

**NORTHERN LIGHTS RESOURCES CORP.**

**CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

**JULY 31, 2026**

**(Expressed in Canadian Dollars)**

**(Unaudited – Prepared by Management)**

## **NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS**

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

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these condensed interim consolidated financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of condensed interim consolidated financial statements by an entity's auditor.

**NORTHERN LIGHTS RESOURCES CORP.**  
**CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
(Expressed in Canadian Dollars)  
(Unaudited – Prepared by Management)  
AS AT,

|                                                          | July 31,<br>2026    | April 30,<br>2026   |
|----------------------------------------------------------|---------------------|---------------------|
| <b>ASSETS</b>                                            |                     |                     |
| <b>Current</b>                                           |                     |                     |
| Cash and cash equivalents                                | \$ 3,025,068        | \$ 3,168,170        |
| Receivables                                              | 47,601              | 23,865              |
| Prepaid expenses                                         | 51,862              | 56,358              |
|                                                          | <u>3,124,531</u>    | <u>3,248,393</u>    |
| Reclamation bond (Note 3)                                | 42,709              | 42,605              |
| Exploration and evaluation assets (Note 3)               | 514,819             | 419,494             |
|                                                          | <u>\$ 3,682,059</u> | <u>\$ 3,710,492</u> |
| <b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIENCY)</b> |                     |                     |
| <b>Current</b>                                           |                     |                     |
| Accounts payable and accrued liabilities (Note 5)        | \$ 525,384          | \$ 482,068          |
| <b>Shareholders' equity (deficiency)</b>                 |                     |                     |
| Share capital (Note 4)                                   | 10,631,506          | 10,631,506          |
| Reserves (Note 4)                                        | 1,810,560           | 1,725,914           |
| Subscriptions receivable                                 | (34,930)            | (34,930)            |
| Deficit                                                  | (9,250,461)         | (9,094,066)         |
|                                                          | <u>3,156,675</u>    | <u>3,228,424</u>    |
|                                                          | <u>\$ 3,682,059</u> | <u>\$ 3,710,492</u> |

**Nature and continuance of operations** (Note 1)

**On behalf of the Board:**

“Luka Capin”

Director

“Steven McMullan”

Director

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

**NORTHERN LIGHTS RESOURCES CORP.****CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS**

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

FOR THE THREE MONTHS ENDED JULY 31,

|                                                                       | 2026                | 2025                |
|-----------------------------------------------------------------------|---------------------|---------------------|
| <b>EXPENSES</b>                                                       |                     |                     |
| Consulting fees (Note 5)                                              | \$ 47,517           | \$ -                |
| Filing and regulatory fees                                            | 3,969               | 7,058               |
| Foreign exchange                                                      | (63,920)            | (351)               |
| Management fees (Note 5)                                              | 26,250              | 45,000              |
| Office and miscellaneous                                              | 7,713               | 4,516               |
| Professional fees (Note 5)                                            | 8,084               | 20,232              |
| Promotion and advertisement                                           | 35,599              | 500                 |
| Share-based compensation (Notes 4 and 5)                              | 84,646              | -                   |
| Travel and accommodation                                              | 5,813               | -                   |
|                                                                       | <u>(155,671)</u>    | <u>(76,955)</u>     |
| <b>OTHER INCOME (EXPENSE)</b>                                         |                     |                     |
| Loss on write-off of prepaid expenses                                 | (17,900)            | -                   |
| Other income                                                          | 17,176              | -                   |
| Write-off of exploration and evaluation assets                        | -                   | (30,000)            |
| Loss on sale of exploration and evaluation assets (Note 3)            | -                   | (15,000)            |
|                                                                       | <u>(724)</u>        | <u>(45,000)</u>     |
| <b>Loss and comprehensive loss for the period</b>                     | <b>\$ (156,395)</b> | <b>\$ (121,955)</b> |
| <b>Loss per common share – basic</b>                                  | <b>\$ (0.00)</b>    | <b>\$ (0.00)</b>    |
| <b>Loss per common share – diluted</b>                                | <b>\$ (0.00)</b>    | <b>\$ (0.00)</b>    |
| <b>Weighted average number of common shares outstanding – basic</b>   | <b>70,643,704</b>   | <b>53,869,139</b>   |
| <b>Weighted average number of common shares outstanding – diluted</b> | <b>70,643,704</b>   | <b>53,869,139</b>   |

