Condensed Interim Consolidated Financial Statements of

WEST HIGH YIELD (W.H.Y.) RESOURCES LTD.

For the three and nine months ended September 30, 2023 (unaudited)

NOTICE OF NO AUDITORS' REVIEW OF INTERIM 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 condensed consolidated financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements of West High Yield (W.H.Y.) Resources Ltd. 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 financial statements.

Calgary, Alberta
November 24, 2023

WEST HIGH YIELD (W.H.Y.) RESOURCES LTD.

Condensed Interim Consolidated Statement of Financial Position (unaudited)

As at		September 30, 2023		December 31, 2022
Assets				
Current Assets:				
Cash and cash equivalents	$	**116,055**	$	1,046,225
Accounts receivable		**55,071**		117,783
Prepaid expenses		**79,115**		62,264
		250,241		1,226,272
Restricted deposits *(Note 3)*		**68,568**		68,568
Property and equipment (*Note 4*)		**31,681**		47,251
Exploration and evaluation – mineral property (*Note 5)*		**1,508,364**		1,508,364
Total Assets	$	**1,858,854**	$	2,850,455
Liabilities and Shareholders' Equity				
Current Liabilities:				
Accounts payable and accrued liabilities	$	**2,129,792**	$	1,980,243
Deposits for share subscription		**123,005**		-
Flow-through premium liabilities		**125,600**		125,600
Lease liabilities (*Note 10)*		**-**		6,212
Liabilities due to related parties (*Note 9)*		**3,909,427**		3,747,637
Total Liabilities	$	**6,287,824**	$	5,859,692
Shareholders' Equity				
Common shares *(Note 8(b))*		**20,293,023**		19,894,401
Warrants *(Note 8c)*		**1,284,652**		1,542,232
Contributed surplus		**9,444,586**		8,537,996
Deficit		**(35,444,723)**		(32,977,482)
Total shareholders' equity		**(4,422,462)**		(3,002,853)
Non-controlling interest		**(6,508)**		(6,384)
Total Liabilities and Shareholders' equity		**1,858,854**		2,850,455

Going concern (*Note 1*)
Commitments and contingencies *Note 12)*
Subsequent events (*Note 13)*

See accompanying notes to condensed interim consolidated financial statements.

WEST HIGH YIELD (W.H.Y.) RESOURCES LTD.

Condensed Interim Consolidated Statements of Operations and Comprehensive Loss (unaudited)

	Three months ended		Nine months ended	
	September 30, 2023	September 30, 2022	**September 30, 2023**	September 30, 2022
Expenses				
Head office expense	**$273,584**	$319,711	**$934,112**	$975,217
Exploration expense (*Note 6)*	**247,590**	1,266,422	**860,019**	1,947,031
Interest and bank charges *(Note 9)*	**54,527**	54,805	**162,820**	163,574
Interest on long term debt (*Note 7*)	**-**	-	**-**	81,916
Foreign exchange (gain) or loss	**-**	-	**-**	320
Stock based compensation (*Note 8(d))*	**-**	-	**494,845**	-
Depreciation and amortization (*Note4)*	**4,713**	9,487	**15,569**	17,261
	$580,414	$1,650,425	**$2,467,365**	$3,185,319
Net loss and comprehensive loss	**$(580,414)**	$(1,650,425)	**$(2,467,365)**	**$**(3,185,319)
Loss per common shares				
Basic and diluted	**$(0.01)**	$(0.02)	**$(0.03)**	$(0.04)
Weighted average number of shares outstanding				
Basic and diluted	**85,421,574**	81,084,729	**84,876,815**	76,303,797

See accompanying notes to condensed interim consolidated financial statements.

WEST HIGH YIELD (W.H.Y.) RESOURCES LTD.

