



K9 Gold Corp.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

**FOR THE THREE AND NINE MONTHS ENDED
SEPTEMBER 30, 2024 AND 2023**

(Expressed in Canadian Dollars - Unaudited)

K9 GOLD CORP.
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September 30, 2024
(Expressed in Canadian Dollars - Unaudited)

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K9 GOLD CORP.
NOTICE TO READERS
(Expressed in Canadian Dollars - Unaudited)

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the condensed interim consolidated 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 have been prepared by and are the responsibility of the management.

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

K9 GOLD CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars – Unaudited)

	September 30, 2024	December 31, 2023
	\$	\$
ASSETS		
CURRENT ASSETS		
Cash	9,716	142,704
Receivables	15,604	23,674
Prepays	9,918	22,374
	35,238	188,752
NON-CURRENT ASSETS		
Exploration and evaluation assets (Notes 3 and 4)	2	6,388,144
Prepays (Note 7)	-	65,000
	2	6,453,144
	35,240	6,641,896
LIABILITIES		
CURRENT LIABILITIES		
Accounts payable and accrued liabilities (Notes 5 and 7)	66,618	52,355
Flow-through premium liability (Note 6)	3,494	3,494
	70,112	55,849
SHAREHOLDERS' EQUITY		
Share capital (Note 6)	18,070,161	18,029,932
Reserves (Note 6)	1,919,531	1,959,760
Accumulated deficit	(19,811,100)	(13,192,748)
Equity attributable to shareholders of the Company	178,592	6,796,944
Non-controlling interest (Notes 3 and 12)	(213,464)	(210,897)
	(34,872)	6,586,047
	35,240	6,641,896

Nature and Continuance of Operations (Note 1)
Subsequent Events (Note 13)

These condensed interim consolidated financial statements are authorized for issuance by the Board of Directors on November 19, 2024.

On Behalf of the Board of Directors:

Director (*Kosta Tsoutsis*) _____

Director (*Chris Healey*) _____

See accompanying notes to the condensed interim consolidated financial statements.

K9 GOLD CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS
(Expressed in Canadian Dollars - Unaudited)

	For the three months ended September 30,		For the nine months ended September 30,	
	2024	2023	2024	2023
	\$	\$	\$	\$
ADMINISTRATIVE EXPENSES				
Consulting fees	27,103	-	27,103	18,940
Interest and bank charges	2,029	1,032	40,025	3,125
Management fees (Note 7)	-	60,000	-	180,000
Marketing	1,350	2,595	5,060	32,905
Office	5,414	15,974	23,154	45,729
Professional fees	5,750	17,135	26,707	70,770
Rent (Note 7)	4,110	4,083	12,439	13,737
Share-based compensation (Notes 6 and 7)	-	-	-	62,200
Travel and related	-	919	-	3,415
Trust and filing fees	26,964	28,442	55,613	57,634
	(72,720)	(130,180)	(190,101)	(488,455)
OTHER ITEMS				
Gain of sale of asset (Note 4)	-	-	13,488	-
Impairment of exploration and evaluation assets (Note 4)	(6,439,911)	(21,464)	(6,444,306)	(21,464)
Reversal of flow-through premium (Note 6)	-	93,169	-	120,530
	(6,439,911)	71,705	(6,430,818)	99,066
NET AND COMPREHENSIVE LOSS FOR THE PERIOD	(6,512,631)	(58,475)	(6,620,919)	(389,389)
LOSS ATTRIBUTABLE TO:				
Shareholders of the Company	(6,512,631)	(58,475)	(6,618,352)	(389,389)
Non-controlling interest (Note 12)	-	-	(2,567)	-
NET AND COMPREHENSIVE LOSS FOR THE PERIOD	(6,512,631)	(58,475)	(6,620,919)	(389,389)
BASIC AND DILUTED NET LOSS PER SHARE				
Shareholders of the Company	(0.72)	(0.01)	(0.73)	(0.04)
Non-controlling interest	0.00	0.00	(0.00)	0.00
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING – BASIC AND DILUTED				
	9,013,599	8,799,315	9,013,599	8,843,271

See accompanying notes to the condensed interim consolidated financial statements.

