Condensed Interim Consolidated Financial Statements of

Mammoth Resources Corp.

For the three months ended April 30, 2023 and 2022
(Expressed in Canadian Dollars)

Unaudited condensed interim consolidated financial statements

In accordance with National Instrument 51-102 released by the Canadian Securities administrators, the Company discloses that its auditors have not reviewed these condensed interim consolidated financial statements for the three months ended April 30, 2023 and 2022.

MAMMOTH RESOURCES CORP.
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Canadian dollars)

As at,	Notes	April 30, 2023	January 31, 2023
ASSETS			
Current			
Cash		**$22,051**	$26,256
Short-term investments	5	**119,656**	195,007
Government taxes recoverable	4	**6,095**	1,669
Interest receivable	5	**-**	1,211
Prepaid		**4,519**	18,307
		152,321	242,450
Non-current			
Government taxes recoverable	4	**145,439**	136,344
Exploration and evaluation assets	6	**4,546,983**	4,502,068
		4,844,743	4,880,862
LIABILITIES			
Current			
Trade payables and accrued liabilities		**44,829**	52,959
Loan from related party	9	**1,145**	13,962
Interest payable to related party	9	**369**	265
		46,343	67,186
Non-current			
Deferred income taxes		**50,000**	50,000
Total liabilities		**96,343**	117,186
SHAREHOLDERS' EQUITY			
Share capital	7	**6,173,601**	6,173,601
Warrants	7	**-**	-
Contributed surplus	7	**2,248,080**	2,248,080
Accumulated deficit		**(3,673,281)**	(3,658,005)
		4,748,400	4,763,676
Total liabilities and shareholders' equity		**$4,844,743**	$4,880,862
Going concern	2		

Approved on behalf of the board on June 26, 2023

(signed) "Tom Atkins"
Director

(signed) "Paul O'Brien"
Director

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

MAMMOTH RESOURCES CORP.
Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian dollars)

	Notes	For the three months ended April 30, 2023	2022
Expenses			
General and administrative	10	**$16,734**	$14,083
Management fees	9	**13,250**	32,250
Professional fees		**-**	1,400
Interest expense		**104**	-
Foreign exchange		**(15,204)**	(34,730)
Net loss		**14,884**	13,003
Other items			
Interest income	5	**(392)**	338
Net loss and comprehensive loss		**$15,276**	$12,665
Net loss per share - basic and diluted	8	**$(0.00)**	$(0.00)
Weighted average shares outstanding basic and diluted		**67,329,753**	67,329,753

MAMMOTH RESOURCES CORP.
Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Canadian dollars)

	For the three months ended April 30, 2023	2022
Cash flow used in operating activities		
Loss for the period	**$(15,276)**	$(12,665)
Items not affecting cash:		
Interest expense	**(392)**	-
Foreign exchange	**(15,204)**	(34,730)
Net change in non-cash working capital balances:		
Government taxes recoverable	**(13,521)**	19,328
Accounts receivable	**-**	123
Interest receivable	**1,211**	-
Prepaid expenses	**13,788**	4,416
Trade payables and accrued liabilities	**(8,130)**	(27,800)
Due to related parties	**-**	(13,488)
Cash flow used in operating activities	**(37,524)**	(64,816)
Cash flow used in financing activities		
Loan received from related party	**6,968**	4,788
Repayment of loan from related party	**(19,786)**	(9,952)
Repayment of interest payable	**-**	(515)
Cash flow used in financing activities	**(12,818)**	(5,679)
Cash flow provided by (used in) investing activities		
Short-term investments	**75,351**	400,000
Exploration and evaluation costs	**(44,915)**	(416,827)
Cash flow provided by (used in) investing activities	**30,436**	(16,827)
Effect of exchange rate changes on cash	**15,700**	29,940
Net change in cash	**(4,206)**	(57,382)
Cash at the beginning of the period	**26,256**	709,981
Cash at the end of the period	**$22,051**	$652,600

MAMMOTH RESOURCES CORP.
Condensed Interim Consolidated Statements of Changes in Shareholders' Equity
(Expressed in Canadian dollars)