Condensed Interim Consolidated Statements of Cash Flows (unaudited)

	Three months ended		Nine months ended	
	September 30, 2023	September 30, 2022	**September 30, 2023**	September 30, 2022
Cash Flow From (Used in) Operating Activities				
Net loss	**$(580,414)**	$(1,650,745)	**$(2,467,365)**	$(3,185,319)
Add (deduct) non-cash items:				
Interest accrued - related party loan (*Note 9)*	**54,204**	53,999	**161,790**	161,996
Interest accrued - long term loan *(Note 6)*	**-**	-	**-**	81,916
Stock based compensation (*Note8 (d))*	**-**	-	**494,845**	-
Depreciation and amortization *(Note 4)*	**4,713**	9,487	**15,569**	17,261
	(521,497)	(1,587,259)	**(1,795,161)**	(2,924,146)
Net change in non-cash working capital *(Note 14)*	**221,585**	316,568	**195,411**	2,557,413
	$(299,912)	$(1,270,691)	**$(1,599,750)**	$(366,733)
Cash Flow From Financing Activities				
Repayment of long-term debt *(Note 6)*	**-**	-	**-**	(1,883,622)
Issue of shares and warrants *(Note 8*)	**-**	250,000	**557,002**	3,750,188
Deposits for share issuance	**123,005**	-	**123,005**	-
Share issue costs	**-**	(4,215)	**(4,215)**	(16,860)
Payment of lease liabilities *(Note 10)*	**(1,584)**	(2,323)	**(6,212)**	(6,951)
	121,421	243,462	**669,580**	1,842,755
Cash Flow (Used in) Investing Activities				
Purchase of equipment and software	**-**	**(45,474)**	-	(45,474)
	-	**(45,474)**	-	(45,474)
Decrease in cash and cash equivalents	**$(178,491)**	$(1,072,703)	**$(930,170)**	$1,430,548
Cash and cash equivalents, beginning of period	**294,546**	2,636,716	**1,046,225**	133,465
Cash and cash equivalents, end of period	**$116,055**	$1,564,013	**$116,055**	$1,564,013
Interest paid	**$323**	$806	**$1,030**	$1,578

See accompanying notes to condensed interim consolidated financial statements.

WEST HIGH YIELD (W.H.Y.) RESOURCES LTD.

Condensed Interim Consolidated Statements of Changes in Equity (unaudited)

	Three months ended	
	September 30, 2023	**September 30, 2022**
Common shares (*Note 8(b)*)		
Balance, beginning of year	19,894,401	$16,403,581
Private placement	402,837	2,773,455
Warrants exercised	-	241,470
Share issue costs	(4,215)	(16,860)
Balance, end of period	**20,293,023**	19,401,646
Warrants (*Note 8(c)*)		
Balance, beginning of year	1,542,232	705,938
Issued on private placement	154,165	770,485
Warrants exercised	-	(35,222)
Warrants expired unexercised	(411,745)	(7,311)
Balance, end of period	**1,284,652**	1,433,890
Contributed surplus		
Balance, beginning of year	8,537,996	8,502,911
Transfer on expired warrants	411,745	17,311
Stock based compensation	494,845	-
Balance, end of period	**9,444,586**	8,510,222
Deficit		
Balance, beginning of year	(32,977,482)	(29,165,631)
Net loss	(2,467,241)	(3,185,319)
Balance, end of period	**(35,444,723)**	(32,350,950)
Non-Controlling Interest	**(6,508)**	**(6,356)**
Balance, end of period	**(35,451,231)**	(32,357,306)
Total Shareholder's equity	**$ (4,422,462)**	$ (3,011,548)

See accompanying notes to condensed interim consolidated financial statements.

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West High Yield (W.H.Y.) Resources Ltd. (the “Company”) was incorporated on August 29, 2003 under the laws of the Province of Alberta and its principal business activities are the acquisition, exploration and development of mineral properties in British Columbia, Canada. The Company’s shares trade on the TSX Venture Exchange under the trading symbol WHY.

1. Going Concern and Nature of Operations

These consolidated financial statements have been prepared on a going concern basis. The going concern basis of presentation assumes that the Company will continue in operation for the foreseeable future and be able to realize its assets and discharge its liabilities and commitments in the normal course of business.

