

Nevada King Gold Corp.

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEARS ENDED MARCH 31, 2024 AND 2023

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of
Nevada King Gold Corp.

Opinion

We have audited the accompanying consolidated financial statements of Nevada King Gold Corp. (the "Company"), which comprise the consolidated statements of financial position as at March 31, 2024 and 2023, and the consolidated statements of loss and comprehensive loss, changes in shareholders' equity and cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2024 and 2023, and its financial performance and its cash flows for the years then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board.

Basis for Opinion

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

Material Uncertainty Related to Going Concern

We draw attention to Note 1 of the consolidated financial statements, which indicates that 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 March 31, 2024, the Company's total deficit was \$127,064,505. As stated in Note 1, these events and conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

In addition to the matter described in the Material Uncertainty Related to Going Concern section, we have determined the matter described below to be the key audit matter to be communicated in our auditor's report.

Assessment of Impairment Indicators of Exploration and Evaluation Assets ("E&E Assets")

As described in Note 3 to the consolidated financial statements, the carrying amount of the Company's E&E Assets was \$28,789,417 as of March 31, 2024. As more fully described in Note 2 to the consolidated financial statements, management assesses E&E Assets for indicators of impairment at each reporting period.



The principal considerations for our determination that the assessment of impairment indicators of the E&E Assets is a key audit matter are that there was judgment made by management when assessing whether there were indicators of impairment for the E&E Assets, specifically relating to the assets' carrying amount which is impacted by the Company's intent and ability to continue to explore and evaluate these assets. This in turn led to a high degree of auditor judgment, subjectivity, and effort in performing procedures to evaluate audit evidence relating to the judgments made by management in their assessment of indicators of impairment that could give rise to the requirement to prepare an estimate of the recoverable amount of the E&E Asset.

Addressing the matter involved performing procedures and evaluating audit evidence in connection with forming our overall opinion on the consolidated financial statements. Our audit procedures included, among others:

- Evaluating management's assessment of impairment indicators in accordance with the applicable accounting standards;
- Evaluating the intent for the E&E Assets through discussion and communication with management;
- Reviewing the Company's recent expenditure activity;
- Assessing compliance with agreements including reviewing option agreements and vouching cash payments;
- Assessing the Company's rights to explore E&E Assets; and
- Obtaining, on a test basis, confirmation of title to ensure mineral rights underlying the E&E Assets are in good standing.

Other Information

Management is responsible for the other information. The other information obtained at the date of this auditor's report includes Management's Discussion and Analysis.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

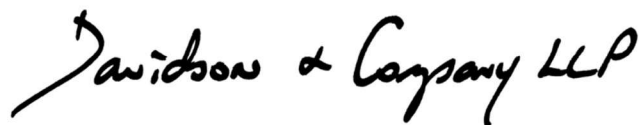
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Stephen Hawkshaw.

A handwritten signature in black ink that reads "Davidson & Company LLP". The signature is written in a cursive, flowing style.

Vancouver, Canada

Chartered Professional Accountants

June 11, 2024

Nevada King Gold Corp.
Consolidated Statements of Financial Position
(Expressed in Canadian Dollars)

	Note	March 31, 2024	March 31, 2023
		\$	\$
ASSETS			
Current assets			
Cash		5,448,406	7,931,428
Receivables		35,694	44,657
Advances to suppliers		63,685	110,971
Prepaid expenses		83,582	72,554
Total current assets		5,631,367	8,159,610
Non-current assets			
Exploration and evaluation assets	3	28,789,417	27,600,495
Reclamation bonds	3	1,110,540	983,852
Property, plant and equipment	4	675,665	919,963
		30,575,622	29,504,310
TOTAL ASSETS		36,206,989	37,663,920
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current liabilities			
Accounts payable and accrued liabilities	6	755,271	1,275,010
Total Liabilities		755,271	1,275,010
SHAREHOLDERS' EQUITY			
Share capital	5	156,434,317	130,524,636
Reserves	5	6,081,906	5,914,944
Deficit		(127,064,505)	(100,050,670)
Total Shareholders' Equity		35,451,718	36,388,910
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		36,206,989	37,663,920

