SPEARMINT RESOURCES INC.

CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in Canadian Dollars)

January 31, 2024 and 2023

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of
Spearmint Resources Inc.

Opinion

We have audited the accompanying consolidated financial statements of Spearmint Resources Inc. (the "Company"), which comprise the consolidated statements of financial position as at January 31, 2024 and 2023, and the consolidated statements of loss and comprehensive loss, changes in shareholders' equity, and cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Company as at January 31, 2024 and 2023, and its financial performance and its cash flows for the years then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained in our audit is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 of the consolidated financial statements, which indicates that the Company incurred a net loss of $1,006,427 during the year ended January 31, 2024 and has an accumulated deficit of $9,241,987 since its inception. As stated in Note 1, these events and conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year ended. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

In addition to the matter described in the *Material Uncertainty Related to Going Concern section,* we have determined the matter described below to be the key audit matters to be communicated in our auditor's report.

Assessment of Impairment Indicators of Exploration and Evaluation Assets ("E&E Assets")

As described in the consolidated financial statements, the carrying amount of the Company's E&E Assets was $3,706,546 as of January 31, 2024. As more fully described in Notes 2 and 3 to the consolidated financial statements, management assesses E&E Assets for indicators of impairment at each reporting period.

The principal considerations for our determination that the assessment of impairment indicators of the E&E Assets is a key audit matter are that there was judgment made by management when assessing whether there were indicators of impairment for the E&E Assets, specifically relating to the assets' carrying amount which is impacted by the Company's intent and ability to continue to explore and evaluate these assets. This in turn led to a high degree of auditor judgment, subjectivity, and effort in performing procedures to evaluate audit evidence relating to the judgments made by management in their assessment of indicators of impairment that could give rise to the requirement to prepare an estimate of the recoverable amount of the E&E Assets.

Addressing the matter involved performing procedures and evaluating audit evidence in connection with forming our overall opinion on the consolidated financial statements. Our audit procedures included, among others:

- Evaluating management's assessment of impairment indicators.
- Evaluating the intent for the E&E Assets through discussion and communication with management.
- Assessing compliance with agreements and expenditure requirements including reviewing option agreements and vouching cash payments and share issuances.
- Assessing the Company's rights to explore E&E Assets.
- Obtaining, on a test basis, confirmation of title to ensure mineral rights underlying the E&E Assets are in good standing.

Other Information

Management is responsible for the other information. The other information obtained at the date of this auditor's report includes Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current year ended and are therefore the key audit matters. We describe these matters in our auditor’s report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor’s report is Glenn Parchomchuk.

Davidson & Company LLP

Vancouver, Canada — Chartered Professional Accountants

May 29, 2024

SPEARMINT RESOURCES INC.
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)

ASSETS		January 31, 2024		January 31, 2023
Current assets				
Cash and cash equivalents – Note 4	$	188,254	$	933,079
Receivables		14,978		4,566
Prepaid expenses		-		810
Total current assets		203,232		938,455
Non-current assets				
Security deposits – Note 5		38,295		16,121
Exploration and evaluation assets – Note 5		3,706,546		3,361,210
Total assets	$	3,948,073	$	4,315,786
LIABILITIES				
Current liabilities				
Accounts payable and accrued liabilities – Notes 6 and 12	$	53,973	$	61,764
Flow-through share premium liability – Note 7		-		4,049
Total current liabilities		53,973		65,813
SHAREHOLDERS' EQUITY				
Share capital – Note 8		10,681,311		10,382,511
Reserves – Note 8		2,454,776		2,103,022
Accumulated deficit		(9,241,987)		(8,235,560)
Total shareholders' equity		3,894,100		4,249,973
Total liabilities and shareholders' equity	$	3,948,073	$	4,315,786

Nature and Continuance of Operations – Note 1
Subsequent Events – Note 16

APPROVED BY THE DIRECTORS:

"James Nelson"	Director	*"Dennis Aalderink"*	Director
James Nelson		Dennis Aalderink	

The accompanying notes form an integral part of these consolidated financial statements.

SPEARMINT RESOURCES INC.
CONSOLIDATED STATEMENTS OF LOSS & COMPREHENSIVE LOSS
(Expressed in Canadian Dollars)

	Years ended January 31, 2024	2023
Operating expenses		
Consulting fees	$ 66,000	$ 76,000
Corporate branding	55,119	48,625
Management and directors' fees – Note 12	72,500	80,000
Office and miscellaneous	56,554	41,967
Professional fees – Note 12	93,761	98,936
Share-based payments – Notes 8 and 12	650,554	648,418
Shareholder information	11,479	18,349
Transfer agent and filing fees	26,928	29,812
Travel	213	23,420
	(1,033,108)	(1,065,527)
Interest expense	(6,409)	-
Interest income	20,631	18,658
Gain on settlement of accounts payable	8,410	6,500
Other income on settlement of flow-through share premium – Note 7	4,049	57,427
Write-down of exploration and evaluation assets – Note 5	-	(429,383)
	26,681	(346,798)
Loss and comprehensive loss for the year	$ (1,006,427)	$ (1,412,325)
Loss per share - basic and diluted - Note 9	$ (0.00)	$ (0.01)
Weighted average number of shares outstanding - basic and diluted - Note 9	263,572,788	257,473,720

The accompanying notes form an integral part of these consolidated financial statements.

