



**CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE THREE AND NINE MONTHS ENDED
JUNE 30, 2024 AND 2023**

(Expressed in Canadian dollars)

(UNAUDITED – PREPARED BY MANAGEMENT)

ASIABASEMETALS INC.

NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM FINANCIAL STATEMENTS

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

The accompanying unaudited condensed interim financial statements of the Company have been prepared by management and approved by the Audit Committee and Board of Directors of the Company.

The Company's independent auditors have not performed a review of these condensed interim financial statements in accordance with the standards established by CPA Canada for a review of condensed interim financial statements by an entity's auditors.

ASIABASEMETALS INC.**CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION****AS AT JUNE 30, 2024 AND SEPTEMBER 30, 2023**(Expressed in Canadian Dollars)

	June 30, 2024 (Unaudited)	September 30, 2023 (Audited)
ASSETS		
Current		
Cash (Note 5)	\$ 1,209	\$ 1,487
Amounts receivable	6,391	5,830
	7,600	7,317
Reclamation deposit (Note 7)	10,000	10,000
Exploration and evaluation assets (Note 6)	3,493	3,493
	\$ 21,093	\$ 20,810
LIABILITIES		
Current		
Accounts payable and accrued liabilities (Note 10)	\$ 599,264	\$ 415,521
DEFICIENCY		
Share capital (Note 8)	4,661,354	4,661,354
Share-based payment reserves	1,815,106	1,725,847
Accumulated deficit	(7,054,631)	(6,781,912)
	(578,171)	(394,711)
	\$ 21,093	\$ 20,810

CORPORATE INFORMATION AND CONTINUANCE OF OPERATIONS (Note 1)

Approved by the Board on August 23, 2024:

"Rajinder Chowdhry"
Director

"Henry Park"
Director

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

ASIABASEMETALS INC.**CONDENSED INTERIM STATEMENTS OF COMPREHENSIVE LOSS****FOR THE THREE AND NINE MONTHS ENDED JUNE 30, 2024 AND 2023**

(Unaudited - Expressed in Canadian Dollars)

	Three months ended		Nine months ended	
	June 30,		June 30,	
	2024	2023	2024	2023
EXPENSES				
Management fees (Note 10)	\$ 37,500	\$ 37,500	\$ 112,500	\$ 112,500
Share-based payments (Note 10)	5,731	-	89,259	360,320
Professional fees	9,906	21,044	38,265	42,251
Property investigation (Note 10, 13)	-	7,500	-	7,500
Office, administration, and miscellaneous	9,164	9,678	17,267	20,387
Regulatory and transfer agent fees	849	5,400	10,161	13,634
Travel	2,926	2,926	4,389	6,155
Exploration, net	317	299	923	1,150
Foreign exchange loss (gain)	(393)	(373)	(373)	(142)
Interest and bank charges	110	106	328	587
NET LOSS AND COMPREHENSIVE LOSS FOR THE PERIOD	\$ (66,110)	\$ (84,080)	\$ (272,719)	\$ (564,342)
LOSS PER SHARE – BASIC AND DILUTED	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ (0.01)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING	49,402,871	49,184,183	49,402,871	49,125,204

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

ASIABASEMETALS INC.**CONDENSED INTERIM STATEMENTS OF CHANGES IN DEFICIENCY****FOR THE NINE MONTHS ENDED JUNE 30, 2024 AND 2023**

(Unaudited - Expressed in Canadian Dollars)

	Common Shares (Note 8)		Share-based Payment Reserves	Accumulated Deficit	Total
	Number of Common Shares	Amount			
Balances at October 1, 2022	49,095,714	\$ 4,616,709	\$ 1,410,321	\$ (6,118,808)	\$ (91,778)
Issuance of shares for exploration and evaluation assets	164,300	24,645	-	-	24,645
Share-based payments	-	-	360,320	-	360,320
Net loss and comprehensive loss	-	-	-	(564,342)	(564,342)
Balances at June 30, 2023	49,260,014	\$ 4,641,354	\$ 1,770,641	\$ (6,683,150)	\$ (271,155)
Balances at October 1, 2023	49,402,871	\$ 4,661,354	\$ 1,725,847	\$ (6,781,912)	\$ (394,711)
Share-based payments	-	-	89,259	-	89,259
Net loss and comprehensive loss	-	-	-	(272,719)	(272,719)
Balances at June 30, 2024	49,402,871	\$ 4,661,354	\$ 1,815,106	\$ (7,054,631)	\$ (578,171)