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

**NORTHERN LIGHTS RESOURCES CORP.****CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIENCY)**

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

|                                                     | Number of<br>Shares | Share Capital        | Reserves            | Subscriptions<br>Receivable | Deficit                | Total<br>Shareholders'<br>Equity<br>(Deficiency) |
|-----------------------------------------------------|---------------------|----------------------|---------------------|-----------------------------|------------------------|--------------------------------------------------|
| <b>Balance, April 30, 2025</b>                      | <b>53,488,704</b>   | <b>\$ 9,517,381</b>  | <b>\$ 1,345,298</b> | <b>\$ (34,930)</b>          | <b>\$ (10,924,764)</b> | <b>\$ (97,015)</b>                               |
| Shares issued for exploration and evaluation assets | 1,000,000           | 45,000               | -                   | -                           | -                      | 45,000                                           |
| Net and comprehensive loss for the period           | -                   | -                    | -                   | -                           | (121,955)              | (121,955)                                        |
| <b>Balance, July 31, 2025</b>                       | <b>54,488,704</b>   | <b>9,562,381</b>     | <b>1,345,298</b>    | <b>(34,930)</b>             | <b>(11,046,719)</b>    | <b>(173,970)</b>                                 |
| Private placement                                   | 12,000,000          | 720,000              | 80,000              | -                           | -                      | 800,000                                          |
| Shares issued for warrant exercise                  | 200,000             | 20,000               | -                   | -                           | -                      | 20,000                                           |
| Shares issued for debt settlement                   | 2,455,000           | 216,625              | -                   | -                           | -                      | 216,625                                          |
| Shares issued for exploration and evaluation assets | 1,500,000           | 112,500              | -                   | -                           | -                      | 112,500                                          |
| Share-based compensation                            | -                   | -                    | 300,616             | -                           | -                      | 300,616                                          |
| Net and comprehensive income for the period         | -                   | -                    | -                   | -                           | 1,952,653              | 1,952,653                                        |
| <b>Balance, April 30, 2026</b>                      | <b>70,643,704</b>   | <b>10,631,506</b>    | <b>1,725,914</b>    | <b>(34,930)</b>             | <b>(9,094,066)</b>     | <b>3,228,424</b>                                 |
| Share-based compensation                            | -                   | -                    | 84,646              | -                           | -                      | 84,646                                           |
| Net and comprehensive loss for the period           | -                   | -                    | -                   | -                           | (156,395)              | (156,395)                                        |
| <b>Balance, July 31, 2026</b>                       | <b>70,643,704</b>   | <b>\$ 10,631,506</b> | <b>\$ 1,810,560</b> | <b>\$ (34,930)</b>          | <b>\$ (9,250,461)</b>  | <b>\$ 3,156,675</b>                              |

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

**NORTHERN LIGHTS RESOURCES CORP.**  
**CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(Expressed in Canadian Dollars)  
(Unaudited – Prepared by Management)  
FOR THE THREE MONTHS ENDED JULY 31,

|                                                                                        | 2026                | 2025            |
|----------------------------------------------------------------------------------------|---------------------|-----------------|
| <b>CASH FLOWS FROM OPERATING ACTIVITIES</b>                                            |                     |                 |
| Loss for the period                                                                    | \$ (156,395)        | \$ (121,955)    |
| Non-cash items:                                                                        |                     |                 |
| Loss on sale of exploration and evaluation assets                                      | -                   | 15,000          |
| Loss on write-off of prepaid expenses                                                  | 17,900              | -               |
| Foreign exchange (gain)/ loss                                                          | (104)               | 726             |
| Share-based compensation                                                               | 84,646              | -               |
| Write-off of exploration and evaluation assets                                         | -                   | 30,000          |
| Changes in non-cash working capital items:                                             |                     |                 |
| Receivables                                                                            | (23,736)            | (4,754)         |
| Prepaid expenses                                                                       | (13,404)            | 657             |
| Accounts payable and accrued liabilities                                               | (27,896)            | 4,290           |
| Net cash used in operating activities                                                  | (118,989)           | (76,036)        |
| <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>                                            |                     |                 |
| Exploration and evaluation expenditures                                                | (24,113)            | (4,035)         |
| Refund (payment) of reclamation bond                                                   | -                   | (38,500)        |
| Proceeds from sale of exploration and evaluation assets                                | -                   | 120,000         |
| Net cash provided by (used in) investing activities                                    | (24,113)            | 77,465          |
| <b>Change in cash for the period</b>                                                   | <b>(143,102)</b>    | <b>1,429</b>    |
| <b>Cash, beginning of period</b>                                                       | <b>3,168,170</b>    | <b>1,052</b>    |
| <b>Cash and cash equivalents, end of period</b>                                        | <b>\$ 3,025,068</b> | <b>\$ 2,481</b> |
| <b>SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS</b>                              |                     |                 |
| Shares issued for exploration and evaluation assets                                    | \$ -                | \$ 45,000       |
| Exploration and evaluation assets included in accounts payable and accrued liabilities | \$ 71,212           | \$ 121,780      |

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

**NORTHERN LIGHTS RESOURCES CORP.****NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

FOR THE THREE MONTHS ENDED JULY 31, 2026

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**1. NATURE AND CONTINUANCE OF OPERATIONS**

Northern Lights Resources Corp. (the "Company") was incorporated under the laws of British Columbia on March 28, 2007. The Company's principal business activities include the acquisition and exploration of resource properties. The Company is listed on the Canadian Securities Exchange ("CSE") under the trading symbol "NLR". The Company's registered office is located at Suite 2900 – 595 Burrard Street, Vancouver, BC, V7X 1J5, Canada.

These condensed interim consolidated financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The Company has a history of losses and an accumulated deficit of \$9,250,461 at July 31, 2026, the continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future. These conditions indicate a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. The condensed interim consolidated financial statements do not include any adjustments relating to the recoverability and classification of recorded assets and discharge of liabilities that might be necessary should the Company be unable to continue as a going concern.

**2. MATERIAL ACCOUNTING POLICIES****Basis of presentation**

The condensed interim consolidated financial statements have been prepared on a historical cost basis, except for certain financial instruments which are at fair value. The condensed interim consolidated financial statements are presented in Canadian dollars which is the functional currency of the Company and its subsidiaries.

These unaudited condensed interim consolidated financial statements were prepared using the same accounting policies and methods as those used in the Company's audited consolidated financial statements for the year ended April 30, 2026 and have been prepared in accordance with International Financial Reporting Standards ("IFRS") in compliance with International Accounting Standard ("IAS") 34 - Interim Financial Reporting. Accordingly, certain disclosures normally included in annual financial statements prepared in accordance with IFRS have been omitted or condensed. These condensed interim consolidated financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended April 30, 2026.

The Board of Directors approved these condensed interim consolidated financial statements on September 24, 2026.

