
1317223 B.C. LTD.

**CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2023**

(Expressed in Canadian Dollars)

(Unaudited)

1317223 B.C. LTD.
CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)
(Unaudited)

	Note	September 30, 2023 \$	December 31, 2022 \$
ASSETS			
Current assets			
Cash		71	-
Tax receivable		3,674	2,048
Total assets		3,745	2,048
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities		4,499	6,036
Due to a related party	3	69,496	48,039
		73,995	54,075
SHAREHOLDERS' DEFICIT			
Share capital	4	463	388
Deficit		(70,713)	(52,415)
		(70,250)	(52,027)
Total liabilities and shareholders' deficit		3,745	2,048

Nature of operations and going concern (Note 1)

Approved and authorized on behalf of the Board of Directors on November 22, 2023.

Director James Ward (Signed)

Director Stephen Sandusky (Signed)

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

1317223 B.C. LTD.
CONDENSED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
For the Nine Months Ended September 30, 2023
(Expressed in Canadian Dollars)
(Unaudited)

		Three months ended September 30, 2023	Three months ended September 30, 2022	Nine months ended September 30, 2023	Nine months ended September 30, 2022
EXPENSES					
Audit fees (recovery)	\$	1,500	1,500	3,736	(594)
Office (recovery)		-	-	(32)	-
Professional fees		3,000	2,850	9,000	6,000
Regulatory and transfer agent fees		365	917	5,594	3,507
NET LOSS AND COMPREHENSIVE LOSS FOR THE PERIOD					
	\$	(4,865)	(5,267)	(18,298)	(8,913)
NET LOSS PER SHARE – BASIC AND DILUTED					
		(0.00)	(0.00)	(0.00)	(0.00)
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING					
	\$	4,625,000	3,875,000	4,344,780	3,875,000

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1317223 B.C. LTD.
CONDENSED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' DEFICIT
For the Nine Months Ended September 30, 2023
(Expressed in Canadian Dollars)
(Unaudited)

	Number of Shares #	Share Capital \$	Deficit \$	Total \$
Balance, December 31, 2021	3,875,000	388	(32,659)	(32,271)
Net loss and comprehensive loss for the period	-	-	(8,913)	(8,913)
Balance, September 30, 2022	3,875,000	388	(41,572)	(41,184)
Balance, December 31, 2022	3,875,000	388	(52,415)	(52,027)
Share Issuance	750,000	75	-	75
Net loss and comprehensive loss for the period	-	-	(18,298)	(18,298)
Balance, September 30, 2023	4,625,000	463	(70,713)	(70,250)

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

1317223 B.C. LTD.
CONDENSED INTERIM STATEMENTS OF CASH FLOWS
For the Nine Months Ended September 30, 2023
(Expressed in Canadian Dollars)
(Unaudited)

	Nine months ended September 30, 2023	Nine months ended September 30, 2022
	\$	\$
Operating activities:		
Net loss for the period	(18,298)	(8,913)
Changes in non-cash working capital:		
Tax receivable	(1,626)	(286)
Accounts payable and accrued liabilities	(1,537)	(694)
Due to a related party	21,457	9,893
Net cash used in operating activities	(4)	-
Cash flow from financing activities:		
Share issuance	75	-
Net cash provided by financing activities	75	-
Increase in cash during the period	71	-
Cash – beginning of the period	-	-
Cash – end of the period	71	-

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

1. NATURE OF OPERATIONS AND GOING CONCERN

1317223 B.C. Ltd. (the “Company”) was incorporated under the Business Corporations Act of British Columbia on July 27, 2021. The Company is engaged in the exploration and development of mineral properties in Canada. The Company’s head office is located at 3400 – 22 Adelaide S. W. Toronto, Ontario M5H 4E3.

Plan of arrangement

On December 17, 2021, 1289625 B.C. Ltd. (“625 BC”) completed a plan of arrangement whereby 625 BC spun off each of its subsidiaries including 1317223 B.C. Ltd.

Under the statutory plan of arrangement (“Plan of Arrangement”), each 625 BC shareholder received one hundred thousand (100,000) common shares of 1317223 B.C. Ltd. in exchange for each existing common share of 625 BC (the “Distributed Securities”) resulting in total common shares issued under the plan of arrangement of 3,000,000.

