

Thunderbird Minerals Corp.
Interim Financial Statements
For the nine months ended September 30, 2023 and 2022

(Unaudited, Expressed in Canadian Dollars)

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 interim financial statements of Thunderbird Minerals Corp. (the "Company") have been prepared by and are the responsibility of management. These interim financial statements as at September 30, 2023 and for the nine months then ended have not been reviewed or audited by the Company's independent auditors.

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

Thunderbird Minerals Corp.
Interim Statements of Financial Position
(Unaudited, Expressed in Canadian Dollars)

	Notes	September 30, 2023	December 31, 2022
ASSETS			
Current assets			
Cash		\$ 594,309	\$ 100
GST receivable		9,926	-
Prepaid expenses and deposits		-	-
		604,235	100
Non-current assets			
Exploration and evaluation assets	3	844,081	-
TOTAL ASSETS		\$ 1,448,316	\$ 100
LIABILITIES			
Current liabilities			
Trade payables and accrued liabilities		\$ 27,389	\$ -
Flow-through share liability		12,560	-
TOTAL LIABILITIES		39,949	-
EQUITY			
Share capital	4	1,604,814	100
Share-based payment reserves	4	145,336	-
Deficit		(341,783)	-
TOTAL EQUITY		1,408,367	100
TOTAL LIABILITIES AND EQUITY		\$ 1,448,316	\$ 100

Nature of Operations and Going Concern (Note 1)

Approved on Behalf of the Board on November 27, 2023

"James Atherton"

Director

"John Newell"

Director

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

Thunderbird Minerals Corp.
Interim Statements of Comprehensive Loss
(Unaudited, Expressed in Canadian Dollars)

	Note	For the three months ended September 30, 2023	For the nine months ended September 30, 2023
Expenses			
Consulting fees		\$ 26,500	\$ 42,500
Investor relations		-	1,625
Listing and filing fees		4,520	31,218
Management fees	5	35,469	72,737
Office and miscellaneous		13,161	17,774
Professional fees	5	17,651	39,377
Share-based payment		145,336	145,336
		\$ (242,637)	\$ (350,567)
Other income			
Interest income		6,037	6,037
Recovery on flow-through share premium		2,747	2,747
		8,784	8,784
Net and comprehensive loss for the period		\$ (233,853)	\$ (341,783)
Loss per share, basic and diluted		\$ (0.02)	\$ (0.04)
Weighted average number of common shares outstanding, basic and diluted		15,005,120	9,292,760

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

Thunderbird Minerals Corp.
Interim Statements of Changes in Equity
(Unaudited, Expressed in Canadian Dollars)

	Share Capital		Share-based payment Reserve	Deficit	Total
	Number of shares	Amount			
Balance at November 25, 2022	-	\$ -	\$ -	\$ -	\$ -
Shares issued on incorporation	100	100	-	-	100
Balance at December 31, 2022	100	100	-	-	100
Flow-through premium	-	(15,307)	-	-	(15,307)
Plan of Arrangement (Note 4)	9,837,188	1,095,218	-	-	1,095,218
Private placement, net issuance cost (Note 4)	5,167,832	524,803	-	-	524,803
Share-based payment	-	-	145,336	-	145,336
Comprehensive loss for the period	-	-	-	(341,783)	(341,783)
Balance at September 30, 2023	15,005,120	\$ 1,604,814	\$ 145,336	\$ (341,783)	\$ 1,408,367

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

Thunderbird Minerals Corp.
Interim Statement of Cash Flow
(Unaudited, Expressed in Canadian Dollars)

	September 30, 2023
Operating activities	
Net loss for the period	\$ (341,783)
Share based payment	145,336
Recovery on flow-through share	(2,747)
Changes in non-cash working capital:	
Accounts receivable	(9,926)
Prepaid expenses and deposits	-
Trade payables and accrued liabilities	27,389
Net cash flows used in operating activities	(181,731)
Investing activity	
Exploration and evaluation assets	(103,863)
Net cash flows used in investing activity	(103,863)
Financing activities	
Private placement, net issuance cost (Note 4)	524,803
Cash received from the Arrangement (Note 1)	355,000
Net cash flows provided by Financing	879,803
Change in cash	594,209
Cash, beginning	100
Cash, ending	\$ 594,309
Interest received:	\$ 6,037
Non-cash investing and financing activities:	
Exploration and evaluation assets received based on the Arrangement (Note 1)	\$ 740,218