**Basis of consolidation**

These condensed interim consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries, Secret Gold Pass LLC, a company incorporated under the laws of Arizona, USA, and Ruby Valley Minerals LLC, a company incorporated under the laws of Nevada. At July 31, 2026, the principal activity of the Company's subsidiaries was that of holding companies. Control is achieved when the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Specifically, the Company controls an investee if and only if the Company has all the following: (a) power over the investee; (b) exposure, or rights, to variable returns from its involvement with the investee; and (c) the ability to use its power over the investee to affect the amount of the investor's returns. All inter-company transactions and balances have been eliminated upon consolidation.

**NORTHERN LIGHTS RESOURCES CORP.****NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

(Expressed in Canadian Dollars)

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FOR THE THREE MONTHS ENDED JULY 31, 2026

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**2. MATERIAL ACCOUNTING POLICIES (cont'd...)****Cash and cash equivalents**

Cash and cash equivalents include cash on hand and highly liquid investments having maturity dates of one year or less from the date of acquisition, which are readily convertible to known amounts of cash. At July 31, 2026, the Company had \$3,025,068 (April 30, 2026 - \$3,168,170) in cash equivalents.

**Estimates and judgments**

The preparation of the Company's condensed interim consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the condensed interim consolidated financial statements and the reported amounts of expenses during the reporting period. Estimates and assumptions are continually evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results could differ from these estimates.

The areas which require management to make significant judgments, estimates and assumptions in determining carrying values include, but are not limited to:

Significant Judgments**a. Economic recoverability and probability of future benefits of exploration and evaluation assets**

Management has determined that exploration, evaluation and related costs incurred which were capitalized may have future economic benefits and may be economically recoverable. Management uses several criteria in its assessment of economic recoverability and probability of future economic benefits including geologic and other technical information, history of conversion of mineral deposits with similar characteristics to its own properties to proven and probable mineral reserves, the quality and capacity of existing infrastructure facilities, evaluation of permitting and environmental issues and local support for the project.

**b. Functional currency**

Judgment was applied in determining the functional currency of the Company and each of its subsidiaries after considering the primary economic environment in which the Company undertakes its financing activities, retains funds and the currency that influences exploration and administration costs.

Significant Estimates

There are no significant estimates applied in the preparation of these condensed interim consolidated financial statements.

**NORTHERN LIGHTS RESOURCES CORP.****NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

FOR THE THREE MONTHS ENDED JULY 31, 2026

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**2. MATERIAL ACCOUNTING POLICIES (cont'd...)****Foreign exchange and functional currency**

The functional currency is the currency of the primary economic environment in which the entity operates and has been determined for each entity within the Company. The functional currency for all entities within the Company is the Canadian dollar. The functional currency determinations were conducted through an analysis of the consideration factors identified in International Accounting Standard (“IAS”) 21, *The Effects of Changes in Foreign Exchange Rates*.

Transactions in currencies other than the Canadian dollar are recorded at exchange rates prevailing on the dates of the transactions. At the end of each reporting period, the monetary assets and liabilities of the Company that are denominated in foreign currencies are translated at the rate of exchange at the consolidated statement of financial position date while non-monetary assets and liabilities are translated at historical rates. Revenues and expenses are translated at the exchange rates approximating those in effect on the date of the transactions. Exchange gains and losses arising on translation are reflected in profit or loss for the period.

**Income (loss) per share**

The Company computes the dilutive effect of options, warrants and similar instruments. Under this method the dilutive effect on income (loss) per share is based on the use of the proceeds that could be obtained upon exercise of options, warrants and similar instruments unless anti-dilutive. It assumes that the proceeds would be used to purchase common shares at the average market price during the period. Basic income (loss) per common share is calculated using the weighted average number of common shares outstanding during the period.

**Exploration and evaluation assets**

Upon acquiring the legal right to explore an exploration and evaluation asset, costs related to acquisition, exploration and evaluation are capitalized by property. The capitalized costs are presented as either tangible, or intangible exploration and evaluation assets according to the nature of the assets acquired. Expenses related to exploration and evaluation include topographical, geological, geochemical, and geophysical studies, exploration drilling, trenching, sampling and other costs related to the evaluation of the technical feasibility and commercial viability of extracting a mineral resource. The various costs are capitalized on a property-by-property basis pending determination of the technical feasibility and commercial viability of extracting a mineral resource. These assets are recognized as intangible assets and are carried at cost less tax credits related to these expenses and any accumulated impairment losses. No depreciation expenses are recognized for these assets during the exploration and evaluation phase.

If commercially profitable ore reserves are developed, capitalized costs of the related exploration and evaluation assets are reclassified as mining assets and amortized using the unit of production method. If, after management review, it is determined that capitalized acquisition, exploration and evaluation costs are not recoverable, or the exploration and evaluation assets are abandoned, or management deems there to be an impairment in value, the exploration and evaluation assets are written down to their recoverable amount.

Any option payments received by the Company from third parties or tax credits refunded to the Company are credited to exploration and evaluation assets. If payments received exceed the capitalized cost, the excess is recognized as income in the period received. The amounts shown for exploration and evaluation assets do not necessarily represent present or future values. Their recoverability is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the exploration and evaluation, and future profitable production or proceeds from the disposition thereof.

**NORTHERN LIGHTS RESOURCES CORP.****NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

FOR THE THREE MONTHS ENDED JULY 31, 2026

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**2. MATERIAL ACCOUNTING POLICIES (cont'd...)****Impairment**

At the end of each reporting period, the Company's long-lived assets are reviewed to determine whether there is any indication that those assets may be impaired. If 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 of disposal 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 pre-tax 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 the 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 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 years. A reversal of an impairment loss is recognized immediately in profit or loss.

