an accumulated deficit of \$39,060,664 (June 30, 2024 - \$37,776,964). The Company's continuation as a going concern is dependent on its ability to generate future cash flows and/or obtain additional financing. Management intends to finance operating costs over the next twelve months with cash on hand, loans from directors and companies controlled by directors, and/or private placements of common shares. There is a risk that additional financing will not be available on a timely basis or on terms acceptable to the Company. These factors indicate the existence of a material uncertainty that may cast significant doubt on the ability of the Company to continue as a going concern. These consolidated financial statements do not reflect any adjustments that may be necessary if the Company is unable to continue as a going concern.

2. Significant Accounting Policies

(a) Statement of Compliance

These condensed consolidated financial statements have been prepared in accordance with IAS 34, Interim Financial Reporting. These condensed interim consolidated financial statements of the Company should be read in conjunction with the Company's annual audited financial statements for the year ended June 30, 2024, which were prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IASB").

(b) Basis of presentation

These condensed interim consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries, Bam Bam Nevada, Inc. and 1429570 BC Ltd. All significant inter-company balances and transactions have been eliminated on consolidation. These condensed interim consolidated financial statements have been prepared on a historical cost basis and are presented in Canadian dollars, which is also the Company's functional currency.

(c) Accounting Standards Issued But Not Yet Effective

A number of new standards, and amendments to standards and interpretations, are not yet effective for the period ended September 30, 2024, and have not been early adopted in preparing these condensed interim consolidated financial statements. These new standards, and amendments to standards and interpretations are either not applicable or are not expected to have a significant impact on the Company's condensed interim consolidated financial statements.

GIANT MINING CORP. (formerly Majuba Hill Copper Corp.)

Notes to the Condensed Interim Consolidated Financial Statements

Periods Ended September 30, 2024 and 2023

(Expressed in Canadian dollars)

(Unaudited)

3. Acquisition

On October 5, 2023, the Company signed a share exchange agreement with 1429570 BC Ltd. ("1429 BC") to acquire all of the issued and outstanding common shares in the capital of 1429 BC, a privately held company based in Vancouver, British Columbia. 1429 BC holds title to the Copper Chest Project, located in Newfoundland, Canada.

At the date of acquisition, the Company determined that 1429 BC did not constitute a business as defined under IFRS 3, Business Combinations, and the 1429 BC acquisition was accounted for as an asset acquisition. The consideration paid was determined under IFRS 2, Share-based Payment, and recognized at the fair value of the common shares of the Company on December 18, 2023 (the date of issuance) at a price of \$0.70 per share for a total fair value of \$464,100 (Note 6).

The purchase price allocation of the assets acquired of 1429 BC are:

Consideration paid:	\$
Fair value of 663,000 common shares at \$0.70 per share	464,100
Net assets acquired (liabilities)	
Exploration and evaluation asset (Note 4)	464,100

4. Exploration and Evaluation Assets

	Majuba Hill Property \$	Copper Chest Property (Note 3) \$	Total \$
Acquisition costs:			
Balance, June 30, 2023	734,531	—	734,531
Additions	212,148	464,100	676,248
Balance, June 30, 2024	946,679	464,100	1,410,779
Additions	108,802	—	108,802
Balance, September 30, 2024	1,055,481	464,100	1,519,581
Exploration costs:			
Balance, June 30, 2023	6,712,040	—	6,712,040
Camp and crew costs	8,522	—	8,522
Drilling	69,068	—	69,068
Geological consulting	185,324	—	185,324
Transportation	17,107	—	17,107
Other expenses	153,520	—	153,520
Balance, June 30, 2024	7,145,581	—	7,145,581
Assay and analysis	14,759	—	14,759
Camp and crew costs	10,669	—	10,669
Drilling	392,631	—	392,631
Geological consulting	107,553	—	107,553
Transportation	12,067	—	12,067
Other expenses	23,220	—	23,220
Balance, September 30, 2024	7,706,481	—	7,706,481
Carrying amounts:			
Balance, June 30, 2024	8,092,260	464,100	8,556,360
Balance, September 30, 2024	8,761,962	464,100	9,226,062

GIANT MINING CORP. (formerly Majuba Hill Copper Corp.)