	Share Capital		Reserves			
	Number of shares	**Amount**	**Warrants**	**Contributed surplus**	**Accumulated deficit**	**Total**
Balance at January 31, 2021	*46,759,788*	$5,063,150	$ -	$235,141	$(2,970,847)	$2,327,444
Private placement	*19,795,000*	2,771,300	-	-	-	2,771,300
Share issuance costs	-	(33,997)	-	-	-	(33,997)
Common shares issued for debt settlement	*554,965*	77,695	-	-	-	77,695
Warrants issued	-	(1,727,712)	1,727,712	-	-	-
Common shares issued for stock options	*220,000*	23,165	-	(11,165)	-	12,000
Share based compensation	-	-	-	180,960	-	180,960
Net loss	-	-	-	-	(503,810)	(503,810)
Balance at January 31, 2022	*67,329,753*	6,173,601	1,727,712	404,936	(3,474,657)	4,831,592
Issuance of stock options	-	-	-	115,432	-	115,432
Warrants expired	-	-	(1,727,712)	1,727,712	-	-
Net loss	-	-	-	-	(183,348)	(183,348)
Balance at January 31, 2023	*67,329,753*	$6,173,601	-	$2,248,080	$(3,658,005)	$4,763,676
Net loss	-	-	-	-	(15,276)	(15,276)
Balance at April 30, 2023	***67,329,753***	**$6,173,601**	**$ -**	**$2,248,080**	**$(3,673,281)**	**$4,748,400**

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

1. Nature of operations

Mammoth Resources Corp. ("Mammoth" or the "Company") was incorporated on January 7, 2011 under the *Canada Business Corporations Act*, and is involved in the acquisition, exploration and evaluation of mining properties in Mexico. Its stock is listed on the TSX Venture Exchange under the symbol MTH. The head office of the Company is located at 410-150 York Street, Toronto, Ontario Canada M5H 3S5.

Mammoth is an exploration stage company and currently has interests in mineral exploration properties in Mexico. Substantially all of the Company's efforts are devoted to financing and developing these properties and/or acquiring new ones. There has been no determination whether the Company's interests in mineral exploration properties contain mineral reserves, which are economically recoverable.

2. Going concern

The financial statements have been prepared on the basis of accounting principles applicable to a going concern, which contemplate the realization of assets and the discharge of liabilities in the ordinary course of business. As of April 30, 2023, the Company had recurring net losses and negative cash flows from operations. In addition, the Company has future spending commitments with the Government of Mexico to keep its exploration concessions in good standing.

As at April 30, 2023, the Company had an accumulated deficit of $3,673,281 (January 31, 2023 - $3,658,005) and a working capital surplus of $105,978 (January 31, 2023 – $175,264). For the period ended April 30, 2023, the Company incurred a net loss of $15,276 (April 30, 2022 – $12,665). The business of exploring for minerals 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 and the achievement of profitable operations. The Company also is dependent upon its ability to continue to raise adequate financing and there can be no assurances that the Company will be successful. These circumstances comprise a material uncertainty, which may lend significant doubt as to the ability of the Company to continue as a going concern. Changes in future conditions could require material write-downs of the carrying values. The Company is actively targeting sources of additional financing, which may assure continuation of the Company's operations and exploration programs.

The condensed interim consolidated financial statements do not reflect the adjustments or reclassification of assets and liabilities, which would be necessary if the Company were unable to continue its operations as a going concern.

3. Basis of preparation and significant accounting policies

Statement of compliance
These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC") effective for the reporting period.

There are no new IFRS and/or IFRIC pronouncements currently in effect that would have a material effect on the Company.

Basis of measurement
These condensed interim consolidated financial statements have been prepared on a historical cost basis except for certain financial instruments measured at their fair value. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information.

Functional and presentation currency
These condensed interim consolidated financial statements are presented in Canadian dollars, unless otherwise noted, which is the functional currency of the Company. The functional currency of Mammoth Resources Canada Corp. and Mammoth Resources International Corp. is the Canadian dollar while the functional currency of Recursos Mineros Mamut S.A. de C.V. is the Mexican Peso.