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

1. Nature of operations and going concern

Thunderbird Minerals Corp. (“Thunderbird” or the “Company”) was incorporated on November 25, 2022 under the laws of the province of British Columbia, Canada, focusing on acquiring and developing exploration and evaluation assets, as a wholly owned subsidiary of Golden Sky Mineral Corp. (“Golden Sky”). It is a publicly traded company listed on the TSX Venture Exchange under the symbol “BIRD.V. The Company adopted December 31 as its fiscal year end. The registered office of the Company is located 620 – 1111 Melville Street, Vancouver, British Columbia V6E 3V6.

On March 17, 2023, Golden Sky completed a plan of arrangement agreement (the “Arrangement”), whereby Golden Sky transferred its Bullseye, Eagle Mountain and Argo properties with a carrying value of \$740,218 and \$355,000 in cash to the Thunderbird, in consideration for 9,837,188 shares, which represented one-half (50%) of the then issued and outstanding number of Golden Sky shares at the effective time. Under the Arrangement, there were also special provisions for options and warrants holders of the Company as of the effective date pursuant to the Arrangement. Each Golden Sky warrant outstanding was amended to entitle the Golden Sky warrant holder to receive, for the original exercise price, one Golden Sky share and one-half of one Thunderbird share for each Golden Sky share that was issuable upon due exercise of the Golden Sky warrant immediately prior to the effective time, upon due exercise of the Golden Sky warrant. Golden Sky will pay Thunderbird \$0.11 for each Thunderbird warrant exercised.

The purpose of the Arrangement and the related transactions was to reorganize Golden Sky into two separate publicly traded companies: (a) Golden Sky Minerals Corp., an exploration company focused on the Rayfield-Vidette-Mowich, Hotspot, Squid East and Luckystrike properties; and (b) Thunderbird, an exploration company focused on the Bullseye, Eagle Mountain and Argo properties.

On March 17, 2023, Thunderbird distributed 9,837,188 to Golden Sky shareholders (Note 4).

These interim financial statements have been prepared in accordance with accounting principles applicable to a going concern. The Company has no current source of revenues from operations. The Company’s continuation as a going concern is dependent upon the successful results from its exploration activities and its ability to attain profitable operations and generate funds there from and/or raise equity capital or borrowings sufficient to meet current and future obligations. These factors indicate the existence of a material uncertainty that may cast significant doubt as to the Company’s ability to continue as a going concern. Management intends to finance operating costs over the next twelve months with cash on hand and the private placement of common shares. Should the Company be unable to continue as a going concern, the net realizable value of its assets may be materially less than the amounts on its statement of financial position. These interim financial statements do not include any adjustments relating to the recoverability and classification of recorded assets amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

The Company’s business may be affected by changes in political and market conditions, such as interest rates, availability of credit, inflation rates, changes in laws, and national and international circumstances. Recent geopolitical events, including the relations between NATO and the Russian Federation regarding the situation in Ukraine, the Israeli-Palestinian conflict in the Middle East, and potential economic global challenges such as the risk of the higher inflation and energy crises, may create further uncertainty and risk with respect to the prospects of the Company’s business.

2. Significant accounting policies and basis of preparation

The interim financial statements were authorized for issuance on November 27, 2023, by the directors of the Company.

Statement of compliance

These interim financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) applicable to the preparation of interim financial statements, including International Accounting Standard 34 *Interim Financial Reporting*.

