BEDFORD METALS CORP.

Interim Financial Statements

For the three months ended June 30, 2023

(Unaudited - Expressed in Canadian Dollars)

Notice of No Auditor Review

These unaudited interim financial statements of Bedford Metals Corp. (the "Company") have not been reviewed by the auditors of the Company. This notice is being provided in accordance with Section 4.3 (3) (a) of National Instrument 51-102 - Continuous Disclosure Obligations.

BEDFORD METALS CORP.

Statements of Financial Position

(Unaudited - Expressed in Canadian Dollars)

	June 30 2023	March 31 2023
ASSETS		
Current assets		
Cash	$ 88,461	$ 106,987
GST receivable	8,610	8,484
	97,071	115,471
Exploration and evaluation assets (note 4)	290,001	290,001
	$ 387,072	$ 405,472
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities (note 6)	$ 21,557	$ 36,517
	21,557	36,517
Loan payable (note 9)	44,570	43,573
Notes payable (note 7)	339,254	332,617
Convertible debentures (note 8)	378,315	351,433
	783,696	764,140
SHAREHOLDERS' DEFICIENCY		
Share capital (note 5)	10,903,408	10,903,408
Reserves (note 5)	1,388,754	1,388,754
Deficit	(12,688,786)	(12,650,830)
	(396,624)	(358,668)
	$ 387,072	$ 405,472

Going concern (note 1)

Subsequent events (note 13)

Approved on behalf of the Board:

Director *"Peter Born"*
Peter Born

Director *"Richard Ko"*
Richard Ko

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

BEDFORD METALS CORP.

Statements of Loss and Comprehensive Loss

(Unaudited - Expressed in Canadian Dollars)

	Three months ended June 30 2023	Three months ended June 30 2022
EXPENSES		
Consulting and management fees (note 10)	$ 750	$ -
Office and general	13	6,207
Professional fees	1,869	9,186
Regulatory and filing fees	658	11,373
Loss from operations	(3,290)	(26,766)
Other item		
Interest and accretion (notes 6,7,8 & 9)	(34,666)	(15,921)
	(34,666)	(15,921)
Net and comprehensive loss	$ (37,956)	$ (42,687)
Basic and diluted loss per share	$ (0.01)	$ (0.02)
Weighted average number of common shares outstanding	6,460,073	1,850,073

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

BEDFORD METALS CORP.

Statements of Cash Flows

(Unaudited - Expressed in Canadian Dollars)

	Three months ended June 30	
	2023	**2022**
Operating activities		
Net loss	$ (37,956)	$ (42,687)
Adjustments for non-cash items:		
Interest and accretion	34,666	15,921
Working capital adjustments:		
GST receivable	(126)	(1,061)
Accounts payable and accrued liabilities	(15,110)	(16,226)
Net cash flows used in operating activities	(18,526)	(44,053)
Financing activities		
Loan advances	-	45,000
Net cash flows provided by financing activities	-	45,000
Change in cash	(18,526)	947
Cash, beginning of period	106,987	9,023
Cash, end of period	$ 88,461	$ 9,970
Supplemental cash flow information:		
Interest and income taxes paid	$ -	$ -

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

BEDFORD METALS CORP.
Statements of Changes in Equity
(Unaudited - Expressed in Canadian Dollars)

	Number of Shares	Share capital	Reserves	Deficit	Total
Balance at March 31, 2022	1,850,073	$ 10,489,989	$ 709,307	$ (12,042,911)	$ (843,615)
Net loss	-	-	-	(42,687)	(42,687)
Balance at June 30, 2022	1,850,073	10,489,989	709,307	(12,085,598)	(886,302)
Balance at March 31, 2023	6,460,079	10,903,408	1,388,754	(12,650,830)	(358,668)
Net loss	-	-	-	(37,956)	(37,956)
Balance at June 30, 2023	6,460,079	$ 10,903,408	$ 1,388,754	$ (12,688,786)	$ (396,624)

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

1. Nature of operations and going concern

Bedford Metals Corp. ("Bedford" or the "Company") is in the business of acquiring, exploring and developing mineral exploration properties. The Company is currently in the exploration stage of developing its exploration and evaluation assets and has not yet determined whether the properties contain mineral reserves that are economically recoverable. On October 26, 2022, the Company changed its name to Bedford Metals Corp. and its stock symbol to "BFM". Its shares are listed on the TSX Venture Exchange ("TSX-V"). On June 24, 2021, the Company completed a share consolidation at a ratio of one new, post-consolidated share, for every ten old, pre-consolidated shares. All share amounts in these financial statements are reflected on a post-consolidated basis.

