



STAMPER OIL & GAS CORP.

Financial Statements

Years Ended June 30, 2023 and 2022

(Expressed in Canadian dollars)

UNIT#172
4300 NORTH FRASER WAY
BURNABY, BC, V5J 5J8

Adam Kim

ADAM SUNG KIM LTD.

CHARTERED PROFESSIONAL ACCOUNTANT

T: 604.318.5465

F: 778.375.4567

INDEPENDENT AUDITOR'S REPORT

To: the Shareholders of
Stamper Oil & Gas Corp.

Opinion

I have audited the financial statements of Stamper Oil & Gas Corp. (the "Company"), which comprise the statements of financial position as at June 30, 2023 and June 30, 2022, and the statements of loss and comprehensive loss, statements of cash flows and statements of changes in shareholders' deficiency for the years ended June 30, 2023 and June 30, 2022, and notes to the financial statements, including a summary of significant accounting policies.

In my opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at June 30, 2023 and June 30, 2022, and its financial performance and its cash flow for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

I conducted my audit in accordance with Canadian generally accepted auditing standards. My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial statements section of my report. I am independent of the Company in accordance with the ethical requirements that are relevant to my audit of consolidated the financial statements in Canada, and I have fulfilled my other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Material Uncertainty Related to Going Concern,

I draw attention to Note 1 in the financial statements, which indicates that the Company incurred a net loss of \$318,214 during the year ended June 30, 2023 and, as of that date, the Company had not yet achieved profitable operations, had accumulated losses of \$57,000,285 since its inception, and expects to incur further losses in the development of its business. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. My opinion is not modified in respect of this matter.

Key Audit Matter

Key audit matters are those matters that, in my professional judgment, were of most significance in my audit of the financial statements for the year ended June 30, 2023. These matters were addressed in the context of my audit of the financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

In addition to the matter described in the "Material Uncertainty Related to Going Concern" section of the auditor's report, I have determined the matters described below to be the key audit matters to be communicated in my auditors' report.

Evaluation of indicators of impairment for exploration and evaluation assets

Description of the matter

I draw attention to Notes 3 to the financial statements. The Company has exploration and evaluation assets of \$283,293 as at June 30, 2023. The carrying amounts of the Company's exploration and evaluation assets are reviewed each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Significant judgment is required in assessing indicators of impairment. The Company completes an evaluation at each reporting period of potential impairment indicators.

Why the matter is a key audit matter

I identified the evaluation of indicators of impairment for exploration and evaluation assets as a key audit matter. This matter represented an area of significant risk of material misstatement given the magnitude of exploration and evaluation assets. This matter was of most significance due to the difficulties in evaluating the result of my audit procedures to assess the Company's determination of whether the factors, individually and in the aggregate, resulted in indicators of impairment.

How the matter was addressed in the audit

The following are the primary procedures I performed to address this key audit matter.

I evaluated the Company's analysis of impairment indicators by:

- Obtaining an understanding of management's process for developing an assessment of the existence of impairment indicators.
- Assessing whether the information in the analysis was consistent with information included in internal communicates to management and the Board of Directors, the Company's press releases, management's discussion and analysis, and other public filings
- Reading updated technical reports for any indicators of impairment arising from changes to estimates of mineral reserves and resources
- Considering evidence obtained in other areas of the audit, including the status of significant mineral licenses and expenditures on mineral properties, the results of exploration activities and any updates to estimates of mineral reserves and resources
- Comparing the Entity's market capitalization to the carrying value of its net assets.

Other Information

Management is responsible for the other information. The other information comprises the Management Discussion and Analysis.

My opinion on the financial statements does not cover the other information and I do not express any form of assurance conclusion thereon.

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I am required to report that fact. I have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the financial statements

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Adam Kim, CPA, CA.

"Adam Sung Kim Ltd."
Chartered Professional Accountant

UNIT# 172
4300 NORTH FRASER WAY
BURNABY, BC V5J 5J8
October 19, 2023

Stamper Oil & Gas Corp.
Statements of Financial Position
(Expressed in Canadian dollars)

	Notes	June 30, 2023	June 30, 2022
Assets			
Current assets			
Cash		\$ 136,750	\$ 513,317
Prepaid expense		6,291	-
Receivables	4	101,436	17,576
Total current assets		244,477	530,893
Non-current assets			
Exploration and evaluation assets	5	283,293	254,893
Total assets		\$ 527,770	\$ 785,786
Liabilities			
Current liabilities			
Accounts payable and accrued liabilities	6,8	\$ 220,322	\$ 161,692
Loan payable		250	250
Total current liabilities		220,572	161,942
Shareholders' equity			
Share capital	7	52,267,227	52,267,227
Contributed surplus		5,040,256	5,040,256
Deficit		(57,000,285)	(56,683,639)
Total shareholders' equity		307,198	623,844
Total liabilities and shareholders' equity		\$ 527,770	\$ 785,786