K9 GOLD CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(Expressed in Canadian Dollars - Unaudited)

	Common Shares		Reserves			Accumulated Deficit	Non- Controlling Interest	Total
	Number	Amount	Stock Options	Warrants	Total			
		\$	\$	\$	\$	\$	\$	\$
Balance, December 31, 2022	8,713,599	17,932,657	1,909,413	81,322	1,990,735	(11,523,664)	420,000	8,819,728
Shares issued for asset acquisition	300,000	90,000	-	-	-	-	-	90,000
Share-based compensation	-	-	62,200	-	62,200	-	-	62,200
Comprehensive loss for the period	-	-	-	-	-	(389,389)	-	(389,389)
Balance, September 30, 2023	9,013,599	18,022,657	1,971,613	81,322	2,052,935	(11,913,053)	420,000	8,582,539
Stock options expired	-	-	(85,900)	-	(85,900)	85,900	-	-
Warrants expired	-	7,275	-	(7,275)	(7,275)	-	-	-
Comprehensive loss for the period	-	-	-	-	-	(1,365,595)	(630,897)	(1,996,492)
Balance, December 31, 2023	9,013,599	18,029,932	1,885,713	74,047	1,959,760	(13,192,748)	(210,897)	6,586,047
Warrants expired	-	40,229	-	(40,229)	(40,229)	-	-	-
Comprehensive loss for the period	-	-	-	-	-	(6,618,352)	(2,567)	(6,620,919)
Balance, September 30, 2024	9,013,599	18,070,161	1,885,713	33,818	1,919,531	(19,811,100)	(213,464)	(34,872)

See accompanying notes to the condensed interim consolidated financial statements.

K9 GOLD CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars – Unaudited)

	For the nine months ended	
	2024	September 30, 2023
	\$	\$
OPERATING ACTIVITIES		
Loss for the period	(6,620,919)	(389,389)
Adjustments for non-cash items		
Impairment of exploration and evaluation assets	6,444,306	-
Reversal of flow-through premium	-	(120,530)
Share-based compensation	-	62,200
Gain on sale of exploration and evaluation assets	(13,488)	-
Changes in non-cash operating working capital items:		
Receivables	8,070	(30,428)
Prepays	12,456	41,732
Accounts payable and accrued liabilities	14,263	(58,913)
CASH USED IN OPERATING ACTIVITIES	(155,312)	(495,328)
INVESTING ACTIVITIES		
Cash on acquisition	-	(25,000)
Proceeds from sale of exploration and evaluation assets	13,488	-
Exploration and evaluation assets expenditures, net of grants	8,836	(778,653)
CASH PROVIDED (USED) BY INVESTING ACTIVITIES	22,324	(803,653)
NET CHANGE IN CASH	(132,988)	(1,298,981)
CASH, beginning of period	142,704	1,772,108
CASH, end of period	9,716	473,127
Non-cash investing and financing activities:		
Exploration and evaluation expenditures in accounts payable	-	188,681
Shares issued for acquisition of exploration and evaluation assets	-	90,000
Warrants expires	40,229	-

See accompanying notes to the condensed interim consolidated financial statements.

K9 GOLD CORP.

NOTES TO CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For The Three and Nine Months Ended September 30, 2024 and 2023

(Expressed in Canadian Dollars - Unaudited)

1. NATURE AND CONTINUANCE OF OPERATIONS

Nature of operations

K9 Gold Corp. (the “Company”) was incorporated under the Business Corporations Act (Alberta) on December 10, 2007 and continued into British Columbia under the Business Corporations Act (British Columbia) in March 2016. The Company began trading on April 18, 2011 as a Tier 2 Mining Issuer on the TSX Venture Exchange (“TSX-V”), the OTC Markets in the United States, and Frankfurt Stock Exchange (“FSE”) in Germany, and currently trades under the symbol, “KNC”, “WDFCF”, and “5GP”, respectively. The Company is engaged in the business of identification, acquisition and exploration of mineral interests.

The head office, principal address and records office of the Company are located at Suite 300 – 1455 Bellevue Ave, West Vancouver, British Columbia, Canada, V7T 1C3. The Company’s registered address is 800 – 885 West Georgia Street, Vancouver, BC, V6C 3H1.