The Company's head office, principal address and registered and records office is 2200 – 885 West Georgia Street, Vancouver, B.C., V6C 3E8.

These interim financial statements have been prepared using accounting principles applicable to a going concern which assumes the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. As at June 30, 2023 the Company had not advanced its exploration and evaluation assets to commercial production and is not able to finance day to day activities through operations. The Company has incurred operating losses since inception and at June 30, 2023, had an accumulated deficit of $12,688,786. The Company expects to incur further losses in the development of its business, which indicates that a material uncertainty exists that may cast significant doubt about the Company's ability to continue as a going concern.

The Company's continuation as a going concern is dependent upon the successful results from its mineral property exploration activities and its ability to attain profitable operations and generate funds there from and/or raise equity capital or borrowings sufficient to meet current and future obligations. Management intends to finance operating costs over the next twelve months from proceeds of private placements of its common shares. There can be no assurance that the Company will be able to raise the funds as needed or at the terms expected. Further discussion of liquidity risk is included in note 12.

These interim 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. These adjustments may be material.

These financial statements were authorized for issue on August 18, 2023 by the directors of the Company.

2. Basis of presentation

These interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") applicable to the preparation of interim financial statements, including International Accounting Standards ("IAS") 34, Interim Financial Reporting. These consolidated interim financial statements do not include all of the information required for full annual financial statements and should be read in conjunction with the Company's audited annual financial statements for the year ended March 31, 2023, which have been prepared in accordance with IFRS.

These financial statements have been prepared on a historical cost basis, except for financial instruments 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 reporting and functional currency is the Canadian dollar.

3. Significant accounting policies

Critical accounting judgments and key sources of estimation uncertainty

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

Critical judgments in applying accounting policies:

The following are critical judgments that management has made in the process of applying accounting policies and that have the most significant effect on the amounts recognized in the interim financial statements:

- the assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty;
- modification versus extinguishment of financial liability;
- the classification/allocation of expenditures as exploration and evaluation expenditures or operating expenses;
- the classification of financial instruments.

Recent accounting pronouncements

Certain accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

(Unaudited - Expressed in Canadian Dollars)

4. Exploration and evaluation assets

A summary of the Company's exploration and evaluation assets is shown below:

June 30, 2023	**Loughborough Claims**	**Enid Project/Hewitt Point**	**Margurete Gold**	**Other**	**Total**
Acquisition Costs					
Balance, March 31, 2023	$ -	$ 1	$ 290,000	$ -	$ 290,001
Additions	-	-	-	-	-
Acquisition costs, June 30, 2023	-	1	290,000	-	290,001
Balance, June 30, 2023	$ -	$ 1	$ 290,000	$ -	$ 290,001

March 31, 2023	**Loughborough Claims**	**Enid Project/Hewitt Point**	**Margurete Gold**	**Other**	**Total**
Acquisition Costs					
Balance, March 31, 2022	$ 1,294	$ 300,000	$ 290,000	$ 4	$ 591,298
Impairment	(1,294)	(299,999)	-	(4)	(301,297)
Acquisition costs, March 31, 2023	-	1	290,000	-	290,001
Exploration Costs					
Balance, March 31, 2022	-	84,268	-	8	84,276
Recovery	-	(3,522)	-	-	(3,522)
Impairment	-	(80,746)	-	(8)	(80,754)
Exploration costs, March 31, 2023	-	-	-	-	-
Balance, March 31, 2023	$ -	$ 1	$ 290,000	$ -	$ 290,001

Margurete Gold Property (British Columbia, Canada)

On September 5, 2017, the Company entered into an agreement to earn a 100% interest in certain mineral claims. On June 6, 2018, the Company amended its Option Agreement for the Margurete Property, originally dated September 5, 2017. Under the amended terms, the previous GORR is replaced with an NSR ("Net Smelter Return"). The arms-length Vendor shall retain a 1% NSR, with a buyback provision of 0.5% to the Company for $1,000,000.

