



Surge Battery Metals Inc.

Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2024 and 2023 (Unaudited)

(Expressed in Canadian dollars)

Surge Battery Metals Inc.

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**NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM CONSOLIDATED
FINANCIAL STATEMENTS**

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 of the Company have been prepared by and are the responsibility of the Company's management.

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

Surge Battery Metals Inc.
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Canadian dollars)

	Note	June 30, 2024	December 31, 2023
		\$	\$
ASSETS			
Current			
Cash		3,063,019	3,328,479
Short-term investments	5	-	3,038,614
Sales taxes receivable		35,843	38,795
Prepaid expenses and deposits	8	82,976	394,544
		3,181,838	6,800,432
Exploration and evaluation assets	6	11,994,627	9,700,672
		15,176,465	16,501,104
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current			
Accrued liabilities		29,524	77,578
Trade and other payables	8	316,393	124,222
		345,917	201,800
Shareholders' equity			
Share capital	7	37,425,925	36,513,925
Reserves	7	16,711,721	13,209,853
Deficit		(39,307,098)	(33,424,474)
		14,830,548	16,299,304
		15,176,465	16,501,104

Nature of operations and going concern (Note 1)

Subsequent events (Note 13)

APPROVED BY THE BOARD:

"Greg Reimer"

Greg Reimer

"Graham Harris"

Graham Harris

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

Surge Battery Metals Inc.

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss (Expressed in Canadian dollars - Unaudited)

	Note	Three Months Ended September 30,		Nine Months Ended September 30,	
		2024	2023	2024	2023
		\$	\$	\$	\$
OPERATING EXPENSES					
Consulting and management fees	8	382,035	424,570	1,187,308	1,152,445
Marketing		86,883	296,438	460,505	672,786
Office and administrative	8	24,184	16,470	88,856	26,211
Professional fees	8	99,423	190,986	288,855	287,642
Share-based compensation	7,8	1,249,638	2,287,994	3,501,868	3,820,630
Transfer agent and regulatory fees		24,687	16,460	96,383	117,253
Travel, lodging, and food		43,416	179,359	299,854	212,549
		(1,910,266)	(3,412,277)	(5,923,629)	(6,289,516)
Interest income		14,682	82,690	55,866	93,799
Recovery of flow-through premium liability	7	-	3,966	-	4,957
Foreign exchange gain (loss)		(52,126)	(5,858)	(28,210)	(14,010)
Gain on write-off of accounts payable		13,349	-	13,349	-
		(24,095)	80,798	41,005	84,746
Loss and comprehensive loss for the period		(1,934,361)	(3,331,479)	(5,882,624)	(6,204,770)
Loss per share - basic and diluted		\$ (0.01)	\$ (0.02)	\$ (0.04)	\$ (0.05)
Weighted average number of common shares outstanding		164,520,397	148,357,191	162,795,921	125,491,506

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

Surge Battery Metals Inc.
Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Canadian dollars - Unaudited)

	Nine Months Ended	
	September 30,	
	2024	2023
	\$	\$
Cash flows used in operating activities		
Loss for the period	(5,882,624)	(6,204,770)
Items not affecting cash:		
Accrued interest receivable	38,614	(36,575)
Recovery of flow-through share premium	-	(4,957)
Share-based compensation	3,501,868	3,820,630
Changes in non-cash working capital items:		
Sales taxes receivable	2,952	(41,529)
Prepaid expenses and deposits	311,568	(593,278)
Accrued liabilities	(70,579)	(14,803)
Trade and other payables	72,108	283,560
	(2,026,093)	(2,791,722)
Cash flows provided by (used in) investing activities		
Acquisition of short-term investments	-	(4,000,000)
Redemption of short-term investments	3,000,000	1,000,000
Exploration asset expenditures	(2,151,367)	(2,098,298)
	848,633	(5,098,298)
Cash flows provided by financing activities		
Units issued for cash	-	10,037,172
Proceeds from exercise of share options	-	1,128,780
Proceeds from exercise of warrants	912,000	1,578,111
Share issuance costs	-	(106,571)
	912,000	12,637,492
Change in cash during the period	(265,460)	4,747,472
Cash, beginning of period	3,328,479	1,020,621
Cash, end of period	3,063,019	5,768,093

Supplemental cash flow information (Note 11)

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

Surge Battery Metals Inc.
Condensed Interim Consolidated Statements of Changes in Equity
(Expressed in Canadian dollars - Unaudited)

	Note	Number of shares	Share capital		Reserves	Deficit	Total
			Amount	Shares to be issued			
			\$	\$	\$	\$	\$
Balance at December 31, 2022		102,966,932	24,879,867	34,000	4,008,666	(24,494,988)	4,427,545
Units issued for cash	7	30,944,688	6,526,849	-	3,544,323	-	10,071,172
Shares issued for exploration and evaluation assets	6,7	1,000,000	500,000	-	-	-	500,000
Shares issued on exercise of warrants	7	11,654,165	1,578,111	(34,000)	-	-	1,544,111
Shares issued on exercise of share options	7	9,063,000	1,128,780	-	-	-	1,128,780
Shares issued for share issue costs	7	458,777	114,694	-	-	-	114,694
Share issue costs	7	-	(221,265)	-	-	-	(221,265)
Share-based compensation	7,8	-	-	-	3,820,630	-	3,820,630
Net loss for the period		-	-	-	-	(6,204,770)	(6,204,770)
Balance at September 30, 2023		156,087,562	34,507,036	-	11,373,619	(30,699,758)	15,180,897
Shares issued for exploration and evaluation assets	6,7	3,550,000	1,914,500	-	-	-	1,914,500
Shares issued on exercise of warrants	7	436,110	92,389	-	-	-	92,389
Share-based compensation	7,8	-	-	-	1,836,234	-	1,836,234
Net loss for the period		-	-	-	-	(2,724,716)	(2,724,716)
Balance at December 31, 2023		160,073,672	36,513,925	-	13,209,853	(33,424,474)	16,299,304
Shares issued on exercise of warrants	7	4,450,000	912,000	-	-	-	912,000
Share-based compensation	7,8	-	-	-	3,501,868	-	3,501,868
Net loss for the period		-	-	-	-	(5,882,624)	(5,882,624)
Balance at September 30, 2024		164,523,672	37,425,925	-	16,711,721	(39,307,098)	14,830,548

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

Surge Battery Metals Inc.

