

# **Nevada King Gold Corp.**

## **CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

FOR THE NINE MONTHS ENDED DECEMBER 31, 2023 AND 2022

*(Unaudited – Expressed in Canadian Dollars)*

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

In accordance with National Instrument 51-102 Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of these condensed consolidated interim financial statements they must be accompanied by a notice indicating that these condensed interim financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed consolidated interim financial statements of the Company have been prepared by and are the responsibility of the Company's management. The Company's external auditors have not performed a review of these condensed consolidated interim financial statements.

**Nevada King Gold Corp.**  
**Condensed Consolidated Interim Statements of Financial Position**  
*(Unaudited - Expressed in Canadian Dollars)*

	Note	December 31, 2023	March 31, 2023
		\$	\$
<b>ASSETS</b>			
<b>Current assets</b>			
Cash		2,221,338	7,931,428
Receivables		14,544	44,657
Advances to suppliers		245,957	110,971
Prepaid expenses		77,799	72,554
<b>Total current assets</b>		<b>2,559,638</b>	<b>8,159,610</b>
<b>Non-current assets</b>			
Exploration and evaluation assets	3	28,786,412	27,600,495
Reclamation bonds	3	1,077,828	983,852
Property, plant and equipment	4	714,995	919,963
		30,579,235	29,504,310
<b>TOTAL ASSETS</b>		<b>33,138,873</b>	<b>37,663,920</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>			
<b>Current liabilities</b>			
Accounts payable and accrued liabilities	6	726,794	1,275,010
<b>Total Liabilities</b>		<b>726,794</b>	<b>1,275,010</b>
<b>SHAREHOLDERS' EQUITY</b>			
Share capital	5	146,546,201	130,524,636
Reserves	5	5,966,381	5,914,944
Deficit		(120,100,503)	(100,050,670)
<b>Total Shareholders' Equity</b>		<b>32,412,079</b>	<b>36,388,910</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<b>33,138,873</b>	<b>37,663,920</b>

**NATURE OF OPERATIONS AND GOING CONCERN UNCERTAINTY (Note 1)**  
**SUBSEQUENT EVENT (Note 10)**

These condensed consolidated interim financial statements are authorized for issue by the Board of Directors on February 28, 2024. They are signed on the Company's behalf by:

"Craig Roberts" , Director

"William Hayden" , Director

**Nevada King Gold Corp.**  
**Condensed Consolidated Interim Statements of Loss and Comprehensive Loss**  
*(Unaudited - Expressed in Canadian Dollars)*

	Note	Three Months Ended December		Nine Months Ended December	
		2023	31, 2022	2023	31, 2022
		\$	\$	\$	\$
<b>EXPENSES</b>					
Consulting fees		45,000	2,251	72,875	105,263
Depreciation expense	4	11,535	9,662	34,153	23,964
Exploration and evaluation costs	3	6,936,989	5,202,433	17,074,750	13,533,729
Management and director fees	6	310,137	309,651	1,878,713	1,644,689
Marketing		145,191	100,514	432,019	428,624
Office and sundry		88,727	71,752	237,991	287,001
Professional fees		78,146	65,085	297,924	269,817
Stock based compensation	5,6	42,081	106,271	164,462	3,904,537
Transfer agent and regulatory fees		17,184	13,716	53,246	68,170
Travel		6,319	18,534	17,673	64,352
		(7,681,309)	(5,899,869)	(20,263,806)	(20,330,146)
<b>Other items</b>					
Foreign exchange		(52,739)	3,893	(167,121)	33,364
Interest income		117,768	144,633	381,094	314,098
		65,029	148,526	213,973	347,462
<b>Loss and comprehensive loss</b>		(7,616,280)	(5,751,343)	(20,049,833)	(19,982,684)
<b>Basic and diluted loss per common share</b>		(0.02)	(0.02)	(0.07)	(0.07)
<b>Weighted average number of common shares</b>					
<b>outstanding - basic and diluted</b>		315,046,957	278,574,976	308,150,249	274,120,431

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

**Nevada King Gold Corp.**  
**Condensed Consolidated Interim Statements of Cash Flows**  
*(Unaudited - Expressed in Canadian Dollars)*