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

ASIABASEMETALS INC.**CONDENSED INTERIM STATEMENTS OF CASH FLOWS****FOR THE NINE MONTHS ENDED JUNE 30, 2024 AND 2023**

(Unaudited - Expressed in Canadian Dollars)

	2024	2023
CASH PROVIDED BY (USED IN):		
OPERATING ACTIVITIES		
Net loss for the period	\$ (272,719)	\$ (564,342)
Share-based payments	89,259	360,320
Change in non-cash working capital items		
Amounts receivable	(561)	16,937
Accounts payable and accrued liabilities	183,743	204,735
Cash provided by (used in) operating activities	(278)	17,650
INVESTING ACTIVITY		
Accounts payable and accrued liabilities	-	(20,000)
Cash provided by (used in) operating activities	-	(20,000)
CHANGE IN CASH DURING THE PERIOD	(278)	(2,350)
CASH, BEGINNING OF PERIOD	1,487	40,165
CASH, END OF PERIOD	\$ 1,209	\$ 37,815
Non-cash items		
Shares issued for exploration and evaluation assets	\$ -	\$ 24,645
Supplemental Cash Flow Information		
Income taxes paid	\$ -	\$ -
Interest paid	\$ -	\$ -

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

1. CORPORATE INFORMATION AND CONTINUANCE OF OPERATIONS

AsiaBaseMetals Inc. (the "Company") was incorporated on August 11, 2009 under the laws of British Columbia. The Company is an exploration company focused on the exploration and development of precious and base metals. The address of the Company's corporate office and principal place of business is 6153 Glendalough Pl., Vancouver, British Columbia, V6N 1S5, Canada.

At June 30, 2024, the Company has working capital deficit of \$591,664 and does not generate cash flow operations. The Company has not yet determined whether its properties contain ore reserves that are economically recoverable. The recoverability of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain necessary financing to complete the development, and upon future profitable production or proceeds from the disposition of the resource property. The outcome of these matters cannot be predicted at this time and these factors indicate the existence of material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern.

These condensed interim financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in these condensed interim financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES**a) Statement of compliance**

These condensed interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"), including IAS 34 – Interim Financial Reporting. For these purposes, IFRS comprise the standards issued by the International Accounting Standards Board ("IASB") and interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC").

The accounting policies applied in these condensed interim financial statements are consistent with those applied in the preparation of, and disclosed in, the Company's audited annual financial statements for the year ended September 30, 2023.

b) Basis of presentation

The condensed interim financial statements have been prepared on the historical cost basis, with the exception of financial instruments which are measured at fair value, as explained in the accounting policies set out below. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

c) Going Concern

These condensed interim financial statements are prepared on a going concern basis, which assumes that the Company will continue its operations for a reasonable period of time. The Company has incurred losses since its inception and has an accumulated deficit of \$7,054,631 at June 30, 2024. The Company's ability to continue its operations and to realize assets at their carrying values is dependent upon obtaining additional financing or maintaining continued support from its shareholders and creditors, and generating profitable operations in the future.

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of these condensed interim financial statements requires management to make judgments and estimates and form assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in future periods affected.

Significant accounts that require estimates as the basis for determining the stated amounts include deferred income taxes, share-based payments, assessment of decommissioning provision and assessment of impairment of exploration and evaluation assets.

Critical accounting judgments are accounting policies that have been identified as being complex or involving subjective or assessments with a significant risk of material adjustment.

(i) Impairment

At the end of each reporting period the carrying amounts of the Company's assets are reviewed to determine whether there is any indication that those assets are impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss for the period. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

Where an impairment subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate and 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 years. A reversal of an impairment loss is recognized immediately in profit or loss.

(ii) Going Concern

The assessment of the Company's ability to execute its strategy by funding future working capital requirements involves judgment. Management monitors future cash requirements to assess the Company's ability to meet these future funding requirements. Further information regarding going concern is outlined in Note 2(c).

(iii) Cash held with Sanctioned Banks

The sanctions imposed against Myanmar Investment and Commercial Bank ("MICB") in Myanmar could directly affect the Company's ability to use or withdraw cash or cash equivalents. As a result, funds held by MICB could experience restrictions on withdrawal or on their use of the cash or cash equivalents for current operations, refer to Note 5.