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2024 and 2023 (Expressed in Canadian dollars - Unaudited)

1. NATURE OF OPERATIONS AND GOING CONCERN

Surge Battery Metals Inc., (“Surge” or the “Company”) was incorporated under the Company Act (British Columbia) on June 19, 1987 and continued to the jurisdiction of the Canada Business Corporation Act on August 13, 1997. The Company is an exploration stage company engaged in the acquisition, exploration and development of mineral properties and trades on the TSX Venture Exchange (the “Exchange”) under the symbol NILI and the OTCQX Best Market under the symbol NILIF.

The Company’s principal place of business is located at 300 – 1455 Bellevue Avenue, West Vancouver, BC, V7T 1C3 and the registered and records office is located at Suite 501, 3292 Production Way, Burnaby, British Columbia, V5A 4R4.

Going concern

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) applicable to a going concern, which assumes that the Company will be able to continue its operations and will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. As at September 30, 2024, the Company had cash of \$3,063,019 (December 31, 2023 - \$3,328,479) and had accumulated losses of \$39,307,098 (December 31, 2023 - \$33,424,474) since inception. Management cannot provide assurance that the Company will ultimately achieve profitable operations or raise additional debt and/or equity capital.

The Company is in the process of exploring its mineral property interests and has not yet determined whether they contain mineral reserves that are economically recoverable. The Company’s continuing operations and the underlying value and recoverability of the carrying amounts for exploration and evaluation property interests and related deferred exploration and development costs are entirely dependent upon the discovery of economically recoverable mineral reserves, the ability of the Company to obtain the necessary financing to complete the exploration and development of its mineral property interests, and achievement of future profitable production from or proceeds from the disposition of its mineral property interests. These material uncertainties cast significant doubt upon the Company’s ability to continue as a going concern.

These condensed interim consolidated financial statements do not include any adjustments to the recoverability and classification of certain recorded assets amounts, classification of certain liabilities and changes to the consolidated statements of loss and comprehensive loss that might be necessary if the Company was unable to continue as a going concern.

2. BASIS OF PREPARATION

Statement of compliance

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

Surge Battery Metals Inc.
Notes to the Condensed Interim Consolidated Financial Statements
For the three and nine months ended September 30, 2024 and 2023
(Expressed in Canadian dollars - Unaudited)

2. BASIS OF PREPARATION (continued)

Statement of compliance (continued)

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 audited consolidated financial statements of the Company for the year ended December 31, 2023.

The condensed interim consolidated financial statements of the Company for the period ended September 30, 2024 were approved and authorized for issue by the Board of Directors on November 22, 2024.

Basis of presentation

The condensed interim consolidated financial statements have been prepared on a historical cost basis except for certain financial instruments, which are measured at fair value. In addition, the condensed interim consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow disclosure.

The condensed interim consolidated financial statements are presented in Canadian dollars, which is also the Company's functional currency, except where otherwise indicated and all values are rounded to the nearest dollar.

Basis of consolidation

The condensed interim consolidated financial statements include the financial statements of the Company and its subsidiaries as follows:

Name	Country of Incorporation	% Equity interest at	
		September 30, 2024	December 31, 2023
Surge Battery Metals USA Inc.	Nevada, USA	100%	100%
Surge Exploration Chile SpA	Chile	0%	100%
Minera Arroyo Cobra	Mexico	0%	98%*

As of September 30, 2024 and December 31, 2023, the Company's Mexican and Chilean subsidiaries were inactive.

Subsidiaries are those entities controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The financial statements of the subsidiaries are included in the condensed interim consolidated financial statements from the date that control is obtained to the date control ceases. All inter-company transactions, balances, income and expenses are eliminated upon consolidation.

Surge Battery Metals Inc.
Notes to the Condensed Interim Consolidated Financial Statements
For the three and nine months ended September 30, 2024 and 2023
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3. MATERIAL ACCOUNTING POLICY INFORMATION

Accounting standards adopted

The following new standards, amendments to standards and interpretations were adopted as of January 1, 2024:

- *Presentation of Financial Statements (Amendments to IAS 1)* – the amendments provide a more general approach to the presentation of liabilities as current or non-current based on contractual arrangements in place at the reporting date. These amendments:
 - specify that the rights and conditions existing at the end of the reporting period are relevant in determining whether the Company has a right to defer settlement of a liability by at least twelve months;
 - provide that management’s expectations are not a relevant consideration as to whether the Company will exercise its rights to defer settlement of a liability; and
 - clarify when a liability is considered settled

The Company concludes that the effect of such amendment did not have a material impact and therefore did not record any adjustments to the condensed interim consolidated financial statements.

New accounting standards issued and not yet effective

IFRS 18 Presentation and Disclosure in Financial Statements, which will replace IAS 1, Presentation of Financial Statements aims to improve how companies communicate in their financial statements, with a focus on information about financial performance in the statement of profit or loss, in particular additional defined subtotals, disclosures about management-defined performance measures and new principles for aggregation and disaggregation of information. IFRS 18 is accompanied by limited amendments to the requirements in IAS 7 Statement of Cash Flows. IFRS 18 is effective from January 1, 2027. Companies are permitted to apply IFRS 18 before that date.

The Company has not yet determined the impact of this amendment on its consolidated financial statements.

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The Company makes estimates about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions. Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the condensed interim consolidated financial statements within the next financial year are discussed below:

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Notes to the Condensed Interim Consolidated Financial Statements
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(Expressed in Canadian dollars - Unaudited)

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS (continued)

Going concern

The assessment of the Company's ability to continue as a going concern and whether there exists material uncertainties that may cast doubt involves management judgement about the Company's resources and future prospects (Note 1).