NATURE OF OPERATIONS AND GOING CONCERN UNCERTAINTY (Note 1)

These consolidated financial statements are authorized for issue by the Board of Directors on June 11, 2024. They are signed on the Company's behalf by:

"Craig Roberts" , Director

"William Hayden" , Director

Nevada King Gold Corp.
Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian Dollars)

	Note	Year ended March 31,	
		2024	2023
		\$	\$
EXPENSES			
Consulting fees		105,950	108,637
Depreciation expense	4	45,454	37,139
Exploration and evaluation costs	3	22,405,903	16,025,598
Management and director fees	6	3,038,720	1,952,614
Marketing		565,700	526,653
Office and sundry		307,248	369,406
Professional fees		406,699	311,492
Stock based compensation	5, 6	279,987	3,904,537
Transfer agent and regulatory fees		69,207	83,408
Travel		17,673	75,290
		(27,242,541)	(23,394,774)
Other items			
Impairment of property acquisition costs	3	-	(30,728,077)
Foreign exchange		(176,700)	110,178
Interest income		405,406	423,069
		228,706	(30,194,830)
Loss and comprehensive loss		(27,013,835)	(53,589,604)
Basic and diluted loss per common share		(0.09)	(0.19)
Weighted average number of common shares outstanding - basic and diluted		310,650,603	275,218,812

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

Nevada King Gold Corp.
Consolidated Statements of Cash Flows
(Expressed in Canadian Dollars)

	Year ended March 31,	
	2024	2023
	\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss for the year	(27,013,835)	(53,589,604)
Items not affecting cash:		
Impairment of property acquisition costs	-	30,728,077
Depreciation	45,454	37,139
Depreciation included in exploration and evaluation costs	207,090	187,275
Stock based compensation	279,987	3,904,537
Unrealized foreign exchange gain	(10,066)	(76,377)
Changes in non-cash working capital items:		
Receivables	8,963	(28,425)
Prepaid expenses	(11,028)	(22,931)
Advances to suppliers	47,286	639,896
Accounts payable and accrued liabilities	(525,220)	1,019,443
Cash used in operating activities	(26,971,369)	(17,200,970)
CASH FLOWS FROM INVESTING ACTIVITIES		
Expenditures for exploration and evaluation assets	(1,188,922)	(3,315,297)
Purchase of property, plant and equipment	-	(400,363)
Proceeds from sale of property, plant and equipment	-	20,303
Purchase of reclamation bonds	(124,869)	-
Cash used in investing activities	(1,313,791)	(3,695,357)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from private placements	26,188,900	15,750,000
Proceeds from exercise of stock options	140,000	-
Share issuance costs	(526,762)	(75,341)
Cash provided by financing activities	25,802,138	15,674,659
Change in cash during the year	(2,483,022)	(5,221,668)
Cash, beginning of year	7,931,428	13,153,096
Cash, end of year	5,448,406	7,931,428
Supplemental Cash Flow Information:		
Share issuance costs included in accounts payable	5,482	-

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

Nevada King Gold Corp.
Consolidated Statements of Changes in Shareholders' Equity
(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 year		-	-	-	-	-	(53,589,604)	(53,589,604)
Balance at March 31, 2023		278,574,976	130,524,636	5,903,065	11,879	5,914,944	(100,050,670)	36,388,910
Issuance of common shares pursuant to private placements	5	64,507,968	26,188,900	-	-	-	-	26,188,900
Share issuance costs	5	-	(532,244)	-	-	-	-	(532,244)
Exercise of stock options	5	400,000	253,025	(113,025)	-	(113,025)	-	140,000
Issuance of stock options	5	-	-	279,987	-	279,987	-	279,987
Reallocation of fair value of expired stock options	5	-	-	(1,616,506)	1,616,506	-	-	-
Loss for the year		-	-	-	-	-	(27,013,835)	(27,013,835)
Balance at March 31, 2024		343,482,944	156,434,317	4,453,521	1,628,385	6,081,906	(127,064,505)	35,451,718

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

Nevada King Gold Corp.