SPEARMINT RESOURCES INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)

	Years ended January 31, 2024	2023
Operating Activities		
Loss for the year	$ (1,006,427)	$ (1,412,325)
Adjustments for non-cash items:		
Gain on settlement of accounts payable	(8,410)	(6,500)
Other income on settlement of flow-through share premium liability	(4,049)	(57,427)
Share-based payments	650,554	648,418
Write-down of exploration and evaluation assets	-	429,383
Changes in non-cash working capital items:		
Receivables	(10,412)	29,867
Prepaid expenses	810	8,135
Accounts payable and accrued liabilities	(3,065)	(121,645)
Cash and cash equivalents used in operating activities	(380,999)	(482,094)
Investing Activities		
Security deposit	(22,174)	-
Exploration and evaluation assets	(341,652)	(987,541)
Cash and cash equivalents used in investing activities	(363,826)	(987,541)
Financing Activities		
Proceeds from issuance of share capital	-	72,500
Cash and cash equivalents provided by financing activities	-	72,500
Decrease in cash and cash equivalents during the year	(744,825)	(1,397,135)
Cash and cash equivalents, beginning of the year	933,079	2,330,214
Cash and cash equivalents, end of the year	$ 188,254	$ 933,079

Supplemental Disclosure with Respect to Cash Flows (Note 15)

SPEARMINT RESOURCES INC.
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(Expressed in Canadian Dollars)

	No. of shares	Amounts	Reserves	Accumulated deficit	Total
Balance, January 31, 2022	254,953,583	$ 9,990,999	$ 1,593,616	$ (6,823,235)	$ 4,761,380
Shares issued for restricted share units	2,640,000	132,000	(132,000)	-	-
Share purchase warrants exercised	1,200,000	60,000	-	-	60,000
Stock options exercised	250,000	12,500	-	-	12,500
Transfer of reserve on options exercised	-	7,012	(7,012)	-	-
For exploration and evaluation assets	2,000,000	180,000	-	-	180,000
Share-based payments	-	-	648,418	-	648,418
Loss for the year	-	-	-	(1,412,325)	(1, 412,325)
Balance, January 31, 2023	261,043,583	10,382,511	2,103,022	(8,235,560)	4,249,973
Shares issued for restricted share units	6,840,000	298,800	(298,800)	-	-
Share-based payments	-	-	650,554	-	650,554
Loss for the year	-	-	-	(1,006,427)	(1,006,427)
Balance, January 31, 2024	267,883,583	$10,681,311	$ 2,454,776	$ (9,241,987)	$ 3,894,100

The accompanying notes form an integral part of these consolidated financial statements.

1. NATURE AND CONTINUANCE OF OPERATIONS

Spearmint Resources Inc. (the "Company") was incorporated under the Business Corporations Act of British Columbia, Canada on September 23, 2009. The Company is an exploration stage public company and is listed on the Canadian Securities Exchange (the "CSE") under the symbol "SPMT". The Company's principal business activities include acquiring and exploring exploration and evaluation assets. At January 31, 2024, the Company had exploration and evaluation assets located in Canada and the United States.

The Company's head office and principal business address is located at 2905 – 700 West Georgia Street, Vancouver, British Columbia, V7Y 1K8. The Company's registered and records office is located at 900 – 885 West Georgia Street, Vancouver, British Columbia, V6C 3H1.

These consolidated financial statements have been prepared on a going concern basis, which contemplates continuity of normal business activities and the realization of assets and discharge of liabilities in the normal course of business. At January 31, 2024, the Company had not yet achieved profitable operations, incurred a loss of $1,006,427 during the year ended January 31, 2024 and has an accumulated deficit of $9,241,987 since its inception. The Company expects to incur further losses in the development of its business. These material uncertainties may cast significant doubt on the Company's ability to continue as a going concern. The Company may require additional financing in order to conduct the planned work programs on its exploration and evaluation assets, meet its ongoing levels of corporate overhead and discharge its liabilities as they come due. While the Company has been successful in securing financings in the past, there is no assurance that it will be able to do so in the future. Accordingly, these consolidated financial statements do not give effect to adjustments, if any, that would be necessary should the Company be unable to continue as a going concern. If the going concern assumption was not used, then the adjustments required to report the Company's assets and liabilities on a liquidation basis could be material to these consolidated financial statements.

The ongoing effects of the COVID-19 pandemic and political upheavals in various countries have caused significant volatility in commodity prices. While these effects are expected to be temporary, the duration of the business disruptions internationally and related financial impact cannot be reasonably estimated at this time.

2. BASIS OF PREPARATION

a) Statement of Compliance

These consolidated financial statements have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IASB").

These consolidated financial statements were authorized for issue by the Board of Directors on May 29, 2024.

2. BASIS OF PREPARATION (continued)

b) Basis of Measurement

These consolidated financial statements have been prepared on an accrual basis and are based on historical costs, except for certain financial instruments measured at fair value.

These consolidated financial statements are presented in Canadian dollars, which is also the Company's and its subsidiaries' functional currency.

The preparation of these consolidated financial statements in accordance with IFRS Accounting Standards requires management to make estimates, judgements and assumptions that affect the reported amount of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the period. Actual results could differ from these estimates.