Nature and continuance of operations (Note 1)
Subsequent events (Note 14)

Approved on behalf of the board on October 19, 2023:

(signed) Bryson Goodwin
Bryson Goodwin, Director

(signed) Barry Hartley
Barry Hartley, Director

The accompanying notes are integral to these financial statements

Stamper Oil & Gas Corp.Statements of Loss and Comprehensive Loss
(Expressed in Canadian dollars)

	Year ended June 30, 2023	Year ended June 30, 2022
Expenses		
Consulting and management fees	\$ 203,809	\$ 219,000
Office and other	1,025	1,211
Professional fees	46,941	36,427
Regulatory costs	28,177	55,381
Travel	-	641
Project generation costs	32,263	-
Total expenses	(312,215)	(312,660)
Other items		
Loss on settlement of debt	-	(6,380)
Foreign exchange loss	(4,431)	-
Total expenses	(4,431)	(6,380)
Net loss and comprehensive loss from continuing operations	\$ (316,646)	\$ (319,040)
Net loss and comprehensive loss from discontinued operations	\$ (1,568)	\$ -
Net loss and comprehensive loss	\$ (318,214)	\$ (319,040)
Basic and diluted loss per common share from continuing operations	\$ (0.06)	\$ (0.10)
Basic and diluted loss per common share from discontinued operations	\$ (0.00)	\$ -
Weighted average number of common shares outstanding	5,102,207	3,277,187

The accompanying notes are integral to these financial statements

Stamper Oil & Gas Corp.Statements of Changes in Shareholders' Equity
(Expressed in Canadian dollars)

		<u>Share capital</u>		<u>Contributed</u>		
	<u>Notes</u>	<u>Number</u>	<u>Amount</u>	<u>Surplus</u>	<u>Deficit</u>	<u>Total</u>
Balance, June 30, 2021		2,649,968	\$ 51,398,313	\$ 5,031,717	\$(56,364,599)	\$ 65,431
Common shares issued for cash	7	2,278,383	710,280	-	-	710,280
Common shares issued to settle debt	7	7,195	8,634	8,539	-	17,173
Shares issued for mineral properties	5,7	166,667	150,000	-	-	150,000
Adjustment on consolidation of shares		(6)	-	-	-	-
Net loss for the year		-	-	-	(319,040)	(319,040)
Balance, June 30, 2022		5,102,207	52,267,227	5,040,256	(56,683,639)	623,844
Common shares issued to acquire subsidiary	3,7	5,000,000	1,200,000	-	-	1,200,000
Shares issued for mineral properties	3,7	250,000	60,000	-	-	60,000
Shares returned to treasury	3,7	(5,250,000)	(1,260,000)	-	-	(1,260,000)
Net loss for the year		-	-	-	(316,646)	(316,646)
Balance, June 30, 2023		5,102,207	52,267,227	5,040,256	(57,000,285)	307,198

The accompanying notes are integral to these financial statements

Stamper Oil & Gas Corp.
Statements of Cash Flows
(Expressed in Canadian dollars)

	June 30,		June 30,
	2023		2022
Operating activities			
Net loss for the year	\$ (316,646)	\$	(319,040)
Items not involving cash:			
Loss on settlement of debt	-		6,380
Foreign exchange loss	3,925		-
Changes in non-cash working capital items:			
Receivables	(87,784)		(15,144)
Prepaid expense	(9,441)		-
Accounts payable and accrued liabilities	61,779		(185,876)
Net cash flows used in operating activities	(348,167)		(513,680)
Investing activities			
Exploration and evaluation assets	(28,400)		(104,893)
Net cash flows used in investing activities	(28,400)		(104,893)
Financing activities			
Common shares issued for cash	-		710,280
Loans payable	-		(263,109)
Net cash flows provided by financing activities	-		447,171
Net change in cash	(376,567)		(171,402)
Cash, beginning	513,317		684,719
Cash, ending	\$ 136,750	\$	513,317
Supplemental transactions:			
Cash paid during the year for interest	\$ -	\$	-
Cash paid during the year for income taxes	\$ -	\$	-
Non-cash investing and financing activities:			
Shares and warrant issued for debts	\$ -	\$	17,173
Shares issued pursuant to mineral property option agreement	\$ -	\$	150,000

The accompanying notes are integral to these financial statements

STAMPER OIL & GAS CORP.
Notes to the Financial Statements
Years Ended June 30, 2023 and 2022
(Expressed in Canadian dollars)

1. NATURE AND CONTINUANCE OF OPERATIONS

Stamper Oil & Gas Inc., (the “Company”) is an exploration stage company incorporated under the laws of British Columbia on September 18, 1984. The Company is engaged in the acquisition, exploration and development of resource properties located in Canada.