On February 23, 2024, the Company consolidated its outstanding share capital on a ten-for-one basis. The share consolidation has been applied retrospectively and as a result all shares, options, warrants, and per share amounts are stated on an adjusted basis.

Going concern

These condensed interim consolidated financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. As at September 30, 2024, the Company had working capital deficit of \$34,874 (December 31, 2023 - \$(132,903)) and is not able to finance day to day activities through operations. The Company’s continuation as a going concern is dependent upon 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 material uncertainties may cast significant doubt about the Company’s ability to continue as a going concern. Management intends to finance operating costs over the next twelve months with current cash on hand, proceeds from exercise of options, and further private placements.

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 and potential economic global challenges such as the risk of higher inflation and energy crises, may create further uncertainty and risk with respect to the prospects of the Company’s business.

The condensed interim consolidated financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence.

2. MATERIAL ACCOUNTING POLICY INFORMATION

Statement of compliance

These condensed interim consolidated financial statements, including comparatives, have been prepared in accordance with International Accounts Standards (“IAS”) 34, “Interim Financial Reporting” using accounting policies consistent with IFRS Accounting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”).

This condensed interim financial report does not include all of the information required of a full annual financial report and is intended to provide users with an update in relation to events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the end of the last annual reporting period. It is therefore recommended that this financial report be read in conjunction with the annual consolidated financial statements of the Company for the years ended December 31, 2023 and 2022.

K9 GOLD CORP.

NOTES TO CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For The Three and Nine Months Ended September 30, 2024 and 2023

(Expressed in Canadian Dollars - Unaudited)

2. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Basis of preparation

The condensed interim consolidated financial statements of the Company have been prepared on an accrual basis and are based on historical costs, modified where applicable. The condensed interim consolidated financial statements are presented in Canadian dollars unless otherwise noted.

Foreign currency transactions

The functional currency of an entity is the currency of the primary economic environment in which the entity operates. The functional currency of the Company and each of its subsidiaries is the Canadian dollar. The functional currency determinations were conducted through an analysis of the consideration factors identified in IAS 21, *The Effects of Changes in Foreign Exchange Rates*. Transactions in currencies other than Canadian dollars are recorded at exchange rates prevailing on the dates of the transactions. At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are translated at the period end exchange rate 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 included in profit or loss.

Principles of consolidation

The consolidated financial statements include the financial statements of the Company and the following subsidiaries:

Name	Jurisdiction	Parent Company	Ownership, September 30, 2024	Ownership, December 31, 2023
1141717 B.C. Ltd.	British Columbia, Canada	K9 Gold Corp.	100%	100%
Global Vanadium Nevada Corp.	Nevada, USA	1141717 B.C. Ltd.	100%	100%
1000175306 ON Ltd.	Ontario, Canada	K9 Gold Corp	50%	50%
1415322 BC Ltd.	British Columbia, Canada	K9 Gold Corp	100%	100%

All intercompany transactions, balances, revenues and expenses are eliminated on consolidation.

Impairment of long lived assets

The carrying amount of the Company's long lived assets (which include equipment and exploration and evaluation assets) is 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. In assessing 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 specific 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.

K9 GOLD CORP.

NOTES TO CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For The Three and Nine Months Ended September 30, 2024 and 2023

(Expressed in Canadian Dollars - Unaudited)

2. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Use of estimates and judgments

The preparation of the Company's condensed interim consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Estimates and assumptions are continuously 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. However, actual outcomes can differ from these estimates.

Significant accounting judgments

Significant accounting judgments that management has made in the process of applying accounting policies and that have the most significant effect on the amounts recognized in the consolidated financial statements include, but are not limited to, the following:

- i) Assessment of the going concern assumption; and
- ii) Judgment for assessment of impairment indicators for exploration and evaluation assets.

Critical accounting estimates

Key assumptions concerning the future and other key sources of estimation uncertainty that have a significant risk of resulting in a material adjustment to the carrying amount of assets and liabilities within the next financial year include, but are not limited to future accounting periods include the recoverability of the carrying value of exploration and evaluation assets.