Notes to the Condensed Interim Consolidated Financial Statements

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(Expressed in Canadian dollars)

(Unaudited)

4. Exploration and Evaluation Assets (continued)

Majuba Hill Copper Project

On May 28, 2018, the Company entered into an Exploration Lease and Option to Purchase Agreement with Majuba Hill LLC, a Nevada limited liability company (the "Owner"), for the Majuba Hill Copper Project in Nevada, USA. The Owner granted to the Company the exclusive option and right to acquire ownership of the property for the final purchase price of US\$4,000,000 due on or before May 28, 2028, and the following commitments:

- i) Cash payments to be made:
 - US\$50,000 upon execution of the agreement; (paid)
 - US\$50,000 on or before May 28, 2019 (paid);
 - US\$75,000 on or before May 28, 2020 (paid);
 - US\$100,000 on or before May 28, 2021 (paid); and
 - US\$125,000 on or before May 28, 2022 (paid) and each subsequent anniversary of the agreement date (paid to date).
- ii) Shares to be issued
 - 37 upon execution of the agreement (issued);
 - 37 on or before May 28, 2019 (issued);
 - 37 on or before May 28, 2020 (issued); and
 - 37 on or before May 28, 2021 (issued).
- iii) Exploration expenditures to be incurred:
 - US\$100,000 on or before May 28, 2019 (incurred); and
 - US\$350,000 on or before May 28, 2020 (incurred).

Precious metals from the property are subject to a 3% net smelter return royalty. Minerals from the property are subject to a 1% net smelter return royalty.

Effective May 28, 2024, the Company had a reclamation bond in the amount of US\$240,762 with the Nevada Division of Environmental Protection related to the Majuba Hill Copper Project.

5. Related Party Transactions

- (a) As at September 30, 2024, the amount of \$33,725 (June 30, 2024 - \$21,000) is owed to a company controlled by the President and Chief Executive Officer of the Company, which is unsecured, non-interest bearing, and due on demand. The amount is included in accounts payable and accrued liabilities. During the period ended September 30, 2024, the Company incurred management fees of \$60,000 (2023 - \$60,000) to a company controlled by the President and Chief Executive Officer of the Company.
- (b) As at September 30, 2024, the amount of \$8,337 (June 30, 2024 - \$4,728) is due to the President and Chief Executive Officer of the Company, which is unsecured, non-interest bearing, and due on demand. The amount is included in accounts payable and accrued liabilities.
- (c) As at September 30, 2024, the amount of \$34,105 (June 30, 2024 - \$3,394) is due to the Chief Financial Officer of the Company, which is unsecured, non-interest bearing, and due on demand. The amount is included in accounts payable and accrued liabilities. During the period ended September 30, 2024, the Company incurred management fees of \$30,000 (2023 - \$30,000) to the Chief Financial Officer of the Company.

GIANT MINING CORP. (formerly Majuba Hill Copper Corp.)

Notes to the Condensed Interim Consolidated Financial Statements

Periods Ended September 30, 2024 and 2023

(Expressed in Canadian dollars)

(Unaudited)

5. Related Party Transactions (continued)

- (d) As at September 30, 2024, the amount of \$nil (June 30, 2024 - \$5,196) is due to a director of the Company, which is unsecured, non-interest bearing, and due on demand. The amount is included in accounts payable and accrued liabilities. During the period ended September 30, 2024, the Company incurred consulting fees of \$2,832 (2023 - \$nil) to the director of the Company.

All related party transactions are in the normal course of operations and have been measured at the agreed to amounts, which is the amount of consideration established and agreed to by the related parties.

6. Loans Payable

As at September 30, 2024, the Company had a loan payable of \$101,151 (June 30, 2024 - \$nil) to a company controlled by the President and Chief Executive Officer of the Company, which is unsecured, bears interest at 15%, and is due on demand.

7. Share Capital

Authorized: Unlimited common shares without par value

Share transactions for the year ended September 30, 2024:

- (a) On August 27, 2024, the Company issued 175,000 common shares for proceeds of \$131,250 pursuant to the exercise of stock options. The fair value of \$70,926 was reallocated from reserves to share capital.
- (b) During the period ended September 30, 2024, the Company issued 313,750 common shares for proceeds of \$78,437.
- (c) During the period ended September 30, 2024, the Company issued 1,530,000 common shares pursuant to the settlement of restricted share units. The fair value of \$1,023,500 for the restricted share units vested was reallocated from reserves to share capital.