Exploration and evaluation expenditures

The application of the Company's accounting policy for exploration and evaluation expenditure requires judgment in determining the point at which a property has economically recoverable resources, in which case subsequent exploration costs and the costs incurred to develop the property are capitalized into development assets. The determination may be based on assumptions about future events or circumstances. Estimates and assumptions may change if new information becomes available. If, after expenditure is capitalized, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalized is written off in profit or loss in the year when new information becomes available.

Determining whether to test for impairment of mineral exploration properties and deferred exploration assets requires management's judgment regarding the following factors, among others: the period for which the entity has the right to explore in the specific area has expired or will expire in the near future, and is not expected to be renewed; substantive expenditure on further exploration and evaluation of mineral resources in a specific area is neither budgeted nor planned; exploration for and evaluation of mineral resources in a specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area; or sufficient data exists to indicate that, although a development in a specific area is likely to proceed, the carrying amounts of the exploration assets are unlikely to be recovered in full from successful development or by sale.

Exploration and evaluation expenditures (continued)

When an indication of impairment loss or a reversal of an impairment loss exists, the recoverable amount of the individual asset must be estimated. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs must be determined. Identifying the cash-generating units requires management judgment. In testing an individual asset or cash-generating unit for impairment and identifying a reversal of impairment losses, management estimates the recoverable amount of the asset or the cash-generating unit. This requires management to make several assumptions as to future events or circumstances. These assumptions and estimates are subject to change if new information becomes available. Actual results with respect to impairment losses or reversals of impairment losses could differ in such a situation and significant adjustments to the Company's assets and earnings may occur during the next period.

Impairment of financial assets

At each reporting date the Company assesses financial assets not carried at fair value through profit or loss to determine whether there is objective evidence of impairment. A financial asset is impaired if objective evidence indicates that one or more events occurred during the period that negatively affected the estimated future cash flows of the financial asset.

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(Expressed in Canadian dollars - Unaudited)

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS (continued)

Impairment of financial assets (continued)

Objective evidence that financial assets are impaired can include significant financial difficulty of the issuer or debtor, default or the disappearance of an active market for a security. If the Company determines that a financial asset is impaired, judgment is required in assessing the available information in regard to the amount of impairment; however the final outcome may be materially different than the amount recorded as a financial asset.

Decommissioning and restoration costs

Management is not aware of any material restoration, rehabilitation and environmental provisions as at September 30, 2024. Decommissioning, restoration and similar liabilities are estimated based on the Company's interpretation of current regulatory requirements, constructive obligations and are measured at fair value and these estimates are updated annually. Fair value is determined based on the net present value of estimated future cash expenditures for the settlement of decommissioning, restoration or similar liabilities that may occur upon decommissioning of the exploration and evaluation property. Such estimates are subject to change based on laws, regulators and negotiations with regulatory authorities.

Share based payments

Management assesses the fair value of stock options, RSUs, and PSUs granted in accordance with its adopted accounting policy. The fair value of the instruments granted using valuation models is only an estimate of their potential value and requires the use of estimates and assumptions.

Deferred income taxes

Judgment is required in determining whether deferred tax assets are recognized on the condensed interim consolidated statements of financial position. Deferred tax assets, including those arising from unutilized tax losses require management to assess the likelihood that the Company will generate taxable earnings in future periods, in order to utilize recognized deferred tax assets. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. To the extent that the cash flows and taxable income differ significantly from estimates, the ability of the Company to realize the net deferred tax assets recorded at the statement of financial position date, if any, could be impacted. Additionally, future changes in tax laws in the jurisdictions in which the Company and its subsidiaries operate could limit the ability of the Company to obtain tax deductions in future periods.

Functional and presentation currency

The functional currency of the Company and its wholly owned subsidiaries is the Canadian dollar; however, determination of functional currency may involve certain judgments to determine the primary economic environment which is re-evaluated for each new entity or if conditions change.

Surge Battery Metals Inc.

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2024 and 2023 (Expressed in Canadian dollars - Unaudited)

5. SHORT-TERM INVESTMENT

The Company invested in a \$3,000,000 non-redeemable Guaranteed Investment Certificate (“GIC”) on October 6, 2023 which earned interest at a rate of 5.4% per annum and matured on March 27, 2024. As at September 30, 2024, the Company has accrued \$nil (December 31, 2023 - \$38,614) of interest on this GIC.

6. EXPLORATION AND EVALUATION PROPERTIES

Exploration and evaluation properties include the following amounts for the nine months ended September 30, 2024:

	Nevada North Lithium Project	San Emidio Lithium Project	Nickel Project	Total
	USA	USA	Canada	
	\$	\$	\$	\$
ACQUISITION COSTS				
Balance, January 1, 2024	2,583,472	628,139	1,575,000	4,786,611
Additions	-	13,625	-	13,625
Balance, September 30, 2024	2,583,472	641,764	1,575,000	4,800,236
EXPLORATION AND EVALUATION COSTS				
Balance, January 1, 2024	3,734,142	254,726	925,193	4,914,061
Assaying	602,779	-	-	602,779
Drilling	223,203	-	-	223,203
Engineering and consulting	802,972	-	-	802,972
Field expenses	200,024	-	-	200,024
Geophysics	15,912	-	-	15,912
Land and water use, claims and concessions	354,012	-	-	354,012
Site development	67,178	-	-	67,178
Travel	14,250	-	-	14,250
Balance, September 30, 2024	6,014,472	254,726	925,193	7,194,391
Total costs	8,597,944	896,490	2,500,193	11,994,627

Surge Battery Metals Inc.