New accounting standards not yet effective

A number of amendments to standards and interpretations applicable to the Company are not yet effective for the nine months ended September 30, 2024 and have not been applied in preparing these condensed interim consolidated financial statements nor does the Company expect these amendments to have a significant effect on its condensed interim consolidated financial statements.

3. ACQUISITION OF 141 BC

In June 2023, the Company completed the acquisition of 100% of the issued and outstanding common shares of 141 BC for consideration of \$115,000. Pursuant to the agreement dated May 23, 2023, which closed on June 5, 2023 ("Closing Date"), the Company paid \$25,000 and issued 300,000 common shares to acquire 100% of 141 BC's issued and outstanding shares. The 300,000 common shares issued in June 2023 were valued at \$90,000 based on the trading price on date of issuance of \$0.30. In May 2023, 141 BC entered into a property option agreement to acquire 100% interest in sixty-four mining claims located in the James Bay Region of Quebec for the Lac Joubert-Tilly property ("LJT Property" (Note 5)). As a result, the Company could have acquired up to 100% interest in the LJT Property pursuant to the terms of the option agreement.

The Company acquired 141 BC for the sole purpose of acquiring the LJT Property as described in Note 5. Based on the number of shares acquired and the Company's decision making power, the Company was determined to be the acquirer. The acquisition was determined to be an asset acquisition because 141 BC did not meet the definition of a business. The Company allocated the fair value of consideration paid to the acquired assets and liabilities based on their relative fair values as at the Closing Date.

K9 GOLD CORP.

NOTES TO CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For The Three and Nine Months Ended September 30, 2024 and 2023

(Expressed in Canadian Dollars - Unaudited)

3. ACQUISITION OF 141 BC (continued)

The total consideration paid totalled \$115,000 and has been allocated to the assets and liabilities acquired based on their estimated fair values on the Closing Date as follows:

	Total
Consideration:	
Cash paid	\$ 25,000
Shares issued	90,000
Total consideration	\$ 115,000
Allocated as follows:	
Receivables	\$ 300
Exploration and evaluation assets	114,700
	\$ 115,000

4. EXPLORATION AND EVALUATION ASSETS

	Desert Eagle	Stony Lake East Gold	Riviere Salomon	Lac Joubert Tilly	Lac Laribosiere Tilly	Total
	\$	\$	\$	\$	\$	\$
Balance, December 31, 2022	1	6,280,293	836,026	-	-	7,116,320
Acquisition:						
Acquisition of 141 BC	-	-	-	114,700	-	114,700
Payment in cash	-	-	70,000	25,000	-	95,000
Exploration:						
Consulting	-	45,000	1,500	2,650	850	50,000
Geological	-	108,300	354,267	337,162	108,146	907,875
Maintenance fees	21,465	-	-	-	-	21,465
Provincial grants	-	(45,450)	-	-	-	(45,450)
Impairment	(21,465)	-	(1,261,793)	(479,512)	(108,996)	(1,871,766)
Balance, December 31, 2023	1	6,388,143	-	-	-	6,388,144
Exploration:						
Geological	-	61,905	1,318	2,330	747	66,300
Provincial grants	-	(10,136)	-	-	-	(10,136)
Impairment	-	(6,439,911)	(1,318)	(2,330)	(747)	(6,444,306)
Balance, September 30, 2024	1	1	-	-	-	2

Desert Eagle Project

In November 2018, the Company closed a Share Purchase and Sale Agreement (“SP&S Agreement”) with the shareholders of 1141717 B.C. Ltd. (“1141717 BC”) whereby the Company purchased 100% of the outstanding shares of 1141717 BC for \$80,000 (paid) and 700,000 common shares of the Company (issued) at a fair value of \$1,260,000. In conjunction with the closing of the SP&S Agreement, the Company incorporated Global Vanadium Nevada Corp. (“GVNC”) which is a wholly owned subsidiary of 1141717 BC and the title to the Desert Eagle Project was transferred to GVNC. The Desert Eagle Project is located in Garfield County, Utah, and consists of 97 Lode Claims.