ASIABASEMETALS INC.**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS****FOR THE THREE AND NINE MONTHS ENDED JUNE 30, 2024 AND 2023**

(Unaudited - Expressed in Canadian Dollars)

4. NEW ACCOUNTING PRONOUNCEMENTS ISSUED BUT NOT YET EFFECTIVE

Accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant effect on the Company's financial statements.

5. CASH

The United States and Canada have sanctioned two of Burma's military regime-controlled banks, one of them being Myanmar Investment and Commercial Bank ("MICB"). The Company's funds held with MICB are restricted and there is uncertainty whether the funds can be accessed and recovered. As a result, management has reduced the balance \$33,971 held with MICB to \$nil during the year ended September 30, 2023.

6. EXPLORATION AND EVALUATION ASSETS

	Gnome Project (\$)	Cedar River Property (\$)	Robbins Lake Property (\$)	Moosetrack Lake Property (\$)	Total (\$)
Balance, September 30, 2022	11,688	-	-	-	11,688
Acquisition Costs	3,493	14,882	14,881	14,882	48,138
Impairment	(11,688)	(14,882)	(14,881)	(14,882)	(56,333)
Balance, September 30, 2023	3,493	-	-	-	3,493
Acquisition Costs	-	-	-	-	-
Impairment	-	-	-	-	-
Balance, June 30, 2024	3,493	-	-	-	3,493

Gnome Zinc, BC

On September 30, 2009, Tintina Resources Inc. ("Tintina" – name changed to Sandfire Resources America Inc. "Sandfire" on January 31, 2018) transferred its interest in the Gnome Zinc project and \$500,000 in cash to the Company as part of its reorganization. Tintina also transferred its right, title and interest in the Gnome Zinc project to purchase a 1% NSR royalty for \$2,000,000 up to the period ending on March 11, 2020. The transaction was recorded as a shareholder transfer at Tintina's carrying value of the Gnome Zinc project of \$146,748 and an increase in cash of \$500,000.

During the year ended September 30, 2023, upon review of the exploration work previously conducted, the Company on February 27, 2023, amalgamated its 11 claims (staked on January 11, 2018) to 13 claims. On September 1, 2023, the 11 claims were forfeited resulting in the capitalized acquisition cost of \$11,688 was written-off. The Company staked four claims covering much of the north and central part of the previous claim block including the Gnome showing on December 1, 2023 at an acquisition cost of \$3,493.

6. EXPLORATION AND EVALUATION ASSETS (continued)**Paisano Gold, Peru**

On June 7, 2022, the Company entered into an option agreement with Regency Silver Corp. ("Regency Silver") (TSXV: RSMX) and its Peruvian subsidiary, to acquire a 70% interest in the Paisano Gold Project in North-Central Peru (the "Property").

The Company may earn a 70% interest in the Property and to be in good standing, the Company must make the following:

- a) cash payments to keep the Property in good standing of approximately US\$3 per hectare over the next three years commencing in 2023 estimated as follows:
 - (i) \$11,000 on or before May 25, 2023;
 - (ii) \$11,000 on or before May 25, 2024; and
 - (iii) \$11,000 on or before May 25, 2025;
- b) issue Regency Silver a total of 250,000 common shares over three years as follows:
 - (i) 50,000 common shares on or before September 1, 2023;
 - (ii) 100,000 common shares on or before May 25, 2024; and
 - (iii) 100,000 common shares on or before May 25, 2025; and
- c) incur at least \$1,000,000 in exploration expenditures on the Property by expending the sum of \$200,000 on or before May 25, 2024, and the additional sum of \$800,000 on or before May 25, 2025.

The Company may elect to issue common shares instead of expending money on exploration. Such shares will be priced at the greater of \$0.17 per share or the closing price of the Company's share on the TSX Venture Exchange, or such other exchange on which the common shares are then principally traded, on the trading date immediately preceding the date on which notice of such election is delivered. In the event the Option is exercised, the parties will enter in a joint venture with their respective interests.

The Company has terminated the option agreement with Regency Silver during the year ended September 30, 2023.