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2024 and 2023 (Expressed in Canadian dollars - Unaudited)

6. EXPLORATION AND EVALUATION PROPERTIES (continued)

Exploration and evaluation properties include the following amounts for the year ended December 31, 2023:

	Nevada North Lithium Project	San Emidio Lithium Project	Nickel Project	Total
	USA	USA	Canada	
	\$	\$	\$	\$
ACQUISITION COSTS				
Balance, January 1, 2023	90,688	614,624	1,075,000	1,780,312
Additions	2,492,784	13,515	500,000	3,006,299
Balance, December 31, 2023	2,583,472	628,139	1,575,000	4,786,611
EXPLORATION AND EVALUATION COSTS				
Balance, January 1, 2023	622,451	175,923	899,509	1,697,883
Assaying	123,488	-	-	123,488
Drilling	998,664	-	-	998,664
Engineering and consulting	947,006	66,482	25,684	1,039,172
Field expenses	681,568	8,950	-	690,518
Land and water use, claims and concessions	360,965	3,371	-	364,336
Balance, December 31, 2023	3,734,142	254,726	925,193	4,914,061
Total costs	6,317,614	882,865	2,500,193	9,700,672

Nevada North Lithium Project

On June 28, 2021, the Company acquired 38 mineral claims in Northern Nevada. The terms of the mineral claim acquisition was:

- (a) Make a cash payment to the vendor in the amount of \$15,129 (US\$12,000) (paid) upon signing of the agreement; and
- (b) Issue to the vendor 250,000 common shares of the Company upon acceptance of the agreement by the Exchange (issued with a fair value of \$63,750).

As at September 30, 2024 the Company has staked an additional 394 mineral claims (December 31, 2023 - 394) in this property.

Surge Battery Metals Inc.

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2024 and 2023 (Expressed in Canadian dollars - Unaudited)

6. EXPLORATION AND EVALUATION PROPERTIES (continued)

Nevada North Lithium Project (continued)

On July 26, 2023, the Company entered into a mineral property option and joint venture agreement (the “M3M Agreement”) with M3 Metals Corp. (“M3M”), an Exchange listed company. The M3M Agreement grants the Company the option to earn up to an 80% interest in and to 253 mineral claims held by M3M (“M3M Claims”) that are contiguous with the Company’s Nevada North Lithium Project. In accordance with the M3M Agreement, the Company can earn the 80% interest by making the following option payments:

- (a) to earn a 50% interest – pay \$500,000 (paid) and issue 2,000,000 common shares of the Company (issued with a fair value of \$1,180,000) (Note 7);
- (b) to earn a further 20% interest – pay \$250,000, issue 2,000,000 common shares of the Company, and incur \$250,000 in exploration expenditures (incurred); and
- (c) to earn the remaining 10% interest – pay \$500,000 and issue 1,000,000 common shares of the Company.

The M3M Agreement has a term of five years and requires, upon its termination, that the Company and M3M enter into a joint venture should the Company earn the minimum 50% interest.

The Company has become aware of a subsequent dispute regarding the ownership of some M3M Claims (approximately 800 acres of the total 12,890 acres). In September 2023, the Company and M3M entered into an amendment of the M3M Agreement which provides that the M3M Agreement continues to be of full force and effect with M3M being obligated to defend title to a number of M3M Claims. The Company does not view the disputed claims as material to the overall M3M Claims.

In August 2024, the Company entered into a mineral property option purchase and sale agreement (“M3M Purchase Agreement”) with M3M to acquire the remaining 50% interest in the M3M Claims for 1,200,000 common shares of the Company. The M3M Purchase Agreement supersedes the M3M Agreement, is subject to Exchange approval, and will terminate if closing of the M3M Purchase Agreement has not occurred on or before June 30, 2025.

In October 2023, the Company entered into two mineral property purchase agreements to purchase a total of 25% of the mineral rights to private lands, comprised of four parcels totaling 880 acres, situated in the Company’s existing North Nevada Lithium Project (“Private Lands”).

The first agreement (the “Wilkins Family Agreement”) requires the Company to make the following cash payments and share issuances:

- (a) a cash deposit of US\$50,000 (paid \$67,130);
- (b) issuance of 1,250,000 common shares of the Company upon Exchange approval of the agreement (issued with a fair value of \$587,500) (Note 7); and
- (c) a cash payment of US\$150,000 upon the Company entering into an agreement to purchase the surface rights to the Private Lands (“Surface Agreement”).

The second agreement (the “Y3-II Agreement”) requires the Company to make the following cash payments and share issuances:

- (a) a cash deposit of US\$8,250 (paid \$11,154);
- (b) issuance of 300,000 common shares of the Company upon TSX-V approval of the agreement (issued with a fair value of \$147,000) (Note 7); and
- (c) a cash payment of US\$24,750 upon the Company entering into a Surface Agreement.

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(Expressed in Canadian dollars - Unaudited)

6. EXPLORATION AND EVALUATION PROPERTIES (continued)

Nevada North Lithium Project (continued)

The vendors of the Wilkins Family Agreements and the Y3-II Agreement will retain a 3% royalty on production on the Private Lands which is not payable until the Company enters into the Surface Agreement. The Company has the right for five years to purchase one-half of the royalty for US\$975,000.

San Emidio Lithium Project

During the year ended December 31, 2022, the Company entered into a property option agreement with Paul Lechler, John Van de Sand, David White and Darren Howe, whereby the Company may earn an undivided 80-per-cent interest in 16 mineral claims comprising 640 acres located within Nevada's San Emidio desert. These lithium exploration claims, referred to as the Galt claim group, adjoin the Company's previously held San Emidio desert lithium claims.

The proposed consideration for the undivided 80-per-cent interest in the Galt claim group is as follows:

- (a) Pay \$25,464 (US\$20,000) (paid) upon Exchange approval which occurred in March 2022;
- (b) Issue 1,000,000 restricted common shares of the Company upon Exchange approval, which shares shall vest and be released as follows: 25 per cent released upon exchange approval and 25 per cent released each three-month period thereafter (issued with a fair value of \$130,000);
- (c) Issue 4,000,000 warrants, whereby each warrant will entitle the optionors to purchase one additional common share of the Company with an exercise price of \$0.30 per share for a period of five years from exchange approval and vesting on the same schedule as the restricted shares (issued with a fair value of \$459,160); and
- (d) Pay US\$10,000 each year on the anniversary of Exchange approval of the transaction for five years. As at September 30, 2024, the Company has paid \$27,140 (US\$20,000) (December 31, 2023 - \$13,515 (US\$10,000)).

