MURCHISON MINERALS LTD.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

THREE MONTHS ENDED MARCH 31, 2023 AND 2022

(Expressed in Canadian Dollars)

(Unaudited)

NOTICE TO READER

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by and are the responsibility of management. The unaudited condensed interim consolidated financial statements have not been reviewed by the Company's auditor.

MURCHISON MINERALS LTD.

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(Expressed in Canadian Dollars)

As at

	March 31, 2023	December 31, 2022
ASSETS		
Current Assets		
Cash	$ 1,378,664	$ 1,706,952
Amounts receivable and prepaid expenses (Note 6)	477,791	870,515
Total current assets	1,856,455	2,577,467
Property and equipment (Note 7)	171,469	183,777
Total assets	**$ 2,027,924**	**$ 2,761,244**
LIABILITIES		
Current Liabilities		
Accounts payable and accrued liabilities	$ 211,131	$ 357,895
Loans payable (Note 14)	42,578	51,578
Flow-through share premium liability	-	-
Total current liabilities	253,709	409,473
Loans payable (Note 14)	19,657	21,685
Total liabilities	273,366	431,158
EQUITY		
Share capital (Note 9)	41,612,477	41,612,477
Reserves (Notes 10 and 11)	2,291,468	2,411,789
Deficit	(42,149,387)	(41,694,180)
Total equity	1,754,558	2,330,086
Total equity and liabilities	**$ 2,027,924**	**$ 2,761,244**

Nature and Continuance of Operations (Note 1)
Commitments and Contingencies (Note 13)
Subsequent event (Note 15)

Approved on Behalf of the Board:

"signed"
Jean-Charles Potvin
Director

"signed"
Denis Arsenault
Director

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

MURCHISON MINERALS LTD.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian Dollars)
(Unaudited)

Three Months Ended March 31,		**2023**		**2022**
EXPENSES				
Exploration expenses (Note 8)	$	259,179	$	234,678
Professional fees		10,825		13,786
Management fees and salaries (Note 12)		135,254		114,497
Office and general		25,199		21,714
Regulatory and transfer agent		31,506		84,945
Investor relations		129,159		128,809
Share-based payments (Notes 11 and 12)		1,089		20,490
Loss before other income and expenses		**592,211**		**618,919**
Interest income		(15,594)		(1,966)
Other income		-		(24,000)
Flow-through shares premium		-		(35,438)
Loss on investment		-		172
Loss for the period	**$**	**576,617**	**$**	**557,687**
Loss per share - basic and diluted	**$**	**0.00**	**$**	**0.00**
Weighted average number of common shares outstanding - basic and diluted		218,211,957		160,264,256

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

MURCHISON MINERALS LTD.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF EQUITY
(Expressed in Canadian Dollars)
(Unaudited)

		Reserves			
	Share Capital	**Equity settled share-based payments reserve**	**Warrants reserve**	**Deficit**	**Total**
Balance, December 31, 2021	**$ 35,881,469**	**$ 1,162,025**	**$ 714,327**	**$ (35,976,108)**	**$ 1,781,713**
Net loss for the period	-	-	-	(557,687)	(557,687)
Issuance of common shares (net of issue costs)	1,884,390	-	-	-	1,884,390
Issuance of stock options / share-based compensation	-	20,490	-	-	20,490
Issuance of warrants	-	-	74,452	-	74,452
Exercise of warrants	305,923	-	(305,923)	-	-
Expiry of warrants	-	-	(37,366)	37,366	-
Balance, March 31, 2022	**$ 38,071,782**	**$ 1,182,515**	**$ 445,490**	**$ (36,496,429)**	**$ 3,203,358**
Balance, December 31, 2022	**$ 41,612,477**	**$ 1,732,899**	**$ 678,890**	**$ (41,694,180)**	**$ 2,330,086**
Loss for the period	-	-	-	(576,617)	(576,617)
Issuance of stock options / share-based compensation	-	1,089	-	-	1,089
Expiry of stock options	-	(121,410)	-	121,410	-
Balance, March 31, 2023	**$ 41,612,477**	**$ 1,612,578**	**$ 678,890**	**$ (42,149,387)**	**$ 1,754,558**