Notes to the Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(Expressed in Canadian Dollars Unless Otherwise Noted)

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 1700 – 666 Burrard Street, Vancouver, BC, Canada V6C 2X8.

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 March 31, 2024, the Company has an accumulated deficit of \$127,064,505, working capital of \$4,876,096 and negative cash flow from operating activities of \$26,971,369. 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. There can be no assurance that the Company will not be impacted by adverse consequences that may be brought about on its business, results of operations, financial position and cash flows in the future.

2. MATERIAL ACCOUNTING POLICY INFORMATION AND BASIS OF PREPARATION

Statement of compliance

The Company’s consolidated financial statements, including comparatives, have been prepared in accordance with and using accounting policies in compliance with IFRS Accounting Standards (“IFRS”) issued by the International Accounting Standards Board (“IASB”), effective for the Company’s reporting for the year ended March 31, 2024.

a) Basis of preparation

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

Nevada King Gold Corp.

Notes to the Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(Expressed in Canadian Dollars Unless Otherwise Noted)

2. MATERIAL ACCOUNTING POLICY INFORMATION AND BASIS OF PREPARATION (continued)

b) Basis of consolidation

These consolidated 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) Foreign currencies

The presentation and functional currency of the Company and its subsidiaries is considered to be the Canadian dollar. Transactions in currencies other than the Canadian dollar are recorded at the rates of exchange prevailing on the dates of transactions. At the end of each reporting period, monetary assets and liabilities that are denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. As the Canadian dollar is the presentation and functional currency of all entities, net foreign exchange gains or losses are recorded in the consolidated statement of loss and comprehensive loss in the period they are incurred.

d) Financial instruments

The following table sets out the classification of the Company's financial instruments:

	Classification
Financial Assets	
Cash	Amortized cost
Receivables	Amortized cost
Financial Liabilities	
Accounts payable and accrued liabilities	Amortized cost

Financial assets and liabilities are recognized when the entity becomes a party to the contractual provision of the instrument. Financial assets and liabilities are derecognized when the rights to receive cash flows have expired or substantially all risks and rewards of ownership have been transferred.

Nevada King Gold Corp.

Notes to the Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(Expressed in Canadian Dollars Unless Otherwise Noted)

2. MATERIAL ACCOUNTING POLICY INFORMATION AND BASIS OF PREPARATION (continued)

d) Financial instruments (continued)

Financial assets are classified and measured either at amortized cost, fair value through other comprehensive income ("FVOCI") or fair value through profit or loss ("FVTPL") based on the business model in which they are held and the characteristics of their contractual cash flows. Financial assets that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest are measured at amortized cost at the end of the subsequent accounting periods. All other financial assets including equity investments are measured at their fair values at the end of subsequent accounting periods, with any change taken through profit or loss or other comprehensive income.

All financial instruments are initially recognized at fair value on the statement of financial position. Subsequent measurement of financial instruments is based on their classification. Financial assets and liabilities classified at FVOCI are measured at fair value with changes in those fair values recognized in other comprehensive loss for the period. Financial assets and liabilities classified at FVTPL are measured at fair value with changes in those fair values recognized in profit or loss for the period. Financial assets and liabilities classified at amortized cost are measured at amortized cost using the effective interest method. An expected credit loss ("ECL") impairment model applies which requires a loss allowance to be recognized based on expected credit losses. The estimated present value of future cash flows associated with the asset is determined and an impairment loss is recognized for the difference between this amount and the carrying amount as follows: the carrying amount of the asset is reduced to estimated present value of the future cash flows associated with the asset, discounted at the financial asset's original effective interest rate, either directly or through the use of an allowance account and the resulting loss is recognized in profit or loss for the period. In a subsequent period, if the amount of the impairment loss related to financial assets measured at amortized cost decreases, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument. The Company measures the loss allowance for that financial instrument at an amount equal to 12-month ECLs. However, when there has been a significant increase in credit risk on these other financial instruments since initial recognition, lifetime ECLs are recognized. Lifetime ECLs represent the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECLs represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

e) Exploration and evaluation expenditures

Costs incurred before the Company has obtained the legal right to explore are expensed as incurred. Once the legal right to explore has been acquired, the Company capitalizes the costs of acquiring and maintaining its interest in mineral properties until such time as the lease expires, it is abandoned, sold or considered impaired in value. Other exploration and evaluation expenditures are expensed as incurred. Exploration and evaluation properties are not amortized during the exploration and evaluation stage.