Cedar River Property, Ontario

On March 30, 2023, the Company entered into an option agreement with 2758145 Ontario Ltd. To acquire 100% interest in 100 active mineral claims in Ontario and to be in good standing, the Company must make the following:

- a) Cash payments of \$45,600 over three years as follows
 - (i) \$6,667 on or before five business days following May 30, 2023 (paid);
 - (ii) \$9,120 on or before May 30, 2024;
 - (iii) \$13,680 on or before May 30, 2025; and
 - (iv) \$16,133 on or before May 30, 2026;
- b) Issue a total of 333,335 common shares over three years as follows
 - (i) 54,767 common shares (fair value of \$8,215) on or before thirty calendar following May 30, 2023 (issued - Note 7);
 - (ii) 73,067 common shares on or before May 30, 2024;
 - (iii) 91,334 common shares on or before May 30, 2025; and
 - (iv) 114,167 common shares on or before May 30, 2026.

6. EXPLORATION AND EVALUATION ASSETS (continued)

The Company has written off \$14,882 and has terminated the option agreement with 2758145 Ontario Ltd. on December 20, 2023.

Robbins Lake Property, Ontario

On March 30, 2023, the Company entered into an option agreement with 2758145 Ontario Ltd. To acquire 100% interest in 40 active mineral claims in Ontario and to be in good standing, the Company must make the following:.

- a) Cash payments of \$45,600 over three years as follows
 - (i) \$6,666 on or before five business days following May 30, 2023 (paid);
 - (ii) \$9,120 on or before May 30, 2024;
 - (iii) \$13,680 on or before May 30, 2025; and
 - (iv) \$16,134 on or before May 30, 2026;
- b) Issue a total of 333,334 common shares over three years as follows
 - (i) 54,767 common shares (fair value of \$8,215) on or before thirty calendar following May 30, 2023 (issued - Note 7);
 - (ii) 73,067 common shares on or before May 30, 2024;
 - (iii) 91,333 common shares on or before May 30, 2025; and
 - (iv) 114,167 common shares on or before May 30, 2026.

The Company has written off \$14,881 and has terminated the option agreement with 2758145 Ontario Ltd. on October 24, 2023.

Moosetrack Lake Property, Ontario

On March 30, 2023, the Company entered into an option agreement with 2758145 Ontario Ltd. To acquire 100% interest in 50 active mineral claims in Ontario and to be in good standing, the Company must make the following:

- a) Cash payments of \$45,600 over three years as follows
 - (i) \$6,667 on or before five business days following May 30, 2023 (paid);
 - (ii) \$9,120 on or before May 30, 2024;
 - (iii) \$13,680 on or before May 30, 2025; and
 - (iv) \$16,133 on or before May 30, 2026;
- b) Issue a total of 333,331 common shares over three years as follows
 - (i) 54,766 common shares (fair value of \$8,215) on or before thirty calendar following May 30, 2023 (issued – Note 7);
 - (ii) 73,066 common shares on or before May 30, 2024;
 - (iii) 91,333 common shares on or before May 30, 2025; and
 - (iv) 114,166 common shares on or before May 30, 2026.

The Company has written off \$14,882 and has terminated the option agreement with 2758145 Ontario Ltd. on October 24, 2023.

7. RECLAMATION DEPOSIT

On July 23, 2019, the Company paid \$10,000 for a reclamation bond to the Minister of Finance for the Province of British Columbia (the "Province") with respect to the exploration drilling on the Gnome Property. This amount was determined by the Province to be sufficient to meet all anticipated reclamation requirements.

8. SHARE CAPITAL

- a) Authorized: The Company is authorized to issue an unlimited number of common shares without par value.
- b) Issued and outstanding as at June 30, 2024: 49,402,871 (September 30, 2023 – 49,402,871) common shares.

There were no share transactions for the nine months period ended June 30, 2024.

During the nine months ended March 31, 2024,

- i. On April 27, 2022, the Company closed a non-brokered private placement for gross proceeds of \$441,650 for issuing 4,015,000 units ("Units") at a price of \$0.11 per Unit (the "Private Placement") incurring share issuance costs of \$1,803. Each Unit is comprised of one common share of the Company (a "Share") and one common share purchase warrant (each, a "Warrant"). Each Warrant entitles the holder to purchase an additional Share at a price of \$0.14 per Share for a period of five years.
- ii. On May 12, 2023, the Company issued 164,300 shares (fair value of \$24,645) in connection with the option agreements (Note 6).
- iii. The Company issued 142,857 shares upon the exercise of share purchase warrants for total proceeds of \$20,000.