These consolidated financial statements include estimates which, by their nature, are uncertain. The impact of such estimates is pervasive throughout these 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:

- Whether or not an impairment has occurred in its exploration and evaluation assets;
- The inputs used in the accounting for share-based payments expense; and
- The inputs used in the accounting for finders' warrants and compensation options in share capital and equity reserves.

c) Basis of Consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries. All inter-company balances, transactions, income and expenses have been eliminated upon consolidation.

(Expressed in Canadian Dollars)

2. BASIS OF PREPARATION (continued)

d) Subsidiaries

Subsidiaries are entities controlled by the Company. Control exists when the Company has power over an investee, when the Company is exposed, or has rights, to variable returns from the investee and when the Company has the ability to affect those returns through its power over the investee. Subsidiaries are included in the consolidated financial results of the Company from the effective date of acquisition up to the effective date of disposition or loss of control. Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by the Company.

The principal subsidiaries of the Company as of January 31, 2024 are as follows:

Name of subsidiary	Place of Incorporation	Ownership Interest January 31, 2024	Ownership Interest January 31, 2023
1177905 B.C. Ltd.	Canada	100%	100%
Mathers Lithium Corp.	U.S.A.	100%	100%

3. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements, unless otherwise indicated.

a) Financial instruments

Classification

The Company determines the classification of its financial instruments at initial recognition. Upon initial recognition, a financial asset is classified as measured at: amortized cost, fair value through profit and loss (“FVTPL”), or fair value through other comprehensive income ("FVOCI"). The classification of financial assets is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. A financial liability is classified as measured at amortized cost or FVTPL.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and

3. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

a) Financial instruments (continued)

- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

An equity investment that is held for trading is measured at FVTPL. For other equity instruments that are held for trading, the Company may irrevocably elect to designate them as FVOCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or the Company has elected to measure them at FVTPL.

Under IFRS 9, the Company classifies its financial instruments as follows:

Cash and cash equivalents	Amortized cost
Receivables	Amortized cost
Deposits	Amortized cost
Accounts payable and accrued liabilities	Amortized cost

Measurement

Initial measurement

On initial recognition, all financial assets and financial liabilities are measured at fair value adjusted for directly attributable transaction costs except for financial assets and liabilities classified as FVTPL, in which case the transaction costs are expensed as incurred.

Subsequent measurement

The following accounting policies apply to the subsequent measurement of financial instruments:

Financial assets at FVTPL
These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.

Financial assets at amortized cost
These assets are subsequently measured at amortized costs using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.

3. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

a) Financial instruments (continued)

Equity investments at FVOCI
These assets are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in other comprehensive income ("OCI") and are never reclassified to profit or loss.

Debt investments at FVOCI
These assets are subsequently measured at fair value. Interest income is calculated using the effective interest rate method, foreign exchange gains and losses and impairment are recognized in profit or loss. Other net gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Impairment of financial instruments

The Company assesses at each reporting date whether there is an objective evidence that a financial asset or a group of financial assets is impaired.

For financial assets measured at amortized cost, and debt investments at FVOCI, the Company applies the expected credit loss impairment model.

An expected credit loss impairment model applies which requires a loss allowance to be recognized based on expected credit losses. The estimated present value of future cash flows associated with the asset is determined and an impairment loss is recognized for the difference between this amount and the carrying amount as follows: the carrying amount of the asset is reduced to estimated present value of the future cash flows associated with the asset, discounted at the financial asset's original effective interest rate, either directly or through the use of an allowance account and the resulting loss is recognized in profit or loss for the period.

In a subsequent period, if the amount of the impairment loss related to financial assets measured at amortized cost decreases, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

b) Exploration and evaluation assets

Pre-exploration costs

Costs incurred prior to acquiring the right to explore an area of interest are expensed as incurred.

Exploration and evaluation expenditures

Once the legal right to explore a property has been acquired, costs directly related to exploration and evaluation expenditures are recognized and capitalized, in addition to the acquisition costs. These direct expenditures include such costs as materials used, surveying

3. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

b) Exploration and evaluation assets (continued)

costs, drilling costs, and payments made to contractors during the exploration phase. Costs not directly attributable to exploration and evaluation activities, including general administrative overhead costs, are expensed as incurred.

When a project is deemed to no longer have commercially viable prospects to the Company, exploration and evaluation expenditures in respect of that project are deemed to be impaired. As a result, those exploration and evaluation expenditure costs, in excess of estimated recoveries, are written off to profit or loss.

The Company assesses exploration and evaluation assets for impairment when facts and circumstances suggest that the carrying amount of an asset may exceed its recoverable amount.

Once the technical feasibility and commercial viability of extracting the mineral resource has been determined, the property is considered to be a mine under development and is classified as "mines under construction". Exploration and evaluation assets are also tested for impairment before the assets are transferred to development properties.

As the Company currently has no operational income, any incidental revenues earned in connection with exploration activities are applied as a reduction to capitalized exploration costs.

c) Impairment of tangible and intangible assets

Tangible and intangible assets with finite useful lives are subject to impairment tests whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. Where the carrying value of an asset exceeds its recoverable amount, which is the higher of value in use and fair value less costs to sell, the asset is written down accordingly.