2. Significant accounting policies and basis of preparation (Continued)

Basis of preparation

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

Going concern of operation

These interim financial statements have been prepared on the basis of accounting principles applicable to a going concern, which presumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business in the foreseeable future. The Company's ability to continue as a going concern and realize the carrying value of its assets is dependent on its ability to raise capital through equity and debt financing, the outcome of which cannot be predicted at this time. These matters indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. These interim financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

Functional and presentation currency

These interim financial statements are presented in Canadian dollars, which is the Company's functional and reporting currency.

Significant estimates and assumptions

The preparation of these interim financial statements in accordance with IFRS requires management to make certain estimates and assumptions concerning the future. The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised.

Estimates and assumptions where there is significant risk of material adjustments to assets and liabilities in future accounting periods include the recoverability of the carrying value of exploration and evaluation assets, the measurements for financial instruments and share-based payments, the recoverability of deferred tax assets and the measurement of decommissioning liabilities.

Critical judgments in applying accounting policies

The preparation of interim financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The following are the most significant judgments that management has made in applying the Company's interim financial statements: the assessment of the Company's ability to continue as a going concern, the identification of cash-generating units, and the classification of evaluation and exploration assets.

Cash

Cash consists of cash on deposit.

Financial instruments

The following is the Company's accounting policy for financial instruments under IFRS 9 *Financial Instruments*.

2. Significant accounting policies and basis of preparation (Continued)

Financial instruments (Continued)

(i) 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 the Company has opted to measure them at FVTPL.

The Company classifies its cash and trade payables at amortized cost.

(ii) Measurement

Financial assets at FVTOCI

Elected investments in equity instruments at FVTOCI are initially recognized at fair value plus transaction costs. Subsequently they are measured at fair value, with gains and losses recognized in other comprehensive income (loss).

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 the statement of comprehensive 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 the statement of comprehensive loss in the period in which they arise. Where management has opted to recognize a financial liability at FVTPL, any changes associated with the Company’s own credit risk will be recognized in other comprehensive income (loss).

(iii) 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 the statement of comprehensive 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.

2. Significant accounting policies and basis of preparation (Continued)

Financial instruments (Continued)

(iv) 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. Gains and losses on derecognition are generally recognized in the statement of comprehensive loss. However, gains and losses on derecognition of financial assets classified as FVTOCI remain within accumulated other comprehensive income (loss).

Financial liabilities

The Company derecognizes financial liabilities only when its obligations under the financial liabilities are discharged, cancelled or expired. Generally, the difference between the carrying amount of the financial liability derecognized and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognized in the statement of comprehensive loss.

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, whereby the carrying amount of the warrants is determined based on any difference between gross proceeds and the estimated fair market value of the common shares. If the proceeds from the offering are less than or equal to the estimated fair market value of common shares issued, no value is assigned to the warrants. Warrants that are issued as payment to a finder or other transaction costs are accounted for as share-based payments.

Loss per share

The Company presents basic and diluted loss per share data for its common shares, calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding. Diluted loss per share is determined by adjusting the loss attributable to common shareholders and the weighted average number of common shares outstanding for the effects of all warrants and options outstanding that may add to the total number of common shares.

Share-based payments

The Company has a stock option plan. Share-based payments to employees are measured at the grant date at fair value and recognized over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured and are recorded at the date the goods or services are received. The corresponding amount is credited to the share-based payment reserves. The fair value of stock options is determined using the Black-Scholes option pricing model. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

2. Significant accounting policies and basis of preparation (Continued)

Exploration and evaluation assets

Costs incurred before the Company has obtained the legal rights to explore an area are expensed as incurred.

Exploration and evaluation expenditures include the costs of acquiring licenses and costs associated with exploration and evaluation activity. Option payments are considered acquisition costs provided that the Company has the intention of exercising the underlying option.

Property option agreements are exercisable entirely at the option of the optionee. Therefore, option payments (or recoveries) are recorded when payment is made (or received) and are not accrued.

Exploration and evaluation expenditures are capitalized. The Company capitalizes costs to specific blocks of claims or areas of geological interest. Government tax credits and grants received are recorded as a reduction to the cumulative costs.