	Nine Months Ended December 31,	
	2023	2022
	\$	\$
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Loss for the period	(20,049,833)	(19,982,684)
Items not affecting cash:		
Depreciation	34,153	23,964
Depreciation included in exploration and evaluation costs	178,614	121,878
Stock based compensation	164,462	3,904,537
Unrealized foreign exchange loss (gain)	22,045	(79,445)
Changes in non-cash working capital items:		
Receivables	30,113	(18,195)
Prepaid expenses	(5,245)	(23,320)
Advances to suppliers	(140,216)	707,526
Accounts payable and accrued liabilities	(548,216)	376,528
<b>Cash used in operating activities</b>	<b>(20,314,123)</b>	<b>(14,969,211)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Expenditures for exploration and evaluation assets	(1,185,917)	(3,109,386)
Purchase of property, plant and equipment	-	(397,336)
Proceeds from sale of property, plant and equipment	-	24,242
Purchase of reclamation bonds	(118,590)	-
<b>Cash provided by (used in) investing activities</b>	<b>(1,304,507)</b>	<b>(3,482,480)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from private placements	16,250,000	15,750,000
Proceeds from exercise of stock options	140,000	-
Share issuance costs	(481,460)	(75,341)
<b>Cash provided by financing activities</b>	<b>15,908,540</b>	<b>15,674,659</b>
<b>Change in cash during the period</b>	<b>(5,710,090)</b>	<b>(2,777,032)</b>
<b>Cash, beginning of period</b>	<b>7,931,428</b>	<b>13,153,096</b>
<b>Cash, end of period</b>	<b>2,221,338</b>	<b>10,376,064</b>

There were no non-cash investing or financing activities for the nine months ended December 31, 2023 and 2022.

**Nevada King Gold Corp.**  
**Condensed Consolidated Interim Statements of Changes in Shareholders' Equity**  
(Unaudited - Expressed in Canadian Dollars)

	Note	Share Capital		Reserves			Total shareholders' equity	
		Number of shares outstanding	Amount	Equity settled share-based payments	Contributed surplus	Total reserves		Deficit
			\$	\$	\$	\$	\$	
Balance at March 31, 2022		243,574,976	114,849,977	1,998,528	11,879	2,010,407	(46,461,066)	70,399,318
Issuance of common shares pursuant to private placements	5	35,000,000	15,750,000	-	-	-	-	15,750,000
Share issuance costs	5	-	(75,341)	-	-	-	-	(75,341)
Issuance of stock options	5	-	-	3,904,537	-	3,904,537	-	3,904,537
Loss for the period		-	-	-	-	-	(19,982,684)	(19,982,684)
<b>Balance at December 31, 2022</b>		<b>278,574,976</b>	<b>130,524,636</b>	<b>5,903,065</b>	<b>11,879</b>	<b>5,914,944</b>	<b>(66,443,750)</b>	<b>69,995,830</b>
Loss for the period		-	-	-	-	-	(33,606,920)	(33,606,920)
<b>Balance at March 31, 2023</b>		<b>278,574,976</b>	<b>130,524,636</b>	<b>5,903,065</b>	<b>11,879</b>	<b>5,914,944</b>	<b>(100,050,670)</b>	<b>36,388,910</b>
Issuance of common shares pursuant to private placements	5	36,111,111	16,250,000	-	-	-	-	16,250,000
Share issuance costs	5	-	(481,460)	-	-	-	-	(481,460)
Exercise of stock options	5	400,000	253,025	(113,025)	-	(113,025)	-	140,000
Issuance of stock options	5	-	-	164,462	-	164,462	-	164,462
Loss for the period		-	-	-	-	-	(20,049,833)	(20,049,833)
<b>Balance at December 31, 2023</b>		<b>315,086,087</b>	<b>146,546,201</b>	<b>5,954,502</b>	<b>11,879</b>	<b>5,966,381</b>	<b>(120,100,503)</b>	<b>32,412,079</b>

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

## **Nevada King Gold Corp.**

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended December 31, 2023 and 2022

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)*

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### **1. NATURE OF OPERATIONS AND GOING CONCERN UNCERTAINTY**

Nevada King Gold Corp. (formerly Victory Metals Inc.) (the “Company”) was originally incorporated on October 20, 2000, under the Business Corporations Act in the Province of Alberta and, on May 25, 2012, the Company was continued as a British Columbia corporation under the Business Corporations Act in the Province of British Columbia. The address of the Company’s registered office is Suite 2200 – 885 West Georgia Street, Vancouver, BC, Canada V6C 3E8.

On April 7, 2021, the Company acquired all of the issued and outstanding shares of Nevada King Mining Ltd. (“Nevada King Mining”) and changed its name to Nevada King Gold Corp.