The Company’s principal address and registered and records office is Suite 401 – 750 West Pender Street, Vancouver, BC, V6C 2T7. The Company’s shares are listed on the TSX Venture Exchange (“TSX-V”) under the symbol “STMP”.

The recovery of the amounts comprising resource properties is dependent upon the confirmation of economically recoverable reserves, the ability of the Company to obtain necessary financing to successfully complete their exploration and development, and upon future profitable production.

These financial statements have been prepared by management 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. At June 30, 2023, the Company had not yet achieved profitable operations, had accumulated losses of \$57,000,285 (June 30, 2022 - \$56,683,639) since its inception, and expects to incur further losses in the development of its business, all of which casts significant doubt about the Company’s ability to continue as a going concern. A number of alternatives including, but not limited to selling an interest in one or more of its properties or completing a financing, are being evaluated with the objective of funding ongoing activities and obtaining working capital. 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 and repay its liabilities arising from normal business operations as they become due.

The 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.

In February 2022, Russia commenced a military invasion of Ukraine which generated a response in the form of strict economic sanctions from multiple countries and corporations around the world, including Canada. Although the Company does not have operations in Russia or Ukraine, the global impact of this conflict in commodity prices, foreign currency exchange rates, supply chain challenges and increased fuel prices may have adverse impacts on the Company’s costs of doing business.

2. SIGNIFICANT ACCOUNTING POLICIES

These financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and Interpretations issued by the International Financial Reporting Interpretations Committee (“IFRIC”).

These financial statements have been prepared on a historical cost basis except for certain financial assets measured at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The Company’s presentation and functional currency is Canadian dollars.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

Critical judgments exercised in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are as follows:

Economic recoverability and probability of future economic benefits of mineral properties

Management has determined that mineral property costs incurred which were capitalized have future economic benefits and are economically recoverable. Management uses several criteria in its assessments of economic recoverability and probability of future economic benefits including geological and metallurgic information, history of conversion of mineral deposits to proven and probable reserves, scoping and feasibility studies, accessible facilities, existing permits and life of mine plans.

Determination of functional currency

The Company determines the functional currency through an analysis of several indicators such as expenses and cash flow, financing activities, retention of operating cash flows, and frequency of transactions with the reporting entity.

Income taxes

In assessing the probability of realizing income tax assets, management makes estimates related to expectations of future taxable income, applicable tax opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified.

Site decommissioning obligations

The Company recognizes a provision for future abandonment activities in the financial statements equal to the net present value of the estimated future expenditures required to settle the estimated future obligation at the statement of financial position date. The measurement of the decommissioning obligation involves the use of estimates and assumptions including the discount rate, the expected timing of future expenditures and the amount of future abandonment costs. The estimates were made by management and external consultants considering current costs, technology and enacted legislation. As a result, there could be significant adjustments to the provisions established which would affect future financial results. The preparation of these financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the year. Actual results could differ from these estimates. Significant assumptions about the future and other sources of estimation and judgment uncertainty that management has made at the end of the reporting period, that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to:

Exploration and evaluation assets

Exploration and evaluation assets include the cost of acquiring mineral exploration rights and expenses directly related to the exploration and evaluation of properties. These assets are recognized as intangible assets and are carried at cost less any impairment loss recognized, refundable tax credits and credits on duties. Properties acquired under option agreements, whereby payments are made at the sole discretion of the Company, are recorded in the accounts when the payments are made.

From time-to-time, the Company receives shares and or cash payments from exploration partners pursuant to property option agreements. The carrying value of the exploration and evaluation assets is reduced by option proceeds received until such time as the property cost and deferred exploration expenditures are reduced to nominal amounts, and any excess is included in the statement of loss.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

Costs incurred before the legal right to undertake exploration and evaluation activities on a project was acquired are recognized in the statement of loss where they are incurred.

Mineral exploration rights and expenses related to exploration and evaluation activities are capitalized on a property-by-property basis pending determination of the technical feasibility and commercial viability of the project. No amortization is recognized during the exploration and evaluation phase. Costs capitalized include topographical, geological, geochemical and geophysical studies, exploration drilling, trenching, sampling and other costs related to the exploration and evaluation of the technical feasibility and commercial viability of extracting a mineral resource.

Whenever a project is considered no longer viable, or is abandoned, the capitalized amounts are written down to their recoverable amounts; the difference is then immediately recognized in the statement of loss.

When technical feasibility and commercial viability of extracting a mineral resource are demonstrable, mineral exploration rights and expenses related to exploration and evaluation activities of the related mineral property are transferred to mining assets under construction.