**Share-based payments**

In situations where equity instruments are issued to non-employees and the fair value of some or all of the goods or services received by the Company as consideration cannot be reliably estimated, they are measured at fair value of the share-based payment. Otherwise, share-based payments are measured at the fair value of goods or services received.

The fair value of stock options granted to employees is recognized as an expense over the vesting period with a corresponding increase in the equity settled share-based payments reserve account. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, including directors of the Company. The fair value includes a forfeiture estimate, which is revised for actual forfeitures in subsequent periods.

The fair value is measured at the grant date using the Black-Scholes option-pricing model, taking into account the terms and conditions upon which the options were granted. At each consolidated statement of financial position reporting date, the amount recognized as an expense is adjusted to reflect the actual number of stock options that are expected to vest.

All share options and warrants are included in reserves, a component of shareholders' equity, until exercised. Upon exercise, the consideration received plus the amounts in reserves attributable to the options and/or warrants being exercised are credited to share capital. If the options and warrants expire or are forfeited, the corresponding amount previously recorded remains in reserves.

Where the terms of an equity-settled award are modified, the minimum expense recognized is the expense as if the terms had not been modified. An additional expense is recognized for any modification which increases the total fair value of the share-based payment arrangement or is otherwise beneficial to the employee as measured at the date of modification.

**NORTHERN LIGHTS RESOURCES CORP.****NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

FOR THE THREE MONTHS ENDED JULY 31, 2026

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**2. MATERIAL ACCOUNTING POLICIES (cont'd...)****Income taxes**

Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax is recorded using the liability method, providing for temporary differences, between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: goodwill not deductible for tax purposes; the initial recognition of assets or liabilities that affect neither accounting nor taxable loss; nor differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the statement of financial position date.

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

Additional income taxes that arise from the distribution of dividends are recognized at the same time as the liability to pay the related dividend. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

**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 is determined to be more easily measurable component and are valued at their fair value, as determined by the closing quoted bid price on the announcement date. The balance, if any, is allocated to the attached warrants. Any fair value attributed to the warrants is recorded as reserves.

**Share issue costs**

Costs directly identifiable with the raising of capital are charged against the related share capital. Costs related to shares not yet issued are recorded as deferred financing costs and are deferred until the issuance of the shares to which the costs relate, at which time the costs will be charged against the related share capital or charged to operations if the shares are not issued.

**Financial instruments**

Financial assets and financial liabilities are recognized on the consolidated statement of financial position when the Company becomes a party to the contractual provisions of the financial instrument.

**NORTHERN LIGHTS RESOURCES CORP.****NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

FOR THE THREE MONTHS ENDED JULY 31, 2026

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**2. MATERIAL ACCOUNTING POLICIES (cont'd...)****Financial instruments (cont'd...)**

The following is the Company's accounting policy for financial instruments:

*Classification*

The Company classifies its financial instruments in the following categories: at fair value through profit or loss ("FVTPL"), at fair value through other comprehensive income (loss) ("FVTOCI") or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by instrument basis) to designate them as at FVTOCI. 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 if the Company has opted to measure them at FVTPL.

*Measurement**Financial assets and liabilities at amortized cost*

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment.

*Financial assets and liabilities at FVTPL*

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in profit or loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in profit or loss in the period in which they arise.

*Debt investments at FVOCI*

These assets are subsequently measured at fair value. Interest income is calculated using the effective interest 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.

*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 OCI and are never reclassified to profit or loss.

*Impairment of financial assets at amortized cost*

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company shall recognize in profit or loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

**NORTHERN LIGHTS RESOURCES CORP.****NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

FOR THE THREE MONTHS ENDED JULY 31, 2026

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**2. MATERIAL ACCOUNTING POLICIES (cont'd...)****Financial instruments (cont'd...)***Derecognition**Financial assets*

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity.

*Financial liabilities*

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expired. The Company also derecognizes a financial liability when the terms of the liability are modified such that the terms and / or cash flows of the modified instrument are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

Gains and losses on derecognition are recognized in profit or loss.

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

| <b>Asset or liability</b>                | <b>Category</b> | <b>Measurement</b> |
|------------------------------------------|-----------------|--------------------|
| Cash and cash equivalents                | FVTPL           | Fair value         |
| Accounts payable and accrued liabilities | Amortized cost  | Amortized cost     |
| Subscriptions receivable                 | Amortized cost  | Amortized cost     |

**New accounting standards and interpretations**

A number of new standards, and amendments to standards and interpretations, are not effective and have not been early adopted in preparing these condensed interim consolidated financial statements:

*IFRS 18 – Presentation and Disclosure in Financial Statements*

In April 2024, the IASB issued IFRS 18 Presentation and Disclosure in Financial Statements. This standard aims to improve the consistency and clarity of financial statement presentation and disclosures by providing updated guidance on the structure and content of financial statements. Key changes include enhanced requirements for the presentation of financial performance, financial position, and cash flow, as well as additional disclosures to improve transparency and comparability. IFRS 18 is effective for annual reporting periods beginning on or after January 1, 2027. The Company is currently assessing the impact that the adoption of IFRS 18 will have on its consolidated financial statements.