The Company has limited expenditure plans and as a result, the carrying value was written down to \$1. The Company continues to hold an interest in the 97 Lode claims.

K9 GOLD CORP.

NOTES TO CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For The Three and Nine Months Ended September 30, 2024 and 2023

(Expressed in Canadian Dollars - Unaudited)

4. EXPLORATION AND EVALUATION ASSETS (continued)

Desert Eagle Project (continued)

In February 2024, the Company entered into a property option agreement (the “Definitive Agreement”) with Nova Lithium Corp (“NLC”). Under the Definitive Agreement, NLC can earn a 100% interest in the Desert Eagle Project (Note 5) by making payments of USD\$200,000 in cash and by issuing 1,000,000 common shares as follows:

Date	Cash USD \$	Common Shares
Upon execution of Definitive Agreement (received)	10,000	-
On or before 60 days from the date of exchange approval	40,000	500,000
On or before 6 months from the date of exchange approval	150,000	500,000
Total	200,000	1,000,000

The Definitive Agreement was terminated per the terms of the agreement and the US\$10,000 received was recorded as a gain on sale of asset.

Stony Lake East Gold Project

In July 2020, the Company closed an option agreement with District Copper Corp. (“District”) to acquire up to a 100% interest in the Stony Lake East Gold Project (“Stony Lake Project”) located in the Grand Falls – Bishops Falls area of the Province of Newfoundland. The Stony Lake Project is comprised of 8 mineral licenses covering a total of 13,625 hectares.

In order to exercise the option up to a 75% interest, the Company was required to make option payments to District as follows:

Date	Cash \$	Number of Shares	Exploration Expenditures \$
Within 15 business days following August 14, 2020	(paid) 75,000	(issued) 50,000	-
On or before November 14, 2021	(paid) 125,000	(issued) 120,000	(incurred) 150,000
On or before August 14, 2022	(paid) 150,000	(issued) 160,000	(incurred) 250,000
Total	350,000	330,000	400,000

In August 2022, the Company completed its commitment and acquired 75% interest of the Stony Lake Project.

In order to exercise a further 25% interest, for a total interest of 100%, the Company must make option payments to District as follows:

Date	Cash \$	Number of Shares	Exploration Expenditures \$
On or before August 14, 2023*	500,000	200,000	-

**The Company elected not to make this final payment, and waived its rights to exercise a further 25%. The Company continues to retain a 75% interest in the Stony Lake Project.*

During the period ended September 30, 2024, the Company has limited expenditure plans on the Stony Lake East Gold Project and as a result, the carrying value was written down to \$1 and recorded an impairment of \$6,439,911 (December 31, 2023 - \$nil). The Company continues to hold an interest in the Stony Lake East Gold Project.

K9 GOLD CORP.

NOTES TO CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For The Three and Nine Months Ended September 30, 2024 and 2023

(Expressed in Canadian Dollars - Unaudited)

4. EXPLORATION AND EVALUATION ASSETS (continued)

James Bay Lithium Project

The James Bay Lithium Project (“JB Lithium Project”) is located in the La Grande sub-province of the Archaen Superior Province in Quebec and comprises three properties, the Riviere Salomon Property (“RS Property”), LJT Property, and the Lac Laribosiere-Tilly Property (“LLT Property”).

Riviere Salomon Property

In November 2022, the Company entered into a Share Purchase Agreement with the shareholders of ONCO whereby the Company may purchase up to 100% of the outstanding shares of ONCO as follows:

1. Initial 50% of the ONCO’s shares on Closing Date, within 10 days of receiving regulatory approvals:
 - a. Consideration of 650,000 common shares of the Company (issued).
2. Remaining 50% of the ONCO’s shares within 14 months of the Closing Date:
 - a. Consideration of an additional 650,000 common shares of the Company and \$10,000 in cash.

In September 2022, ONCO entered into an option agreement with 1Life Holdings Ltd. (“1Life”) to acquire a 100% interest in the Riviere Salomon Property located in the James Bay region of northern Quebec.