Upon transfer of exploration and evaluation assets into mining assets under construction, all subsequent expenditures on the construction, installation or completion of infrastructure facilities are capitalized within mining assets under construction. When the development stage is completed, all assets included in mining assets under construction are then transferred to mining assets and amortized over the expected productive lives of the assets.

Impairment

At the end of each reporting period, the Company's 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 to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties.

In assessing value in use, the estimated future cash flows are discounted to their present value using a 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 profit or loss for the period. For an asset that does not generate largely independent cash flows, 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.

Provision for environmental rehabilitation

The Company recognizes liabilities for legal or constructive obligations associated with the retirement of exploration and evaluation assets and equipment. The net present value of future rehabilitation costs is capitalized to the related asset along with a corresponding increase in the rehabilitation provision in the period incurred. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value.

The Company's estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to the related assets with a corresponding entry to the rehabilitation provision. The increase in the provision due to the passage of time is recognized as interest expense.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

Foreign exchange

The functional currency is the currency of the primary economic environment in which the entity operations and has been determined for each entity within the Company. The functional currency of the Company 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 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 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 included in the statement of operations.

Income (Loss) per share

Basic income (loss) per share is computed by dividing the income (loss) for the year by the weighted average number of common shares outstanding during the year. Diluted income (loss) per share is calculated based on the weighted average number of common shares outstanding during the year, plus the effects of dilutive common share equivalents. Common share equivalents include stock options and warrants. For this purpose, the "treasury stock method" is used with respect to stock options and warrants.

Income taxes

The Company records deferred income tax assets and liabilities determined based on differences between the financial statement carrying values and the income tax bases of assets and liabilities and are measured using the enacted or substantively enacted income tax rates and laws that are expected to be in effect when the temporary differences are expected to reverse. The effect on deferred income tax assets and liabilities of a change in income tax rates is recognized in the period that includes the date of enactment or substantive enactment of the change. When the future realization of income tax assets is not probable, no net asset is recognized.

Share capital

The Company records proceeds from share issuances net of issue costs and any tax effects in shareholders' equity. Common shares issued for consideration other than cash are valued based on fair value at the date the shares were issued. The fair value is determined by referring to concurrent financing or recent private placements for cash.

The Company has adopted the residual value method with respect to the measurement of shares and warrants issued as private placement units. The share component of the unit is measured at fair value determined by referring to concurrent financing or recent private placements for cash, and the warrant component is measured by reference to the residual value, if any. Any value allocated to the warrant component is credited to reserves.

Flow-through placements

The issuance of flow-through shares is accounted for similarly to the issuance of a compound financial instrument. The liability component represents the premium paid for the tax benefit to the investors. Proceeds from the issuance of shares by flow-through private placements are allocated between shares issued and a liability account using the residual method. Proceeds are first allocated to shares according to the quoted price of existing shares at the time of issuance and any residual in the proceeds is allocated to the liability. Upon renunciation of the flow through expenditures, the liability component is derecognized in the statement of loss and a deferred income tax liability is recognized for the taxable temporary difference created at the Company's applicable tax rate which is expected to apply in the year the deferred income tax liability will be settled. Any difference between the amount of the liability component derecognized and deferred income tax liability recognized is recorded in the statement of loss.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

Segment reporting

In accordance with IFRS 8, Operating Segments, it is mandatory for the Company to present and disclose segmented information based on the internal reports that are regularly reviewed by the Executive Chairman and the Board of Directors in order to assess each segment's performance.

The Company has determined that there was only one operating segment: the resource sector in Canada.

Related party transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control, related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

Equity-settled share-based payments

The Company operates equity-settled share-based remuneration plans (share options plans) for its eligible directors, officers, employees and consultants. None of the Company's plans feature any options with cash settlement features.

All goods and services received in exchange for the grant of any share-based payments to non-employees are measured at their estimated fair values. Where employees are rewarded using share-based payments, the fair value of the services rendered by the employees is estimated indirectly by reference to the fair value of the equity instruments granted. This fair value is appraised at the grant date and excludes the impact of non-market vesting conditions.

All equity-settled share-based payments are ultimately recognized as an expense in the statement of loss or capitalized as an exploration and evaluation asset, depending on the nature of the payment with a corresponding credit to the stock options reserve, in equity.

If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of share options expected to vest. Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. Estimates are subsequently revised if there is any indication that the number of share options expected to vest differs from previous estimates. Any cumulative adjustment prior to vesting is recognized in the current year.

Upon exercise of stock options, the proceeds received net of any directly attributable transaction costs are recorded as share capital. The accumulated charges related to the stock options recorded in stock options reserve are then transferred to share capital.