9. STOCK OPTION PLAN, SHARE-BASED PAYMENTS AND WARRANTS

The Company adopted a rolling stock option plan (the "Plan") to grant options to directors, senior officers, employees, independent contractors and consultants of the Company. The Plan reserves for issuance up to 10% of the issued and outstanding share capital of the Company from time to time, and provides that it is solely within the discretion of the Board or, if the Board so elects, by a committee consisting of not less than two of its members appointed by the Board, to determine who should receive options and in what amounts.

Options granted under the Plan for a term not to exceed 10 years from the date of their grant and are exercisable at a price not less than the discounted market price (which is the market price less a discount of 25% for a closing price of up to \$0.33, a discount of 20% for a closing price of \$0.34 to \$1.33, and a discount of 15% for a closing price above \$1.34, subject to a minimum of \$0.07).

On March 30, 2023, the Company granted 2,925,000 stock options to directors, advisors and consultants of the Company. The Stock Options will be exercisable at a price of \$0.20 per Share for a period of five years from date of grant, of which 50% will vest immediately, 25% will vest 6 months after the date of the grant and the remaining 25% will vest 12 months after the date of the grant.

On November 2, 2023, the Company granted 400,000 stock options to advisors of the Company. The Stock Options will be exercisable at a price of \$0.20 per Share for a period of five years from date of grant, of which 50% will vest immediately, 25% will vest 6 months after the date of the grant and the remaining 25% will vest 12 months after the date of the grant.

ASIABASEMETALS INC.**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS****FOR THE THREE AND NINE MONTHS ENDED JUNE 30, 2024 AND 2023**

(Unaudited - Expressed in Canadian Dollars)

9. STOCK OPTION PLAN, SHARE-BASED PAYMENTS AND WARRANTS (continued)

The following weighted average assumptions were used in the valuation of stock options granted in the Black-Scholes Option Pricing model:

	Nine months ended June 30, 2024	Year ended September 30, 2023
Risk-free interest rate	3.94%	3.06%
Expected life	5 years	5 years
Annualized volatility	107.14%	109.21%
Dividend rate	0.00%	0.00%

Stock option transactions are summarized as follows:

	Number of options	Weighted average exercise price
Balance at September 30, 2022	-	\$ -
Granted	2,925,000	\$ 0.20
Balance at September 30, 2023	2,925,000	\$ 0.20
Granted	650,000	\$ 0.20
Cancelled	(250,000)	\$ 0.20
Balance at June 30, 2024	3,325,000	\$ 0.20

The stock options outstanding and exercisable as at June 30, 2024 are as follows:

Outstanding	Exercisable	Exercise price	Expiry date
2,675,000	2,675,000	\$ 0.20	March 30, 2028
400,000	300,000	\$ 0.20	November 2, 2028
250,000	187,500	\$ 0.20	January 31, 2029

For the nine months ended June 30, 2024, the Company recognized share-based payments of \$89,259 (2023 - \$360,320). The weighted average remaining life of the stock options is 3.89 years.

Warrant transactions are summarized as follows:

	Number of warrants	Weighted average exercise price
Balance at September 30, 2022	4,015,000	\$ 0.14
Exercised	(142,857)	\$ 0.14
Balance at September 30, 2023	3,872,143	\$ 0.14
Issued	-	\$ -
Balance at June 30, 2024	3,872,143	\$ 0.14

The warrants outstanding as at June 30, 2024 are as follows:

Outstanding	Exercise price	Expiry date
3,872,143	\$ 0.14	April 27, 2027

The average remaining life of the warrants is 3.89 years.

ASIABASEMETALS INC.**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS****FOR THE THREE AND NINE MONTHS ENDED JUNE 30, 2024 AND 2023**

(Unaudited - Expressed in Canadian Dollars)

10. RELATED PARTY BALANCES AND TRANSACTIONS

During the nine months ended June 30, 2024 and 2023, the following amounts were incurred or paid to officers and directors and/or their related companies:

- i) The Company incurred \$112,500 (2023 - \$112,500) for management fees to a company controlled by the Chief Executive Officer ("CEO").

As at June 30, 2024 and 2023, the following balances were due to officers and directors and/or related companies:

- i) Included in accounts payable and accrued liabilities is \$360,316 (September 30, 2023 - \$242,191) due to a company controlled by the CEO of the Company of which \$12,371 is secured by a promissory note. The remaining amounts are unsecured, non-interest bearing and have no fixed terms of repayment.
- ii) Included in accounts payable and accrued liabilities is \$64,757 (September 30, 2023 - \$37,993) due to the CEO of the Company. These amounts are unsecured, non-interest bearing and have no fixed terms of repayment.