In order to exercise the option, ONCO, and subsequently, the Company must make option payments to 1Life as follows:

Date		Cash \$	Exploration Expenditures	\$
On or before September 20, 2022	(paid)	10,000		-
On or before November 19, 2022		-	(waived)	30,000*
Upon completion of an initial assessment report	(paid)	20,000**		-
On or before September 20, 2023	(paid)	50,000		-
On or before September 20, 2024		50,000		-
On or before September 20, 2025		50,000		100,000
Total		180,000		130,000

*In November 2022, the Company made a \$30,000 payment in cash to 1Life in lieu of incurring \$30,000 in exploration expenditures. 1Life accepted this payment and waived the \$30,000 exploration expenditure requirement.

** In April 2023, despite the completion of the initial assessment report pending, the Company made an early payment of \$20,000 payment to 1Life and satisfied the \$20,000 payment requirement.

1Life will retain a 1.5% NSR which can be purchased by ONCO for \$2,000,000 at any time after the option has been exercised. In addition, the Company will make a bonus payment of \$1,000,000 in the event that a 43-101 mineral resources valued at over \$100,000,000 is established on the property.

During the nine months ended September 30, 2024, the Company recorded an impairment of \$1,318 (December 31, 2023 - \$1,261,793) on the Riviere Salomon property as the Company does not have any exploration and evaluations expenditures budgeted for the property for fiscal year 2024, and as a result, the carrying value was written down to \$nil.

Lac Joubert-Tilly Property

In May 2023, the Company entered into a Share Purchase Agreement with the shareholders of 141 BC whereby the Company purchased 100% of the outstanding shares of 141 BC for \$25,000 (paid) and 300,000 common shares of the Company (issued) at a fair value of \$90,000.

In May 2023, 141 BC entered into a property option agreement with 1Minerals Corp. (“1Minerals”) to acquire 100% interest in the LJT Property located in the James Bay region of Northern Quebec.

In order to exercise the option, 141 BC, and subsequently, the Company must make option payments to 1Minerals as follows:

K9 GOLD CORP.

NOTES TO CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For The Three and Nine Months Ended September 30, 2024 and 2023

(Expressed in Canadian Dollars - Unaudited)

4. EXPLORATION AND EVALUATION ASSETS (continued)

Lac Joubert-Tilly Property (continued)

Date		Cash \$
On or before May 19, 2023	(paid)	25,000
On or before November 9, 2023	(paid)	25,000
On or before May 9, 2024		*80,000
On or before May 9, 2025		*150,000
On or before May 9, 2026		*215,000
Total		495,000

* Pursuant to the terms of the agreement, the Company may elect to issue common shares equivalent to the value of the cash payment required in lieu of making the cash payment.

1Minerals will retain a 2.0% NSR of which 1.5% can be purchased by 141 BC for \$2,000,000 at any time after the option has been exercised. In addition, the Company will make a bonus payment of \$1,000,000 in the event that a 43-101 mineral resources valued at over \$100,000,000 is established on the property.

During the nine months ended September 30, 2024, the Company recorded an impairment of \$2,330 (December 31, 2023 - \$479,512) on the LJT property as the Company elected not to make any additional option payments pursuant to the option agreement with 1Minerals, and as a result, the carrying value was written down to \$nil.

Lac Laribosiere Tilly Property

In May 2023, the Company acquired an additional 25 claims in the James Bay region of northern Quebec as part of the JB Lithium Project by direct staking.

During the nine months ended September 30, 2024, the Company recorded an impairment of \$747 (December 31, 2023 - \$108,996) on the LLT property as the Company does not have any exploration and evaluations expenditures budgeted for the property for fiscal year 2024, and as a result, the carrying value was written down to \$nil.

5. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	September 30, 2024	December 31, 2023
	\$	\$
Trade and other payables	63,118	7,355
Accrued liabilities	3,500	45,000
	66,618	52,355

6. SHARE CAPITAL AND RESERVES

Authorized share capital

Unlimited number of Class "A" common shares with no par value.

Issued shares

During the nine months ended September 30, 2024:

There were no share issuance transactions.

During the year ended December 31, 2023:

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6. SHARE CAPITAL AND RESERVES (continued)

In June 2023, the Company issued 300,000 common shares of the Company at a fair value of \$90,000 in connection with the acquisition of 141 BC (Notes 4 and 5).