Discontinued operations

A discontinued operation is a component of the Company's business, with operations and cash flows that are distinguishable from those of the rest of the Company, and which represents a separate major line of business or geographical area of operations, and which is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations, or is a subsidiary acquired exclusively for resale.

Classification as a discontinued operation occurs at the earlier of disposal or when the major line of business or geographical operation meets the criteria to be classified as assets held for sale or distribution. When an operation is classified as a discontinued operation, IFRS 5 (Non-current Assets Held for Sale and Discontinued Operations), requires that the comparative statements of comprehensive income (loss) are re-presented as if the operation was discontinued from the start of the comparative year. As a result, the Company's discontinued operations are excluded from the profit (loss) from continuing operations and are presented as an amount, net of tax, as profit (loss) from discontinued operations in the statements of comprehensive income (loss).

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial instruments

The following is the Company's accounting policy for financial instruments under IFRS 9: *Classification*

The Company classifies its financial instruments in the following categories: at fair value through profit and 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 financial assets 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 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 financial assets and liabilities held at FVTPL are included in profit or loss in the period in which they arise.

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.

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 generally recognized in profit or loss.

STAMPER OIL & GAS CORP.
Notes to the Financial Statements
Years Ended June 30, 2023 and 2022
(Expressed in Canadian dollars)

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

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

Asset or liability	Category	Measurement
Cash	FVTPL	Fair value
Accounts Payable	Other liabilities	Amortized cost
Accrued Liabilities	Other liabilities	Amortized cost
Loans Payable	Other liabilities	Amortized cost

The Company determines the fair value of financial instruments according to the following hierarchy based on the amount of observable inputs used to value the instrument.

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 – Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs, including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the marketplace.

Level 3 – Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

Cash has been measured at fair value using Level 1 inputs.

3. ASSET ACQUISITION OF DISCONTINUED OPERATIONS

On January 17, 2023, pursuant to the purchase terms with the shareholders of Copper Creek Mining Inc. ("Copper Creek"), the Company acquired all of the issued and outstanding shares of Copper Creek, which holds a 100% interest in the Perry River property, for total consideration as follows:

- Issuance of 5,000,000 common shares of the Company with a fair value of \$1,200,000; and
- Legal fees paid in relation to the acquisition of \$20,180.

At the acquisition date, the Company determined that the acquisition of Copper Creek did not constitute a business combination as defined under IFRS 3, Business Combination and the transaction was accounted for as an asset purchase. The excess of the consideration paid over the fair value of the net liabilities was attributed to the exploration and evaluation asset.

The acquisition was recorded as follows:

Fair value of 5,000,000 shares issued to acquire Copper Creek (Note 6)	\$	1,200,000
Legal fees related to acquisition		20,180
Total consideration	\$	1,220,180
Allocated to:		
Cash	\$	8,620
Exploration and evaluation asset		1,233,936
Accounts payable and accrued liabilities		(22,376)
	\$	1,220,180

STAMPER OIL & GAS CORP.
Notes to the Financial Statements
Years Ended June 30, 2023 and 2022
(Expressed in Canadian dollars)

3. ASSET ACQUISITION OF DISCONTINUED OPERATIONS (continued)

On May 17, 2023, the Company unwound the share purchase agreement with Copper Creek. Consequently, Copper Creek would no longer be an owned subsidiary of the Company. The 5,000,000 common shares issued from acquiring Copper Creek and 250,000 common shares issued to the Perry River property optionors were cancelled and returned to treasury.

As a result, because of the unwinding of Copper Creek, the operations of Copper Creek are presented as discontinued operations in the statements of comprehensive loss. The Company's continuing expenses and changes in cash do not include its discontinued operations related to Copper Creek. Operating results of the discontinued operations of Copper Creek are separately reported on the Company's financial statements.

The results of the discontinued operations are as follows:

	Year ended June 30, 2023	
Operating information:		
Office and other	\$	120
Professional fees		1,448
Net loss from discontinued operations	\$	1,568

4. RECEIVABLES

	June 30, 2023		June 30, 2022	
GST receivable	\$	2,136	\$	17,576
Other receivable		99,300		-
	\$	101,436	\$	17,576

On September 23, 2022, the Company's board of directors approved a Letter of Intent (the "LOI") with North American Strategic Minerals Inc. ("NASM"), a mineral exploration corporation incorporated in the State of Delaware. Pursuant to the LOI, the Company advanced \$99,300 (US\$75,000) to NASM from the date of the LOI. On May 8, 2023, the LOI with NASM expired and was not completed. As at June 30, 2023, the receivable amount from NASM is \$99,300, which is non-interest bearing, unsecured and due on demand.