The Company is a mineral exploration company engaged in the acquisition, exploration and evaluation of resource properties in Nevada, United States of America. The Company’s exploration and evaluation assets presently have no proven or probable reserves, and on the basis of information to date, it has not yet determined whether these properties contain economically recoverable resources. The recoverability of amounts shown for exploration and evaluation assets are dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development of those reserves and upon future profitable production.

These consolidated financial statements have been prepared assuming the Company will continue on a going-concern basis and do not include adjustments to amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue operations. The ability of the Company to continue as a going concern depends upon its ability to develop profitable operations and to continue to raise adequate financing. As at December 31, 2023, the Company has an accumulated deficit of \$120,100,503, working capital of \$1,832,844 and negative cash flow from operating activities of \$30,314,123. Management is actively targeting sources of additional financing through alliances with financial, exploration and mining entities, or other business and financial transactions which would assure continuation of the Company’s operations and exploration programs. In order for the Company to meet its liabilities as they come due and to continue its operations, the Company is solely dependent upon its ability to generate such financing. These factors comprise a material uncertainty which may cast significant doubt about the Company’s ability to continue as a going concern.

The Company’s business may be affected by changes in political and market conditions, such as interest rates, availability of credit, inflation rates, changes in laws, and national and international circumstances. Recent geopolitical events and potential economic global challenges, such as the risk of higher inflation and energy crises, may create further uncertainty with respect to the Company’s ability to execute its business plans.

### **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

#### **Statement of compliance**

The Company’s condensed consolidated interim financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards (“IFRS”), as applicable to interim financial reports including International Accounting Standards 34 “Interim Financial Reporting”.

These condensed consolidated interim financial statements do not include all the information and note disclosures required by IFRS for annual financial statements and should be read in conjunction with the annual financial statements for the year ended March 31, 2023, which have been prepared in accordance with IFRS, as issued by the International Accounting Standards Board (“IASB”) and included in Part I of the Handbook of the Chartered Professional Accountants of Canada.

The policies applied in these condensed consolidated interim financial statements are the same as those applied in the most recent annual financial statements and were consistently applied to all the periods presented.

## Nevada King Gold Corp.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended December 31, 2023 and 2022

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)*

### 2. SIGNIFICANT ACCOUNTING POLICIES (continued)

#### a) Basis of presentation

These condensed consolidated interim financial statements have been prepared on a historical cost basis except for financial instruments classified as financial instruments at fair value. In addition, these condensed consolidation interim financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

#### b) Basis of consolidation

These condensed consolidated interim financial statements include the accounts of the Company and its wholly owned subsidiaries as follows:

	Place of Incorporation	Principal Activity
Big Casino Corp.	Delaware, USA	Exploration company
Desert Hawk Resources Ltd.	Delaware, USA	Exploration company
Battle Mountain Gold LLC	Nevada, USA	Exploration company
2656065 Ontario Ltd.	Ontario, Canada	Holding company
1226065 B.C. Ltd.	British Columbia, Canada	Holding company
Brownstone Ventures (US) Inc.	Delaware, USA	Exploration company
Nevada King Mining Ltd.	British Columbia, Canada	Holding company

Inter-company balances and transactions, including unrealized income and expenses arising from inter-company transactions, are eliminated in preparing the financial statements. Subsidiaries are all entities (including structured entities) over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

#### c) Significant accounting estimates and judgments

The preparation of these condensed consolidated interim 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 condensed consolidated interim financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates.

These condensed consolidated interim financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the condensed consolidated interim financial statements and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at year end 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 the following:



## **Nevada King Gold Corp.**

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended December 31, 2023 and 2022

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)*

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### **2. SIGNIFICANT ACCOUNTING POLICIES (continued)**

#### **c) Significant accounting estimates and judgments (continued)**

##### **Critical accounting judgments**

- Presentation of the condensed consolidated interim financial statements as a going concern which assumes that the Company will continue in operation for the foreseeable future, obtain additional financing as required, and will be able to realize its assets and discharge its liabilities in the normal course of operations as they come due.
- The analysis of the functional currency for each entity of the Company. In concluding that the Canadian dollar is the functional currency of the parent and its subsidiaries, management considered the currency that mainly influences the cost of providing goods and services in each jurisdiction in which the Company operates. As no single currency was clearly dominant the Company also considered secondary indicators including the currency in which funds from financing activities are denominated and the currency in which funds are retained.
- Management is required to assess impairment in respect to the Company's intangible mineral property interests. The triggering events are defined in IFRS 6. In making the assessment, management is required to make judgments on the status of each project and the future plans towards finding commercial reserves. At March 31, 2023, management made the decision to concentrate its exploration and evaluation efforts on three of its projects: Iron Point, Atlanta and Lewis-Hilltop and, as a result, recorded an impairment of \$30,728,077 on the remaining projects in the consolidated statement of loss and comprehensive loss for the year ended March 31, 2023 (Note 3).