Where it is not possible to estimate the recoverable amount of an individual asset, the impairment test is carried out on the assets' cash-generating unit, which is the lowest group of assets in which the asset belongs for which there are separately identifiable cash inflows that are largely independent of the cash inflows from other assets.

An impairment loss is charged to profit or loss except to the extent it reverses gains previously recognized in other comprehensive loss/income. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior periods. A reversal of an impairment loss is recognized in profit or loss.

3. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

d) Rehabilitation provision

The Company is subject to various government laws and regulations relating to environmental disturbances caused by exploration and evaluation activities. The Company records the present value of the estimated costs of legal and constructive obligations required to restore the exploration sites in the period in which the obligation is incurred. The nature of the rehabilitation activities includes restoration, reclamation and re-vegetation of the affected exploration sites.

The rehabilitation provision generally arises when the environmental disturbance is subject to government laws and regulations. When the liability is recognized, the present value of the estimated costs is capitalized by increasing the carrying amount of the related mining assets. Over time, the discounted liability is increased for the changes in present value based on current market discount rates and liability specific risks.

Additional environment disturbances or changes in rehabilitation costs will be recognized as additions to the corresponding assets and rehabilitation liability in the period in which they occur.

The Company does not have any material rehabilitation obligations.

e) Income taxes

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in profit or loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

Current income tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

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. Deferred tax is not recognized for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

3. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

e) Income taxes (continued)

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. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

f) Flow-through shares

The Company will from time to time, issue flow-through common shares to finance a significant portion of its exploration program. Pursuant to the terms of the flow-through share agreements, these shares transfer the tax deductibility of qualifying resource expenditures to investors. On issuance, the Company bifurcates the flow-through share into i) a flow-through share premium, equal to the estimated premium, if any, investors pay for the flow-through feature, which is recognized as a liability; and ii) share capital.

Upon expenses being renounced and incurred, the Company derecognizes the liability and the premium is recognized as other income.

Proceeds received from the issuance of flow-through shares are restricted to be used only for Canadian resource property exploration expenditures within a two-year period.

The Company may also be subject to a Part XII.6 tax on flow-through proceeds renounced under the Look-back Rule, in accordance with Government of Canada flow-through regulations. When applicable, this tax is accrued as a financial expense until paid.

g) Share-based payments

The Company implemented an Omnibus Equity Incentive Plan (the “Equity Plan”) effective December 2022, which superseded a previous stock option plan. The Equity Plan provides the grant of stock options, restricted share units (“RSUs”), deferred share units (“DSUs”), and performance share units (“PSUs”) to directors, officers, employees and consultants of the Company.

An individual is classified as an employee when the individual is an employee for legal or tax purposes, or provides services similar to those performed by an employee.

The fair value of stock options is measured on the date of grant, using the Black-Scholes option pricing model and is recognized over the vesting period. Consideration paid for the shares on the exercise of stock options is credited to share capital.

In situations where stock options are issued to non-employees and some or all of the goods or services received by the entity as consideration cannot be specifically identified, they are measured at the fair value of the share-based payment, using the Black-Scholes option pricing model.

The RSUs are valued at the fair market value of the Company’s stock on the date of grant and recognized as share-based payments over the vesting periods, with a corresponding amount recognized as equity.

3. **SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)**

h) Valuation of equity units issued in private placements

The Company has adopted a residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first allocates value to the most easily measured component based on fair value and then the residual value, if any, to the less easily measurable component.

The fair value of the common shares issued in a private placement was determined to be the more easily measurable component and were valued at their fair value, as determined by the closing quoted bid price on the announcement date. The balance, if any, was allocated to the attached warrants. Any fair value attributed to the warrants is recorded as a warrant reserve.

i) Investment tax credit

Investment tax credits are recorded as either a reduction of the cost of applicable assets or credited in profit or loss depending on the nature of the expenditures which gave rise to the credits. Claims for tax credits are accrued upon the Company attaining reasonable assurance of collections from the Canada Revenue Agency.

j) Earnings (loss) per share

Basic earnings (loss) per share is calculated by dividing the net income or loss attributable to the common shareholders of the Company by the weighted average number of common shares outstanding during the reporting period. Diluted earnings (loss) per share is calculated by dividing the net income or loss applicable to common shares by the sum of the weighted average number of common shares issued and outstanding and all additional common shares that would have been outstanding if potentially dilutive instruments were converted. For the years presented, this calculation proved to be anti-dilutive.

k) New accounting standards adopted

The Company has adopted new accounting standards *Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2)*.

Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2) – the amendments require that an entity discloses its material accounting policies, instead of its significant accounting policies. Further amendments explain how an entity can identify a material accounting policy. The Company adopted this new standard on February 1, 2023. The adoption of this new standard has no impact on the Company's consolidated financial statements.

3. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

l) Accounting pronouncements not yet adopted

IFRS 18 *Presentation and Disclosure in Financial Statements*, which will replace IAS 1, Presentation of Financial Statements aims to improve how companies communicate in their financial statements, with a focus on information about financial performance in the statement of profit or loss, in particular additional defined subtotals, disclosures about management-defined performance measures and new principles for aggregation and disaggregation of information. IFRS 18 is accompanied by limited amendments to the requirements in IAS 7 Statement of Cash Flows. IFRS 18 is effective from 1 January 2027. Companies are permitted to apply IFRS 18 before that date.