STAMPER OIL & GAS CORP.
Notes to the Financial Statements
Years Ended June 30, 2023 and 2022
(Expressed in Canadian dollars)

5. EXPLORATION AND EVALUATION ASSETS

	Redonda property	
Property acquisition costs:		
Balance, June 30, 2021	\$	-
Additions		150,000
Balance, June 2023 and 2022	\$	150,000
Exploration and evaluation expenditures:		
Balance, June 30, 2021	\$	-
Camp and crew costs		44,517
Geological consulting		38,766
Transportation		20,121
Other expenses		1,489
Balance, June 30, 2022	\$	104,893
Reclamation bond		28,400
Balance, June 30, 2023	\$	133,293
TOTAL	\$	283,293

Redonda property

On August 31, 2021 (amended October 1, 2021), the Company entered into a Mineral Property Option Agreement (“Option Agreement”) with Homegold Resources Ltd. in trust with Johan Thom Shearer (collectively referred to as the “Optionor”), to acquire 100% of the Optionor’s interest in 9 mining claim units located northeast of Campbell River, in the Vancouver Mining Division of British Columbia known as the Redonda property.

Under the terms of the Option Agreement, the Company has the exclusive right and option to acquire 100% of the Optionor’s interest in the Redonda property, subject to the NSR in favour of the Optionor.

The Company must make payments totalling \$480,000, issue 166,667 common shares of the Company (issued on October 27, 2021) to the Optionor, and complete \$375,000 in exploration expenditures on the Redonda property by August 31, 2026, in accordance with the following schedule:

- a) Total cash payments of \$480,000:
 - (i) \$20,000 on second anniversary 2023; (extended to December 1, 2023)
 - (ii) \$30,000 on third anniversary 2024;
 - (iii) \$30,000 on fourth anniversary 2025; and
 - (iv) \$400,000 on fifth anniversary 2026;

- b) Incurring minimum work expenditures of \$375,000 on the property:
 - (i) \$100,000 on first anniversary 2022 (incurred);
 - (ii) \$75,000 on second anniversary 2023; (extended to December 1, 2023)
 - (iii) \$100,000 on third anniversary 2024; and
 - (iv) \$100,000 on fifth anniversary 2025;

The Optionor will retain a 3% NSR Royalty, and the Company may at any time buy 50% of the NSR Royalty (1.5% of NSR) for the sum of \$1,500,000.

STAMPER OIL & GAS CORP.
Notes to the Financial Statements
Years Ended June 30, 2023 and 2022
(Expressed in Canadian dollars)

5. EXPLORATION AND EVALUATION ASSETS (continued)

On October 13, 2023, the Optionor agreed to give the Company an extension of the second anniversary commitments of funds under the option agreement, from October 1, 2023 to December 1, 2023 (Note 14).

6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	June 30, 2023	June 30, 2022
Accounts payable	\$ 164,500	\$ 150,542
Accounts payable due to related parties	45,332	-
Accrued liabilities	10,490	11,150.00
	\$ 220,322	\$ 161,692

7. SHARE CAPITAL AND CONTRIBUTED SURPLUS

(a) Authorized

Unlimited common shares without par value.

(b) Issued

As at June 30, 2023, 5,102,207 (June 30, 2022 – 5,102,207) common shares with no par value were issued and outstanding.

During the year ended June 30, 2023, the following share transactions occurred:

- i) On January 17, 2023, the Company issued 5,000,000 common shares with a fair value of \$1,200,000 on the pro-rata basis for all of the issued and outstanding shares of Copper Creek (Note 3).
- ii) On January 17, 2023, the Company issued 250,000 common shares with a fair value \$60,000 pursuant to the Perry River Property Option Agreement (Note 3).
- iii) On May 17, 2023, the Company returned 5,250,000 shares to the treasury (Note 3).

During the year ended June 30, 2022 the following share transactions occurred:

- i) On July 21, 2021, the Company issued 7,195 units in the capital of the Company as per an agreement entered into with a third-party creditor to settled \$10,792 of debt. Each unit consists of one common share and one transferrable share purchase warrant. Each warrant entitles the creditor to purchase one additional common share of the Company at an exercise price of \$2.40, with an expiry date of July 21, 2024. The Company issued 7,195 shares at a fair value of \$8,634. The estimated \$8,539 fair value of 7,195 warrants was measured using the Black-Scholes Pricing Model with the following assumptions: share price \$1.20; exercise price - \$2.40; expected life – 3 years; volatility – 306.69%; dividend yield - \$0; and risk-free-rate – 0.61%.
- ii) On October 27, 2021, the Company issued 166,667 shares at a fair value of \$150,000, pursuant to the terms of the mineral property option agreement for the Redonda Property (Note 5).
- iii) On November 4, 2021, the Company issued 116,667 flow-through common shares in the capital of the Company at a price of \$0.90 for proceeds of \$105,000. No flow-through premium was recognized for this flow-through financing as an issued share price and a market closing share price were same.