Nickel Project

On July 7, 2021, the Company entered into an option agreement with Grid Battery Metals Inc. ("Grid") (formerly Nickel Rock Resources Inc.), whereby the Company could acquire an 80-per-cent interest in claims in the Mount Sidney Williams area, located in Northern British Columbia. The transaction was a related party transaction due to officers in common between Nickel Rock Resources Inc. and the Company at the time of the transaction.

Under the terms of the agreement, the Company would earn an 80-per-cent interest in the property by issuing 5,000,000 common shares on closing (issued with a fair value of \$1,075,000) and incurring \$200,000 in exploration expenditures over a two-year period (incurred). A portion of the property is subject to a pre-existing 2.0-per-cent NSR held by an arm's-length third party.

On March 31, 2023, the Company entered into a second option agreement with Grid whereby the Company may acquire the remaining 20% interest in the mineral claims. The transaction was a related party transaction, as Grid had officers in common with the Company at the time of the transaction, and was subject to Exchange approval. The consideration payable for acquiring the remaining interests in the mining claims was 1,000,000 common shares of the Company (issued with a fair value of \$500,000) (Notes 7 and 8).

Surge Battery Metals Inc.

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6. EXPLORATION AND EVALUATION PROPERTIES (continued)

Nickel Project (continued)

On October 10, 2024, the Company entered into two purchase agreements with FPX Nickel Corp. (“FPX”) whereby the Company sold its 100% interest in the Nickel Project to FPX for \$235,000 (received subsequently) consisting of \$200,000 for the property and \$44,681 for the reimbursement of the Company’s reclamation bond to be returned less reclamation costs of \$9,681.

7. SHARE CAPITAL

Authorized share capital

The Company has an authorized share capital of an unlimited number of common shares with no par value.

As at September 30, 2024, the Company had 164,523,658 (December 31, 2023 – 160,073,672) common shares issued and outstanding.

Share issuances

Private Placements

- On January 17, 2023, the Company issued 2,412,360 units at \$0.25 per unit for gross proceeds of \$603,090. Each unit is comprised of one common share and one share purchase warrant with each warrant entitling the holder to purchase one additional common share at \$0.30 per share until January 17, 2028. The Company also incurred finder fees of \$32,000 in cash and issued 141,545 common shares with a fair value of \$35,387.
- b) On March 17, 2023, the Company issued 2,000,000 units at \$0.25 per unit for gross proceeds of \$500,000. Each unit is comprised of one common share and one share purchase warrant with each warrant entitling the holder to purchase one additional common share at \$0.30 per share until March 17, 2028. The Company also incurred finder fees of 117,232 common shares with a fair value of \$29,307.
- c) On March 27, 2023, the Company issued 1,632,328 units at \$0.25 per unit for gross proceeds of \$408,082. Each unit is comprised of one common share and one share purchase warrant with each warrant entitling the holder to purchase one additional common share at \$0.30 per share until March 27, 2028. The Company also incurred finder fees of \$11,500 in cash and issued 200,000 common shares with a fair value of \$50,000.
- d) On April 18, 2023, the Company issued 7,000,000 units at \$0.20 per unit for gross proceeds of \$1,400,000. Each unit is comprised of one common share and one share purchase warrant with each warrant entitling the holder to purchase one additional common share of the Company at an exercise price of \$0.24 per share until April 18, 2028.
- On June 9, 2023, the Company issued 13,400,000 units at \$0.40 per unit for gross proceeds of \$5,360,000. Each unit is comprised of one common share and one share purchase warrant with each warrant entitling the holder to purchase one additional common share of the Company at an exercise price of \$0.55 per share until June 9, 2026.

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7. SHARE CAPITAL (continued)

Share issuances (continued)

Private Placements (continued)

- On June 19, 2023, the Company issued 4,500,000 units at \$0.40 per unit for gross proceeds of \$1,800,000. Each unit is comprised of one common share and one share purchase warrant with each warrant entitling the holder to purchase one additional common share of the Company at an exercise price of \$0.55 per share until June 19, 2026.
- The Company incurred \$63,070 in filing fees related to the issuance of shares issued in private placements completed during the year ended December 31, 2023.

Exploration and Evaluation Property Acquisition

- On June 14, 2023, the Company issued 1,000,000 common shares with a fair value of \$500,000 in accordance with an option agreement for the Nickel Project (Note 6).
- On October 23, 2023, the Company issued 2,000,000 common shares with a fair value of \$1,180,000 in accordance with the M3M Agreement for the Nevada North Lithium Project (Note 6).
- On November 30, 2023, the Company issued 1,250,000 common shares with a fair value of \$587,500 in accordance with the Wilkins Family Agreement for the Nevada North Lithium Project (Note 6).
- On December 5, 2023, the Company issued 300,000 common shares with a fair value of \$147,000 in accordance with the Y3-II Agreement for the Nevada North Lithium Project (Note 6).

Issuance and Exercise of Share Options

- During the year ended December 31, 2023, the Company issued 9,063,000 common shares for cash proceeds of \$1,128,780 for the following share option exercises: 5,063,000 share options at an exercise price of \$0.06 for proceeds of \$303,780; 1,500,000 share options at an exercise price of \$0.05 for proceeds of \$75,000; and 2,500,000 share options at an exercise price of \$0.30 for proceeds of \$750,000.