*IFRS 7 & IFRS 9 – Financial Instruments*

In May 2024, the IASB issued amendments to IFRS 9 Financial Instruments and IFRS 7 Financial Instruments – Disclosures. The amendments clarify the derecognition of financial liabilities and introduce an accounting policy option to derecognize financial liabilities that are settled through an electronic payment system. The amendments also clarify how to assess the contractual cash flow characteristics of financial assets that include environmental, social and governance (ESG)-linked features and other similar contingent features and the treatment of non-recourse assets and contractually linked instruments (CLIs). Further, the amendments mandate additional disclosures in IFRS 7 for financial instruments with contingent features and equity instruments classified at FVOCI. The amendments are effective for annual periods starting on or after January 1, 2026. Retrospective application is required and early adoption is permitted. The Company is currently assessing the impact that the adoption of IFRS 7 and IFRS 9 will have on its consolidated financial statements.

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**3. EXPLORATION AND EVALUATION ASSETS (cont'd...)**

|                                             | Secret Pass |             | Caldera Copper |          | Horetzky Copper |         | Pup Copper |        | Total          |
|---------------------------------------------|-------------|-------------|----------------|----------|-----------------|---------|------------|--------|----------------|
| <b>Acquisition Costs:</b>                   |             |             |                |          |                 |         |            |        |                |
| Balance at April 30, 2025                   | \$          | 616,577     | \$             | -        | \$              | 40,000  | \$         | -      | \$ 656,577     |
| Addition – cash                             |             | -           |                | -        |                 | -       |            | 5,000  | 5,000          |
| Addition – shares                           |             | 45,000      |                | -        |                 | 75,000  |            | 37,500 | 157,500        |
| Additions - others                          |             | 2,274       |                | -        |                 | -       |            | -      | 2,274          |
| Balance at April 30, 2026 and July 31, 2026 | \$          | 663,851     | \$             | -        | \$              | 115,000 | \$         | 42,500 | \$ 821,351     |
| <b>Exploration Costs:</b>                   |             |             |                |          |                 |         |            |        |                |
| Balance at April 30, 2025                   |             | 1,463,770   |                | 46,240   |                 | 12,667  |            | -      | 1,522,677      |
| Assay                                       |             | -           |                | -        |                 | 21,183  |            | -      | 21,183         |
| Field work                                  |             | 2,224       |                | -        |                 | 134,674 |            | -      | 136,898        |
| Geo-consulting                              |             | (664)       |                | -        |                 | 48,774  |            | -      | 48,110         |
| Project management fees                     |             | -           |                | -        |                 | -       |            | 29,350 | 29,350         |
| Staking                                     |             | 701         |                | -        |                 | -       |            | -      | 701            |
| Travel                                      |             | -           |                | -        |                 | 15,345  |            | -      | 15,345         |
| Balance at April 30, 2026                   | \$          | 1,466,031   | \$             | 46,240   | \$              | 232,643 | \$         | 29,350 | \$ 1,774,264   |
| Field work                                  |             | -           |                | -        |                 | 72,250  |            | 4,537  | 76,787         |
| Geo-consulting                              |             | -           |                | -        |                 | 5,238   |            | 11,900 | 17,138         |
| Travel                                      |             | -           |                | -        |                 | -       |            | 1,400  | 1,400          |
| Balance at July 31, 2026                    | \$          | 1,466,031   | \$             | 46,240   | \$              | 310,131 | \$         | 47,187 | \$ 1,869,589   |
| <b>Write-offs:</b>                          |             |             |                |          |                 |         |            |        |                |
| Balance at April 30, 2025                   |             | (1,480,347) |                | (46,240) | \$              | -       | \$         | -      | (1,526,587)    |
| Write-offs                                  |             | (649,534)   |                | -        |                 | -       |            | -      | (649,534)      |
| Balance at April 30, 2026                   | \$          | (2,129,881) | \$             | (46,240) | \$              | -       | \$         | -      | \$ (2,176,121) |
| Write-offs                                  |             | -           |                | -        |                 | -       |            | -      | -              |
| Balance at July 31, 2026                    | \$          | (2,129,881) | \$             | (46,240) | \$              | -       | \$         | -      | \$ (2,176,121) |
| Balance at April 30, 2026                   | \$          | 1           | \$             | -        | \$              | 347,643 | \$         | 71,850 | \$ 419,494     |
| Balance at July 31, 2026                    | \$          | 1           | \$             | -        | \$              | 425,131 | \$         | 89,687 | \$ 514,819     |

**Horetzky Copper Project**

On October 24, 2024, the Company entered into a mineral property option agreement to acquire 100% of the Horetzky Copper Project in the Babine Porphyry Copper Belt, British Columbia.

Pursuant to the option agreement, to acquire the property, the Company shall complete aggregate cash payments of \$5,000, issue equity consideration of up to 10,000,000 common shares and incur exploration expenditures totaling \$1,000,000, as follows:

- i) Cash payments of \$5,000 to be paid within 90 days of signing the option agreement (paid).

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**3. EXPLORATION AND EVALUATION ASSETS (cont'd...)**

**Horetzky Copper Project** (cont'd...)

- ii) Share issuances:
  - i) 500,000 common shares following the exercise of the option (issued and valued at \$17,500);
  - ii) 1,000,000 common shares on or before October 15, 2025 (issued and valued at \$75,000);
  - iii) An additional 2,000,000 common shares on or before October 15, 2026;
  - iv) \$300,000 or an additional 4,000,000 common shares on or before October 15, 2027;
  - v) \$125,000 or an additional 1,250,000 common shares by the earlier of the Optionee completing 5,000 meters of drilling or October 15, 2028; and
  - vi) \$125,000 or an additional 1,250,000 common shares within 30 days of the Company publicly disclosing an inferred or greater category or categories of a mineral resource, in accordance with the CIM definitions of a minimum of 1,000,000 ounces of gold or gold equivalent.
- iii) Exploration expenditures:
  - i) incur \$50,000 on or before October 1, 2025 (incurred);
  - ii) incur an additional \$200,000 on or before October 15, 2026; and
  - iii) incur an additional \$750,000 on or before October 15, 2027.