3. Basis of preparation and significant accounting policies (*Continued*)

Basis of consolidation
These condensed interim consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries.

Name of subsidiary	Principal activity	Place of incorporation	Ownership interest
Mammoth Resources Canada Corp.	Holding company	Canada	100%
Mammoth Resources International Corp.	Holding company	Canada	100%
Recursos Mineros Mamut S.A. de C.V.	Mineral exploration	Mexico	100%

All inter-company balances and transactions, income and expenses have been eliminated upon consolidation.

Exploration and evaluation assets
Costs related to the acquisition and exploration of exploration and evaluation assets are capitalized until the commencement of commercial production. If commercially profitable ore reserves are developed, capitalized costs of the related property are reclassified as mining assets following an impairment review and amortized using the unit of production method. If it is determined that capitalized acquisition and exploration costs are not recoverable, or the project is abandoned, these costs are charged to operations in the current period. The Company's management reviews the carrying amounts of assets for impairment on a regular basis, at least annually. Government assistance is applied against deferred exploration expenses.

Where the Company enters into arrangements with a third party to option a working interest in a mineral property held by the Company, in exchange for cash and/or share consideration and/or certain exploration expenditures on the property, the exploration incurred by the third party is not recognized as part of the Company's interest and any cash/share consideration received is offset against the carrying value of the property and property option income is recognized if and when an excess arises.

Impairment of non-financial assets
The Company reviews its exploration and evaluation assets on an annual basis to determine if events or changes in circumstances have transpired which indicate that the carrying value of its assets may not be recoverable. The recoverability of costs incurred on the exploration and evaluation assets is dependent upon numerous factors including exploration results, environmental risks, commodity risks, political risks, and the Company’s ability to attain profitable production. It is reasonably possible, based on existing knowledge, that changes in future conditions in the near-term could require a change in the determination of the need for and amount of any write down.

Impairment exists when the carrying amount of the asset, or group of assets, exceeds its recoverable amount. The impairment loss is the amount by which the carrying value exceeds the recoverable amount and such loss is recognized in the statement of loss and comprehensive loss. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

Provision for closure and reclamation
The Company recognizes statutory, contractual or other legal obligations related to the retirement of its mineral properties and its tangible long-lived assets when such obligations are incurred, if a reasonable estimate of fair value can be made. These obligations are measured initially at fair value and the resulting costs are capitalized to the carrying value of the related asset. In subsequent periods, the liability is adjusted for any changes in the amount or timing and for the discounting of the underlying future cash flows. The capitalized asset retirement cost is amortized to operations over the life of the asset. Management has determined that there was no provision required for closure and reclamation as at the date of this report.

3. Basis of preparation and significant accounting policies (*Continued*)

Basic and diluted loss per share
Basic income or loss per share is calculated using the weighted average number of shares outstanding during the period. In order to determine diluted loss per share, any proceeds from the exercise of dilutive stock options or warrants would be used to repurchase common shares at the average market price during the period, with the incremental number of shares being included in the denominator of the diluted loss per share calculation. The dilutive effect of convertible securities is reflected in diluted loss per share assuming such conversion occurred at the beginning of the period. The diluted loss per share calculation excludes any potential conversion of stock options or warrants that would decrease loss per share.

Income taxes
Income tax on profit or loss for the years presented comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax expense is the expected tax payable on the taxable income for the year, using tax rates substantively enacted at year-end.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the statement of financial position date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized.

Share-based payment transactions
The fair value of stock options granted to employees is measured at the grant date and recognized over the period during which the options vest. The fair value of the options granted is measured using the Black-Scholes option-pricing model, taking into account the terms and conditions upon which the options were granted. At each statement of financial position date, the amount recognized as an expense is adjusted to reflect the actual number of stock options that are expected to vest. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, including directors of the Company.

The fair value of share-based payments to non-employees and other share-based payments are based on the fair value of the goods or services received. However, if the fair value of goods and services received cannot be estimated reliably, the share-based payment transaction is measured at the fair value of the equity instruments granted at the date the Company receives the goods or services. At expiry, the value of expired stock options are transferred into accumulated deficit, while the value of expired warrants are transferred into share capital.