Issuance and Exercise of Warrants

- During the nine months ended September 30, 2024, the Company issued 4,450,000 common shares for cash proceeds of \$912,000 for the following warrant exercises: 1,200,000 warrants with an exercise price of \$0.08 for proceeds of \$96,000; 2,650,000 warrants with an exercise price of \$0.24 for proceeds of \$636,000; and 600,000 warrants with an exercise price of \$0.30 for proceeds of \$180,000.
- During the year ended December 31, 2023, the Company issued 12,090,275 common shares for cash proceeds of \$1,670,500 for the following warrant exercises: 7,770,833 warrants with an exercise price of \$0.08 for proceeds of \$621,667; 411,110 warrants with an exercise price of \$0.18 for proceeds of \$74,000; 1,458,332 warrants with an exercise price of \$0.22 for proceeds of \$320,833; 1,350,000 warrants with an exercise price of \$0.24 for proceeds of \$324,000; and 1,100,000 warrants with an exercise price of \$0.30 for proceeds of \$330,000.

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7. SHARE CAPITAL (continued)

Share options

In July 2023, the Company adopted a new Equity Incentive Plan whereby the Company can grant options to employees, consultants, officers and directors providing the number of shares that may be purchased under the option plan and all previously granted options, does not exceed 5% (previously 10%) of the issued and outstanding share capital at the date of grant. The exercise price of the options granted will be no less than the market price of the Company's shares and the maximum term of the options is ten years. The aggregate number of options granted to any one consultant or investor relation service provider in a 12-month period is limited to 2% of the issued shares of the Company.

During the nine months ended September 30, 2024, the Company granted 2,850,000 share options exercisable at \$0.40 with an expiry date of August 26, 2029 (vested immediately). The options were valued at \$809,262 using the Black-Scholes Option Pricing Model based on the following assumptions: risk-free interest rate of 2.95%, forfeiture rate of 0%, no annual dividends, term of 5 years, and expected volatility of 124.62%.

During the year ended December 31, 2023, the Company granted the following share options:

- 3,000,000 share options exercisable at \$0.30 with an expiry date of January 3, 2028 (vested immediately). The options were valued at \$1,061,723 using the Black-Scholes Option Pricing Model based on the following assumptions: risk-free interest rate of 3.34%, forfeiture rate of 0%, no annual dividends, term of 5 years, and expected volatility of 140.84%.
- 1,500,000 share options exercisable at \$0.25 with an expiry date of April 21, 2028 (vested immediately). The options were valued at \$332,956 using the Black-Scholes Option Pricing Model on the following assumptions: risk-free interest rate of 3.10%, forfeiture rate of 0%, no annual dividends, term of 5 years, and expected volatility of 138.62%.
- 600,000 share options exercisable at \$0.27 with an expiry date of May 1, 2028 (vested immediately). The options were valued at \$137,957 using the Black-Scholes Option Pricing Model based on the following assumptions: risk-free interest rate of 3.10%, forfeiture rate of 0%, no annual dividends, term of 5 years, and expected volatility of 138.08%.
- 3,000,000 share options exercisable at \$0.55 with an expiry date of July 25, 2028 (vested immediately). The options were valued at \$1,319,904 using the Black-Scholes Option Pricing Model based on the following assumptions: risk-free interest rate of 3.93%, forfeiture rate of 0%, no annual dividends, term of 5 years, and expected volatility of 136.77%.
- 1,500,000 share options exercisable at \$0.60 with an expiry date of August 15, 2028 (vested immediately). The options were valued at \$698,720 using the Black-Scholes Option Pricing Model based on the following assumptions: risk-free interest rate of 4.10%, forfeiture rate of 0%, no annual dividends, term of 5 years, and expected volatility of 136.85%.
- 903,000 share options exercisable at \$0.52 with an expiry date of December 12, 2028 (vested immediately). The options were valued at \$397,869 using the Black-Scholes Option Pricing Model based on the following assumptions: risk-free interest rate of 3.53%, forfeiture rate of 0%, no annual dividends, term of 5 years, and expected volatility of 136.42%.

During the nine months ended September 30, 2024, the Company recorded share-based compensation of \$809,262 (September 30, 2023 – \$3,550,099) in relation to share options.

Surge Battery Metals Inc.

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7. SHARE CAPITAL (continued)

Share options (continued)

The following is a continuity schedule of the Company's share option activities:

	Number of Options	Weighted average exercise price \$	Weighted average share price on exercise \$
Balance, December 31, 2022	6,563,000	0.06	
Granted	10,503,000	0.41	
Exercised	(9,063,000)	0.12	0.52
Balance, December 31, 2023	8,003,000	0.44	
Granted	2,850,000	0.40	
Forfeited	(400,000)	0.50	
Balance, September 30, 2024	10,453,000	0.43	

The following table summarizes the share options outstanding and exercisable as at September 30, 2024:

Number of options outstanding and exercisable	Exercise price \$	Remaining life (years)	Expiry date
500,000	0.30	3.26	January 3, 2028
1,500,000	0.25	3.56	April 21, 2028
600,000	0.27	3.59	May 1, 2028
2,600,000	0.55	3.82	July 25, 2028
1,500,000	0.60	3.8	August 15, 2028
903,000	0.52	4.21	December 12, 2028
2,850,000	0.40	4.91	August 26, 2029
10,453,000			

Share purchase warrants

During the year ended December 31, 2023, the Company allocated \$3,544,323 to reserves representing the fair value of the 30,944,688 share purchase warrants issued in connection with the private placements completed during the year.

Surge Battery Metals Inc.