STAMPER OIL & GAS CORP.
Notes to the Financial Statements
Years Ended June 30, 2023 and 2022
(Expressed in Canadian dollars)

7. SHARE CAPITAL AND CONTRIBUTED SURPLUS (continued)

On April 19, 2022, the Company issued 2,161,716 units of capital of the Company at a price of \$0.28 per unit for proceeds of \$605,280. Each unit consists of one common share of the Company and one transferrable share purchase warrant. Each warrant entitles the holder to acquire one additional common share at an exercise price of \$0.37 with an expiry date of April 19, 2025.

(c) Warrants

The following table summarizes the warrants activity for years ended June 30, 2023 and 2022:

	Number of Warrants	Weighted Average Exercise Price (\$)
Balance, June 30, 2021	680,000	1.50
Issued	2,168,911	0.38
Balance, June 30, 2023 and 2022	2,848,911	0.64

On July 21, 2021, pursuant to the share for debt settlement, the Company issued 7,195 warrants with a fair value of \$8,539. The warrants were measured using the Black-Scholes Pricing Model with the following assumptions: share price \$1.20; exercise price - \$2.40; expected life – 3 years; volatility – 306.69%; dividend yield - \$0; and risk-free-rate – 0.61%.

On April 19, 2022, pursuant to the private placement, the Company issued 2,161,716 of warrants. Each warrant entitles the holder to acquire one additional common share at an exercise price of \$0.37 with an expiry date of April 19, 2025. The Company is using the residual value method, all proceeds were allocated to the common shares and \$Nil to the warrants.

As at June 30, 2023, the weighted average remaining life of outstanding warrants is 1.6 years.

The following table summarizes the outstanding warrants as at June 30, 2023:

Number of Warrants	Exercise Price	Expiry Date
680,000	\$ 1.50	June 7, 2024
7,195	\$ 2.40	July 21, 2024
2,161,716	\$ 0.37	April 19, 2025
2,848,911		

(d) Stock options

The Company has adopted an incentive stock option plan (the "Option Plan") which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with stock exchanges requirements, grant to directors, officers, employees and consultants to the Company, non-transferable options to purchase common shares. Included in the Option Plan are provisions that provide that the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares of the Company.

STAMPER OIL & GAS CORP.
Notes to the Financial Statements
Years Ended June 30, 2023 and 2022
(Expressed in Canadian dollars)

7. SHARE CAPITAL AND CONTRIBUTED SURPLUS (continued)

The following table summarizes the stock option activity for the years ended June 30, 2023 and 2022:

	Number of options	Weighted average exercise price \$
Balance, June 30, 2021	16,667	1.50
Expired	(16,667)	1.50
Balance, June 30, 2023 and 2022	-	-

8. RELATED PARTY TRANSACTIONS

During the years ended June 30, 2023 and 2022, the Company incurred the following related party transactions which have been measured at the agreed to amount and measured at the exchange amount as follows:

	June 30, 2023	June 30, 2022
Consulting and management fees accrued to a company controlled by the current CFO	\$ 39,522	\$ -
Management fees paid to the director	-	28,000
Consulting and management fees paid to a company controlled by the former CFO	80,000	60,000
	\$ 119,522	\$ 88,000

The following amount is due to a related party and included in accrued liabilities as at June 30, 2023 and 2022:

	June 30, 2023	June 30, 2022
Consulting and management fees and expense reimbursements due to a company controlled by the current CFO	\$ 45,332	\$ -

9. SEGMENTED INFORMATION

The Company is engaged in the acquisition, exploration and development of resource properties located in Canada.

10. FINANCIAL RISK FACTORS

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values.

The carrying value of receivables, accounts payable and accrued liabilities, and loan payable approximate their fair value because of the short-term nature of these instruments. Cash is carried at fair value using a level 1 fair value measurement.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

10. FINANCIAL RISK FACTORS (continued)

Credit risk

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its liquid financial assets including cash. The Company limits exposure to credit risk on liquid financial assets through maintaining its cash with high-credit quality financial institutions.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at June 30, 2023, the Company had a cash balance of \$136,750 (June 30, 2022 - \$513,317) to settle current liabilities of \$220,572 (June 30, 2022 - \$161,942). All of the Company's accounts payable and accrued liabilities have contractual maturities of 30 days or are due on demand and are subject to normal trade terms. The risk to the going concern assumption is presented in Note 1.