Share transactions for the year ended June 30, 2024:

- (a) On December 18, 2023, the Company issued 663,000 common shares with a fair value of \$464,100 pursuant to the terms of the share exchange agreement for the Copper Chest Project (Note 3).
- (b) On April 4, 2024, the Company consolidated its outstanding common shares on a 20:1 basis. All share amounts have been retroactively restated for all periods presented.
- (c) On May 1, 2024, the Company issued 15,455,000 units at \$0.20 per unit for proceeds of \$3,091,000. Each unit consisted of one common share of the Company and one transferable share purchase warrant. Each share purchase warrant is exercisable at a price of \$0.25 per common share expiring on May 1, 2025. The Company paid \$55,755 in share issue costs.
- (d) On May 14, 2024, the Company issued 4,603,021 units at \$0.30 per unit for proceeds of \$1,380,906. Each unit consisted of one common share of the Company and one transferable share purchase warrant. Each share purchase warrant is exercisable at a price of \$0.40 per common share expiring on May 14, 2026. The Company paid \$14,406 in share issue costs.
- (e) During the year ended June 30, 2024, the Company issued 105,000 common shares pursuant to the settlement of restricted share units. The fair value of \$362,500 for the restricted share units vested was reallocated from reserves to share capital.

GIANT MINING CORP. (formerly Majuba Hill Copper Corp.)

Notes to the Condensed Interim Consolidated Financial Statements

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(Expressed in Canadian dollars)

(Unaudited)

8. Share Purchase Warrants

In connection with the private placement that closed on May 1, 2024, the Company issued 278,775 finders' warrants exercisable at a price of \$0.25 per common share expiring on May 1, 2025. The finders' warrants had a fair value of \$85,579 calculating using the Black-Scholes option-pricing model using the following assumptions: expected life: 1 year, expected volatility: 168%, expected dividend yield: 0%, and risk-free rate: 4.60%.

In connection with the private placement that closed on May 14, 2024, the Company issued 48,020 finders' warrants exercisable at a price of \$0.40 per common share expiring on May 14, 2026. The finders' warrants had a fair value of \$35,460 calculating using the Black-Scholes option-pricing model using the following assumptions: expected life: 2 years, expected volatility: 155%, expected dividend yield: 0%, and risk-free rate: 4.56%.

The following table summarizes the continuity of share purchase warrants:

	Number of warrants	Weighted average exercise price \$
Balance, June 30, 2023	1,837,651	11.20
Issued	20,384,816	0.28
Expired	(1,586,720)	10.17
Balance, June 30, 2024	20,635,747	0.50
Exercised	(163,750)	0.25
Balance, September 30, 2024	20,471,997	0.28

As at September 30, 2024, the following share purchase warrants were outstanding:

Number of warrants outstanding	Exercise price \$	Expiry date
250,931	18.00	December 21, 2024
15,570,025	0.25	May 1, 2025
4,651,041	0.40	May 14, 2026
<u>20,471,997</u>		

9. Stock Options

The Company has adopted a Stock Option Plan (the "Plan"). Under the Plan, the Company can issue up to 10% of the issued and outstanding common shares as incentive stock options to directors, officers, employees and consultants to the Company. The Plan limits the number of stock options which may be granted to any one individual to not more than 5% of the total issued common shares of the Company in any 12-month period. The Plan also limits the stock options which may be granted to any one individual if the exercise would result in the issuance of common shares more than 2% in any 12-month period. The number of options granted to any one consultant or a person employed to provide investor relations activities in any 12-month period must not exceed 2% of the total issued common shares of the Company. As well, stock options granted under the Plan may be subject to vesting provisions as determined by the Board of Directors.

GIANT MINING CORP. (formerly Majuba Hill Copper Corp.)

Notes to the Condensed Interim Consolidated Financial Statements

Periods Ended September 30, 2024 and 2023

(Expressed in Canadian dollars)

(Unaudited)

9. Stock Options (continued)

The following table summarizes the continuity of the Company's stock options:

	Number of options	Weighted average exercise price \$
Outstanding, June 30, 2023	10,000	4.00
Granted	575,000	0.98
Cancelled	(50,000)	3.40
Outstanding, June 30, 2024	535,000	0.81
Granted	100,000	0.45
Exercised	(175,000)	0.75
Expired	(10,000)	4.00
Outstanding, September 30, 2024	450,000	0.68

On August 20, 2024, the Company granted 100,000 stock options at an exercise price of \$0.45 per option with a term of one year expiring August 20, 2024. All of the options vested upon date of grant. The fair value of the options was measured at \$29,665 on grant date.