Exploration and evaluation assets are tested for impairment if facts or circumstances indicate that impairment exists. Examples of such facts and circumstances are as follows:

- the period for which the Company has the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed;
- substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned;
- exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area; and
- sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered from the successful development or by sale.

After technical feasibility and commercial viability of extracting a mineral resource are demonstrable, the Company stops capitalizing expenditures for the applicable block of claims or geological area of interest and tests the asset for impairment. The capitalized balance, net of any impairment recognized, is then reclassified to either tangible or intangible mine development assets according to the nature of the asset.

Impairment of assets

The carrying amount of the Company's assets are reviewed at each reporting date to determine whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. An impairment loss is recognized whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognized in the statement of comprehensive loss.

The recoverable amount of assets is the greater of an asset's fair value less cost to sell and value in use. The estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss is only reversed if there is an indication that the impairment loss may no longer exist and there has been a change in the estimates used to determine the recoverable amount; however, not to an amount higher than the carrying amount that would have been determined had no impairment loss been recognized in previous years.

2. Significant accounting policies and basis of preparation (Continued)

Flow-through shares

On the issuance of flow-through shares, any premium received in excess of the market price of the Company's common shares is initially recorded as a liability ("flow-through tax liability"). Provided that the Company has renounced the related expenditures, or that there is a reasonable expectation that it will do so, the flow-through tax liability is reduced on a pro-rata basis as the expenditures are incurred. If such expenditures are capitalized, a deferred tax liability is recognized to the extent that the Company has suitable unrecognized deductible temporary differences, an offsetting recovery of deferred income taxes would be recorded.

Foreign currencies

Transactions in foreign currencies are translated to the functional currency at exchange rates in effect at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the exchange rate in effect at that date. The foreign currency gain or loss on monetary items is the difference between amortized cost in the functional currency at the beginning of the reporting year, adjusted for effective interest and payments during the reporting year, and the amortized cost in foreign currency translated at the exchange rate in effect at the end of the reporting year.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are translated to the functional currency at the exchange rate in effect at the date on which the fair value was determined. Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rate in effect at the date of the transaction. Foreign currency differences arising on translation are recognized in net profit, except for differences arising on the translation of FVOCI financial instruments, which are recognized in other comprehensive income (loss).

Foreign operations

The assets and liabilities of foreign operations whose functional currency is not the CAD are translated into CAD at the reporting date. The income and expenses of foreign-currency denominated operations are translated at average rates for each reporting period. Foreign exchange differences arising on the translation of foreign operations are recognized directly in other comprehensive income (loss). When a foreign subsidiary is disposed of, the cumulative amount recognized in the currency translative reserve forms part of the gain or loss on disposal.

3. Exploration and evaluation assets

The following is a summary of the Company's exploration and evaluation assets:

Bull's Eye

The Bull's Eye Property is located in the Yukon Territory and was acquired by the Arrangement on March 17, 2023 (Note 1).

Eagle Mountain

The Eagle Mountain Property is located 80 kilometres to the northeast of Dease Lake, British Columbia. The Eagle Mountain Property was acquired by the Arrangement on March 17, 2023 (Note 1).

Argo Copper Gold

The Argo Copper Property is located in British Columbia and was acquired by the Arrangement on March 17, 2023 (Note 1).

Thunderbird Minerals Corp.
Notes to the Interim Financial Statements
(Unaudited, Expressed in Canadian Dollars)
For the Nine Months Ended September 30, 2023

3. Exploration and evaluation assets (continued)

Apache

The Apache property is located in California, United States of America, and Thunderbird was granted the right to use the Apache property for exploration and mining for a minimum of 50 years provided it continues to make the following preproduction payments:

Paying aggregate cash as below:	Expending a minimum of exploration expenditures on the property as below:
US\$28,000 upon signing of the agreement (the "Effective Date") (paid)	\$50,000 in Year 1
US\$10,000 6 months after the Effective Date	\$50,000 in Year 2
US\$10,000 12 months after the Effective Date	\$50,000 in Year 3
US\$15,000 18 months after the Effective Date	\$100,000 in Year 4 and every year thereafter
US\$15,000 24 months after the Effective Date	
US\$20,000 30 months after the Effective Date and every 6 months thereafter	