Basic and diluted loss per share

The calculation of basic and diluted loss per share for the nine months ended September 30, 2024 was based on the loss attributable to common shareholders of \$6,618,352 (September 30, 2023 - \$416,380) and the weighted average number of common shares outstanding of 9,013,599 (September 30, 2023 – 8,843,271).

As at September 30, 2024, 637,500 (December 31, 2023 –687,500) stock options and 86,736 (December 31, 2023– 3,527,355) warrants were not included in the calculation of diluted loss per share as the effect would be anti-dilutive.

Flow-through premium liability

The following is a continuity schedule of the liability portion of the flow-through share issuances:

	Liability portion of the flow-through share issuance
	\$
Balance, December 31, 2022	127,127
Flow-through premium liability	-
Settlement of flow-through share premium liability pursuant to qualified expenditures	(123,633)
Balance, December 31, 2023	3,494
Flow-through premium liability	-
Settlement of flow-through share premium liability pursuant to qualified expenditures	-
Balance, September 30, 2024	3,494

The Company was required to incur \$1,395,000 of eligible exploration and evaluation expenditures by April 30, 2024 in connection with the issuance of flow-through shares on May 26, 2022 and is required to incur \$758,940 of eligible exploration and evaluation expenditures by November 30, 2024 in connection with the issuance of flow-through shares on December 20, 2022. As at September 30, 2024, the Company had a remaining obligation of \$27,949 in connection with the May 2022 offering and an obligation of \$nil in connection with the December 2022 offering. As a result of the shortfall, the Company made penalty payments of \$36,233.

Stock options

The Company has an equity incentive plan in place under which it is authorized to grant options to directors and employees to acquire up to 10% of the Company's issued and outstanding common shares. Under the plan, the exercise price of each option may not be less than the market price of the Company's stock as calculated on the date of grant less the applicable discount. The options can be granted for a maximum term of 10 years and vesting periods are determined by the Board of Directors.

In January 2023, the Company granted 200,000 stock options to certain directors and consultants of the Company at an exercise price of \$0.70. These options were granted for a period of two years and vest upon issuance. The estimated fair value, \$62,200, was calculated using the Black-Scholes option pricing model based on the following assumptions: risk-free interest rate of 3.56%, forfeiture rate of 0%, no annual dividends, expected volatility of 104% based on two years of historic share price data, and a market price of shares at grant date \$0.60.

During the nine months ended September 30, 2024, the Company recorded share-based compensation of \$nil (September 30, 2023 – \$62,200).

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6. SHARE CAPITAL AND RESERVES (continued)

Stock options (continued)

A summary of changes of stock options outstanding is as follows:

	Number of Options	Weighted Average Exercise Price
		\$
Balance, December 31, 2022	487,500	4.40
Granted	200,000	0.70
Expired	(50,000)	1.65
Balance, December 31, 2023 and September 30, 2024	637,500	3.47

As at September 30, 2024, the following options were outstanding and exercisable:

Number of Options	Weighted Average Exercise Price	Expiry Date
	\$	
200,000	0.70	January 25, 2025
150,000	5.50	September 28, 2025
30,000	4.50	November 9, 2025
137,500	3.20	March 1, 2026
120,000	5.60	May 19, 2026
637,500		

The weighted average life of options outstanding at September 30, 2024 was 1.00 (December 31, 2023 – 1.75) years.

Warrants

A summary of changes of warrants outstanding is as follows:

	Number of Warrants	Weighted Average Exercise Price
		\$
Balance, December 31, 2022	3,849,447	3.20
Expired	(322,092)	4.20
Balance December 31, 2023	3,527,355	3.15
Expired	(3,440,619)	3.21
Balance September 30, 2024	86,736	0.70

As at September 30, 2024, the following warrants were outstanding and exercisable:

Number of Warrants	Weighted Average Exercise Price	Expiry Date
	\$	
86,736	0.70	December 20, 2024
86,736		

The weighted average life of warrants outstanding at September 30, 2024 was 0.22 (December 31, 2023 – 0.31) years.

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7. RELATED PARTY TRANSACTIONS

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers.