Commodity price risk

The Company is exposed to commodity price risk. Commodity price risk is defined as the potential impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company. The Company's future profitability and viability of exploration depends upon the world market price of commodities. Commodity prices have fluctuated widely in recent years. There is no assurance that, even if commercial quantities of commodities are produced in the future, a profitable market will exist for them. A decline in the market price of commodities may also result in the Company reducing its mineral resources, which could have a material and adverse effect on the Company's value. The Company is not a commodity producer as of June 30, 2023. Therefore, commodity price risk may affect the completion of future equity transactions such as equity offerings and the exercise of options and warrants. This may also affect the Company's liquidity and its ability to meet its ongoing obligations.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, commodity, and equity prices. The Company does not have a practice of trading derivatives.

a) Interest rate risk

The Company's financial assets exposed to interest rate risk consist of cash balances. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. As at June 30, 2023, the Company did not have any investments in investment-grade short-term deposit certificates.

The Company currently has no financial liabilities exposed to interest rate risk. The Company does not use derivative instruments to reduce its exposure to interest rate risk.

b) Foreign currency risk

The Company's foreign exchange risk arises from transactions denominated in other currencies; however, the Company currently has virtually no foreign currency denominated liabilities or assets. Fluctuations in the foreign currencies will, consequently, have little impact upon the Company's profitability and the value of the Company's liabilities. As at June 30, 2023, the impact of a 10% change in rate of exchange on the US dollar compared to the Canadian dollar would result in virtually no change on the Company's loss for the period. The Company does not use derivative instruments to reduce its exposure to foreign currency risk nor has it entered into foreign exchange contracts to hedge against gains or losses from foreign exchange fluctuations.

STAMPER OIL & GAS CORP.
Notes to the Financial Statements
Years Ended June 30, 2023 and 2022
(Expressed in Canadian dollars)

10. FINANCIAL RISK FACTORS (continued)

c) Price risk

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

11. CAPITAL MANAGEMENT

The Company defines its capital as shareholders' equity. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition and exploration and development of resource properties. The Board of Directors do 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 properties in which the Company currently has an interest are in the exploration stage. As such, the Company has historically relied on the equity markets to fund its activities. In addition, the Company is dependent upon external financings to fund activities. In order to carry out planned exploration and pay for administrative costs, the Company will need to raise additional funds. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic 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. There were no changes in the Company's approach to capital management during the year ended June, 2023.

12. INCOME TAXES

The income taxes shown in the Statements of Loss and Comprehensive Loss differ from the amounts obtained by applying statutory rates to the loss before income taxes due to the following:

	June 30, 2023	June 30, 2022
	\$	\$
Statutory tax rate	27%	27%
Loss before income taxes	(318,214)	(319,040)
Expected income tax recovery	(85,918)	(86,141)
Items deductible and not deductible for income tax purpose	-	1,723
Flow-through shares renunciation	-	28,350
Current and prior tax attributes not recognized	85,918	56,068
Deferred income tax recovery	-	-

Details of deferred tax assets are as follows:

	June 30, 2023	June 30, 2022
	\$	\$
Non-capital and capital losses	8,145,154	8,054,245
Resource expenditures	73,690	73,690
Share issuance costs and others	69,608	74,599
	8,288,452	8,202,534
Less: Unrecognized deferred tax assets	(8,288,452)	(8,202,534)
	-	-

12. INCOME TAXES (continued)

The Company has approximately \$12,000,000 of non-capital losses available, which begin to expire in 2029 through to 2043 and may be applied against future taxable income. The Company also has approximately \$36,000,000 of capital losses that may be carried forward and applied against future capital gains. In addition, the Company has approximately \$556,000 of exploration and development costs which are available for deduction against future income for tax purposes. At June 30, 2023, the net amount which would give rise to a deferred income tax asset has not been recognized as it is not probable that such benefit will be utilized in the future years.

13. COMMITMENT

Issuance of flow-through shares

The Company is partially financed through the issuance of flow-through shares, requiring that the Company spend the proceeds for qualified mining exploration expenses. Moreover, tax rules regarding flow-through investments set deadlines for carrying out the exploration work, subject to penalties if the conditions are not respected. Although the Company is committed to taking all the necessary measures, refusal of certain expenses by the tax authorities would have a negative tax impact for investors.

During the year ended June 30, 2022, the Company received \$105,000 following an issuance of flow-through shares and renounced \$105,000 of its tax deductions relating to flow-through expenditures. As at June 30, 2022, the Company had incurred \$105,000 of qualifying expenditures.

14. SUBSEQUENT EVENTS

Stock option grant

On July 17, 2023, the Company granted 500,000 stock options to certain directors and officers pursuant to the Company's stock option plan. The options vest immediately and are exercisable for a period of five years at a price of \$0.10.

On October 13, 2023, Homegold Resources Ltd. agreed to an extension of the commitment of funds under the option agreement to December 1, 2023 (Note 5).