The consolidated financial statements do not reflect adjustments that would be necessary if the going concern assumption were not appropriate. If the going concern assumption was not appropriate for these consolidated financial statements, then adjustments would be necessary to the carrying amount and classification of assets and liabilities and the amount of reported expenses. Such adjustments could be material.

For the nine months ended September 30, 2023, the Company had incurred a net loss of $2,467,365 and used cash in operations of $1,599,750. As at September 30, 2023, the Company had a working capital deficiency of $6,037,583.

The Company is in the process of exploring and evaluating its mineral properties and has not yet determined whether its mineral properties contain mineral reserves that are economically recoverable. The ability of the Company to continue as a going concern is dependent on continued forbearance of the amounts due to related parties and the Company’s ability to obtain financing to continue exploration and development of the mineral property. There is no certainty that the Company will be able to obtain the financing required to continue exploration and development activities or of the ongoing forbearance of related parties and other creditors. In addition, there is no certainty that the mineral property will contain economically recoverable reserves. These conditions create a material uncertainty that may cast significant doubt about the Company’s ability to continue as a going concern.

2. Significant accounting policies, judgments and estimation uncertainty

Basis of presentation and measurement

Statement of compliance:

The condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34, “Interim Financial Reporting’ and using the accounting policies outlined by the Company in its annual consolidated financial statements for the year ending December 31, 2022. These condensed consolidated interim financial statements should be read in conjunction with the annual financial statements for the year ending December 31, 2022.

The condensed interim consolidated financial statements of the Company include MG Innovations Inc., a private Alberta company of which the Company holds 40% ownership for the period ending September 30, 2023.

These condensed consolidated interim financial statements were authorized for issue by the Company’s board of directors on November 24, 2023.

The preparation of condensed consolidated interim financial statements requires management to make estimates and judgements that affect the amounts reported in the consolidated financial statements and accompanying notes. Financial results as determined by actual events may differ.

The identification of impairment indicators requires judgment, and if identified, the determination of the recoverable amount of the related asset requires several estimates that are inherently subject to uncertainty.

The recoverability of amounts for mineral properties is dependent upon the discovery of economically recoverable ore reserves, the ability of the Company to obtain the necessary financing to complete exploration and development, and upon future profitable production from its mineral properties.

The measurement of stock-based compensation requires management's estimate as to the valuation methodology and several inputs, including the estimated volatility of the Company's stock and the forfeiture rate.

These condensed consolidated interim financial statements at September 30, 2023, have been prepared following the same accounting policies as the consolidated financial statements as at December 31, 2022.

3. Restricted deposits

As at September 30, 2023, the Company has $68,568 in deposits in restricted accounts as required by the British Columbia Ministry of Mining (December 31, 2022- $68,568).

4. Property and Equipment:

September 30, 2023		**Cost**		**Accumulated amortization**		**Net book value**
Buildings	$	29,692	$	29,692	$	-
Office equipment		85,412		83,822		1,590
Automotive equipment		181,435		151,344		30,091
Field equipment		82,449		82,449		
Right of use asset		66,151		66,151		-
	$	445,139	$	413,458	$	31,681

December 31, 2022		**Cost**		**Accumulated amortization**		**Net book value**
Buildings	$	29,692	$	29,692	$	-
Office equipment		85,412		81,178		4,234
Automotive equipment		181,434		144,548		36,886
Field equipment		82,449		82,449		-
Right of use asset		66,152		60,021		6,131
	$	445,139	$	397,888	$	47,251

5. Exploration and Evaluation assets - Mineral property:

In September 2003, the Company acquired the exploration and evaluation assets (the "Assets") for a total cost of $1,258,509. The Assets consist of eight crown granted mineral claims, three modified grid claims and six staked claims in the Rossland Mining Camp located in the Trail Creek Mining district in southeastern British Columbia, Canada.

During 2021, the Company acquired additional mineral claims for a total cost of $27,381.