	For the nine months ended	
	2024	September 30, 2023
	\$	\$
Management fees	-	180,000
Exploration and evaluation assets expenditures	-	58,048
Rent	11,250	12,750
Share-based compensation	-	52,870
	11,250	303,668

All related party transactions are recorded at the amount agreed to by the Company and the related party. During the nine months ended September 30, 2024, the Company entered into the following transactions with key management personnel:

- Paid or accrued management fees of \$nil (September 30, 2023 – \$90,000) to the CFO and director of the Company. Included in accounts payable and accrued liabilities as at September 30, 2024 is \$206 (December 31, 2023 - \$nil) for reimbursement of expenses.
- Paid or accrued management fees of \$nil (September 30, 2023 – \$90,000) to a director of the Company.
- Paid or incurred exploration and evaluation expenditures of \$nil (September 30, 2023 – \$35,667) to a company controlled by the CEO and director of the Company.
- Paid or incurred exploration and evaluation expenditures of \$nil (September 30, 2023 – \$22,381) to a company controlled by a director of the Company.
- As at September 30, 2024 \$nil (December 31, 2023 - \$65,000) was included in non-current prepaids as an exploration and evaluation expenditure advance payment made to a company controlled by a director of the Company.
- Paid or accrued rent of \$11,250 (September 30, 2023 - \$12,750) to a company controlled by common officers of the Company.

8. FAIR VALUE OF FINANCIAL INSTRUMENTS

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

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

The fair value of the Company's cash and accounts payable and accrued liabilities approximates their carrying values due to their short term maturities.

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9. FINANCIAL RISK MANAGEMENT

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

(a) 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 held in bank accounts. The Company has deposited its cash with a large Canadian financial institution. Management believes the risk of loss is low.

(b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company's approach to managing liquidity is to ensure that it will have sufficient working capital to meet liabilities when due. As at September 30, 2024, the Company had a cash balance of \$9,716 to settle accounts payable and accrued liabilities of \$66,618.

(c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimizing the return. The Company's operations and financing activities are primarily conducted in Canadian dollars and, as a result, the Company is not subject to significant exposure to market risks from changes in foreign currency rates. Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not subject to interest rate risk.

10. CAPITAL DISCLOSURE AND MANAGEMENT

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and to maintain a flexible capital structure which will allow it to meet its exploration commitments. Therefore, the Company monitors the level of risk incurred in its expenditures relative to its capital structure. The Company considers its capital structure to include shareholders' equity. The Company monitors its capital structure and makes adjustments in light of changes in economic conditions and the risk characteristics of the potential underlying assets. To maintain or adjust the capital structure, the Company may issue new equity if available on favourable terms and approved by the TSX-V. 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's overall strategy remains unchanged from 2023. The Company is not subject to any externally imposed capital requirements.

11. SEGMENTED INFORMATION

The Company has one operating segment, mineral exploration and development. The Company's reportable segments are summarized as follows:

September 30, 2024	Canada	USA	Total
	\$	\$	\$
Exploration and evaluation assets	1	1	2
Other assets	35,238	-	35,238
	35,239	1	35,240

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11. SEGMENTED INFORMATION (continued)

December 31, 2023	Canada	USA	Total
	\$	\$	\$
Exploration and evaluation assets	6,388,143	1	6,388,144
Prepays	65,000	-	65,000
Other assets	188,752	-	188,752
	6,641,895	1	6,641,896

12. NON-CONTROLLING INTEREST

In November 2022, the Company entered into a share purchase agreement with ONCO effective December 15, 2022 to acquire a 50% non-controlling interest, with an option to acquire the remaining 50%. The Company recognized non-controlling interests of \$420,000.

	Total
	\$
At December 31, 2022	420,000
Share of loss for the year	(630,897)
At December 31, 2023	(210,897)
Share of loss for the period	(2,567)
At September 30, 2024	(213,464)

13. SUBSEQUENT EVENTS

On October 28, 2024, the Company closed its Private Placement which was comprised of 1,428,570 units (the "Units") at a price of \$0.07 per Unit. Each Unit is comprised of one common share and one share purchase warrant (the "Warrants") exercisable for a period of five years from closing at an exercise price of \$0.10 per share.