No critical accounting estimates were made in the preparation of the condensed consolidated interim financial statements.

#### **d) Initial application of new and amended standards in the reporting period**

The IASB issued certain new accounting standards or amendments that are mandatory for accounting periods on or after January 1, 2023, including amendments to IAS 16 Property, Plant and Equipment, IAS 8 Accounting Policies, Changes in Accounting Estimates and IAS 1 Presentation of Financial Statements. The effect of such new accounting standards or amendments did not have a material impact on the Company and therefore the Company did not record any adjustments to the condensed consolidated interim financial statements.

#### **e) New accounting standards issued but not yet effective**

Certain new accounting standards or interpretations have been published that are not mandatory for the current period and have not been early adopted. These standards and interpretations are not expected to have a material impact on the Company's condensed consolidated interim financial statements.

## Nevada King Gold Corp.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended December 31, 2023 and 2022

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

### 3. EXPLORATION AND EVALUATION ASSETS

The schedules below summarize the carrying costs of exploration and evaluation assets at December 31, 2023 and March 31, 2023 as well as the exploration and evaluation costs incurred for each property for the periods ended December 31, 2023 and 2022.

Period ended December 31, 2023	Evana \$	Crescent Valley \$	Carico Lake \$	Horse Mountain \$	Kobeh Valley \$	Lewis- Hilltop \$	Iron Point \$	Buffalo Valley \$	Atlanta \$	Pancake \$	Other \$	Total \$
<b>Acquisition Costs</b>												
Balance as at March 31, 2023	-	-	-	-	-	9,438,710	5,468,280	-	12,693,505	-	-	27,600,495
Option payments	-	-	-	-	-	-	16,184	-	-	-	-	16,184
Land claim maintenance payments	-	-	-	-	-	237,062	380,418	-	552,253	-	-	1,169,733
Balance as at December 31, 2023	-	-	-	-	-	9,675,772	5,864,882	-	13,245,758	-	-	28,786,412
<b>Exploration and evaluation costs</b>												
Balance as at March 31, 2023	2,363	6	387	16,748	59,875	2,063,310	11,237,749	59,837	13,705,497	132,215	305	27,278,292
Assays and sampling	-	-	-	-	-	1,261	1,300	-	2,946,829	128,183	-	3,077,573
Camp supplies	-	-	-	-	-	-	-	-	19,512	-	-	19,512
Depreciation (Note 4)	-	-	-	-	-	-	61,035	-	117,523	-	-	178,558
Drilling	-	-	-	-	-	-	-	-	10,187,691	-	-	10,187,691
Geophysics	-	-	-	-	-	-	-	-	411,008	-	-	411,008
GIS	-	-	-	539	1,281	539	607	1,888	21,748	642	-	27,244
Land claim maintenance payments	28,412	3,346	231,565	219,629	394,608	-	-	346,216	-	309,596	144,668	1,678,040
Metallurgy	-	-	-	-	-	-	-	-	14,357	-	-	14,357
PEA/Resource estimate	-	-	-	-	-	-	-	-	-	-	-	-
Permitting	-	-	-	-	-	-	-	-	8,304	-	-	8,304
Option payments	-	-	33,717	-	-	-	-	-	-	-	-	33,717
Other	-	-	-	-	-	27	-	-	4,794	-	-	4,821
Reclamation	-	-	-	-	-	-	2,035	-	48,683	-	-	50,718
Repairs and maintenance	-	-	-	-	-	-	-	-	54,546	-	-	54,546
Resource estimate	-	-	-	-	-	-	-	-	15,617	-	-	15,617
Salaries and consulting	-	-	-	-	4,005	-	5,968	6,329	1,072,187	5,142	12,562	1,106,193
Staking	-	-	-	249	40,804	-	23,791	70,425	67,546	4,036	-	206,851
	28,412	3,346	265,282	220,417	440,698	1,827	94,736	424,858	14,990,345	447,599	157,230	17,074,750
Accumulated costs as at December 31, 2023	30,775	3,352	265,669	237,165	500,573	2,065,137	11,332,485	484,695	28,695,842	579,814	157,535	44,353,042