On March 20, 2022, the Company amended the consideration of its Option Agreement as follows:

- $50,000 upon the signing of this amended Option Agreement (of which the unpaid amount of $20,000 was converted into a non-interest bearing loan);
- A further $90,000 on or before March 5, 2018 (converted into a non-interest bearing loan);
- A further $200,000 on or before September 5, 2020 (converted into a non-interest bearing loan);
- A further $250,000 on or before March 20, 2024 (subsequently extended to September 30,2024 (Note 13); and
- The Company must complete $200,000 exploration expenditures on or before March 20, 2024 (subsequently extended to September 30, 2024 (Note 13).

All other terms and conditions of the Option Agreement shall remain in full force and effect.

On March 25, 2022, these non-interest bearing loans were acquired by and transferred to a creditor who subsequently entered into a long term debt agreement with the Company (see Note 7).

4. Exploration and evaluation assets (cont'd)

Hewitt Point Project

On March 5, 2019, the Company staked an additional 530 hectares of minerals claims in the Philips Arm Gold Camp. These additional claims are known as the Hewitt Point Project and expand the Margurete Gold Project.

Enid Project

On April 8, 2019, the Company acquired an additional 739 hectares of mineral claims in the Phillips Arm Gold Camp known as the Enid Project which adjoins the Company's Margurete Gold Project. The additional claims comprising the Enid Project were purchased from an arm's length vendor for a one-time cash payment of $300,000. In connection with the acquisition, the Vendor retained a 2.0% net smelter returns royalty, and one-half of the royalty may be purchased for a cash payment of $1,000,000.

The Company wrote down the property to $1 during the year ended March 31, 2023 because the Company does not have a planned or budgeted exploration work program for the next 12 months.

Loughborough Claims

On June 17, 2019, the Company acquired by staking an additional 739 hectares mineral claim, increasing the Company's holdings in the Philips Arm Gold Camp. This claim connects the Margurete Gold property to the western extent of Loughborough Inlet.

As these claims have expired, the Company has recorded an impairment of $1,294 during the year ended March 31, 2023.

5. Share capital

Authorized share capital

Unlimited number of common shares without par value

Issued

At June 30, 2023 there were 6,460,079 (March 31, 2023 – 6,460,079) issued and outstanding common shares.

2023

On January 6, 2023, the Company completed a private placement of 4,502,000 equity units at $0.085 per unit for gross proceeds of $382,670. Each unit consists of one common share and one share purchase warrant. Each warrant is exercisable at a price of $0.115 per share until January 6, 2028. The Company has allocated 100% proceeds to common shares and $nil has been attributed to the warrants under the residual method. The Company also incurred $6,244 issuance cost in connection with this private placement.

On July 6, 2022, the Company granted 108,000 incentive stock options to consultants of the Company. These options vested immediately and were exercisable at $0.18 per share for a period of five years expiring on July 6, 2027. On July 18, 2022, the Company issued 108,000 common shares pursuant to the exercise of these share options for gross proceeds of $19,440. An amount of $17,553 was transferred from reserves to share capital upon exercise of these options.

(Unaudited - Expressed in Canadian Dollars)

5. Share capital (cont'd)

Share-based payment reserve

Share-based payment reserve records the fair value of warrants and options issued for services until such time that the options and warrants are exercised, at which time the corresponding amount will be transferred to share capital.

Stock options

The Company has a Stock Option Plan (the "Plan"), which follows the policies of the TSX-V regarding stock option awards granted to employees, directors and consultants. The stock option plan allows a maximum of 10% of the issued shares to be reserved for issuance under the plan.