Unit placements
Proceeds from unit placements are allocated between shares and warrants issued using the residual value method to determine the fair value of warrants issued. The proceeds are first attributed to the shares according to the fair market value at the time of issuance and any residual amount is allocated to the warrants.

Share issuance costs
Share issuance costs incurred on the issue of the Company's shares are charged directly to share capital.

Foreign exchange
Items included in the financial statements of each of the Company’s subsidiaries are measured using the currency of the primary economic environment in which the entity operates (the “functional currency”). The functional currency of the Company and each of its subsidiaries is the Canadian dollar.

Transactions in currencies other than the Canadian dollar are recorded at exchange rates prevailing on the dates of the transactions. At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are translated at the period end exchange rate while non-monetary assets and liabilities are translated at historical rates.

3. Basis of preparation and significant accounting policies (*Continued*)

Revenues and expenses are translated at the exchange rates approximating those in effect on the date of the transactions. Exchange gains and losses arising on translation are included in profit or loss.

Financial instruments

Financial assets

Financial assets are classified as either financial assets at fair value through profit or loss ("FVTPL"), fair value through other comprehensive income ("FVTOCI") or amortized cost. The Company determines the classification of financial assets at initial recognition.

Financial assets at fair-value through profit or loss ("FVTPL")

Financial instruments classified as FVTPL are reported at fair value at each reporting date, and any change in fair value is recognized in the statement of loss and comprehensive loss in the period during which the change occurs. Realized and unrealized gains or losses from assets held at FVTPL are included in gains or losses in the period in which they arise.

Financial assets at fair-value through other comprehensive income ("FVTOCI")

Financial assets carried at FVTOCI are initially recorded at fair value plus transaction costs with all subsequent changes in fair value recognized in other comprehensive income (loss). For investments in equity instruments that are not held for trading, the Company can make an irrevocable election (on an instrument-by-instrument bases) at initial recognition to classify them as FVTOCI. On the disposal of the investment, the cumulative change in fair value remains in other comprehensive income (loss) and is not reclassified to profit or loss.

Financial assets at amortized cost

Financial assets are classified at amortized cost if the objective of the business model is to hold the financial asset for the collection of contractual cash flows, and the asset's contractual cash flows are comprised solely of payments of principal and interest. A provision is recorded based on the expected credit losses for the financial asset and reflects changes in the expected credit losses at each reporting period.

Financial liabilities

Financial liabilities are initially recorded at fair value and subsequently measured at amortized cost, unless they are required to be measured at FVTPL (such as derivatives) or the Company has elected to measure at FVTPL.

The Company's financial assets and liabilities are classified as follows:

	Classification
Cash	FVTPL
Receivables	Amortized cost
Trade payables	Amortized cost
Due to related parties	Amortized cost
Loan from related party	Amortized cost
Interest payable to related party	Amortized cost

Impairment

The Company follows an 'expected credit loss' model which requires a loss allowance to be recognized based on expected credit losses. This applies to financial assets measured at amortized cost. The expected credit loss model requires an entity to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in initial recognition.

Fair value

Financial instruments measured at fair value are summarized into the following fair value hierarchy as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;
Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and
Level 3: Inputs for the assets or liabilities that are not based on observable market data.

(Expressed in Canadian dollars)

3. Basis of preparation and significant accounting policies (*Continued*)

Cash is measured at level 1 inputs of the fair value hierarchy.

The carrying values of current financial assets and liabilities approximate their fair values due to the short-term nature of these instruments.

Critical accounting estimates and judgments
The preparation of these condensed interim consolidated 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 reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These condensed interim consolidated financial statements include estimates that, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the condensed interim consolidated 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 future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Critical accounting estimates
Significant assumptions about the future and other sources of estimation uncertainty that management has made at the financial position reporting date, that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

1. whether or not an impairment has occurred in its exploration and evaluation assets.
2. inputs used in the valuation model to determine the fair value of stock options.