f) Decommissioning liabilities

The Company recognizes liabilities for statutory, contractual, constructive or legal obligations associated with the retirement of exploration and evaluation assets and equipment when those obligations result from the acquisition, construction, development or normal operation of assets. The net present value of future rehabilitation costs is capitalized to exploration and evaluation assets along with a corresponding increase in the rehabilitation provision in the period incurred.

Nevada King Gold Corp.

Notes to the Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(Expressed in Canadian Dollars Unless Otherwise Noted)

2. MATERIAL ACCOUNTING POLICY INFORMATION AND BASIS OF PREPARATION (continued)

f) Decommissioning liabilities (continued)

Pre-tax discount rates that reflect the time value of money are used to calculate the net present value. The rehabilitation asset is depreciated on the same basis as exploration and evaluation assets. The Company's estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to exploration and evaluation assets and the rehabilitation provision. The Company's estimates are reviewed annually for changes in regulatory requirements, discount rates, effects of inflation and changes in estimates. Changes in the net present value, excluding changes in the Company's estimates of reclamation costs, are charged to profit or loss for the period. There are no decommissioning liabilities for the periods presented.

g) Property, plant and equipment

Property, plant and equipment is recorded at cost less accumulated depreciation calculated using the straight-line method over the estimated useful life. Depreciation of an asset begins once it is available for use.

The building is being depreciated over 25 years and all other capital assets are being depreciated over 2 years.

h) Impairment

At the end of each reporting period the carrying amounts of the Company's long-lived assets are reviewed to determine whether there is any indication that those assets are impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use.

Fair value is determined as the amount that would be obtained by the sale of the asset in any arm's length transaction between knowledgeable and willing parties. Fair value of mineral assets is generally determined as the present value of the estimated cash flows expected to arise from the continued use of the asset, including any expansion projects. Value in use is determined as the present value of the estimated future cash flows expected to arise from the continued use of the asset in its present form and from its ultimate disposal. Impairment is assessed at the level of cash-generating units or "CGUs", which are identified as the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets.

Non-financial assets that have been impaired are tested for possible reversal of the impairment whenever events or changes in circumstances indicate that the impairment may have reversed. When a reversal of a previous impairment is recorded, the reversal amount is adjusted for depreciation that would have been recorded had the impairment not taken place.

i) Share-based payment transactions

Share-based payments to employees are measured at the fair value of the instruments issued and amortized over the vesting periods. Share-based payments to non-employees are measured at the fair value of the goods or services received or the fair value of the equity instruments issued if it is determined the fair value of the goods or services cannot be reliably measured and are recorded at the date the goods or services are received. The amount recognized as an expense is adjusted to reflect the number of awards expected to vest. The offset to the recorded cost is to equity settled share-based payments reserve.

Consideration received on the exercise of stock options is recorded as share capital and the related equity settled share-based payments reserve is transferred to share capital. Charges for options that are forfeited before vesting are reversed from equity settled share-based payment reserve and added to contributed surplus.

Nevada King Gold Corp.

Notes to the Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(Expressed in Canadian Dollars Unless Otherwise Noted)

2. MATERIAL ACCOUNTING POLICY INFORMATION AND BASIS OF PREPARATION (continued)

j) Earnings and loss per share

The Company presents basic and diluted earnings and loss per share data for its common shares, calculated by dividing the earnings attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted earnings or loss per share does not adjust the earnings or loss attributable to common shareholders or the weighted average number of common shares outstanding when the effect is anti-dilutive.

k) Income taxes

Income tax on the profit or loss for the years presented comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at year end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax is provided using the statement of financial position liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. However, deferred tax liabilities are not recognized if they arise from the initial recognition of goodwill; deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at year end applicable to the period of expected realization or settlement.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized.