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7. SHARE CAPITAL (continued)

Share purchase warrants (continued)

The following is a continuity schedule of the Company's share purchase warrant activities:

	Number of warrants	Weighted average exercise price
		\$
Balance, December 31, 2022	15,840,275	0.15
Granted	30,944,688	0.43
Exercised	(12,090,275)	0.14
Balance, December 31, 2023	34,694,688	0.41
Exercised	(4,450,000)	0.20
Balance, September 30, 2024	30,244,688	0.43

The following table summarizes the share purchase warrants outstanding and exercisable as at September 30, 2024:

Number of warrants outstanding	Exercise price	Remaining life	Expiry date
	\$	(years)	
1,000,000	0.08	1.35	February 3, 2026
13,400,000	0.55	1.69	June 9, 2026
4,500,000	0.55	1.72	June 19, 2026
4,000,000	0.30	2.48	March 25, 2027
1,532,360	0.30	3.30	January 17, 2028
2,000,000	0.30	3.47	March 17, 2028
812,328	0.30	3.49	March 27, 2028
3,000,000	0.24	3.55	April 18, 2028
30,544,688			

Flow-Through Premium Liability

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

	\$
Balance, December 31, 2022	4,957
Settlement pursuant to qualified expenditures	(4,957)
Balance, December 31, 2023 and September 30, 2024	-

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7. SHARE CAPITAL (continued)

Restricted Share Units (“RSUs”)

In July 2023, the Company adopted an equity incentive plan for its directors, officers, and employees, under which it is authorized to grant a maximum of 7,109,714 RSUs under the incentive plan. Upon vesting, at the Company’s discretion, the holder of an RSU award can receive (i) one common share, (ii) the equivalent cash payment based on the market price of the common share on settlement date, or (iii) a combination of common shares and equivalent cash payment.

During the year ended December 31, 2023, the Company granted 6,609,000 RSUs to certain directors, officers, and consultants of the Company with a fair value of \$3,502,770 at grant date. The RSUs will vest 1/3 on August 15, 2024, 1/3 on August 15, 2025, and 1/3 on August 15, 2026. After vesting, the RSUs may be exercised by payment to the Company of \$0.01 per common share.

In August 2024, the Company amended all of its outstanding RSU Agreements to change the vesting terms of the first and second tranches of the issued RSUs from August 15, 2024 and August 15, 2025, respectively, to August 15, 2026.

During the nine months ended September 30, 2024, the Company recorded share-based compensation of \$1,204,021 (September 30, 2023 - \$269,224) in relation to RSUs.

The following is a continuity schedule of the Company’s RSU activities:

	Number of RSUs
Balance, December 31, 2022	-
Granted	6,609,000
Balance, December 31, 2023 and September 30, 2024	6,609,000

The following table summarizes the RSUs outstanding and exercisable as at September 30, 2024:

Number of RSUs Outstanding	Remaining life (years)	Vesting Date
6,609,000	1.88	August 15, 2026

Performance Share Units (“PSUs”)

In July 2023, the Company adopted an equity incentive plan for its directors, officers, and employees, under which it is authorized to grant a maximum of 7,109,714 PSUs under the incentive plan. Upon vesting, at the Company’s discretion, the holder of an PSU award can receive (i) one common share, (ii) the equivalent cash payment based on the market price of the common share on settlement date, or (iii) a combination of common shares and equivalent cash payment.

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7. SHARE CAPITAL (continued)

Performance Share Units (“PSUs”)

During the year ended December 31, 2023, the Company granted 6,609,000 PSUs to certain directors, officers, and consultants of the Company with a fair value of \$3,502,770 at grant date. The PSUs will vest as follows: (i) 1/3 on completion of a resource calculation for the Corporation's Nevada North Lithium Project in the form of an NI 43-101 technical report filed on the Corporation's issuer profile on SEDAR (“Tranche 1”) (completed); (ii) 1/3 on completion of a preliminary economic assessment for the Corporation's Nevada North Lithium Project in the form of an NI 43-101 technical report filed on the Corporation's issuer profile on SEDAR (“Tranche 2”); and (iii) 1/3 on the Company listing on a senior exchange such as the TSX after the first two performance goals have been reached (“Tranche 3”). All PSUs will vest at the later of August 15, 2024 or the achievement of the milestone and all unvested PSUs will expire August 15, 2028. After vesting, the PSUs may be exercised by payment to the Company of \$0.01 per common share.

In August 2024, the Company amended all of its outstanding PSU Agreements to change the vesting terms of each tranche to the later of August 15, 2026 and the original vesting condition for each tranche.

During the nine months ended September 30, 2024, the Company recorded share-based compensation of \$1,488,585 (September 30, 2023 - \$300,021) in relation to PSUs.

The following is a continuity schedule of the Company’s PSU activities:

	Number of RSUs
Balance, December 31, 2022	-
Granted	6,609,000
Balance, December 31, 2023 and September 30, 2024	6,609,000

Reserves

Reserves includes items recognized as share-based payments and the value allocated to share purchase warrants.

8. RELATED PARTY TRANSACTIONS

Key management personnel are the persons responsible for the planning, directing, and controlling of the activities of the Company and include both executives and non-executive directors, and entities controlled by such persons. The Company considers all directors and officers of the Company to be key management personnel. All related party transactions are recorded at the amount agreed to by the Company and the related party.

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8. RELATED PARTY TRANSACTIONS (continued)

In May 2023, the Company entered into Independent Contractor Services Agreements with the GKM Holdings Ltd., a company controlled by the Chairman and director of the Company, to provide management consulting services to the Company. The agreement requires monthly payments of \$20,000. Included in the agreement is a provision for a one-year pay-out (\$240,000) in the event of a termination without notice and a provision for a two-year pay-out (\$480,000) in the event of a change of control. In August 2023, the Company amended the agreements to increase the monthly fees to \$30,000 resulting in the one-year payout increasing to \$360,000 and the two-year payout increasing to \$720,000.

In May 2023, the Company entered into Independent Contractor Services Agreements with the President, CEO and director of the Company to provide management consulting services to the Company. The agreement requires monthly payments of \$20,000. Included in the agreement is a provision for a one-year pay-out (\$240,000) in the event of a termination without notice and a provision for a two-year pay-out (\$480,000) in the event of a change of control. In August 2023, the Company amended the agreements to increase the monthly fees to \$30,000 resulting in the one-year payout increasing to \$360,000 and the two-year payout increasing to \$720,000.