Critical accounting judgments
The following are key assumptions concerning the future and other key sources of estimation uncertainty that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year:

1. going concern of operations;
2. the accounting policy for exploration and evaluation assets;
3. determining the provisions for income taxes and the recognition of deferred income taxes; and,
4. the determination of categories of financial assets and financial liabilities.

4. Government taxes recoverable

The Company's government taxes recoverable arise from two main sources: The Canadian harmonized sales tax ("GST"/"HST") receivable due from the Canadian government taxation authorities and the value added tax ("VAT") receivable due from Mexican government taxation authorities.

	April 30, 2023	January 31, 2023
Canadian Sales Tax (GST/HST)	$ 6,095	$ 1,669
Mexican Sales Tax (VAT)	145,439	136,344
	$ 151,534	$ 138,013

The Company exercises judgment in presenting the Mexican Sales Tax (VAT) recoverable as non-current. It is management's judgment that the VAT recoverable is a non-current asset as the timing of the receipt cannot be determined.

5. Marketable securities

As of April 30, 2023 the Company held $119,656 of GIC investments. The $195,007 in GIC investments held at January 31, 2023 matured during the reporting period and were then partially re-invested.

(Expressed in Canadian dollars)

6. Exploration and evaluation assets

The Company has incurred the following acquisition costs and deferred exploration costs on its exploration and evaluation assets:

Tenoriba Project	**For the period ended April 30, 2023**	For the year ended January 31, 2023
Acquisition costs, opening balance	$216,614	$216,614
Additions and deductions	-	-
Total acquisition costs	216,614	216,614
Deferred exploration costs, opening balance	4,285,454	3,479,653
Additions for the period		
Drilling and sample analysis	17,429	661,080
Professional fees	4,656	-
Field, equipment and travel	4,080	114,011
Management fees	18,750	-
Other	-	30,710
	44,915	805,801
Deferred exploration costs	4,330,369	4,285,454
Total exploration and evaluation assets	**$4,546,983**	**$4,502,068**

Title to exploration and evaluation assets involve certain inherent risks due to the difficulty of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyance history of exploration and evaluation assets. The Company has investigated title to all of its exploration and evaluation assets, and, to the best of its knowledge, title to all of its properties, except as described below, are properly registered and in good standing. However, there can be no guarantee of title and the exploration and evaluation assets may otherwise be subject to prior claims, agreements, or transfers and rights of ownership may be affected by undetected defects. The properties in which the Company has earned or committed to earn an interest are located in Mexico.

Tenoriba Area

Mammoth signed an agreement (the "Agreement") with two private Mexican citizens on July 3, 2012 to option the Tenoriba project in southwestern Chihuahua State, Mexico. The Agreement pertained to three concessions, Mapy, Mapy2 and Fernanda, collectively referred to as the Tenoriba Project. The terms of the Agreement permitted the Company to acquire a 100% interest in the Tenoriba Project, subject to a 2.0% Net Smelter Return (“NSR”) royalty payable to the vendors upon commercial production (the royalty can be purchased by the Company at any time within a two-year period from commencement of commercial production for US$1,500,000). The Company has met the terms of the agreement and has earned a 100% interest in the Tenoriba Project, subject to the 2.0% NSR.

On October 3, 2012, the Company, through its Mexican subsidiary, registered the Mapy3 concession comprising 1,849.6 hectares. It is located directly east of the Mapy and Mapy2 concessions. On February 18, 2018, the Company received confirmation of title from the Direccion General de Minas (mining department of the Mexican government) acknowledging title to the Mapy3 concession. The Company is 100% holder of this concession which is now part of the Tenoriba Area.

The Tenoriba Area is thus comprised of four concessions, Mapy, Mapy2, Mapy3 (collectively the “Mapy Concessions”) and Fernanda.

(Expressed in Canadian dollars)

7. Share capital and reserves

Share capital

The authorized share capital of the Company is an unlimited number of common shares without par value. All issued shares are fully paid.