The vendor will retain a net smelter returns royalty (“NSR”) of 2.5%.

In connection with the transaction, the Company paid a finder’s fee to an arms-length party of \$25,000, payable in shares of the Company (500,000 common shares issued and valued at \$17,500).

As of July 31, 2026, the Company has a reclamation bond of \$38,500 (April 30, 2026 - \$38,500) on its Horetzky Copper Project.

**Pup Copper Project**

During the year ended April 30, 2026, the Company entered into an option agreement to acquire 100% interest of the Pup Copper Project in the Yukon Territory.

Pursuant to the option agreement, the Company must complete the following:

- i) Cash payments of \$5,000 on or before January 30, 2026 (paid).
- ii) Share issuances or cash payments:
  - i) 500,000 common shares on or before January 30, 2026 (issued and valued at \$37,500);
  - ii) 1,000,000 common shares on or before October 15, 2026;
  - iii) 2,000,000 common shares on or before October 15, 2027;
  - iv) \$300,000 or 4,000,000 common shares on or before October 15, 2027;
  - v) \$125,000 or 1,250,000 common shares on the earlier of the Company completing 5,000 meters of drilling or October 15, 2029; and
  - vi) \$125,000 or 1,250,000 common shares within 30 days of the Company publicly disclosing an inferred or greater category or categories of a mineral resource, in accordance with the CIM definitions of a minimum of 1,000,000 ounces of gold or gold equivalent.
- iii) Exploration expenditures
  - i) incur \$35,000 of exploration expenditure on or before October 15, 2025 (incurred);
  - ii) incur an additional \$165,000 on or before October 15, 2026;
  - iii) incur an additional \$300,000 on or before October 15, 2027; and
  - iv) incur an additional \$500,000 on or before October 15, 2028.

The vendor will retain an NSR of 2.5%, of which 1.0% can be repurchased by the Company for \$2,000,000 at any time up to the commencement of commercial production.

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**3. EXPLORATION AND EVALUATION ASSETS (cont'd...)**

**Secret Pass Gold Project**

During the year ended April 30, 2020, the Company entered into an option agreement, subsequently amended, to acquire a 100% interest in the Secret Pass Gold Project located in northwestern Arizona. To acquire its interest, the Company issued 200,000 common shares and paid USD \$375,000.

There are no third-party royalties payable on future production from the project.

During the year ended April 30, 2025, the Company wrote off \$1,480,347 of capitalized property costs, reducing the carrying value of the property to \$600,000.

During the year ended April 30, 2026, the Company applied for a mineral exploration permit and paid USD \$3,000 for a reclamation bond. As of July 31, 2026, the Company has a reclamation bond of \$4,209 (USD \$3,000) (April 30, 2026 - \$4,105) on its Secret Pass Gold Project.

On June 16, 2025, the Company entered into a definitive agreement whereby the Company will sell a 100% interest in the Secret Pass Gold Project to a private third-party company for total consideration of \$600,000 in cash and equity.

In connection with the transaction, the Company paid a finder's fee to an arms-length party of 1,000,000 common shares (issued and valued at \$45,000 – Note 4).

During the year ended April 30, 2026, the Company and the private third-party company decided not to proceed with the definitive agreement, and the Company refunded the cash consideration received to the date of termination.

During the year ended April 30, 2026, due to uncertainty in recoverability and no further plans to continue exploration on the project, the Company impaired the property to a nominal value of \$1.

**Medicine Springs Project**

In December 2022, Reyna Silver Corp. ("Reyna Silver") completed the purchase of the remaining 25% interest of Medicine Springs held by the Company in consideration of cash payment of USD \$100,000, 6,000,000 common shares of Reyna Silver. The Company retained a 1% NSR royalty over Medicine Springs Project licenses, of which 0.5% of the NSR royalty can be repurchased for cash consideration of USD2,500,000 at any time in the future.

In August 2025, Torex Gold Resources Inc. completed its acquisition of Medicine Spring from Reyna Silver with the Company's NSR royalty remaining in effect. During the year ended April 30, 2026, the Company sold its 1% NSR royalty for USD \$2,200,000 (\$3,056,108), which has been recorded as a gain on sale of exploration and evaluation assets.

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**4. SHARE CAPITAL**

Authorized: Unlimited common shares, without par value

During the year ended April 30, 2026, the Company:

- i) Issued 1,000,000 common shares pursuant to the finder's fee fair valued at \$45,000 in connection with the Secret Pass Gold Project (Note 3).
- ii) Closed a private placement of 8,000,000 units for gross proceeds of \$400,000. Each unit consisted of one common share and one share purchase warrant. Each warrant entitles the holder to purchase one common share exercisable at a price of \$0.06 per share until September 16, 2028.
- iii) Issued 1,000,000 common shares fair valued at \$75,000 pursuant to the option agreement for the Horetzky Copper Project (Note 3).
- iv) Closed a private placement of 4,000,000 units for gross proceeds of \$400,000. Each unit consists of one common share and one share purchase warrant, of which \$60,000 was allocated to the warrant component of the unit. Each warrant is exercisable into one common share at a price of \$0.10 until December 17, 2028.
- v) Issued 500,000 common shares fair valued at \$37,500 pursuant to the option agreement for the Pup Copper Project (Note 3).
- vi) Issued 2,455,000 common shares fair valued at \$216,625 to settle debt of \$294,075 which resulted in a gain of \$128,435.
- vii) Issued 200,000 common shares pursuant to the warrant exercise for proceed of \$20,000.