On achievement of production on the Apache Project, a production royalty of 2% of net smelter returns is payable on claims owned by BMR and newly located claims by Thunderbird within the area of interest. Also, 0.5% of net smelter returns is payable on third party claims and claims acquired within the area of influence, provided that a minimum production royalty of US\$20,000 is payable quarterly. On payment to BMR of US\$10,000,000 in any combination of pre-production payments, production royalties and minimum royalties, the production royalty on claims owned by BMR reduces to 1%, and on third party claims and claims acquired within the area of influence, the royalty reduces to 0.25%.

A continuity of the Company's exploration and evaluation assets for the nine months ended September 30, 2023 and the period ended December 31, 2022 is as follows:

Mineral property interests	Bull's Eye	Eagle Mountain	Argo Copper Gold	Apache	Total
Balance at November 25, 2022 and December 31, 2022	\$ -	\$ -	\$ -	\$ -	\$ -
Acquisition on Arrangement	450,311	146,211	143,696	-	740,218
Acquisition	-	-	-	79,063	79,063
Exploration management	2,320	13,840	8,320	320	24,800
Balance at September 30, 2023	\$ 452,631	\$ 60,051	\$ 152,016	\$ 79,383	\$ 844,081

The Company has a 100% interest (or options to acquire a 100% interest) in all the exploration and evaluation properties without any royalties, except for Apache Property, which has a 2% NSR.

4. Share capital

Authorized share capital

Unlimited number of common shares without par value.

Issued and outstanding:

As at September 30, 2023, there were 15,005,120 common shares issued and outstanding.

Issued share capital during the period ended December 31, 2022 and the nine months ended September 30, 2023

During the period ended December 31, 2022, the Company issued 100 shares on incorporation.

On March 17, 2023, the Company issued 9,837,188 shares as part of the Arrangement (Note 1). The shares were recorded based on the carrying amount of the assets received, which consisted of cash of \$355,000 and exploration and evaluation assets with a carrying value of \$740,218 (Note 3).

On June 9, 2023, the Company issued 765,332 flow-through shares ("FT Share") at a price of \$0.12 per share for gross proceeds of \$91,840 and 4,402,500 non-flow-through shares ("NFT Share") at a price of \$0.10 per share for gross proceeds of \$440,250. Each FT Share consists of one common share of the Company to be issued on a "flow-through" basis pursuant to the *Income Tax Act (Canada)* and one-half of one common share purchase warrant with each full warrant entitling the holder to purchase one additional non-flow-through common share at a price of \$0.20 for a period of 24 months from the closing of the offering, being June 9, 2025. Each NFT Share consists of one common share of the Company to be issued on a "non-flow-through" basis and one-half of one warrant.

Obligation to issue shares under Golden Sky warrants

As at September 30, 2023, the Company had the following obligation to issue shares outstanding:

Expiry date	Exercise price	Number of warrants outstanding
December 18, 2024	\$ 0.11 ⁽¹⁾	6,830,230

⁽¹⁾ As per the terms specified in the warrant provision of the Arrangement, when warrant holders of Golden Sky exercise their warrants, the Company is obligated to exercise Thunderbird warrants. The Company will be compensated at a rate of \$0.11 by Golden Sky for every warrant exercised (Note 1).

The following is a summary of the Company's obligation to issue shares activities:

	Number of warrants	Weighted average exercise price
Balance, November 25, 2022 and December 31, 2022	-	-
Obligation to issue shares under Golden Sky warrants	6,830,230	\$ 0.11
Balance, September 30, 2023	6,830,230	\$ 0.11

As at September 30, 2023, the weighted average exercise price and weighted average life of the warrants are \$0.11 and 1.22 years (December 31, 2022- nil), respectively.