	Ref	*Number*	Amount
Balance at January 31, 2021		*46,759,788*	5,063,150
Private placement	(i)	*19,795,000*	2,771,300
Common shares issued for debt settlement	(ii)	*554,965*	77,695
Share issuance costs	(i)	-	(33,997)
Stock options exercised	(iii) (iv)	*220,000*	23,165
Issuance of warrants	(i)	-	(1,727,712)
Balance at January 31, 2022		***67,329,753***	**6,173,601**
Balance at April 30, 2023 and January 31, 2023		***67,329,753***	**$6,173,601**

Year ended January 31, 2022

(i) On June 9, 2021, the Company completed a private placement through the issuance of 19,795,000 units at $0.14 per unit for gross proceeds of $2,771,300. The Company paid $33,997 in share issue costs. Each unit consisted of one common share of the Company and one share purchase warrant ("warrant"). Each warrant entitles the holder to purchase one additional common share for a period of 18 months from the closing of the private placement at an exercise price of $0.21.

(ii) On June 9, 2021, the Company settled $57,400 of debts to officers of the Company and $20,295 in debts to third party vendors of the Company by issuing 554,965 units valued at $0.14 per unit. Each unit consisted of one common share of the Company and one warrant.

(iii) On February 3, 2021, 100,000 stock options were exercised for gross proceeds of $12,130.

(iv) On December 29, 2021, 120,000 stock options were exercised for gross proceeds of $11,035.

Year ended January 31, 2021

(v) On July 23, 2020, the Company settled $59,993 of debts to officers of the Company and $27,612 in debts to a vendor of the Company by issuing 2,503,000 common shares valued at $87,605. The value of the common shares was based on the share price of common shares on the date of issuance.

(vi) On June 15, 2020, the Company completed a private placement through issuance of 4,785,000 common shares at $0.035 per common share for gross proceeds of $167,475. The Company paid $1,400 in share issue costs. Of the total proceeds, $121,975 was applied towards settlement of loan payable and accrued loan interest owed to the CEO of the Company.

(vii) On January 27, 2021, the Company completed a private placement through issuance of 6,885,000 common shares at $0.10 per common share for gross proceeds of $688,500. The Company paid $5,787 in share issue costs. Of the total proceeds, $181,150 was received subsequent to year-end and $60,100 was applied towards settlement of loan payable and accrued loan interest owed to the CEO of the Company.

Reserve for warrants

The Company issued warrants as part of the June 9, 2021 equity financing. The fair value of warrants is recognized upon issuance to reserve for warrants, until expiration or exercise.

(i) On June 9, 2021, the Company issued 20,349,965 warrants, in connection with the June 9, 2021 Offering. The warrants have an exercise price of $0.21 and expire on December 9, 2022. A fair value of $1,727,712 was assigned to the warrants, using the Black-Scholes option pricing model, using the following assumptions: expected dividend yield of 0%; risk-free interest rate of 0.87%; volatility of 160%, and an expected life of 18 months.

(ii) On December 9, 2022, all outstanding warrants expired.

(Expressed in Canadian dollars)

7. Share capital and reserves (*Continued*)

Stock options

The Company's stock option plan (the "Plan") is a 10% rolling Plan, whereby the maximum number of common shares that may be reserved for issuance under it shall not exceed 10% of the then outstanding common shares at the time of grant. The terms upon which any options are issued under the Plan are subject to vesting provisions determined by the board of directors. The term of any options granted may not exceed five years and their exercise price and vesting conditions will be determined by the board of directors pursuant to the policies of the TSX Venture Exchange.

A summary of the Company's stock options at April 30, 2023 is presented below:

	Number of options	Weighted average exercise price
Options outstanding and exercisable at January 31, 2020	1,808,917	$ 0.09
Issued (i) (ii) (iii)	1,347,500	0.06
Options outstanding and exercisable at January 31, 2021	3,156,417	0.08
Exercised (iv) (vi)	(220,000)	(0.06)
Issued (v)	1,160,000	0.17
Expired	(96,000)	0.08
Options outstanding and exercisable at January 31, 2022	4,000,417	0.11
Issued	1,516,000	0.05
Expired	(1,712,917)	0.08
Options outstanding and exercisable at January 31, 2023	**3,803,500**	**$ 0.09**

i) On July 9, 2020, the Company granted a total of 1,047,500 stock options to a consultant of the Company. The options were exercisable at a price of $0.05 per share, for a period of five years from the date of grant. The fair value assigned for the stock options was $39,072 and was determined using the Black-Scholes option pricing model, with the following assumptions: expected dividend yield of 0%; risk-free interest rate of 0.31%; volatility of 167%, and an expected life of 5 years. The options vested immediately following issuance.