## Nevada King Gold Corp.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended December 31, 2023 and 2022

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

### 3. EXPLORATION AND EVALUATION ASSETS (continued)

	Evana	Crescent Valley	Carico Lake	Horse Mountain	Kobeh Valley	Lewis-Hilltop	Iron Point	Buffalo Valley	Atlanta	Pancake	Other	Total
Year ended March 31, 2023	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
<b>Acquisition Costs</b>												
Balance as at March 31, 2022	1,554,835	1,232,843	4,373,651	5,318,704	8,843,199	9,165,536	5,074,391	5,550,230	12,329,717	-	1,570,169	55,013,275
Option payments	-	-	33,075	-	-	40,642	-	-	-	-	-	73,717
Land claim maintenance payments	27,872	3,056	227,146	220,657	506,788	232,532	393,889	351,581	363,788	772,358	141,913	3,241,580
Impairment	(1,582,707)	(1,235,899)	(4,633,872)	(5,539,361)	(9,349,987)	-	-	(5,901,811)	-	(772,358)	(1,712,082)	(30,728,077)
Balance as at March 31, 2023	-	-	-	-	-	9,438,710	5,468,280	-	12,693,505	-	-	27,600,495
Period ended December 31, 2022	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
<b>Exploration costs</b>												
Balance as at March 31, 2022	2,316	-	-	7,559	905	784,878	1,447,110	489	1,849,284	-	63	4,092,604
Assays and sampling	-	-	-	-	-	198,826	209,344	-	1,023,857	-	-	1,432,027
Depreciation (Note 5)	-	-	-	-	-	-	59,474	-	62,404	-	-	121,878
Drilling	-	-	-	-	-	675,630	1,825,340	-	6,445,613	-	-	8,946,583
Geophysics	-	-	-	-	-	68,209	97,305	-	768,657	-	-	934,171
GIS	-	-	-	83	1,182	4,136	759	1,099	8,469	5,318	-	21,046
Metallurgy	-	-	-	-	-	-	-	-	33,180	-	-	33,180
PEA/Resource estimate	-	-	-	-	-	-	-	-	18,652	-	-	18,652
Other	-	-	-	-	-	-	-	-	16,395	-	-	16,395
Reclamation	-	-	-	-	-	3,337	33,723	-	76,641	-	-	113,701
Repairs and maintenance	-	-	-	-	-	-	-	-	57,501	-	-	57,501
Salaries and consulting	47	5	384	732	5,246	293,652	318,468	2,815	928,449	17,048	240	1,567,086
Staking	-	-	-	8,306	52,096	-	16,171	54,986	31,100	108,850	-	271,509
	47	5	384	9,121	58,524	1,243,790	2,560,584	58,900	9,470,918	131,216	240	13,533,729
Accumulated costs as at December 31, 2022	2,363	5	384	16,680	59,429	2,028,668	4,007,694	59,389	11,320,202	131,216	303	17,626,333

## Nevada King Gold Corp.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended December 31, 2023 and 2022

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

### 3. EXPLORATION AND EVALUATION ASSETS (continued)

#### Lewis-Hilltop Project

On April 7, 2021, through the acquisition of Nevada King Mining (Note 3), the Company became party to an option agreement to purchase a 100% interest in additional claims in the Lewis mining project area with the following required payments:

Payment due date	Amount US\$
Five days from March 28, 2018 (paid prior to acquisition)	20,000
March 28, 2019 (paid prior to acquisition)	25,000
March 28, 2020 (paid prior to acquisition)	25,000
March 28, 2021 (paid)	25,000
March 28, 2022 (paid)	30,000
March 28, 2023 (paid)	30,000
March 28, 2024	30,000
March 28, 2026	250,000

The claims are subject to a 1% net smelter return royalty (“NSR”).

#### Atlanta Project

On April 7, 2021, through the acquisition of Nevada King Mining (Note 3), the Company acquired a 100% in the Atlanta Gold Mine and lode claims located in Lincoln County, Nevada (USA).