There were no impairment indicators for the exploration and evaluation assets at September 30,2023 or December 31, 2022.

	Amount
Balance as at December 31, 2022:	$1,508,364
Additions:	-
Balance as at December 31, 2022:	1,508,364
Additions:	-
Balance as at September 30, 2023	$1,508,364

6. Exploration and evaluation costs

Exploration costs expensed by the Company on the Mineral Property are detailed in the following table.

	Three months ended		**Nine months ended**	
	Sept.. 30, 2023	Sept.. 30, 2022	**Sept. 30, 2023**	Sept. 30, 2022
Consulting and labour	**$189,013**	$222,709	**$534,835**	$383,345
Legal	**32,833**	-	**79,672**	-
Assay	**(2,374)**	(78,496)	**63,467**	36,285
Drilling	**490**	926,532	**5,885**	1,156,933
Permitting	**400**	-	**50,400**	-
Pre-feasibility	**-**	185, 793	**-**	185,793
Reporting	**10,325**	-	**11,675**	-
Field equipment and supplies	**162**	59,498	**4,818**	136,086
Miscellaneous field costs	**1,275**	(66,067)	**3,912**	3,810
Environmental	**-**	-	**-**	-
Project management	**400**	-	**3,900**	-
Accommodation and meals	**66**	463	**7,006**	10,742
Travel and transportation	**-**	10,820	**-**	18,594
GIC and data management	**800**	-	**5,973**	-
Core logging-	**800**	-	**42,675**	-
Freight and equipment transport	**0**	5,170	**3,541**	12,232
Geology an mapping	**13,400**	-	**38,436**	-
Property and mineral taxes	**0**	-	**3,824**	3,211
Total:	**$247,590**	$1,266,422	**$860,019**	$1,947,031

During the nine months ended September 30 ,2023, the Company continued to work on the environmental study, stakeholder engagement, and mine plan development as required by the Environmental Assessment Certification and permit processes set out by the British Columbia Ministry of Mines.

The Company also engaged service firms to perform a series of hydrometallurgical tests on the Company's magnesium ore to evaluate magnesium and recovery alternatives.

During the year ended December 31, 2022, the Company closed an initial tranche closing of a concurrent brokered private placement offering (the "Concurrent Offering") by issuing 1,570,000 flow-through units (the "Flow-Through Units") at a price of $0.50 per Flow-Through Unit for gross proceeds of $785,000 and 399,000 ordinary units (the "Ordinary Units") at a price of $0.42 per Ordinary Unit for gross proceeds of $167,580, representing aggregate gross proceeds of $952,580. The terms underlying the Concurrent Offering, and specifically the Flow-Through Units, requires the Company to incur $785,000 of qualifying Canadian exploration expenses (the "CEEs") based on the proceeds raised under the issuance of the Flow-Through Units and renounce the CEEs to the Company's shareholders who subscribed for Flow-Through Units under the Concurrent Offering with the effective date of December 31, 2022.

The Company has commitments to spend $726,825 in exploration and evaluation costs for the balance of the year ended 2023.

7. Long Term Debt

On April 27, 2016, the Company received a $1,000,000 unsecured loan from a related party with a 10-year repayment term, which bears interest at 11.61% payable at end of term. Loan repayment terms advance in the event the Company achieves cumulative net cash flow from operations of greater than $5,000,000 subsequent to April 27, 2026, which has not occurred to date.

On May 20, 2022, the Company entered into a debt settlement agreement with an arm's length creditor of the Company whereby it agreed to convert $1,883,822 of debt owed to said creditor by issuing 3,139,370 common shares of the Company (the "Settlement Shares") at a fair value of $0.55 per Settlement Share in full and final satisfaction of the debt owing to the creditor and a gain on settlement of $156,969. The Settlement Shares were issued in reliance of certain prospectus exemptions available under Canadian securities legislation and were subject to the standard four month and one day hold period from their date of issuance.