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

MURCHISON MINERALS LTD.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)
(Unaudited)

Three Months Ended March 31,	**2023**	**2022**
CASH (USED IN) PROVIDED BY:		
OPERATING ACTIVITIES		
Loss for the period	$ (576,617)	$ (557,687)
Share-based payments	1,089	20,490
Flow-through shares premium	-	(35,438)
Loss on investment	-	173
Amortization	12,308	9,761
	(563,220)	(562,701)
Net change in non-cash working capital items:		
Amounts receivable and prepaid expenses	392,724	(157,413)
Accounts payable and accrued liabilities	(146,764)	(173,762)
Net cash flows used by operating activities	(317,260)	(893,876)
INVESTING ACTIVITIES		
Acquisition of property and equipment	-	(6,602)
Net cash flows used by investing activities	-	(6,602)
FINANCING ACTIVITIES		
Issuance of common shares and warrants exercise	-	1,959,786
Issue costs	-	(944)
Loan repayments	(11,028)	(1,879)
Net cash flows provided by financing activities	(11,028)	1,956,963
NET CHANGE IN CASH	**(328,288)**	**1,056,485**
CASH, BEGINNING OF THE PERIOD	**1,706,952**	**1,792,033**
CASH, END OF THE PERIOD	**$ 1,378,664**	**$ 2,848,518**
SUPPLEMENTAL CASH FLOW INFORMATION		
Incentive warrants issued	$ -	$ 74,452

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

1. NATURE AND CONTINUANCE OF OPERATIONS

Murchison Minerals Ltd. (the "Company" or “Murchison”) was incorporated under the Canada Business Corporations Act on July 25, 2001. The principal business of the Company is the acquisition, exploration and evaluation of mineral property interests. The primary office is located at 5063 North Service Road, Suite 100, Burlington, Ontario, Canada, L7L 5H6.

The condensed interim consolidated financial statements were approved by the Board of Directors on May 24, 2023.

The business of mining and exploring for minerals involves a high degree of risk and there can be no assurance that planned exploration and evaluation programs will result in profitable mining operations. The continuance of the Company is dependent upon completion of the acquisition of the exploration and evaluation properties, the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain necessary financing to complete the development and future profitable production or, alternatively, upon disposition of such property at a profit. Changes in future conditions could require material write downs of the carrying values of the Company's assets.

Although the Company has taken steps to verify title to its exploration and evaluation properties, in accordance with industry standards for the current stage of exploration of such property, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements and noncompliance with regulatory and, environmental requirements. The Company's assets may also be subject to increases in taxes and royalties, renegotiation of contracts, currency exchange fluctuations and restrictions and political uncertainty.

As at March 31, 2023, the Company has a cumulative deficit of $42,149,387 (December 31, 2022 - $41,694,180), continuing losses and is not yet generating positive cash flows from operations. These factors indicate the existence of a material uncertainty that may cast significant doubt about the Company’s ability to continue its operations as a going concern.

These condensed interim consolidated financial statements were prepared on a going-concern basis in accordance with International Financial Reporting Standards ("IFRS"). Funding for operations has been obtained primarily through private share offerings. Future operations are dependent upon the Company's ability to finance expenditure requirements and upon the achievement of profitable operations. Management believes it will be successful in raising the necessary funding to continue operations in the normal course of operations; however, there is no assurance that these funds will be available on terms acceptable to the Company or at all. These condensed interim consolidated financial statements do not include adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue operations. Such adjustments could be material.

2. SIGNIFICANT ACCOUNTING POLICIES

Statement of compliance

These unaudited condensed interim consolidated financial statements, including comparatives, have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, these unaudited condensed interim consolidated financial statements do not include all of the information and footnotes required by IFRS for complete financial statements for year-end reporting purposes.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Exploration and evaluation properties

The acquisition costs of exploration and evaluation properties are expensed the consolidated statements of loss in the period incurred, as permitted under IFRS 6, Exploration for and Evaluation of Mineral Resources.