ii) On November 5, 2020, the Company granted a total of 100,000 stock options to a consultant of the Company. The options were exercisable at a price of $0.06 per share, for a period of five years from the date of grant. The fair value assigned for the stock options was $6,130 and was determined using the Black-Scholes option pricing model, with the following assumptions: expected dividend yield of 0%; risk-free interest rate of 0.38%; volatility of 168%, and an expected life of 5 years. The options vested immediately following issuance.

iii) On December 22, 2020, the Company granted a total of 200,000 stock options to an officer and a consultant of the Company. The options are exercisable at a price of $0.095 per share, for a period of five years from the date of grant. The fair value assigned for the stock options was $17,720 and was determined using the Black-Scholes option pricing model, with the following assumptions: expected dividend yield of 0%; risk-free interest rate of 0.44%; volatility of 163%, and an expected life of five years. The options vested immediately following issuance.

iv) On February 3, 2021, 100,000 options were exercised for cash proceeds of $6,000.

v) On June 9, 2021, the Company granted a total of 1,160,000 stock options to directors, officers and consultants of the Company. The options are exercisable at a price of $0.17 per share, for a period of five years from the date of grant. The fair value assigned for the stock options was $180,960 and was determined using the Black-Scholes option pricing model, with the following assumptions: expected dividend yield of 0%; risk-free interest rate of 0.87%; volatility of 154%, and an expected life of 5 years. The options vested immediately following issuance.

vi) On December 29, 2021, 120,000 options were exercised for cash proceeds of $6,000.

vii) On December 22, 2022, the Company granted a total of 1,516,000 stock options to directors, officers and consultants of the Company. The options are exercisable at a price of $0.05 per share, for a period of five years from the date of grant. The fair value assigned for the stock options was $115,432 and was determined using the

(Expressed in Canadian dollars)

7. Share capital and reserves (*Continued*)

Black-Scholes option pricing model, with the following assumptions: expected dividend yield of 0%; risk-free interest rate of 3.34%; volatility of 165%, and an expected life of 5 years. The options vested immediately following issuance.

The following tables sets out the details of the stock options outstanding and exercisable for the year ended April 30, 2023:

Date of grant	Remaining life (years)	Number of options	Exercise Price
July 9, 2020	2.2	927,500	$ 0.05
December 22, 2020	2.6	200,000	0.09
June 9, 2021	3.1	1,160,000	0.17
December 22, 2022	4.7	1,516,000	0.05
Options outstanding and exercisable at April 30, 2023	3.5	3,803,500	$ 0.09

8. Loss per share

The calculation of basic loss per share for the period ended April 30, 2023 was based on the loss attributable to common shareholders of $15,276 (April 30, 2022 - $12,665) and on the weighted average number of common shares outstanding of 67,329,753 (April 30, 2022 – 67,329,753).

9. Related party transactions and key management compensation

The Company defines its key management as directors, Chief Executive Officer, Chief Financial Officer and VP Exploration. For the period ended April 30, 2023, key management compensation was $32,001 (April 30, 2022 - $86,997).

The following table summarizes information on related party transactions:

	Three months ended April 30, 2023	Three months ended April 30, 2022
Amounts recorded in Exploration and Evaluation assets:		
VP Exploration, CEO consulting fees	$ 18,750	$ 54,750
Amounts recorded in Comprehensive Loss:		
Management fees, CEO and CFO	13,251	32,250
Share based compensation	-	-
Interest expense	104	-

As at April 30, 2023, amounts due to related parties were Nil (April 30, 2022 - Nil). As at April 30, 2023, a loan due to a related party amounted to $1,145 (April 30, 2022 - $1,600). The interest due on the loan is calculated at 13%, and is unsecured and due on demand. As at April 30, 2023, interest due to a related party was $369 (April 30, 2022 - Nil).