In May 2023, the Company entered into an Independent Contractor Services Agreement with IMEX Consultants Inc., a company controlled by a director of the Company, to provide management consulting services to the Company. The agreement requires quarterly payments of US\$25,000. Included in the agreement is a provision for a one-year pay-out (US\$100,000) in the event of a termination without notice and a provision for a two-year pay-out (US\$200,000) in the event of a change of control.

In June 2023, the Company entered into a consulting agreement with American Lithium Corp. ("LI"), a company related by a common director of the Company, to assist the Company in the exploration of the Nevada North Lithium Project (Note 6). Pursuant to the contract, LI will be paid a monthly fee of \$20,000 plus applicable taxes payable in full for the initial term with a one-time payment of \$240,000 plus applicable taxes if any due and owing immediately upon the occurrence of both (i) acceptance of the engagement and (ii) closing of private placement investment of LI in the Company. As at September 30, 2024, \$nil (December 31, 2023 - \$100,000) was included in prepaid expenses and deposits on the statement of financial position.

In July 2023, the Company entered into a consulting agreement with a director of the Company to assist the Company in the exploration of the Nevada North Lithium Project. The base fee for the service is US\$25,000 every three months, payable in arrears at the end of every three months. Included in the agreement is a provision for a one-year pay-out (US\$100,000) in the event of a termination without notice and a provision for a two-year pay-out (US\$200,000) in the event of a change of control.

In September 2023, the Company entered into a consulting agreement with the corporate secretary of the Company to provide management consulting services to the Company. The agreement requires monthly payments of \$7,000. Included in the agreement is a provision for a one-year pay-out (\$84,000) in the event of a termination without notice and a provision for a two-year pay-out (\$168,000) in the event of a change of control.

During the nine months ended September 30, 2024, the Company incurred rent, included in office and administrative, of \$14,400 (September 30, 2023 - \$7,500) to a company with common directors.

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8. RELATED PARTY TRANSACTIONS (continued)

As at September 30, 2024, the Company owed \$62,635 (December 31, 2023 - \$nil) to directors, officers, and companies with common directors and officers of the Company for reimbursement of expenses and accrued fees which are included in trade and other payables.

A summary of key management personnel compensation is as follows:

	For the nine months ended	
	September 30,	
	2024	2023
	\$	\$
Consulting and management fee	1,007,184	837,008
Share-based compensation (Note 7)	2,880,291	2,047,761
	3,887,475	2,884,769

9. FINANCIAL INSTRUMENTS & RISK MANAGEMENT

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 Company's financial instruments consist of cash, short-term investments, and trade and other payables. The fair value of short-term investments and trade and other payables approximates their carrying values. Cash and short-term investment are measured at fair value using level 1 inputs.

The Company is exposed to risks of varying degrees of significance from its use of financial instruments which could affect its ability to achieve its strategic objectives for growth and stakeholder returns. The principal risks to which the Company is exposed, and the actions taken to manage them, are described below. Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

The risks associated with the Company's financial instruments and the policies on how to mitigate these risks are set out below.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices such as interest rate risk.

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9. FINANCIAL INSTRUMENTS & RISK MANAGEMENT (continued)

Interest rate risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. The Company's short-term investments earn fixed rates of interest and the Company does not have any borrowings. Interest rate risk is limited to potential decreases on the interest rate offered on cash and short-term investments, when renewed, held with chartered Canadian financial institutions. This risk is considered minimal.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its cash. The Company limits exposure to credit risk by maintaining its cash with large financial institutions. This risk is considered minimal.

Currency risk

The Company is exposed to currency risk by incurring certain expenditures and holding assets denominated in currencies other than the Canadian dollar. The Company does not use derivative instruments to reduce its currency risk. As at September 30, 2024, the Company had net liabilities of US\$14,548 which equates to total net liabilities of \$19,638. A 10% fluctuation in the foreign exchange rate against the Canadian dollar would result in a foreign exchange gain/loss of approximately \$2,000. Currency risk is assessed as low.

10. CAPITAL DISCLOSURES

The Company's objectives when managing capital are to maintain an appropriate capital base in order to:

- Advance the Company's corporate strategies to create long-term value for its stakeholders;
- Sustain the Company's operations and growth throughout metals and materials cycles; and
- Ensure compliance with the covenants of any applicable credit facility and other financing facilities used from time to time.

The Company monitors its capital and capital structure on an ongoing basis to ensure it is sufficient to achieve the Company's short-term and long-term strategic objectives. Management primarily funds the Company's exploration by issuing share capital, rather than using other capital sources that require fixed repayments of principal and interest. Management closely monitors its cash balance. The balance of cash as at September 30, 2024 was \$3,063,019 (December 31, 2023 - \$3,328,479). The Company does not currently have significant debt outstanding and there are presently no formal capital requirements with which the Company has not complied.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is appropriate. There were no changes in the Company's approach to capital management during the nine months ended September 30, 2024.

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11. SUPPLEMENTAL DISCLOSURES WITH RESPECT TO CASH FLOWS

	For the nine months ended	
	2024	September 30, 2023
	\$	\$
Supplemental non-cash disclosure:		
Shares issued for exploration and evaluation assets	-	500,000
Shares issued for finder's fees	-	114,694
Warrants issued for exploration and evaluation assets	-	-
Shares to be issued	-	34,000
Reclassification of due to related party to trade payables	-	13,349
Exploration and evaluation expenditures in accrued liabilities and trade and other payables	142,588	323,827

12. SEGMENTED INFORMATION

The Company's only business activity is exploration and development of exploration and evaluation properties carried out in Canada and USA (Note 6).

13. SUBSEQUENT EVENTS

- a) In October 2024, the Company issued 500,000 common shares for cash proceeds of \$40,000 in connection with the exercise of 500,000 warrants with an exercise price of \$0.08 and an expiry date of February 3, 2026.
- b) In October 2024, the Company completed the sale of its Nickel Project to FPX and received the full \$235,000 (Note 6).