**Stock options**

The Company has a stock option plan in place under which it is authorized to grant options to executive officers and directors, employees and consultants enabling them to acquire up to 10% of the then issued and outstanding common stock of the Company. Under the plan, the exercise price of each option will not be less than the market price of the Company's stock as calculated on the date of grant. The options can be granted for a maximum term of 10 years.

During the period ended July 31, 2026, the Company:

- i) Granted 625,000 stock options exercisable at a price of \$0.10 per share, expiring May 25, 2028. The options vest 1/3 on grant, 1/3 on November 25, 2026 and 1/3 on May 25, 2027. The estimated fair value of these options was \$55,400, of which \$25,191 was recorded in share-based compensation during the period ended July 31, 2026.
- ii) Granted 800,000 stock options exercisable at a price of \$0.10 per share, expiring July 16, 2028. The options vest 1/3 on grant, 1/3 on January 16, 2027 and 1/3 on July 16, 2027. The estimated fair value of these options was \$81,200, of which \$29,273 was recorded in share-based compensation during the period ended July 31, 2026.

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**4. SHARE CAPITAL (cont'd...)****Stock options (cont'd...)**

During the year ended April 30, 2026, the Company:

- i) Granted 2,400,000 stock options exercisable at a price of \$0.08 per share, expiring September 18, 2027. The options vested immediately. The estimated fair value of these options was \$182,300 and was recorded in share-based compensation during the year ended April 30, 2026.
- ii) Granted 1,335,000 stock options exercisable at a price of \$0.06 per share, expiring March 18, 2028. The options vested immediately. The estimated fair value of these options was \$66,700 and was recorded in share-based compensation during the year ended April 30, 2026.
- iii) Granted 1,755,000 stock options exercisable at a price of \$0.075 per share, expiring March 26, 2028. The options vest 1/3 on grant, 1/3 on September 26, 2026 and 1/3 on March 26, 2027. The estimated fair value of these options was \$120,400, of which \$51,616 was recorded in share-based compensation during the year ended April 30, 2026. The Company recorded share-based compensation of \$30,182 for the vested portion during the period ended July 31, 2026.

A summary of changes in stock options is as follows:

|                                  | <b>Number of<br/>Options</b> | <b>Weighted Average<br/>Exercise Price</b> |
|----------------------------------|------------------------------|--------------------------------------------|
| Outstanding as at April 30, 2025 | 4,390,407                    | 0.13                                       |
| Issued                           | 5,490,000                    | 0.07                                       |
| Cancelled                        | (2,875,000)                  | 0.08                                       |
| Expired                          | (590,407)                    | 0.57                                       |
| Outstanding as at April 30, 2026 | 6,415,000                    | \$ 0.06                                    |
| Issued                           | 1,425,000                    | 0.10                                       |
| Cancelled                        | (800,000)                    | 0.07                                       |
| Outstanding as at July 31, 2026  | 7,040,000                    | \$ 0.06                                    |

As at July 31, 2026, the following options were outstanding and exercisable:

| <b>Number of<br/>Options</b> | <b>Exercise Price</b> | <b>Expiry Date</b> | <b>Exercisable</b> |
|------------------------------|-----------------------|--------------------|--------------------|
| 700,000                      | \$ 0.08               | September 18, 2027 | 700,000            |
| 785,000                      | \$ 0.06               | March 18, 2028     | 785,000            |
| 1,755,000                    | \$ 0.075              | March 26, 2028     | 585,000            |
| 625,000                      | \$ 0.10               | May 25, 2028       | 208,333            |
| 800,000*                     | \$ 0.10               | July 16, 2028      | 266,667            |
| 2,375,000                    | \$ 0.05               | November 7, 2029   | 2,375,000          |
| 7,040,000                    |                       |                    | 4,920,000          |

\* subsequently cancelled

As at July 31, 2026, the outstanding options had a weighted-average remaining life of 2.20 years (April 30, 2026 - 1.68 years).

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**4. SHARE CAPITAL (cont'd...)****Stock options (cont'd...)**

The following weighted average assumptions were used for the Black-Scholes valuation of stock options granted during the period ended July 31:

|                                | 2026       | 2025 |
|--------------------------------|------------|------|
| Risk-free interest rate        | 2.84%      | -    |
| Expected life of options       | 2.00 years | -    |
| Expected annualized volatility | 217.41%    | -    |
| Expected dividend rate         | 0.00%      | -    |

**Warrants**

A summary of changes in warrants is as follows:

|                                                    | Number of Warrants | Weighted Average Exercise Price |
|----------------------------------------------------|--------------------|---------------------------------|
| Outstanding as at April 30, 2025                   | 12,017,401         | 0.35                            |
| Issued                                             | 12,000,000         | 0.07                            |
| Exercised                                          | (200,000)          | 0.10                            |
| Expired                                            | (4,867,401)        | 0.75                            |
| Outstanding as at April 30, 2026 and July 31, 2026 | 18,950,000         | \$ 0.07                         |

Warrants issued and classified as equity are included in the share-based payment reserve.

As at July 31, 2026, the following warrants were outstanding and exercisable:

| Number of Warrants | Exercise Price | Expiry Date        |
|--------------------|----------------|--------------------|
| 4,000,000          | \$ 0.05        | February 7, 2027   |
| 3,150,000          | \$ 0.10        | July 27, 2027      |
| 8,000,000          | \$ 0.06        | September 16, 2028 |
| 3,800,000          | \$ 0.10        | December 17, 2028  |
| 18,950,000         |                |                    |

As at July 31, 2026, the outstanding warrants had a weighted average remaining life of 1.65 years (April 30, 2026 - 1.90 years).