#### Carico Lake

On August 3, 2021, the Company entered into an option agreement with two third parties to earn a 100% interest in additional claims in the Carico Lake project area for a total cost of US \$650,000 with payments required as follows:

Payment due date	Amount US\$
Five days from August 3, 2021 (paid)	20,000
August 3, 2022 (paid )	25,000
August 3, 2023 (paid)	25,000
August 3, 2024	25,000
August 3, 2025	30,000
August 3, 2026	30,000
August 3, 2027	30,000
August 3, 2028	40,000
August 3, 2029	425,000

The claims are subject to a 2% NSR with an option to reduce the NSR to 1% upon the payment of US\$500,000.

#### Iron Point Project

As at December 31, 2023, the Company owns unpatented lode claims located in the Iron Point mining district, in Humboldt County, Nevada (USA).

## Nevada King Gold Corp.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended December 31, 2023 and 2022

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

### 3. EXPLORATION AND EVALUATION ASSETS (continued)

#### Iron Point Project (continued)

On October 24, 2018, the Company entered into an option agreement with Canarc Resources Corp. to earn a 100% interest in additional patented Claims (Silver King). The Company agreed to grant a 2% NSR upon commencement of commercial production for minerals from these claims. Required payments under the agreement are as follows:

Payment due date	Amount US\$
Five days from October 24, 2018 (paid)	12,000
October 24, 2019 (paid)	12,000
October 24, 2020 (paid)	12,000
October 24, 2021 (paid)	12,000
October 24, 2022 (paid)	12,000
October 24, 2023 (paid)	12,000
October 24, 2024	12,000
October 24, 2025	12,000
October 24, 2026	12,000
October 24, 2027	12,000
October 24, 2028	120,000

The Company has the option of purchasing half of the 2% NSR for US\$1,000,000.

As at December 31, 2023, the Company has paid \$1,077,828 (March 31, 2023 - \$983,852) for reclamation bonds with the Bureau of Land Management ("BLM"). These bonds provide surface reclamation coverage for operations conducted by the Company on lands administered by the BLM. These bonds are fully refundable when the deposit is no longer needed.

#### Other Projects

During the year ended March 31, 2022, the Company acquired the Evana, Crescent Valley, Horse Mountain, Kobeh Valley, Buffalo Valley and other claims through the acquisition of Nevada King Mining (Note 3). The Company holds a 100% interest in these claims.

During the year ended March 31, 2023, the Company decided to focus its exploration and evaluation efforts on three of its projects: Iron Point, Atlanta and Lewis-Hilltop. As a result, an impairment of \$30,728,077 on the remaining projects was recorded in the consolidated statement of loss and comprehensive loss for the year ended March 31, 2023.

## Nevada King Gold Corp.

### Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended December 31, 2023 and 2022

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

#### 4. PROPERTY, PLANT AND EQUIPMENT

	Land	Building	Drill Casing	Equipment	Vehicles	Total
	\$	\$	\$	\$	\$	\$
<b>Cost</b>						
Balance at March 31, 2022	102,242	560,034	150,828	-	-	813,104
Additions	-	34,818	271,615	73,503	20,427	400,363
Disposals	-	-	-	(24,426)	-	(24,426)
Foreign exchange	-	-	5,110	-	-	5,110
Balance at December 31, 2023, and March 31, 2023	102,242	594,852	427,553	49,077	20,427	1,194,151
<b>Amortization</b>						
Balance at March 31, 2022	-	21,512	28,262	-	-	49,774
Additions (Note 3)	-	25,552	177,215	15,155	6,492	224,414
Balance at March 31, 2023	-	47,064	205,477	15,155	6,492	274,188
Additions (Note 3)	-	20,676	165,399	18,847	7,845	212,767
Foreign exchange	-	-	(7,799)	-	-	(7,799)
Balance at December 31, 2023	-	67,740	363,077	34,002	14,337	479,156
<b>Net book value</b>						
Balance at March 31, 2023	102,242	547,788	222,076	33,922	13,935	919,963
Balance at December 31, 2023	102,242	527,112	64,476	15,075	6,090	714,995

#### 5. SHARE CAPITAL AND RESERVES

##### *Authorized Share Capital*

At December 31, 2023 and 2022, the authorized share capital comprised an unlimited number of common shares. The common shares do not have a par value. All issued shares are fully paid.

##### *Details of Issues of Common Shares During the Period ended December 31, 2023*

On October 10, 2023, the Company issued 400,000 common shares pursuant to the exercise of 400,000 share purchase options at a price of \$0.35 per share for gross proceeds of \$140,000.