The acquisition costs of exploration and evaluation properties include the cash consideration and the estimated fair market value of share-based payments issued for such property interests.

Exploration costs are expensed in the period incurred. Option payments which are solely at the Company's discretion are recorded as acquisition costs as they are made. Administrative expenditures are expensed in the period incurred.

Government grants and assistance

The Company expects to be entitled to a refundable tax credit on qualified mining exploration expenses incurred in the province of Quebec and to a refundable duties credit for losses, which are estimated and recorded against the exploration and evaluation expenses to which they relate.

Government grants and assistance are transfers of resources to an entity by government in return for past or future compliance with certain conditions relating to the operating activities of the entity. Government assistance is action by government designed to provide an economic benefit that is specific to an entity or range of entities qualifying under certain criteria.

Government grants and assistance are recognized where there is a reasonable assurance that the grants and assistance will be received, and conditions will be complied with. Government grants and assistance are recognized as an offset to the expenses to which they relate.

Property and equipment

Property and equipment are carried at cost, less accumulated amortization and accumulated impairment losses.

The cost of an item of property and equipment consists of the purchase price, any costs directly attributable to bringing the asset to the location and condition necessary for its intended use and an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located. Repairs and maintenance costs are charged to profit or loss during the period in which they are incurred. An asset's residual value, useful life and amortization method are reviewed, and adjusted if appropriate, on an annual basis.

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal of the asset, determined as the difference between the net disposal proceeds and the carrying amount of the asset, is recognized in profit or loss.

Where an item of property and equipment consists of major components with different useful lives, the components are accounted for as separate items of property and equipment. Expenditures incurred to replace a component of an item of property and equipment that is accounted for separately, including major inspection and overhaul expenditures, are capitalized.

Amortization is recognized based on the cost of an item of property and equipment, less its estimated residual value, over its estimated useful life at the following rates:

Detail	Rate	Method
Exploration equipment	3 years	Straight-line
Computer equipment	5 years	Straight-line
Buildings	20 years	Straight-line

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

New accounting policies

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods commencing on or after January 1, 2023. Many are not applicable or do not have a significant impact to the Company and have been excluded. The Company is currently assessing the impact of these standards on the condensed interim consolidated financial statements.

IAS 1 – Presentation of Financial Statements ("IAS 1") was amended in January 2020 to provide a more general approach to the classification of liabilities under IAS 1 based on the contractual arrangements in place at the reporting date. The amendments clarify that the classification of liabilities as current or noncurrent is based solely on a company's right to defer settlement at the reporting date. The right needs to be unconditional and must have substance. The amendments also clarify that the transfer of a company's own equity instruments is regarded as settlement of a liability, unless it results from the exercise of a conversion option meeting the definition of an equity instrument. The amendments are effective for annual periods beginning on January 1, 2023. The Company has adopted IAS 1 and it had no material impact on the Company's financial Statements.

3. CAPITAL MANAGEMENT

The Company manages its capital with the following objectives:

- to ensure sufficient financial flexibility to achieve the ongoing business objectives including funding of future growth opportunities, and pursuit of accretive acquisitions; and
- to maximize shareholder return through enhancing the share value.

The Company monitors its capital structure and makes adjustments according to market conditions in an effort to meet its objectives given the current outlook of the business and industry in general. The Company may manage its capital structure by issuing new shares, repurchasing outstanding shares, adjusting capital spending, or disposing of assets. The capital structure is reviewed by management and the Board of Directors on an ongoing basis.

The Company considers its capital to consist of equity, comprising share capital, reserves and deficit which at March 31, 2023 totalled $1,754,558 (December 31, 2022 - $2,330,086). The Company manages capital through its financial and operational forecasting processes. The Company reviews its working capital and forecasts its future cash flows based on operating expenditures, and other investing and financing activities. The forecast is regularly updated based on its exploration and development activities. Selected information is regularly provided to the Board of Directors of the Company. The Company's capital management objectives, policies and processes have remained unchanged during the period ended March 31, 2023. The Company is not subject to any capital requirements imposed by a regulator or lending institution.

4. FINANCIAL RISK FACTORS

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk (including interest rate, foreign exchange rate and commodity price risk).