The fair value of stock options granted have been estimated using the Black-Scholes option-pricing model assuming no expected dividends, no forfeitures, and the following weighted average assumptions:

	2024	2023
Risk-free interest rate	3.66%	5.31%
Expected volatility	188%	156%
Expected option life (in years)	1	1
Estimated forfeiture rate	0.00%	0.00%
Dividend rate	0.00%	0.00%

10. Restricted Share Units

The Company adopted a Restricted Share Unit Plan (the "RSU Plan"), approved by the Company's shareholders on December 2, 2019. The RSU Plan is designed to provide certain directors, officers, consultants and other key employees (an "Eligible Person") of the Company and its related entities with the opportunity to acquire restricted share units ("RSUs") of the Company. The RSU Plan allows the Company to award, in aggregate, up to a rolling 10% maximum of the issued and outstanding shares from time to time, under and subject to the terms and conditions of the RSU Plan.

During the period ended September 30, 2024, the Company granted 500,000 (June 30, 2024 – 1,910,000) RSUs to consultants of the Company. RSUs fully vest on the grant dates. The total fair value of RSUs is calculated to be \$225,000 (June 30, 2023 - \$1,562,000) based on the Company's share prices on the grant dates.

GIANT MINING CORP. (formerly Majuba Hill Copper Corp.)

Notes to the Condensed Interim Consolidated Financial Statements

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(Expressed in Canadian dollars)

(Unaudited)

10. Restricted Share Units (continued)

The following table summarizes the continuity of RSUs:

	Number of RSUs	Weighted average issue price \$
Balance and exercisable, June 30, 2023	25,000	3.60
Granted	1,910,000	0.82
Settled	(105,000)	3.45
Cancelled	(25,000)	3.40
Balance and exercisable, June 30, 2024	1,805,000	0.67
Granted	500,000	0.45
Settled	(1,530,000)	0.67
Balance and exercisable, September 30, 2024	775,000	0.52

11. Financial Instruments and Risk Management**(a) Fair Values**

Fair value measurements are classified using a fair value hierarchy that reflects the significance of inputs used in making the measurements. The fair value hierarchy has the following levels:

- Level 1 - valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 - valuation techniques based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 - valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The fair values of financial instruments, which include cash, and accounts payable and accrued liabilities, approximate their carrying values due to the relatively short-term maturity of these instruments. Cash is carried at fair value using a level 1 fair value measurement.

(b) 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. The Company's primary exposure to credit risk is in its cash. The risk in cash is managed through the use of a major financial institution which has a high credit quality as determined by rating agencies.

(c) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to interest rate risk as it does not have any assets or liabilities that are affected by changes in interest rates.

(d) 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 September 30, 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. with mineral property option agreement obligations denominated in U.S. dollars. The Company has not entered into foreign exchange rate contracts to mitigate this risk. As at September 30, 2024, the Company is not exposed to any significant foreign exchange rate risk.

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(Expressed in Canadian dollars)

(Unaudited)

11. Financial Instruments and Risk Management (continued)

(e) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company requires funds to finance its business development activities. In addition, the Company needs to raise equity financing to carry out its exploration programs. There is no assurance that financing will be available or, if available, that such financing will be on terms acceptable to the Company.

(f) Price Risk

The Company is exposed to price risk with respect to commodity prices. The Company's ability to raise capital to fund exploration and development activities is subject to risks associated with fluctuations in the market price of commodities.

12. Capital Management

The Company's capital structure consists of cash and equity. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support acquisition and exploration of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The properties in which the Company currently has interests are in the exploration stage; as such, the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire interests in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management since inception. The Company is not subject to externally imposed capital requirements.

13. Contingencies

On July 11, 2019, a Notice of Civil Claim was filed with the Supreme Court of British Columbia seeking certification for a class action against the Company (the "Action"). The proposed class action includes allegations that the Company made misrepresentations in its public disclosure. On November 22, 2021, the plaintiffs were granted leave to proceed with the Action under the Act, and this decision was affirmed on September 13, 2022. The hearing for the certification of the Action was heard in December 2023 and the settlement negotiation is ongoing.

On March 29, 2023, Proactive Investors North America ("Proactive") filed a small claims lawsuit against the Company in Provincial Court regarding a certain outstanding invoice. The Company is also counterclaiming that Proactive fundamentally underperformed their contractual obligations while it was active. During the year ended June 30, 2024, both parties agreed to settle the claims and a consent dismissal order was filed on December 13, 2023.

14. Segmented Information

The Company currently operates in one industry segment, that being the acquisition and exploration of mineral properties in North America. Majuba Hill Property valued at \$8,092,260 is located in Nevada, USA and the Copper Chest Project valued at \$464,100 is located in Newfoundland, Canada.

15. Subsequent Events

On October 1, 2024, the Company issued 150,000 common shares for proceeds of \$37,500 pursuant to the exercise of share purchase warrants.