On May 12, 2023, the Company completed a brokered private placement financing, issuing 11,111,111 common shares at a price of \$0.45 per common share for gross proceeds of \$5,000,000. Brokers' commissions and other costs of \$410,953 were incurred in connection with the private placement financing.

On May 26, 2023, the Company completed a non-brokered private placement financing, issuing 25,000,000 common shares at a price of \$0.45 per common share for gross proceeds of \$11,250,000. Costs of \$71,222 were incurred in connection with the private placement financing.

##### *Details of Issues of Common Shares in Fiscal 2023*

On April 22, 2022, the Company completed a private placement financing, issuing 25,000,000 common shares at \$0.45 per share for gross proceeds of \$11,250,000. Share issuance costs of \$51,141 were incurred in connection with the private placement financing.

On June 10, 2022, the Company completed a private placement financing, issuing 10,000,000 common shares at \$0.45 per share for gross proceeds of \$4,500,000. Share issuance costs of \$24,200 were incurred in connection with the private placement financing.

## Nevada King Gold Corp.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended December 31, 2023 and 2022

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

### 5. SHARE CAPITAL AND RESERVES (continued)

#### Share Purchase Option Compensation Plan

The Company has a share purchase option plan (the “Plan”) approved by the Company’s shareholders that allows it to grant share purchase options, subject to regulatory terms and approval, to its officers, directors, employees and service providers. The Plan is based on the maximum number of eligible shares equaling a rolling percentage of 10% of the Company’s outstanding common shares, calculated from time to time. If outstanding share purchase options are exercised or expire, and/or the number of issued and outstanding common shares of the Company increases, then the share purchase options available to grant under the Plan increase proportionately.

The exercise price of each share purchase option is set by the Board of Directors at the time of grant but cannot be less than the market price less allowable discounts in accordance with the policies of the TSX-V. Share purchase options vest at the discretion of the Board of Directors, are subject to a four-month hold period and are generally exercisable for a period of up to five years with a maximum term of ten years.

Option transactions for the period ended December 31, 2023 and year ended March 31, 2023 and options outstanding at December 31, 2023 and March 31, 2023 are as follows:

Expiry date	Exercise price	March 31, 2023	Granted	Exercised	Cancelled	December 31, 2023	Options exercisable
January 31, 2024	\$ 0.35	5,900,000	-	400,000	-	5,500,000	5,500,000
June 17, 2024	\$ 0.63	560,000	-	-	-	560,000	560,000
May 10, 2027	\$ 0.60	16,250,000	-	-	250,000	16,000,000	15,415,000
June 30, 2028	\$ 0.50	-	475,000	-	-	475,000	118,750
		22,710,000	475,000	400,000	250,000	22,535,000	21,593,750

Weighted average exercise price	\$	0.54	\$	0.50	\$	-	\$	0.60	\$	0.54	\$	0.54
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Expiry date	Exercise price	March 31, 2022	Granted	March 31, 2023	Options exercisable
January 31, 2024	\$ 0.35	5,900,000	-	5,900,000	5,900,000
June 17, 2024	\$ 0.63	560,000	-	560,000	560,000
May 10, 2027	\$ 0.60	-	16,250,000	16,250,000	15,275,000
		6,460,000	16,250,000	22,710,000	21,735,000

Weighted average exercise price	\$	0.37	\$	0.60	\$	0.54	\$	0.53
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The fair value of the stock options granted during the periods ended December 31, 2023 and 2022 was estimated using the Black-Scholes pricing model with the following assumptions:

Period ended	December 31, 2023	December 31, 2022
Risk-free interest rate	3.51%	2.78%
Expected life of options in years	5	5
Expected share price volatility	81%	84%
Grant date share price	\$0.42	\$0.41
Expected dividend yield	0%	0%

## Nevada King Gold Corp.

### Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended December 31, 2023 and 2022

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)*

#### 5. SHARE CAPITAL AND RESERVES (continued)

The Company did not have any warrants outstanding at December 31, 2023 or March 31, 2023 or warrant activity for the periods ended December 31, 2023 and 2022.