On July 6, 2022, the Company granted 108,000 stock options to consultants of the Company, which are exercisable at $0.18 for a period of five years expiring on July 6, 2027. The options vested immediately. The estimated fair value of $17,553, $0.1625 a share, has been expensed during the period. It was calculated using the Black-Scholes Option Pricing Model based on the following assumptions: risk-free interest rate of 3.06%, expected life of 5 years, no annual dividend, and expected volatility of 145%.

On April 13, 2021, the Company granted 70,000 stock options to consultants of the Company, which are exercisable at $0.85 and expire on April 13, 2022. The options vested immediately. The estimated fair value of $32,029, $0.458 a share, has been expensed during the year. It was calculated using the Black-Scholes Option Pricing Model based on the following assumptions: expected volatility 147%; risk-free interest rate of 0.28%; expected life of 1 year; and no annual dividend.

A summary of stock option activity for the three months ended June 30, 2023 and the year ended March 31, 2023 is presented below:

	Three months ended June 30 2023		Year ended March 31 2023	
	Number of Warrants	Weighted average exercise price	Number of Warrants	Weighted average exercise price
Outstanding - beginning of period	-	$ -	-	$ -
Granted			108,000	0.18
Exercised			(108,000)	0.18
Outstanding - end of period	-	$ -	-	$ -

(Unaudited - Expressed in Canadian Dollars)

5. Share capital (cont'd)

Warrants

A summary of warrant activity for the three months ended June 30, 2023 and the year ended March 31, 2023 is presented below:

	Three months ended June 30 2023			Year ended March 31 2023		
	Number of Warrants		Weighted average exercise price	Number of Warrants		Weighted average exercise price
Outstanding - beginning of period	13,436,225	$	0.115	-	$	-
Issued in private placement - convertible debentures	-		-	8,934,225		0.115
Issued in private placement - equity units	-		-	4,502,000		0.115
Outstanding - end of period	13,436,225	$	0.115	13,436,225	$	0.115

As at June 30, 2023, the following warrants were outstanding:

Number of Warrants		Weighted Average Exercise Price	Expiry date	Remaining Life (years)
13,436,225	$	0.115	January 6, 2028	4.52
13,436,225	$	0.115		4.52

6. Accounts payable and accrued liabilities

		June 30 2023		March 31 2023
Trade	$	212	$	15,321
Accrued liabilities		15,000		15,000
Advances payable[1]		6,345		6,196
	$	21,557	$	36,517

[1] These advances represent an aggregate amount of $6,000 in funds advanced by an investor who is assisting in implementing the Company's business plan. Receipt of these advances is providing the working capital for the Company to meet its regulatory obligations. These advances are unsecured, bear interest at 10% per annum and are due on demand. For the three months ended June 30, 2023, $150 (2022 - $Nil) in interest has been accrued for total accrued interest of $345 at June 30, 2023 (March 31, 2023 - $196).

7. Notes payable

On March 30, 2022, the Company reached debt settlement agreements with certain creditors of the Company in which $498,986 of payables and $810,875 of loans plus accrued interest of $182,689 were settled in exchange for $1,492,550 in promissory notes. These promissory notes bear interest between 5% and 10% per annum, the principal and the accrued interest mature no later than March 31, 2025.

7. Notes payable, cont'd

On December 30, 2022, a note along with accrued interest totalling $410,482 was settled by the issuance of an unsecured convertible debenture (the "Debenture") in the amount of $410,482 and 3,569,410 detachable common share purchase warrants (the "New Debt"). The debenture matures 60 months from the date of issuance and bears interest at a rate of 8% per annum payable on maturity. The principal amount of the debenture is convertible into common shares of the Company, at the option of the holder, at a rate of one common share for every $0.115 of outstanding indebtedness. Each detachable warrant entitles its holder to purchase one common share of the Company at a price of $0.115 per share for a period of 60 months from the date of issuance.

The debt settlement is considered as a substantial loan modification, therefore the old debt is derecognized and new debt is recognized. Because the term of the New Debt is identical to the debenture unit financing completed on January 6, 2023 (Note 8), the fair value of the New Debt is estimated to be $410,482 by reference to the debenture unit financing. The New Debt is equivalent to 410.482 debenture units.