4. CASH AND CASH EQUIVALENTS

The Company's cash and cash equivalents are denominated in Canadian Dollars and include the following components:

	January 31, 2024	January 31, 2023
Cash	$ 153,754	$ 898,579
Cash equivalents	34,500	34,500
	$ 188,254	$ 933,079

(Expressed in Canadian Dollars)

5. EXPLORATION AND EVALUATION ASSETS

	NL Goose Gold Propert	ON Escape Lake North PGM Prospect	QC Chibougama Vanadium Prospects	QC Perron E.Gold Prospect	NV Elon and McGee Lithium Properties	NV Green Clay Lithium	NV Clayton Ridge	Total
Balance, January 31, 2022	$ 179,689	$ 19,681	$ 93,082	$ 895,407	$ 1,683,784	$ 282,205	$ -	$3,153,848
Acquisition costs								
Staking costs & Share issuance	-	-	-	-	16,490	210,000	-	226,490
Deferred exploration expenditures								
Assay	13,903	-	-	-	25,896	-	-	39,799
Claim maintenance fees	-	-	-	-	38,306	23,000	-	61,306
Drilling	215,689	-	-	-	14,569	-	-	230,258
Geological consulting	-	-	-	-	2,259	1,124	-	3,383
Geological report	-	421	-	-	46,863	-	-	47,284
Reclamation	-	-	-	-	12,080	-	-	12,080
Travel	-	-	-	-	13,362	2,783	-	16,145
Write-down of exploration & evaluation assets	(409,281)	(20,102)	-	-	-	-	-	(429,383)
Balance, January 31, 2023	-	-	93,082	895,407	1,853,609	519,112	-	3,361,210
Acquisition costs								
Staking costs & Share issuance	-	-	-	-	-	-	11,135	11,135
Deferred exploration expenditures								
Claim maintenance fees	-	-	-	-	26,949	23,283	16,516	66,748
Drilling	-	-	253,083	-	-	-	-	253,083
Geological consulting	-	-	-	-	-	-	2,476	2,476
Travel	-	-	-	-	10,591	-	1,303	11,894
Balance, January 31, 2024	$ -	$ -	$ 346,165	$ 895,407	$ 1,891,149	$ 542,395	$ 31,430	$3,706,546

5. EXPLORATION AND EVALUATION ASSETS (continued)

QC Chibougamau Vanadium Prospects - Staking

In December 2018 and January 2019, the Company acquired a 100% interest in certain mineral claims (the "Chibougamau Vanadium Prospects"), all located in the direct vicinity of Lac Chibougamau, Quebec, for aggregate staking costs of $3,031. In February 2019, the Company acquired a 100% interest in certain mineral claims to increase the acreage in the Chibougamau Vanadium district in Quebec for staking costs of $457.

QC Perron-East Gold Prospects - Staking

In September 2019, the Company acquired a 100% interest in certain mineral claims (the "Perron-East Gold Prospects"), all located in the Abitibi greenstone belt of northwestern Quebec for staking costs of $1,372.

In February and June 2020, the Company acquired a 100% interest in certain mineral claims in Quebec to increase the holdings in its Perron East Gold Prospects for staking costs of $4,543.

Nevada Elon and McGee Properties - Purchase Agreement

On July 12, 2016, the Company entered into a share purchase agreement with five arm's length vendors to purchase 100% of the issued and outstanding common shares of 1074942 B.C. Ltd., which through its wholly-owned subsidiary Mathers Lithium Corp. (a Nevada corporation) holds a 100% interest in certain lithium mineral claims (the "Elon claims" and the "McGee claims") in Nevada. In consideration for the net assets acquired, the Company issued 12,700,000 common shares at a value of $444,500. The Company issued 912,000 common shares at a value of $31,920 as a finder's fee and paid $20,000 for land acquisition and $3,903 in filing fees in connection with this transaction. The above acquisition costs were allocated to the Elon Property and the McGee Property proportionately, being $175,113 and $325,210, respectively.

On June 14, 2017, the Company assumed an additional US$30,000 payment owed to the vendors for the McGee claims as follows: US$10,000 by September 1, 2017 (paid) and US$20,000 by December 31, 2017 (paid). The vendors retain an NSR of 3.75% on the McGee claims.

During the years ended January 31, 2018, 2020, 2021 and 2022, the Company provided a security deposit of $11,098, $631, $938 and $3,454, respectively, in relation to its McGee Property.

During the year ended January 31, 2023, the Company incurred a total of $16,490 in staking costs to secure the placer and lode claims on the McGee Property.

5. EXPLORATION AND EVALUATION ASSETS (continued)

Nevada Green Clay Lithium Project - Option Agreement

On August 31, 2021, the Company entered into an option agreement (the "Green Clay Agreement") with an arm's length vendor (the "Seller"), whereby the Seller granted an option to the Company to acquire a 100% interest in certain mineral claims (the "Green Clay Lithium Project") located in the Clayton Valley of Nevada, USA. In consideration, the Company was required to pay or issue the following:

- Pay $30,000 and issue 2,000,000 common shares (paid & issued at a value of $230,000) to the Seller on signing the Green Clay Agreement;

- Pay $30,000 and issue 1,000,000 common shares (paid & issued at a value of $120,000) to the Seller within six months of signing; and

- Issue 1,000,000 common shares (issued at a value of $60,000) to the Seller within the first anniversary of signing.