(Expressed in Canadian dollars)

9. Related party transactions and key management compensation (*Continued*)

The Company entered into consulting agreements with the CEO and VP Exploration for the provision of consulting services subject to the Capitalization of the Company (funds available from a financing, other financing related activities, including project funding, and free of any accruals and debt) as follows:

Annual Base Compensation	CEO	VP Exploration
Capitalization (Net proceeds of a financing):		
Between $0 to $500,000	$66,000	$42,000
Between $500,000 to $1,000,000	$98,000	$75,500
Greater than $1,000,000	$178,000	$130,000

In addition to base fees noted above, the officers are eligible for a discretionary bonus up to 100% of base fees as recommended by the Compensation Committee and approval by the Board of Directors.

The provision of the services was in effect until April 30, 2022 and then will automatically renew every six months thereafter, unless otherwise terminated. The Company must provide six and 12 months written notice of termination for the VP Exploration and CEO, respectively, but reserves the right to waive such notice upon paying the fees, which would have accrued during these periods. Should the Company be subject to a change of control and the agreements terminate, the agreements will terminate immediately, and the Company will be required to pay the base fees equal to 24 and 36 months for the VP Exploration and CEO, respectively, at the rates equivalent to Capitalization greater than $1,000,000, plus an amount equal to any discretionary bonus paid or accrued in the preceding 12 month period, payable in cash, common shares or combination of both at the discretion of the VP Exploration and CEO.

10. General and administrative expenses

The following table illustrates spending activity related to general and administrative expenses:

	Three months ended April 30, 2023	2022
Office costs	$ 1,117	$ 3,886
Regulatory and filing fees	13,479	7,242
Insurance	1,868	1,687
Travel	270	1,267
	$ 16,734	$ 14,083

11. Financial instrument risk management

Credit risk
The Company's credit risk is primarily attributable to its cash. The risk exposure is limited to their carrying values at the statement of financial position date. Cash is held as cash deposits with counterparties that carry investment grade ratings as assessed by external rating agencies. The Company does not invest in asset-backed deposits or investments.

Interest rate risk
The Company is not exposed to significant interest rate risk since it has no interest-bearing debt except loans from related party, which bears a fixed rate of interest. Cash is held in accounts of financial institutions that do not bear significant interest.

Liquidity risk
The Company's objective is to ensure that there is sufficient cash available to meet annual business requirements. As of the date of this report, the Company had cash and cash equivalents of $141,707 to settle current liabilities of $66,431.

11. Financial instrument risk management (*Continued*)

As the Company does not have operating cash flow, the Company has and will continue to rely primarily on loans from an Officer and equity financing to meet its capital requirements.

Price risk
The Company is exposed to price risk with respect to commodity prices. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors the commodity prices of precious metals and the stock market to determine the appropriate course of action to be taken by the Company.

Currency risk
The Company operates in Canada and Mexico, and is therefore exposed to foreign exchange risk arising from transactions denominated in a foreign currency which are primarily the Mexican Peso and the US dollar.

The operating results and the financial position of the Company are reported in Canadian dollars. The fluctuations of the operating currencies in relation to the Canadian dollar will consequently have an impact upon the reporting results of the Company and may also affect the value of the Company's assets and liabilities.

The Company has not entered into any agreements or purchased any instruments to hedge possible currency risks at this time.

Based on management's knowledge and experience of the financial markets, management does not believe that the Company's current financial instruments will be affected by interest rate risk, currency risk or credit risk.

12. Capital risk management

The Company's objective when managing capital is to raise sufficient funds to execute its exploration plan and to meet its ongoing administrative costs. At the date of this report, the Company's capital consisted of items in shareholders' equity, in the amount of $4,748,400 (January 31, 2023 - $4,763,676).

The properties in which the Company currently has an interest 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 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 Company does not have any externally imposed capital requirements or covenants.

13. Segmented information

The Company has one reportable operating segment, being the acquisition and exploration of exploration and evaluation assets in Mexico. All of the Company's exploration and evaluation assets are located in Mexico.