On April 1, 2015 the Company entered into an agreement with a company controlled by a director to provide CEO services at a rate of \$12,500 per month (\$150,000 per year) for an indefinite term. The agreement can be terminated without cause by the Company with a fourteen (14) month cash payment in the amount of \$175,000.

Key management personnel compensation:

Key management personnel include the Chief Executive Officer ("CEO"), Chief Financial Officer ("CFO"), and directors of the Company. The remuneration of directors and officers of the Company is as follows:

	Nine months ended June 30,	
	2024	2023
Management fees	\$ 112,500	\$ 112,500
Business Development	-	7,500
Share based payments	31,519	184,779
Total remuneration	\$ 144,019	\$ 304,779

Key management personnel receive compensation in the form of short-term employee benefits, share-based payments, separation payment, and post-employment benefits. Short-term benefits include management fees paid to the CEO and the CFO of the Company for their services in their roles.

11. MANAGEMENT OF CAPITAL

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the sourcing and exploration of its resource property. The Company does not have any externally imposed capital requirements to which it is subject to.

The Company considers the aggregate of its equity as capital. As at June 30, 2024, the Company had capital resources consisting of cash. 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 the capital structure, the Company may attempt to issue new shares or dispose of assets or adjust the amount of cash.

The Company's investment policy is to invest its cash in investment instruments in high credit quality financial institutions with terms to maturity selected with regards to the expected time of expenditures from operations.

12. FINANCIAL INSTRUMENTS AND FINANCIAL RISK

The Company expects its current capital resources will be sufficient to carry its exploration plans and operations through its current operating year.

Financial Instruments and Fair Value Measurements

IFRS 13 – *Fair Value Measurement*, establishes a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 - inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Assets measured at fair value on a recurring basis were presented on the Company's statement of financial position as at June 30, 2024 as follows:

Fair Value Measurements Using				
	Quoted Prices in Active Markets For Identical Instruments (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Financial assets				
Cash	\$ 1,209	\$ –	\$ –	\$ 1,209

*Financial Risk***(i) Credit Risk**

Credit risk arises from non-performance by counterparties of contractual financial obligations. The Company's maximum credit risk is primarily attributable to its cash. The Company limits its exposure to credit loss for cash by placing such instruments with financial institutions.

As at June 30, 2024, the Company's maximum exposure to credit risk is the carrying value of cash of \$1,209.

(ii) Liquidity Risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient financial resources to meet liabilities when due. As at June 30, 2024, the Company has a working capital deficit of \$591,664. The Company requires funds to be raised from financing activities to meet its current obligations. All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

(iii) Interest Rate Risk

In management's opinion, the Company's interest rate risk is minimal as the Company does not have any bank indebtedness that bear interest at fixed or variable rates.

12. FINANCIAL INSTRUMENTS AND FINANCIAL RISK (continued)**Foreign Currency Risk**

The Company is exposed to currency fluctuations in the acquisition of foreign currencies. The Company holds insignificant balance in cash in foreign currencies (US dollars) and is therefore not exposed to significant gains or losses on foreign exchange. A significant change in the currency exchange rate between the Canadian dollar relative to the US dollar would have an insignificant effect on the Company's results of operations, financial position and/or cash flows. The Company has not hedged its exposure to currency fluctuations.

As at June 30, 2024, a change of 10% +/- in US dollar would not result in a significant impact to the statements of loss and comprehensive loss.

(iv) Commodity Price Risk

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

13. NON-EXCLUSIVE RIGHT AGREEMENT

Futura Capital Limited ("Futura"), a company controlled by the CEO of the Company, and XLR Enterprises (Cyprus) Limited ("XLR") entered into a letter agreement dated April 18, 2023 which set forth the material terms and the mutual understanding and agreement of Futura and XLR with regard to the acquisition and financing of Ethiopotash BV, a corporation that is intended to be listed on a Canadian stock exchange by way of an initial public offering or reverse takeover of a publicly traded company. On June 30, 2023, the Company entered into an agreement with Futura, pursuant to which Futura provided the Company with the non-exclusive right to receive and review information regarding Ethiopotash BV. In consideration for this provision, the Company incurred a project investigation cost of \$7,500.