The Seller will retain a 1.5% NSR Royalty on this property. The Company will have the right to purchase 0.75% of the NSR Royalty for $500,000 at any time up to the commencement of production.

Nevada Clayton Ridge Project - Staking

In June 2023, the Company acquired a 100% interest in certain mineral claims (the "Clayton Ridge Project") in Clayton Valley, Nevada, for staking costs of $11,135.

During the year ended January 31, 2024, the Company provided a security deposit of $22,174 in relation to the Clayton Ridge Project.

NL Goose Gold Property - Purchase Agreement

On August 10, 2020, the Company entered into a purchase agreement with arm's length vendors to acquire a 100% interest in certain mineral claims (the "Goose Gold Project") located in Newfoundland, Canada. In consideration, the Company issued 2,000,000 shares at a value of $130,000 to the vendors.

During the year ended January 31, 2023, the Company decided not to pursue with this property and fully wrote off previous carrying costs in the amount of $409,281.

ON Escape Lake North PGM Project - Staking

In May 2020, the Company acquired a 100% interest in certain mineral claims (the "Escape Lake North PGM Project") located north of Thunder Bay, Ontario, for staking costs of $3,950.

In April 2023, the Company decided to drop this property and fully wrote off previous carrying costs in the amount of $20,102 as of January 31, 2023.

(Expressed in Canadian Dollars)

6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Accounts payable and accrued liabilities recognized in the statements of financial position consist of the following:

		January 31, 2024		January 31, 2023
Trade payables	$	25,289	$	39,364
Accrued liabilities		28,684		22,400
Total accounts payable and accrued liabilities	$	53,973	$	61,764

7. FLOW-THROUGH SHARE PREMIUM LIABILITY

Balance at January 31, 2022	$	61,476
Liability derecognized due to exploration expenditures renounced to shareholders		(57,427)
Balance at January 31, 2023		4,049
Liability derecognized due to exploration expenditures renounced to shareholders		(4,049)
Balance at January 31, 2024	$	-

During the year ended January 31, 2023, the Company renounced and incurred the exploration expenditures. Accordingly, the Company derecognized the flow-through share premium liability of $57,427 and recognized it as other income.

During the year ended January 31, 2024, the Company renounced and incurred the exploration expenditures. Accordingly, the Company derecognized the flow-through share premium liability of $4,049 and recognized it as other income.

8. SHARE CAPITAL AND RESERVES

Authorized: Unlimited common shares, without par value

Issued and outstanding as at January 31, 2024 – 267,883,583 (January 31, 2023: 261,043,583)

Private placement

During the year ended January 31, 2024 and 2023, the Company did not close any private placements.

(Expressed in Canadian Dollars)

8. SHARE CAPITAL AND RESERVES (continued)

Share purchase warrants

The following is a summary of changes in share purchase warrants from January 31, 2022 to January 31, 2024:

	Number of Warrants	Weighted Average Exercise Price
Balance, January 31, 2022	9,227,318	$0.12
Exercised	(1,200,000)	$0.05
Balance, January 31, 2023	8,027,318	$0.13
Expired	(2,500,000)	$0.30
Balance, January 31, 2024	5,527,318	$0.05

As of January 31, 2024, the Company had 5,527,318 share purchase warrants outstanding. Each warrant entitles the holder the right to purchase one common share as follows:

Number	Exercise Price	Expiry Date
5,527,318	$0.05	July 29, 2025

Share-based payments

The Company has an Equity Plan effective December 2022, which superseded a previous stock option plan. The Equity Plan provides the grant of stock options, RSUs, DSUs, and PSUs. Under the Equity Plan, the maximum number of equity-based awards issued cannot exceed 20% of the Company's issued and outstanding common shares, as at the date of grant.

Stock options

In accordance with the Equity Plan, the exercise price of each option granted shall not be less than the market price of the Company's stock. Options may be granted for a maximum term of ten years and vesting periods are determined by the Board of Directors.

(Expressed in Canadian Dollars)

8. SHARE CAPITAL AND RESERVES (continued)

Share-based payments (continued)

Stock options (continued)

The following is a summary of changes in share purchase options from January 31, 2022 to January 31, 2024:

	Number of Options	Weighted Average Exercise Price
Balance, January 31, 2022	15,550,000	$0.15
Granted	18,550,000	$0.08
Exercised	(250,000)	$0.05
Expired	(15,300,000)	$0.16
Balance, January 31, 2023	18,550,000	$0.08
Granted	19,600,000	$0.05
Expired	(18,550,000)	$0.08
Balance, January 31, 2024	19,600,000	$0.05

As of January 31, 2024, 19,600,000 share purchase options were outstanding entitling the holders thereof the right to purchase one common share of the Company for each option held as follows:

Number Outstanding and Exercisable	Exercise Price	Expiry Date
18,500,000	$0.05	July 24, 2024
1,100,000	$0.05	November 22, 2024
19,600,000		

During the year ended January 31, 2024, Nil stock options were exercised (year ended January 31, 2023: 250,000 stock options were exercised at a price of $0.05 per share for total proceeds of $12,500). The previously recognized share-based payment expense relating to these stock options were reclassified from share-based payment reserve to share capital in the amount of $Nil (year ended January 31, 2023: $7,012).