#### 6. RELATED PARTY BALANCES AND TRANSACTIONS

##### *Key management personnel compensation*

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

Management compensation was as follows:

<b>Period ended</b>	December 31, 2023	December 31, 2022
	\$	\$
Management fees paid to a company controlled by the Executive Chairman	267,291	255,930
Management fees paid to a company controlled by the Chief Executive Officer	1,320,954	1,091,621
Management fees paid to the Chief Financial Officer	200,469	192,138
Director fees	90,000	105,000
Amounts paid to Notz Capital Corp. (i) for investor relations	115,421	111,204
Share-based compensation paid to officers and directors	-	3,120,913
	1,994,135	4,876,806

(i) As of May 27, 2023, Notz Capital Corp. is a related entity of the Chief Executive Officer

Included in accounts payable and accrued liabilities at December 31, 2023 are payables of \$8,505 related to expense reimbursements (March 31, 2023 - \$16,451) for officers and directors of the Company. Related party payables are unsecured, non-interest bearing and have no specified terms of repayment.

#### 7. SEGMENTED INFORMATION

The Company's operations are limited to a single reportable segment, being mineral exploration and evaluation. All of the Company's long-term assets are located in Nevada, USA.

#### 8. FINANCIAL INSTRUMENTS

The Company thoroughly examines the various financial instrument risks to which it is exposed and assesses the impact and likelihood of those risks. These risks may include credit risk, liquidity risk, currency risk, and interest rate risk. Where material, these risks are reviewed and monitored by the Board of Directors.

##### **(a) Fair Values**

The Company's financial assets and liabilities are measured and recognized according to a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities and the lowest priority to unobservable inputs. The three levels of fair value hierarchy are as follows:



## **Nevada King Gold Corp.**

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended December 31, 2023 and 2022

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)*

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### **8. FINANCIAL INSTRUMENTS (continued)**

#### **(a) Fair Values (continued)**

Level 1 – Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.

Level 2 – Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability.

Level 3 – Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

The Company does not have financial instruments carried at fair value. The Company's financial instruments consist of cash, receivables, accounts payable and accrued liabilities. The carrying values of these financial instruments approximate their fair values due to their short-term maturity.

#### **(b) Financial Instrument Risk Exposure**

##### *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 does not have financial instruments that potentially subject the Company to credit risk. The Company's receivables consist mainly of goods and services tax receivable from the Government of Canada and the Company places its cash with financial institutions with high credit ratings therefore credit risk is minimal. The Company's credit risk has not changed significantly from the prior year. The carrying amount of financial assets represents the maximum credit risk exposure.

##### *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 in place a planning and budgeting process to help determine the funds required to ensure the Company has the appropriate liquidity to meet its operating and growth objectives. The Company has historically relied on issuance of shares to fund exploration programs and may require doing so again in the future. The Company has \$726,794 in accounts payable and accrued liabilities that are due within one year of the date of the condensed consolidated interim statement of financial position.

##### *Market risk*

###### *(i) Currency risk*

Financial instruments that impact the Company's net earnings or other comprehensive income due to currency fluctuation include cash and accounts payable and accrued liabilities denominated in US dollars. The sensitivity of the Company's net earnings and other comprehensive income to a change in the exchange rate between the United States dollar and the Canadian dollar at December 31, 2023 would change the Company's loss by \$47,624 as a result of a 10% change in the value of the Canadian dollar relative to the US dollar.

###### *(ii) Interest rate risk*

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company deposits its cash in interest-bearing bank accounts with variable interest rates, therefore, the Company is minimally exposed to interest rate risk.

## **Nevada King Gold Corp.**

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended December 31, 2023 and 2022

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)*

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### **8. FINANCIAL INSTRUMENTS (continued)**

*Market risk (continued)*

#### *(iii) Price risk*

Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company's property has exposure to predominantly gold. Commodity prices greatly affect the value of the Company and the potential value of its property and investments.

### **9. CAPITAL MANAGEMENT**

The Company's objectives when managing capital are:

- To safeguard its ability to continue as a going concern in order to develop and operate its current projects;
- To pursue strategic growth initiatives; and
- To maintain a flexible capital structure which lowers the cost of capital.

In assessing its capital structure, the Company includes in its assessment the components of shareholders' equity. In order to facilitate the management of capital requirements, the Company prepares annual expenditure budgets and continuously monitors and reviews actual and forecasted cash flows. The annual and updated budgets are monitored and approved by the Board of Directors. To maintain or adjust the capital structure, the Company may, from time to time, issue new shares, issue new debt, repay debt or dispose of non-core assets.

The Company is not subject to any capital requirements imposed by any regulator.

There were no changes in the Company's approach to capital management during the period ended September 30, 2023.

### **10. SUBSEQUENT EVENT**

In February 2024, the Company received \$4,000,000 in advance of a private placement financing.