As a result of completing the Plan of Arrangement, 1317223 B.C. Ltd. became a separate reporting issuer and 625 BC holds no interest in the Company.

Going Concern

These financial statements have been prepared assuming the Company will continue as a going concern, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. As at September 30, 2023, the Company had accumulated a deficit of \$70,713 (December 31, 2022 - \$52,415) since its inception and as that date has negative working capital of \$70,250 (December 31, 2022 - \$52,027). The continuation of the Company is dependent upon obtaining necessary financing to meet its ongoing operational levels of corporate overhead. These conditions indicate material uncertainties that may cast significant doubt upon the Company’s ability to continue as a going concern and, therefore, that it may be unable to discharge its liabilities in the normal course of business. Additional funds will be required to enable the Company to continue its operations and there can be no assurance that financing will be available on terms which are acceptable to the Company. These financial statements do not give effect to any adjustments to the amount and classification of assets and liabilities which might be necessary should the Company be unable to continue its operations as a going concern.

2. SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation and statement of compliance

The unaudited condensed interim financial statements (“interim financial statements”) of the Company have been prepared in accordance with International Accounting Standards 34 (“IAS 34”). These condensed interim financial statements do not include all disclosures normally provided in the annual financial statements and should be read in conjunction with the Company’s audited financial statements for the year ended December 31, 2022.

These condensed interim financial statements were approved by the board of directors on November 22, 2023.

3. RELATED PARTY TRANSACTIONS

As at September 30, 2023, the Company owed \$69,496 (December 31, 2022 - \$48,039) to a related party for reimbursable expenses incurred on behalf of the Company. These amounts are not interest bearing and are due upon demand.

4. SHARE CAPITAL

a) Authorized – Unlimited common shares without par value.

b) Issued and outstanding – 4,625,000 common shares

On April 12, 2023, the Company issued 750,000 shares for gross proceeds of \$75.

As of September 30, 2023, the Company has 4,625,000 common shares outstanding.

5. MANAGEMENT OF CAPITAL

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern and to maintain a flexible capital structure which optimizes the cost of capital within a framework of acceptable risk. In the management of capital, the Company includes the components of shareholders' deficit of \$70,250 as at September 30, 2023 (December 31, 2022 - \$52,027).

The Company manages the capital structure and adjusts it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may issue new shares, issue debt, acquire or dispose of assets or adjust the amount of cash.

6. FINANCIAL INSTRUMENTS

For financial instruments held by the Company, management classifies cash, accounts payable and accrued liabilities and amounts due to a related party at amortized cost.

a) 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.

As at September 30, 2023, the Company believes that the carrying value of cash, accounts payables and accrued liabilities and amounts due to a related party approximates their fair value because of their nature and relatively short maturity date or duration.

b) Management of risks arising from financial instruments

Discussions of risks associated with financial assets and liabilities are detailed below:

Credit risk

Credit risk is the risk associated with the counterparty's inability to fulfil its payment obligations. The Company is not exposed to significant credit risk.

Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Company will realize such a loss is limited because the Company has no interest-bearing financial instruments.

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 manages liquidity risk by maintaining sufficient cash to enable settlement of transactions as they come due. As at September 30, 2023, the Company had a net working capital deficiency of \$70,250 (December 31, 2022 - \$52,027). All of the Company's current liabilities are expected to be settled within the next 12 months.

7. SUBSEQUESNT EVENT

Dryden Gold Corp. ("Dryden Gold") entered into an amalgamation agreement dated October 30, 2023 (the "Definitive Agreement") with 1317223 B.C. LTD. ("223") pursuant to which Dryden Gold will amalgamate (the "Amalgamation") with 223 and continue as one corporation (the "Transaction"), being the "Resulting Issuer". As a result of the Transaction, the securityholders of 223 and Dryden Gold will become securityholders of the Resulting Issuer. Upon completion of the Transaction, the Resulting Issuer (to be named "Dryden Gold Corp.") will carry on the business of Dryden Gold, as described herein.