During the year ended January 31, 2024, the Company granted 19,600,000 stock options with an exercise price of $0.05 per share and expiry dates ranging from July 24, 2024 to November 22, 2024 (year ended January 31, 2023: 18,550,000 options were granted with exercise prices ranging from $0.05 to $0.08 per share and expiry dates ranging from July 22, 2023 to October 31, 2023). The weighted average fair value of the options issued in the year ended January 31, 2024 was estimated at $0.02 per option (year ended January 31, 2023: $0.02) at the grant date using the Black-Scholes option pricing model with the following assumptions:

(Expressed in Canadian Dollars)

8. SHARE CAPITAL AND RESERVES (continued)

Share-based payments (continued)

Stock options (continued)

	Year ended January 31, 2024	2023
Weighted average expected dividend yield	0.00%	0.00%
Weighted average expected volatility*	112.48%	86.74%
Weighted average risk-free interest rate	4.77%	3.12%
Weighted average expected term	1 year	1 year

* Expected volatility has been based on historical volatility of the Company's publicly traded shares.

RSUs

In accordance with the Equity Plan, the Company may grant RSUs to any participant in respect of services rendered by the applicable participant in a taxation year (the "**RSU Service Year**"). The number of RSUs awarded and underlying vesting terms are determined by the board of directors in its discretion.

Upon settlement, participants will redeem each vested RSU for the following at the election of such participant but subject to the approval of the board of directors: (a) one fully paid and non-assessable share in respect of each vested RSU, (b) a cash payment or (c) a combination of shares and cash. Any such cash payments made by the Company shall be calculated by multiplying the number of RSUs to be redeemed for cash by the market price per share as at the settlement date. Subject to the provisions of the Equity Plan and except as otherwise provided in an award agreement, no settlement date for any RSU shall occur, and no share shall be issued or cash payment shall be made in respect of any RSU any later than the final business day of the third calendar year following the applicable RSU Service Year.

The following is a summary of changes in RSUs from January 31, 2022 to January 31, 2024:

	Number
Outstanding, January 31, 2022	-
Granted	6,600,000
Vested	(2,640,000)
Outstanding January 31, 2023	3,960,000
Granted	7,200,000
Vested	(6,840,000)
Outstanding January 31, 2024	4,320,000

(Expressed in Canadian Dollars)

8. SHARE CAPITAL AND RESERVES (continued)

Share-based payments (continued)

RSUs (continued)

Year ended January 31, 2024:

On November 22, 2023, the Company granted 7,200,000 RSUs to its officers, directors and consultants, whereby 40% (2,880,000) of the RSUs vested on November 22, 2023, 20% (1,440,000) vested on February 22, 2024 (Note 16), 20% (1,440,000) vested on May 22 (Note 16), 2024 and 20% (1,440,000) vests on August 22, 2024.

Year ended January 31, 2023:

On October 31, 2022, the Company granted 6,600,000 RSUs to its officers, directors and consultants, whereby 40% (2,640,000) of the RSUs vested on January 31, 2023, 20% (1,320,000) vested on April 30, 2023, 20% (1,320,000) vested on July 31, 2023 and 20% (1,320,000) vested on October 31, 2023.

The RSUs are valued at the fair market value of the Company's stocks on the date of grant. Accordingly, 7,200,000 RSUs were granted at a value of $0.035 during the year ended January 31, 2024 for a total value of $252,000 (year ended January 31, 2023: 6,600,000 RSUs were granted at a value of $0.05 for a total value of $330,000), which were being recognized as share-based payments over the vesting periods.

Total expenses arising from share-based payment transactions recognized during the year ended January 31, 2024 were $650,554 (year ended January 31, 2023: $648,418), of which $296,984 (year ended January 31, 2023: $204,425) was attributable to vesting of RSUs granted during the period with the remaining portion of share-based payment expense being attributable to the vesting of stock options, as described above.

9. LOSS PER SHARE

The calculation of basic and diluted loss per share was based on the following data:

	Year ended January 31, 2024	2023
Net loss	$ (1,006,427)	$ (1,412,325)
Weighted average number of common shares for the purpose of basic and diluted loss per share	263,572,788	257,473,720

Basic loss per share is computed by dividing loss by the weighted average number of common shares outstanding during the period. Diluted loss per share reflects the potential dilution of common share equivalents, such as stock options and share purchase warrants, in the weighted average number of common shares outstanding during the period, if dilutive. All of the stock options and share purchase warrants currently issued (see Note 8) were anti-dilutive for the year ended January 31, 2024 and 2023.

Basic and diluted loss per share for the year ended January 31, 2024 was $(0.00) (year ended January 31, 2023: $(0.01)).

10. FINANCIAL INSTRUMENTS AND RISK

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

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

The fair value of the Company's cash and cash equivalents, receivables, deposits, and accounts payable and accrued liabilities approximates their carrying values due to the short term nature of the financial instruments.