	Nine months ended	
	September 30, 2023	December 31, 2022
Loan due April 27, 2026	**$ -**	$ 1,000,000
Repayment of debt	**-**	(1,883,622)
Cumulative unpaid interest	**-**	883,622
Total:	**$ -**	$ 1,701,499

Financing costs comprised of the following:

	Three months ended		Nine months ended	
	Sept. 30, 2023	**Sept. 30, 2022**	**Sept. 30, 2023**	**Sept. 30, 2022**
Interest on long-term debt	**-**	-	**-**	$81,916
Interest on related party loans (*Note 9*)	**54,204**	53,999	**161,790**	161,996
Other interest and bank charges	**323**	806	**1,030**	1,578
Total	**$54,527**	$54,805	**$162,820**	$245,490

8. Equity Instruments

(a) Authorized

The Company's authorized share capital consists of an unlimited number of common shares without par value.

(b) Common Shares issued and outstanding:

The continuity of the Company's issued common share capital is as follows:

	Number of Shares	Amount
Balance as at December 31, 2022	83,952,521	$ 19,894,401
Private Placement	1,469,053	$ 402,837
Share issue costs	-	(4,215)
Balance as at September 30, 2023	**84,421,574**	**$ 20,293,023**

i) On January 18, 2023, the Company completed a second tranche closing of the Concurrent Offering by issuing 309,530 Ordinary Units at a price of $0.42 per Ordinary Unit for total gross proceeds of $130,003. Each Ordinary Unit consisted of one common share and one share purchase warrant exercisable into one additional common share at a price of $0.70 per share for 24 months from the date of closing.

ii) On January 26, 2023, the Company completed the final tranche closing of the Concurrent Offering by issuing 159,523 Ordinary Units at a price of $0.42 per Ordinary Unit for total gross proceeds of $67,000. Each Ordinary Unit consisted of one common share and one share purchase warrant exercisable into one additional common share at a price of $0.70 per share for 24 months from the date of closing.

iii) On May 19, 2023, the Company completed a sixth tranche closing (the "**Sixth Tranche Closing**"). of the drawdown equity financing facility (the "**ELOC Facility**") of up to a total of CAD$12,000,000 (the "**Total ELOC Amount**") with Alumina Partners (Ontario) Ltd. ("**Alumina**"), totaling 1,000,000 units issued to Alumina at a price of $0.36 per unit for total gross proceeds of $360,000. Each unit issued under the Sixth Tranche Closing consisted of one common share and one common share purchase warrant exercisable into one additional common share at a price of $0. 5625 per common share for 36 months from the date of the Sixth Tranche Closing. Further details of the ELOC Facility are described under the heading "Liquidity and Capital Resources" of the Company's Management's Discussion and Analysis for the period ended June 30, 2023 and were disclosed in the Company's 2022 annual financial statements.

iv) On September 13, 2023, the Company received $123,005 for a current private placement offering of which common shares were not issued until October 13, 2023, and therefore such subscription proceeds have been recorded as "deposits for share subscription".

(c) Warrants:

	Number of Warrants		Amount
Balance at December 31, 2022	7,158,352	$	1,542,232
Private Placement	1,469,053		154,165
Warrants exercised	-		-
Warrants expired (unexercised)	(1,666,634)		(411,745)
Balance at September 30, 2023	**6,960,771**	**$**	**1,284,652**

(d) Stock Options:

The Company has a rolling stock option plan (the "Plan") for its officers, directors, employees and consultants. The maximum number of common shares issuable under the Plan cannot exceed 10% of the Company's issued and outstanding common shares.

The following table summarizes the status of the options issued pursuant to the Plan.

	Stock Options	Weighted Average Exercise Price	Weighted Average Remaining Contractual Life (years)
Balance as at December 31, 2022	6,607,000	$0.32	2.36
Options granted, Feb.03,2023(8(iii))	1,748,000	0.45	4.35
Balance as at September 30, 2023	**8,355,000**	**$0.38**	**3.08**
Exercisable options September 30,2023	**8,355,000**	**$0.38**	**3.08**

The fair value of the 1,748,000 stock options granted to officers and consultants on February 3, 2023 of $0.45 per option was calculated at the grant date using the Black-Scholes option pricing model. The assumptions for this calculation were a risk-free interest rate of 3.9%, expected life of 5 years and historical volatility was used for calculation of expected volatility of 72%.