Risk management is carried out by the Company's management team under policies approved by the Board of Directors. The Board of Directors also provides regular guidance for overall risk management. There have been no changes in the risks, objectives, policies and procedures during the period ended March 31, 2023.

4. FINANCIAL RISK FACTORS (Continued)

Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash balances and amounts receivable. Cash is held with reputable banks, from which management believes the risk of loss to be remote. Financial instruments included in amounts receivable consist of sales tax receivable and refundable tax credits from government authorities in Canada. Management believes that the credit risk concentration with respect to financial instruments included in amounts receivable is remote.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at March 31, 2023, the Company had a cash balance of $1,378,664 (December 31, 2022 - $1,706,952) to settle accounts payable, accrued liabilities and loans payable of $273,366 (December 31, 2022 - $431,158). All of the Company's financial liabilities generally have contractual maturities of less than 30 days and are subject to normal trade terms, except for the loans payable as disclosed in Note 14.

Market risk

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

Interest rate risk
The Company has cash balances and no interest-bearing debt other than the loans payable at a fixed interest rate. The Company's current policy is to invest excess cash in certificates of deposit or interest bearing accounts at major Canadian chartered banks. The Company periodically monitors the investments it makes and is satisfied with the creditworthiness of its Canadian chartered banks. Management believes that interest rate risk is minimal as cash investments have maturities of three months or less.

Commodity price risk
Commodity price risk could adversely affect the Company. In particular, the Company's future profitability and viability of development depends upon the world market price of commodities. Commodity prices have fluctuated widely in recent years. There is no assurance that, even as commercial quantities of base and/or precious metals may be produced in the future, a profitable market will exist for them. A decline in the market price of commodities may also require the Company to reduce its mineral resources, which could have a material and adverse effect on the Company's value. As at March 31, 2023, the Company is not a commodities producer. As a result, commodity price risk may affect the completion of future equity transactions such as equity offerings and the exercise of stock options and warrants. This may also affect the Company's liquidity and its ability to meet its ongoing obligations.

Sensitivity analysis

Based on management's knowledge and experience, the Company believes the following movements are "reasonably possible" over a one-year period:

(i) Based on cash balances earning interest at March 31, 2023, a 1% change in interest rates would result in a corresponding interest income change of approximately $13,800 for the one-year period.

(Expressed in Canadian Dollars)

5. CATEGORIES OF FINANCIAL INSTRUMENTS

	March 2023	December 2022
Financial assets:		
Amortized cost		
Cash	$ 1,378,664	$ 1,706,952
Financial liabilities:		
Amortized cost		
Accounts payable and accrued liabilities	$ 211,131	$ 357,895
Loans payable	62,235	73,263

As of March 31, 2023 and December 31, 2022, the fair value of all the Company's current financial instruments approximates the carrying value, due to their short-term nature.

6. AMOUNTS RECEIVABLE AND PREPAID EXPENSES

	March 2023	December 2022
Sales tax receivable	$ 70,327	$ 558,810
Tax credits receivable	358,542	260,242
Prepaid expenses and advances	48,922	51,463
	$ 477,791	$ 870,515

7. PROPERTY AND EQUIPMENT

	Computer equipment	Buildings	Exploration equipment	Total
Period ended March 31, 2022				
Opening net book amount	-	**$ 44,275**	**$ 66,589**	**$ 110,864**
Additions	6,602	-	-	**6,602**
Amortization for the period	(220)	(610)	(8,931)	**(9,761)**
Closing net book amount	**6,382**	**$ 43,665**	**$ 57,658**	**$ 107,705**
At March 31, 2022				
Cost	6,602	$ 48,866	$ 107,173	**$ 162,641**
Accumulated amortization	(220)	(5,201)	(49,515)	**(54,936)**
Net book amount	**6,382**	**$ 43,665**	**$ 57,658**	**$ 107,705**
Period ended March 31, 2023				
Opening net book amount	**5,392**	**$ 91,210**	**$ 87,175**	**$ 183,777**
Additions	-	-	-	**-**
Amortization for the period	(330)	(1,235)	(10,743)	**(12,308)**
Closing net book amount	**5,062**	**$ 89,975**	**$ 76,432**	**$ 171,469**