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**5. TRANSACTIONS WITH RELATED PARTIES**

|                          | <b>Period ended<br/>July 31, 2026</b> | <b>Period ended<br/>July 31, 2025</b> |
|--------------------------|---------------------------------------|---------------------------------------|
| Management fees          | \$ 26,250                             | \$ 45,000                             |
| Consulting fees          | 750                                   | -                                     |
| Professional fees        | 5,100                                 | -                                     |
| Share-based compensation | 53,608                                | -                                     |
|                          | <b>\$ 85,708</b>                      | <b>\$ 45,000</b>                      |

Key management personnel are those personnel having the authority and responsibility for planning, directing, and controlling the Company and include both executive and non-executive directors, and entities controlled by such persons. The Company considers all directors and officers of the Company to be key management personnel.

During the period ended July 31, 2026, the Company:

- i) paid or accrued management fees of \$22,500 (2025 - \$22,500) to the Chief Executive Officer (“CEO”) of the Company.
- ii) paid or accrued management fees of \$3,750 (2025 - \$Nil) to the former CEO of the Company.
- iii) paid or accrued management fees of \$Nil (2025 - \$22,500) to the former Chief Financial Officer (“CFO”) of the Company.
- iv) paid or accrued professional fees of \$5,100 (2025 - \$Nil) to the CFO of the Company.
- v) paid or accrued consulting fees of \$750 (2025 - \$Nil) to the director of the Company.
- vi) recorded share-based compensation of \$53,608 (2025 - \$Nil) related to options granted and vested to officers and directors of the Company.

Included in accounts payable and accrued liabilities as at July 31, 2026 is \$32,114 (April 30, 2026 - \$25,883) owed to officers of the Company. The amounts are unsecured, non-interest bearing and have no specific due date.

**6. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT**

The Company has applied a three-level hierarchy to reflect the significance of the inputs used in making fair value measurements. The three levels of 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 assets or liabilities, either directly or indirectly; and
- Level 3 - Inputs for assets or liabilities that are not based on observable market data.

The Company’s financial instruments consist of cash and cash equivalents, marketable securities, accounts payable and accrued liabilities, convertible securities, and subscriptions receivable. The fair value of the accounts payable and accrued liabilities approximates their carrying values due to the short-term nature of these instruments. Cash and cash equivalents are measured at fair value using level 1 inputs.

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**6. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (cont'd...)**

The Company is exposed to a variety of financial risks by virtue of its activities including credit, liquidity, currency, interest rate, and other price risk. The Company's exposure to and management of these risks has not changed materially from that of the prior period.

**a) Market risk**

Market risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk.

**Currency risk**

Currency risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in foreign exchange rates. A portion of the Company's expenses are denominated in US dollars. As the Company's functional and presentation currency is the Canadian dollar, the Company is exposed to risk from changes in the US dollar exchange rate. The amounts are minimal and any risk due to foreign currency fluctuations is not significant.

**Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk on the variable rate of interest earned on bank deposits. The fair value interest rate risk on bank deposits is insignificant as the deposits are short term.

The Company has not entered into any derivative instruments to manage interest rate fluctuations.

**Other price risk**

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices, whether those changes are caused by factors specific to the individual financial instrument or its issuer or by factors affecting all similar financial instruments traded in the market. The Company closely monitors individual equity movements and the stock market to determine the appropriate course of action to be taken by the Company.

**b) 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. Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash and cash equivalents and subscriptions receivable. The Company limits its exposure to credit risk by placing its cash and cash equivalents with a high credit quality financial institution in Canada. The maximum exposure to credit risk is the aggregate carrying amount of cash and subscriptions receivable.

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**6. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (cont'd...)****c) Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity risk is to ensure it has a planning and budgeting process in place to determine the funds required to support its ongoing operations and capital expenditures. The Company ensures that sufficient funds are raised from private placements, option exercises and warrant exercises to meet its working capital requirements, after taking into account existing cash and expected exercise of share purchase warrants and options.

Management believes that it will be successful in raising the necessary funds, however, given the current market conditions, management believes that the raising of the required funds will take longer than is normal and will be at prices that may be less than desirable. There are no assurances that additional funds will be available on terms acceptable to the Company or at all. The Company does not have significant liquidity risk as all of its financial liabilities are current in nature.

**7. CAPITAL MANAGEMENT**

The Company defines capital that it manages as its shareholders' equity. The Company shareholders' equity of \$3,156,675 as at July 31, 2026 (April 30, 2026 - \$3,228,424). When managing capital, the Company's objective is to ensure it continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, to support the acquisition and exploration of exploration and evaluation assets. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The property in which the Company currently has an interest is in the exploration stage; as such the Company has historically relied on the equity markets to fund its activities. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geological or economic potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. The Company did not change its approach to capital management during the period ended July 31, 2026.

**8. SEGMENTED INFORMATION**

The Company's primary business activity is the acquisition and exploration of exploration and evaluation assets. Geographic information is as follows:

|                                          |    | July 31,<br>2026 |    | April 30,<br>2026 |
|------------------------------------------|----|------------------|----|-------------------|
| <b>Exploration and evaluation assets</b> |    |                  |    |                   |
| Canada                                   | \$ | 514,818          | \$ | 419,493           |
| United States                            |    | 1                |    | 1                 |
|                                          | \$ | 514,819          | \$ | 419,494           |