The range of exercise prices for stock options outstanding and exercisable under the plan at September 30, 2023 is as follows:

Exercise Price	Awards Outstanding and Exercisable	Remaining contractual life (years)	Weighted Average Exercise Price($)
$0.12-$0.35	5,800,000	1.97	0.22
$0.43-$0.45	1,828,000	4.12	0.44
$1.05	727,000	3.14	1.05
	8,355,000	3.08	0.57

9. Related party transactions

The Company has received loans from Big Mountain Development Corp. Ltd. ("Big Mountain"), a related party and significant shareholder of the Company, as detailed in above (under the heading "Long Term Debt") and in the table below. The loans received from Big Mountain are secured by promissory notes and a general security agreement over all the assets of the Company. The Big Mountain loans have both become due and owing, and the Company's board of directors and Big Mountain are currently negotiating extension terms as of the date hereof.

The Company received a loan from one of its directors in 2018 (non-interest bearing) in the amount of $200,000. During the year ended December 31, 2021, the Company received an additional loan from one of its directors of in the amount of $38,000. Furthermore, during the year ended December 31, 2022, the Company made repayment on the loans from its directors in the amount of $193,260 ((as at December 31, 2021, this amount was $44,740).

	Nine months ended	Year ended
	September 30, 2023	**December 31, 2022**
Big Mountain loan:	$ 1,700,000	$ 1,700,000
Loan due December 31, 2022 (bears interest at 8%)		
Advance on loan (8%)	65,788	65,788
Advance on loan (10%)	750,000	750,000
Accrued interest at end of year:	1,393,639	1,231,849
Balance, end of period	$ **3,909,427**	**$ 3,747,637**

Interest and bank charges expense is comprised of the following:

	Three months ended		Nine Months Ended	
	Sept. 30, 2023	Sept. 30, 2022	**Sept. 30, 2023**	Sept. 30, 2022
Interest on related party loans	**$54,204**	$53,999	**$161,790**	$161,996
Other interest and bank charges	**323**	806	**1,030**	1,578
Balance, end of period	**$54,527**	$54,805	**$162,820**	$163,574

10. Lease liability

	Nine months ended	Year ended
	September 30, 2023	**December 31, 2022**
Opening balance,	**$ 6,212**	$ 6,212
Additions	**-**	9,197
Lease interest expense	**188**	403
Lease payments	**(6,400)**	(9,600)
	$ -	**$ 6,212**

11. Financial risk exposure, risk management and financial instruments

a) Fair value:

Financial instruments of the Company consist primarily of cash and cash equivalents, accounts receivable, restricted deposits, accounts payable and accrued liabilities, due to related party and long-term debt. As at September 30, 2023, there were no significant differences between the carrying amounts reported on the condensed interim consolidated statement of financial position and their estimated fair values as the amounts are short term in nature, or bear interest at market rates.

b) Liquidity risk:

Cash forecasts are done to match spending on general and administration costs and exploration costs to available cash resources. Spending is increased or decreased to match available funds. Alternatively, the Company seeks capital through the offering of common shares or loans from related parties to fund general and administrative costs and exploration activities. As discussed in note 1, the Company will have to raise additional capital through the issue of shares or other means to discharge its current liabilities and the amount due to the related party or seek forbearance of the related party and other creditors.

c) Interest rate risk:

Related party loans and long-term debt are at fixed rates therefore the Company is not exposed to interest rate fluctuations thereon except if the loans are refinanced at maturity versus settled.

d) Credit risk:

Cash and cash equivalents are held with one bank. Accounts receivable is comprised predominantly of goods and services taxes input tax credits refundable therefore the Company's credit exposure is not significant. Accounts receivable of $55,071 are considered current.

e) Commodity price risk:

The Company is not currently exposed to commodity price risk, as the Company is in the pre-production phase. The overall development of the Company's properties is exposed to mineral price risks as a significant decrease in relevant prices would affect the economic returns of the mineral property.