(Expressed in Canadian Dollars)

7. PROPERTY AND EQUIPMENT (Continued)

At March 31, 2023							
Cost	6,602	$	98,866	$	170,954	**$**	**276,422**
Accumulated amortization	(1,540)		(8,891)		(94,522)		**(104,953)**
Net book amount	**5,062**	**$**	**89,975**	**$**	**76,432**	**$**	**171,469**

Exploration equipment with a net book value of $16,188 as at March 31, 2023 (December 2022 - $19,657) and a building with a net book value of $48,750 as at March 31, 2023 (December 20221 - $49,375) are used as security for the loans payable described in Note 14.

8. EXPLORATION AND EVALUATION PROPERTIES

Brabant Lake Property – Saskatchewan
As at March 31, 2023, the Company holds a 100% interest in certain claims forming the Brabant Lake property in Saskatchewan.

HPM Property - Quebec
As at March 31, 2023, the Company holds a 100% interest in certain claims forming the HPM property in Quebec.

Barraute-Landrienne Property - Quebec
On April 28, 2021, the Company entered into an agreement with Gestion Aline Leclerc Inc. ("GAL") granting Murchison an option to earn 100% in 75 mineral claims, by making payments totaling $500,000 and property expenditures of $1.0 million over a 6-year period. The first payment of $20,000 was due and paid on April 28, 2022. GAL would retain a royalty of 1% of net smelter returns (NSR) on future production. The 1% NSR could be acquired anytime by the Company for $1.0 million.

On February 3, 2023, the Company terminated the GAL agreement.

The following table sets out the exploration expenses for the three months ended March 31, 2023 and 2022:

		March 31, 2023		**March 31, 2022**
Brabant Lake				
Amortization	$	1,235	$	7,582
Drilling (less government assistance)		-		1,500
General Administrative		2,000		1,000
Geology		27,583		35,165
Geophysics		-		54,820
Acquisition and Staking		1,050		4,000
Total Brabant Lake	**$**	**31,868**	**$**	**104,067**
HPM				
Drilling		167,636		5,687
Geology		42,778		108,094
Geophysics		36,918		16,125
Acquisition and Staking		56,155		3,763
General Administrative		-		3,486
Tax Credits Receivable		(97,100)		(7,631)
Total HPM	**$**	**206,387**	**$**	**129,524**

(Expressed in Canadian Dollars)

8. EXPLORATION AND EVALUATION PROPERTIES (Continued)

Barraute-Landrienne				
Geology		3,737		1,087
Acquisition and Staking		18,387		-
Tax Credits Receivable		(1,200)		-
Total Barraute-Landrienne	**$**	**20,924**	**$**	**1,087**
Total exploration expenses	**$**	**259,179**	**$**	**234,678**

Government Assistance and Tax Credits

The Company is entitled to a credit on duties refundable for losses under the Quebec Mining Duties Act. This credit on duties refundable for losses on mineral exploration expenses incurred in the Province of Quebec at the rate of 12% has been applied against the costs incurred. These amounts have been recorded as a reduction of the HPM exploration expenditures.

Also, the Company is entitled to the refundable tax credit for resources for mineral companies on qualified expenditures incurred in the Province of Quebec. The refundable tax credit for resources may reach 35% or 38.75% of qualified expenditures incurred. This tax credit has been applied against the costs incurred. These amounts have also been recorded as a reduction of the HPM exploration expenditures.

The Saskatchewan Targeted Mineral Exploration Incentive (“TMEI”) supports the diversification of Saskatchewan's mineral sector by encouraging exploration for base metals, precious metals, and diamonds as well as other components such as airborne geophysical data and complementary ground-based geoscience investigations.

The TMEI provides up to $50,000 financial assistance in the form of a grant to eligible exploration companies that undertake exploration drilling for base metals, precious metals, or diamonds.

9. SHARE CAPITAL

(a) Authorized Share Capital

The Company’s authorized share capital consists of an unlimited number of common shares.