During the year ended March 31, 2023, a cash repayment of $850,000 was made and the note incurred total interest of $100,549. As at June 30, 2023 and March 31, 2023, the notes payable principal balance is $269,168 For the three months ended June 30, 2023, $6,637 (2022 - $15,351) in interest has been accrued for total accrued interest of $70,086 at June 30, 2023 (March 31, 2023 - $63,449).

8. Convertible debentures

On January 6, 2023, the Company completed a private placement for gross proceeds of $617,000 by issuing of 617 debenture units. Each debenture unit consists of (i) unsecured convertible debenture (the "Debenture") in the principal amount of $1,000 and 8,695 detachable common share purchase warrants. The Debenture matures 60 months from the date of issuance and bears interest at a rate of 8% per annum payable on maturity. The principal amount of the debenture is convertible into common shares of the Company, at the option of the holder, at a rate of one common share for every $0.115 of outstanding indebtedness. Each warrant entitles the holder to purchase one common share of the Company at a price of $0.115 per share for a period of 60 months from the date of issuance. A total of 5,364,815 detachable common share purchase warrants were issued in connection with January 6, 2023 debenture units financing.

On December 30, 2022, the Company settled a note payable in the amount of $410,482 by issuing of $410,482 Debenture and 3,569,410 detachable common share purchase warrants (Note 7).

The gross proceeds of the debenture unit financing (including issued for debt settlement described in Note 7) in the amount of $1,027,482 were allocated to debt and detachable common share purchase warrants in the amount of $336,765 and $690,717, respectively, based on the relative fair value method. The Company incurred approximately $16,765 transaction cost in legal fees in connection with the debenture unit financing, this transaction cost was allocated to debt and detachable common share purchase warrants in the amount of $5,495 and $11,270, respectively based on the same method described above. The fair value of the debt is estimated based on the discounted cash flows using the estimated market rate of 15% with no conversion feature. The fair value of the detached common share warrants was estimated to be $0.16 per share based on the Black-Scholes Option Pricing Model with the following assumptions: expected volatility of $145%; risk free interest rate of 3.74%: expected life of 5 years; and expected dividend yield of nil. The equity component of the conversion feature is estimated to be nominal by applying the residual method.

The effective interest rate of the debt is approximately 29.40%. During the three months ended June 30, 2023, the Company recorded accretion of $26,882 (year ended March 31, 2023 - $20,163).

(Unaudited - Expressed in Canadian Dollars)

8. Convertible debentures, cont'd

	Liability Component	Equity Component	Total
Balance, April 1, 2022	$ -	$ -	$ -
Proceeds received	336,765	690,717	1,027,482
Transaction cost	(5,495)	(11,270)	(16,765)
Net proceeds	331,270	679,447	1,010,717
Accretion	20,163	-	20,163
Balance, March 31, 2023	**351,433**	**679,447**	**1,030,880**
Accretion	26,882	-	26,882
Balance, June 30, 2023	$ 378,315	$ 679,447	$ 1,057,762

9. Loan payable

During the year ended March 31, 2023, the Company received a loan advance in the amount of $40,000. This loan is unsecured, bears interest at 10% per annum and matures on March 31, 2025. During the three months ended June 30, 2023, interest of $997 has been accrued (2022 - $570) for total accrued interest of $4,570 at June 30, 2023 (March 31, 2023 - $3,573).

10. 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. Related parties may be individuals or corporate entities. Related party transactions have been measured at the exchange amount of consideration agreed between the related parties.

During the three months ended June 30, 2023 (and 2022), the Company:
a) Incurred consulting fees of $750 (2022 - $ Nil) to a director of the Company.

The Company had the following transactions with key management personnel (comprised of the CEO, CFO and the Company's Board of Directors):

	Three Months Ended	
	June 30, 2023	**June 30, 2022**
Management and consulting fees	$ 750	$ Nil
Total	$ 750	$ Nil

11. Capital management

The Company manages its capital structure, consisting of working and share capital, and makes adjustments to it depending on the funds available to the Company for acquisition, exploration and development of exploration and evaluation assets. The Board of Directors does 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 exploration and evaluation assets in which the Company currently has an interest are in the exploration stage. As such, the Company is dependent on external financing to fund its activities. In order to carry out its planned exploration and pay for on-going general and administrative expenses, the Company will use existing working capital and expects to raise additional amounts through related parties or private placements as needed. The Company will continue to assess new exploration and evaluation assets and seeks to acquire additional interests if sufficient geologic or economic potential is established and adequate financial resources are available.