Thunderbird Minerals Corp.
Notes to the Interim Financial Statements
(Unaudited, Expressed in Canadian Dollars)
For the Nine Months Ended September 30, 2023

4. Share capital (Continued)

Share purchase warrants

As at September 30, 2023, the Company had the following warrants outstanding:

Expiry date	Exercise price	Number of warrants outstanding
June 9, 2025	\$ 0.20	2,583,916

The following is a summary of the Company's warrants activities:

	Number of warrants	Weighted average exercise price
Balance, November 25, 2022 and December 31, 2022	-	-
Issued	2,583,916	\$ 0.20
Balance, September 30, 2023	2,583,916	\$ 0.20

As at September 30, 2023, the weighted average exercise price and weighted average life of the warrants are \$0.20 and 1.69 years (December 31, 2022- nil), respectively.

Stock options

On January 23, 2023, the Company adopted the Stock Option Plan providing the granting of options to employees, officers, directors, consultants, and consulting companies. The maximum number of common shares issuable under Stock Option Plan shall not, in aggregate, exceed that number which is equal to 10% of the Shares which are issued and outstanding on the relevant Grant Date, to any Eligible Person within a 12 month period shall not exceed 5% of the Shares which are issued and outstanding on the relevant Grant Date and to any one Consultant within a 12 month period shall not exceed 2% of the Shares which are issued and outstanding on the relevant Grant Date. The options can be granted for a maximum term of 10 years.

On August 11, 2023, the Company granted stock options to directors, officers, employees, and consultants of the Company to purchase up to an aggregate 1,425,000 common shares of the Company. These stock options are exercisable at a price of \$0.12 per share, for a term of five years and vest immediately.

As at September 30, 2023, the Company had the following options outstanding and exercisable:

Date issued	Expiry date	Exercise price	Number of options outstanding	Number of options exercisable
August 11, 2023	August 1, 2028	\$ 0.12	1,425,000	1,425,000
			1,425,000	1,425,000

As at September 30, 2023, the weighted average life and weighted average exercise price of the exercisable options are 4.87 years and \$0.12(December 31, 2022- nil), respectively.

Thunderbird Minerals Corp.
Notes to the Interim Financial Statements
(Unaudited, Expressed in Canadian Dollars)
For the Nine Months Ended September 30, 2023

4. Share capital (Continued)

Stock options (continued)

The following is a summary of the Company's stock option activities:

	Number of options	Weighted average exercise price
Balance, November 25, 2022 and December 31, 2022	-	\$ -
Granted	1,425,000	\$ 0.12
Cancelled/forfeited	-	\$ -
Balance September 30, 2023	1,425,000	\$ 0.12

During the nine months ended September 30, 2023, the Company recognized share-based payments of \$135,802 (2022 - \$nil) in the share-based payments reserve. Share-based payments expense is determined using the Black-Scholes option pricing model. The expected volatilities used for the stock options granted are based on the historical share price of the comparable company.

Weighted average assumptions used in calculating the fair value of share-based payments expense are as follows:

	Nine Months Ended, September 30, 2023	Year Ended, December 31, 2022
Risk-free interest rate	3.99%	-
Dividend yield	-	-
Expected volatility	149.15%	-
Expected life (years)	5	-

Charity Options

On August 15, 2023, the Company granted 100,000 charitable stock options to The Singh Foundation. These options are exercisable at a price of \$0.12 per share, for a term of five years and vest immediately.

As at September 30, 2023, the weighted average life and weighted average exercise price of the exercisable options are 4.88 years and \$0.12. (December 30, 2022 - nil)

During the nine months ended September 30, 2023, the Company recognized share-based payments of \$9,534 (2022 - \$nil) in the share-based payments reserve. Share-based payments expense is determined using the Black-Scholes option pricing model. The expected volatilities used for the clarity options granted are based on the historical share price of the comparable company.