(b) Issued

	Number		Amount
Balance - December 31, 2021	**153,609,785**		**35,881,469**
Exercise of warrants [i]	16,331,550		2,265,709
Issue costs	-		(944)
Warrants	-		(74,452)
Balance – March 31, 2022	**169,941,335**	**$**	**38,071,782**

	Number		Amount
Balance - December 31, 2022 and March 31, 2023	**218,211,957**	**$**	**41,612,477**

[i] Between January 10 and February 10, 2022, 7,025,000 warrants exercisable at $0.12 and expiring on January 23 and February 13, 2022 were exercised for gross proceeds of $843,000.

On March 23, 2022, following the implementation of a warrant exercise incentive program, 9,306,550 warrants at a price of $0.12 were exercised for gross proceeds of $1,116,786. As part of the incentive program, the Company issued 4,653,275 warrants exercisable at $0.18 until April 15, 2023.

(Expressed in Canadian Dollars)

9. SHARE CAPITAL (Continued)

The fair value of the incentive warrants was estimated at $74,452 using the Black-Scholes option model pricing with the following assumptions: expected dividend yield of 0%, expected volatility of 82%, risk-free interest rate of 2.27%, expected life of 1 year and share price of $0.10 and reflected as a cost of issue.

10. WARRANTS AND FINDERS' WARRANTS

The following summarizes the warrants and finders' warrants activity for the three-month periods ended March 31, 2023 and 2022:

	Number of Warrants	Grant Date Fair Value	Weighted Average Exercise Price
Balance - December 31, 2021	**38,307,385**	**$ 714,327**	**$ 0.12**
Exercised	(16,331,550)	(305,923)	0.12
Expired	(1,984,600)	(37,366)	0.12
Issued	4,653,275	74,452	0.18
Balance – March 31, 2022	**24,644,510**	**$ 445,490**	**$ 0.13**
Balance – December 31, 2022 and March 31, 2023	**30,019,054**	**$ 678,890**	**$ 0.18**

As at March 31, 2023, the Company had warrants and finders' warrants outstanding as follows:

Date of Issue	Number of Warrants	Issue Price ($)	Fair Value ($)	Expiry Date	Remaining Contractual Life (years)
April 15, 2022	5,328,775	0.18	85,260	April 15, 2023	0.04
June 30, 2022	24,690,279	0.18	593,630	December 30, 2023	0.75
	30,019,054		**678,890**		**0.63**

11. STOCK OPTIONS

The Company maintains a stock option plan whereby certain key employees, officers, directors and consultants may be granted stock options for common shares of the Company. The maximum number of common shares that is issuable under the plan was fixed at 10% of the number of common shares issued and outstanding (a maximum of 5% of the number of common shares issued and outstanding may be held by any one person). Options expire after a maximum period of five years following the date of grant. Vesting provisions are determined at the time of each grant.

The following summarizes the stock option activity for the three-month periods ended March 31, 2023 and 2022:

	Number of Stock Options	Weighted Average Exercise Price
Balance - December 31, 2021 and March 31, 2022	**14,280,000**	**$ 0.11**

	Number of Stock Options	Weighted Average Exercise Price
Balance - December 31, 2022	**21,495,000**	**$ 0.10**
Expired	(710,000)	0.19
Balance – March 31, 2023	**20,785,000**	**$ 0.10**

(Expressed in Canadian Dollars)

11. STOCK OPTIONS (Continued)

As at March 31, 2023, the Company had incentive stock options issued to directors, officers, employees and key consultants of the Company outstanding as follows:

Date of Grant	Options Outstanding[(1)]	Exercise Price ($)	Grant Date Fair Value ($)	Expiry Date	Weighted Average Remaining Contractual Life (years)
March 6, 2019	645,000	0.095	59,340	March 6, 2024	0.93
December 23, 2019	3,300,000	0.085	244,200	December 23, 2024	1.73
July 20, 2020	400,000	0.10	23,200	July 20, 2025	2.31
December 31, 2020	3,700,000	0.095	284,900	December 31, 2025	2.76
April 14, 2021	200,000	0.095	9,800	April 14, 2026	3.04
May 25, 2021	500,000	0.095	26,000	May 25, 2026	3.15
July 2, 2021	200,000	0.095	10,800	July 2, 2026	3.26
October 11, 2021	1,000,000	0.08	59,000	October 11, 2026	3.53
December 20, 2021	3,625,000	0.13	351,625	December 20, 2026	3.73
January 24, 2022[(1)]	200,000	0.135	19,600	January 24, 2027	3.82
July 29, 2022	4,700,000	0.09	314,900	July 29, 2027	4.33
December 15, 2022	2,315,000	0.12	210,665	December 15, 2027	4.71
	20,785,000	**0.10**	**1,614,030**		**3.34**

[(1)] All options are exercisable except for 200,000 options granted on January 24, 2022 of which 133,333 vested at March 31, 2023 and 66,667 valued at $2,541will vest on July 24, 2023.

12. RELATED PARTY TRANSACTIONS

a) Remuneration of directors and officers was as follows:

Three months ended March 31,	2023	2022
Salaries and benefits	$ 122,495	$ 114,256
Share-based payments	-	8,850
	$ 122,495	**$ 123,106**

For the three-month period ended March 31, 2023, the salaries and benefits amount above includes $44,645 (2022 - $55,156) for fees invoiced by a corporation controlled by the CFO of the Company for his services and $21,600 (2022 - $21,600) for fees invoiced by the Executive Chairman of the Company for his services as Executive Chairman. The salaries and benefits also include $56,250 (2022 - $37,500) for fees invoiced by a corporation controlled by the CEO of the Company for his services as CEO fees.

b) Warrant Incentive Program

In January 2022, two directors exercised 4,187,500 warrants at a price of $0.12 for aggregate gross proceeds of $502,500. Also, as part of the warrant exercise incentive program implemented on March 17, 2022, officers and directors of the Company exercised 9,436,550 warrants at a price of $0.12 for gross proceeds of $1,132,386. As part of this incentive program, the Company issued 4,718,275 warrants to the officers and directors exercisable at $0.18 until April 15, 2023. The fair value of these incentive warrants was $75,492.

(Expressed in Canadian Dollars)

13. COMMITMENTS AND CONTINGENCIES

Management Contracts

The Company entered into consulting and employment agreements for the services of its key executives. Under the agreements, additional payments totalling $1,363,750 are be made upon the occurrence of a change of control. As a triggering event has not taken place, the contingent payments have not been reflected in the condensed interim consolidated financial statements. The commitment upon termination of the agreements is $366,250, in aggregate. The minimum commitment due within one year under the terms of the agreements is $678,900, in aggregate.

Flow-Through Indemnification

The flow-through agreements require the Company to renounce certain tax deductions for Canadian exploration expenditures incurred on the Company's mineral properties to flow-through participants. The Company indemnified the subscribers for any related tax amounts that become payable by the subscribers as a result of the Company not meeting its expenditure commitments.

Environmental

The Company's mining and exploration activities are subject to various laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company believes its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

14. LOANS PAYABLE

In June 2021, the Company financed the purchase of an exploration vehicle in the amount of $43,586. The loan bears an interest rate of 7.89% and is repayable over 60 monthly payments of $881 and is secured by the vehicle. The balance payable at March 31, 2023 was $32,264 of which $10,578 is due within the next 12 months.

On October 1, 2022, the Company entered into an agreement to purchase an accommodation building in Saskatchewan for $50,000. Under the agreement, the Company will pay $3,000 per month from October 2022 to September 2023 and a lump sum $14,000 on October 1, 2023.

Undiscounted payments over successive years are as follows:

	Vehicle	Building	Total
2023	$ 7,933	32,000	$ 39,933
2024-2026	26,445	-	26,445
Total contractual cash flows	$ 34,378	$ 32,000	$ 66,378
Less: interest	(4,143)	-	(4,143)
Obligation at March 31, 2023	**$ 30,235**	**$ 32,000**	**$ 62,235**

15. SUBSEQUENT EVENT

Warrants

On April 15, 2023, 5,328,775 warrants exercisable at $0.18 expired unexercised.

End of Notes to Financial Statements