13. Capital disclosures

The Company's capital historically has been derived from the issuance of equity and more recently from advances from a related party. Management monitors its financial position on an ongoing basis. Equity is issued or debt from related parties is obtained to finance drilling programs and Company's operations. Significant capital will be required for full development of commercial mining production if the properties are proven to be economic.

14. Supplemental cash flow information

	Nine months ended	
	September 30, 2023	**September 30, 2022**
Accounts receivable	**$ 62,712**	$ 2,454,848
Prepaid expenses	**(16,850)**	86,385
Accounts payable and accrued liabilities	**149,549**	16,180
Net change in non-cash working capital	**$ 195,411**	**$ 2,557,413**

15. Commitments and contingencies

The Company entered into a lease with Big Mountain whereby the Company agreed to lease 10.5-hectares from Big Mountain located in Rossland, British Columbia that are adjacent to its Record Ridge claims for the purposes of asset storage and a staging location for its Record Ridge claims. The Lease is for a term of five (5) years, with an option to renew said lease term for an additional five (5) years after the expiration of the initial term. The rent payable by the Company to Big Mountain under the lease is CAD$65,000 per annum. The Company shall, during the initial term and any renewal term, have the option to purchase from Big Mountain the lands it is leasing under the Lease for the purchase price of CAD$745,000 (if such option is exercised in the first year of the initial term) and the purchase price shall increase by fifteen (15%) percent for every year during the initial term and any renewal term.

16. Subsequent events

On September 13, 2023, the Company authorized a private placement offering of units (the “New Offering”). The New Offering was set at a price of CAD$0.30 per unit for a maximum raise of proceeds of up CAD$900,000. Each unit issued under the New Offer will consist of one common share and one share purchase warrant exercisable into one additional common share at a price of $0.35 per Common Share for 24 months from each closing date under the New Offering. On September 26, 2023, the Company repriced the units being offered under the New Offering to a price of CAD$0.23 per unit, and all of the other terms of the offering remained the same. The Company received CAD$123,005 in trust from subscribers pursuant to the New Offering prior to September 30, 2023, but did not complete its initial tranche closing or realize on said funds until October 12, 2023.

On October 1, 2023, the Company entered into a lease agreement (the “**Lease**”) with Big Mountain whereby the Company agreed to lease lands from Big Mountain located in Rossland, British Columbia that are adjacent to its Record Ridge claims for the purposes of asset storage and a staging location for its Record Ridge claims. The Lease is for a term of five (5) years, with an option to renew said lease term for an additional five (5) years after the expiration of the initial term. The rent payable by the Company to Big Mountain under the Lease is CAD$65,000 per annum. The Company shall, during the initial term and any renewal term, have the option to purchase from Big Mountain the lands it is leasing under the Lease for the purchase price of CAD$745,000 (if such option is exercised in the first year of the initial term) and the purchase price shall increase by fifteen (15%) percent for every year during the initial term and any renewal term.

On October 12, 2023, the Company completed a first tranche closing of the New Offering by issuing 2,259,152 units for total gross proceeds of CAD$519,605.04. Each unit consisted of one common share and one common share purchase warrant exercisable into one additional common share at a price of $0.35 per common share for 24 months from the closing date. In connection with the closing of the first tranche, the Company paid a finder’s fee of CAD$2,760 and issued 12,000 finder’s warrants to one finder (the terms of such finder’s warrants being identical to the share purchase warrants issued as part of the units).

On November 2, 2023, the Company completed a second tranche closing of the New Offering by issuing 1,277,956 units for total gross proceeds of CAD$293,929.88. Each unit consisted of one common share and one common share purchase warrant exercisable into one additional common share at a price of $0.35 per common share for 24 months from the closing date.