The Company is exposed to varying degrees to a variety of financial instrument related risks:

Foreign Exchange Risk

Foreign exchange risk is the risk that the fair value of future cash flows will fluctuate as a result of changes in foreign exchange rates. As at January 31, 2024, the Company has a minimal exposure to the US$ that is subject to fluctuations as a result of exchange rate variations to the extent that transactions are made in this currency. The Company considers this risk to be insignificant and therefore does not hedge its foreign exchange risk.

Credit Risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company's cash and cash equivalents, receivables and deposits are exposed to credit risk. The Company reduces its credit risk on cash and cash equivalents by placing these instruments with institutions of high credit worthiness. As at January 31, 2024, the Company is not exposed to any significant credit risk.

The carrying amount of financial assets recorded in the consolidated financial statements, net of any allowances for losses, represents the Company's maximum exposure to credit risk.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. As at January 31, 2024, the Company is not exposed to any significant interest rate risk.

10. FINANCIAL INSTRUMENTS AND RISK (continued)

Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities. The Company manages liquidity risk by maintaining sufficient cash balances to enable settlement of transactions on the due date. The Company addresses its liquidity through equity financing obtained through the sale of common shares and the exercise of warrants and options. While the Company has been successful in securing financings in the past, there is no assurance that it will be able to do so in the future. The Company is exposed to liquidity risk.

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.

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 foreign exchange risk, credit risk, interest rate risk and price risk.

11. CAPITAL DISCLOSURE

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern to pursue the development of its exploration and evaluation assets and to maintain a flexible capital structure which optimizes the cost of capital within a framework of acceptable risk. In the management of capital, the Company includes the components of shareholders' equity.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may issue new shares, issue new debt and acquire or dispose of assets. As at January 31, 2024, the Company has not entered into any debt financing with any financial institution.

The Company is dependent on the capital markets as its sole source of operating capital and the Company's capital resources are largely determined by the strength of the junior resource markets and by the status of the Company's projects in relation to these markets, and its ability to compete for investor support of its projects. The Company is not subject to any externally imposed capital requirements. There has been no change in the Company's approach to capital management during the year ended January 31, 2024.

(Expressed in Canadian Dollars)

12. RELATED PARTY TRANSACTIONS

Key management personnel compensation

Key management of the Company are directors and officers of the Company and their remuneration includes the following:

	Year ended January 31, 2024	2023
Management and directors' fees	$ 72,500	$ 80,000
Professional fees	62,500	62,500
Share-based payments*	452,600	462,638
	$ 587,600	$ 605,138

*Share-based payments are the fair value of stock options/RSUs granted to key management personnel as at the grant date.

Related party balances

At January 31, 2024, accounts payable and accrued liabilities include $10,000 (January 31, 2023: $12,500) payable to four directors of the Company for unpaid fees. These amounts are unsecured, non-interest bearing and payable on demand.

13. SEGMENTAL REPORTING

The Company operates in one business segment, being the acquisition and exploration of mineral properties. The Company's exploration and evaluation assets are distributed by geographic locations as below:

	January 31, 2024	January 31, 2023
Canada	$ 1,241,572	$ 988,489
U.S.A.	2,464,974	2,372,721
	$ 3,706,546	$ 3,361,210

(Expressed in Canadian Dollars)

14. INCOME TAXES

A reconciliation of income taxes at statutory rates with the reported taxes is as follows:

	2024	2023
Loss for the year	$ (1,006,427)	$ (1,412,325)
Expected income tax (recovery)	(272,000)	(381,000)
Change in statutory, foreign tax, foreign exchange rates and other	(1,000)	3,000
Permanent differences	175,000	161,000
Impact of flow through share	5,000	62,000
Adjustment to prior years provision versus statutory tax returns and expiry of non-capital losses	-	254,000
Change in unrecognized deductible temporary differences	93,000	(99,000)
Total income tax expense	$ -	$ -

The significant components of the Company's deferred tax assets are as follows:

	2024	2023
Deferred Tax Assets		
Exploration and evaluation assets	$ 92,000	$ 95,000
Share issue costs	9,000	15,000
Property and equipment	34,000	34,000
Non-capital losses	1,247,000	1,145,000
Net Unrecognized Deferred Tax Assets	$ 1,382,000	$ 1,289,000

No net deferred tax asset has been recognized in respect of the above for the years ended January 31, 2024 and 2023 because the amount of future taxable profit that will be available to realize such assets is not probable.

The Company has non-capital losses for Canadian income tax purposes of approximately $4,600,000, which may be carried forward and applied against taxable income in future years. These losses, if not utilized, will expire through to 2044.

Tax attributes are subject to review, and potential adjustment, by tax authorities.

15. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

Investing and financing activities that do not have a direct impact on cash flows are excluded from the statement of cash flows.

During the year ended January 31, 2024:

- Included in accounts payable and accrued liabilities was $3,684 for exploration and evaluation assets.

During the year ended January 31, 2023:

- The Company issued 2,000,000 common shares valued at $180,000 pursuant to the Green Clay Agreement for the acquisition of the Green Clay Lithium Project.

16. SUBSEQUENT EVENTS

Subsequent to January 31, 2024, the following occurred:

- The Company issued a total of 2,880,000 common shares (Note 8) to its directors, officers and consultants with respect to the vested RSUs.