(Unaudited - Expressed in Canadian Dollars)

11. Capital management, cont'd

Management reviews its capital management approach on an on-going basis and believes that this approach, given the small size of the Company, is reasonable. The Company is not subject to externally imposed capital requirements and there were no significant changes in its approach to capital management during the three months ended June 30, 2023.

12. Financial instruments and risk management

Financial instruments

Fair value
As at June 30, 2023, the Company's financial instruments consisted of cash, accounts payable and accrued liabilities, loan payable, notes payable and convertible debentures. In management's opinion, the Company's carrying values of cash and accounts payable and accrued liabilities approximate their fair values due to the immediate or short-term maturity of these instruments. The loan payable, notes payable and convertible debentures are required to assess the appropriate market interest rates to estimate the fair value. These liabilities are initially recognized at fair value and subsequently measured at amortized cost. The loan payable and convertible debentures were newly acquired during the year ended March 31, 2023 so their fair value is not materially different from their carrying carry as at June 30, 2023.

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 which are observable for the asset or liability either directly or indirectly;
Level 3: Inputs that are not based on observable market data

As at and during the three months ended June 30, 2023 and 2022, the Company does not have financial instruments measured at fair value on a recurring basis.

Categories of financial instruments
The Company has following financial instruments as at March 31, 2023 and 2022:

	June 30 2023	March 31 2023
Financial assets		
Amortized cost:		
Cash	$ 88,461	$ 106,987
Financial liabilities		
Amortized cost:		
Accounts payable and accrued liabilities	21,557	36,517
Loan payable	44,570	43,573
Notes payable	339,254	332,617
Convertible debentures	378,315	351,433
	$ 783,696	$ 764,140

12. Financial instruments and risk management, cont'd

Risk management

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash held in bank accounts. The majority of cash is deposited in bank accounts held with one major bank in Canada so there is a concentration of credit risk. This risk is managed by using a major bank that is a high credit quality financial institution as determined by rating agencies. The Company's secondary exposure to risk on its GST receivable is minimal since it is recoverable from the Canadian government.

Foreign currency risk

Foreign currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the Company's functional currency. The Company only operates in Canada and is therefore not exposed to foreign exchange risk arising from transactions denominated in a foreign currency.

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flow of a financial instrument will fluctuate because of changes in market interest rate. The Company's exposure to interest rate risk relates to its ability to incur interest expense on loan payable balances at fixed rates. The risk is minimal.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company attempts to ensure there is sufficient access to funds to meet on-going business requirements, taking into account its current cash position and potential funding sources.

13. Subsequent events

On July 24, 2023, the vendor of the Margurete Gold Property agreed to extend the deadline for completion the final cash payment of $250,000 and incurring exploration expenditures of $200,000 to September 30, 2024 (Note 4).

On August 2, 2023, the Company granted 387,000 incentive stock options to consultants of the Company. These options are exercisable at a price of $0.10 until August 2, 2028 and vest immediately.

On August 18, 2023, the Company completed a private placement (the "Offering") of convertible debenture units and issued 447.5 units at a price of $1,000 per debenture unit for gross proceeds of $447,500. Each debenture unit consists of (i) unsecured convertible debenture (the "Debenture") in the principal amount of $1,000 and 9,090 detachable common share purchase warrants. The Debenture matures 60 months from the date of issuance and bears interest at a rate of 8% per annum payable on maturity. In connection with completion of the Offering, the Company has issued 4,067,775 warrants. The principal amount of the debenture is convertible into common shares of the Company, at the option of the holder, at a rate of one common share for every $0.11 of outstanding indebtedness. Each warrant entitles the holder to purchase one common share of the Company at a price of $0.11 per share for a period of 60 months from the date of issuance.