Weighted average assumptions used in calculating the fair value of share-based payments expense are as follows:

	Nine Months Ended, September 30, 2023	Year Ended, December 31, 2022
Risk-free interest rate	4.10%	-
Dividend yield	-	-
Expected volatility	149.22%	-
Expected life (years)	5	-

5. Related party transactions

Key personnel compensation

Key personnel consist of the officers and directors who are responsible for planning, directing and controlling the activities of the Company. The following expenses were incurred by the Company's key personnel:

Key management personnel compensation	For the three months ended September 30, 2023	For the nine months ended September 30, 2023
Management fees and accounting fees incurred to a company that employs the chief finance officer of the Company	\$ 20,469	\$ 42,737
Management fees incurred to the chief executive officer of the Company	15,000	30,000
Directors' fees paid to the independent directors of the Company	3,000	6,000
Share based payment	63,850	63,850
Total	\$ 102,319	\$ 142,587

During the nine months ended September 30, 2023, the Company incurred \$3,212 in shares issuance costs paid to a law and technology firm in which James Atherton, a director of the Company, is a partner.

6. Flow-through share liability

	September 30, 2023	December 31, 2022
Balance, beginning	\$ -	\$ -
Liability incurred on flow-through shares issued	15,307	-
Recovery on flow-through share liability	(2,747)	-
Balance, ending	\$ 12,560	\$ -

On June 09, 2023, the Company issued 765,332 Units for gross proceeds of \$91,840. The Company recorded a premium liability of \$15,207. During the nine months ended September 30, 2023, the Company incurred \$16,480 of qualifying expenditures resulting in a recovery of flow-through share liability of \$2,747 being recognized on the interim statement of comprehensive loss.

7. Financial instruments

As at September 30, 2023, the Company's financial instruments consist of cash, accounts receivable and trade payables. The fair values of these financial instruments approximate their carrying values due to their current nature.

IFRS 13 *Fair Value Measurement* establishes a fair value hierarchy based on the level of independent, objective evidence surrounding the inputs used to measure fair value. A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

IFRS 13 prioritizes the inputs into three levels that may be used to measure fair value:

- Level 1 – Unadjusted quoted prices in active markets that are accessible at the measurement date for identical unrestricted assets or liabilities.
- Level 2 – Inputs that are observable, either directly or indirectly, but do not qualify as Level 1 inputs (i.e., quoted prices for similar assets or liabilities).
- Level 3 – Prices or valuation techniques that are not based on observable market data and require inputs that are both significant to the fair value measurement and unobservable market data.

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

7. Financial instruments (continued)

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash. Cash is held with the same financial institution giving rise to a concentration of credit risk. This risk is managed by using a major Canadian bank that is a high credit quality financial institution.

Liquidity risk

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements. The Company's sole source of funding is expected to be the issuance of equity securities for cash, primarily through private placements. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding. As of September 30, 2023, the Company had a working capital surplus of \$564,286 (December 31, 2022 - \$100). All of the Company's financial liabilities are due within one year.

Foreign exchange risk

Foreign exchange risk is the risk that the fair values or future cash flows of a financial instrument will fluctuate, as they are denominated in currencies that differ from the respective functional currency. The Company does incur expenditures that are denominated in foreign currencies and does have mineral property Apache (Note 3) commitments that are denominated in foreign currencies. The Company has a portion of its operating expenses in US dollars. The Company has not entered into foreign exchange derivative contracts. Therefore, the Company's exposure to currency risk is considerable.

Interest rate risk

Interest rate risk refers to the risk that the fair values or future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company is exposed to interest rate risk as cash earns interest income at variable rates. The fair value of cash is minimally affected by changes in short-term interest rates.

Capital management

The Company manages its capital, consisting of share capital and working capital, in a manner consistent with the risk characteristic of the assets it holds. All sources of financing are analyzed by management and approved by the board of directors. The Company's objectives when managing capital is to safeguard the Company's ability to continue as a going concern. The Company is meeting its objective of managing capital through preparing short-term and long-term cash flow analyses to ensure an adequate amount of liquidity. The Company is not subject to any externally imposed capital restrictions. There were no changes in the Company's approach to capital management during the period.

8. Income Tax

The Company made no provision for income tax liability for the period from November 25, 2022 to December 31, 2022 and for the nine months ended September 30, 2023, as no liability is anticipated.