l) Significant accounting estimates and judgments

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

These consolidated financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated 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 Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(Expressed in Canadian Dollars Unless Otherwise Noted)

2. MATERIAL ACCOUNTING POLICY INFORMATION AND BASIS OF PREPARATION (continued)

l) Significant accounting estimates and judgments (continued)

Critical accounting estimates

- The net carrying value of each exploration and evaluation asset is reviewed regularly for conditions that suggest impairment. Factors considered in the assessment of asset impairment include, but are not limited to, whether there has been a significant adverse change in the legal, regulatory, accessibility, title, environmental or political factors that could affect the property's value; whether there has been an accumulation of costs significantly in excess of the amounts originally expected for the property's acquisition, development or cost of holding; and whether exploration activities produced results that are not promising such that no more work is being planned in the foreseeable future. If impairment is determined to exist, a formal estimate of the recoverable amount is made, and an impairment loss is recognized to the extent that the carrying amount exceeds the recoverable amount.
- The determination of tax expense for the period and deferred tax assets and liabilities involves significant estimation and judgment by management. In determining these amounts, management interprets tax legislation in a variety of jurisdictions and make estimates of the expected timing of the reversal of deferred tax assets and liabilities. Management also makes estimates of future earnings which affect the extent to which potential future tax benefits may be used. The Company is subject to assessments by various taxation authorities, which may interpret legislation differently. These differences may affect the final amount or the timing of the payment of taxes. Management provides for such differences where known based on the best estimate of the probable outcome of these matters.

Critical accounting judgments

- Presentation of the consolidated 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. Management determined that there were no indicators of impairment as at March 31, 2024. Refer to Note 3 for further information.

Nevada King Gold Corp.

Notes to the Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(Expressed in Canadian Dollars Unless Otherwise Noted)

2. MATERIAL ACCOUNTING POLICY INFORMATION AND BASIS OF PREPARATION (continued)

m) Initial application of new and amended standards in the reporting period

Amendments to IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2 Making Materiality Judgments—Disclosure of Accounting Policies

The amendments change the requirements in IAS 1 with regard to disclosure of accounting policies. The amendments replace all instances of the term "significant accounting policies" with "material accounting policy information." Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general-purpose financial statements make on the basis of those financial statements.

The supporting paragraphs in IAS 1 are also amended to clarify that accounting policy information that relates to immaterial transactions, other events or conditions is immaterial and need not be disclosed.

Accounting policy information may be material because of the nature of the related transactions, other events or conditions, even if the amounts are immaterial. However, not all accounting policy information relating to material transactions, other events or conditions is itself material. The International Accounting Standards Board ("IASB") has also developed guidance and examples to explain and demonstrate the application of the 'four-step materiality process' described in IFRS Practice Statement 2.

The amendment was applied effective April 1, 2023 and did not have a material impact on the Company's consolidated financial statements.

n) New accounting standards issued but not yet effective

The IASB issued certain new accounting standards or amendments that are mandatory for accounting periods on or after January 1, 2024, including amendments to IAS 1 "Classification of Liabilities as Current or Non-Current", amendments to IFRS 16 "Leases", and amendments to IAS 7 "Statement of Cash Flow" and IFRS 7 "Financial Instruments Disclosures". The effect of such new accounting standards or amendments are not expected to have a material impact on the Company's consolidated financial statements.

Nevada King Gold Corp.

Notes to the Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(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 March 31, 2024 and 2023 as well as the exploration and evaluation costs incurred for each property.

Year ended March 31, 2024	Evana \$	Crescent Valley \$	Carico Lake \$	Horse Mountain \$	Kobeh Valley \$	Lewis- Hilltop \$	Iron Point \$	Buffalo Valley \$	Atlanta \$	Pancake \$	Other \$	Total \$
Acquisition Costs												
Balance as at March 31, 2023	-	-	-	-	-	9,438,710	5,468,280	-	12,693,505	-	-	27,600,495
Option payments	-	-	-	-	-	-	16,185	-	-	-	-	16,185
Land claim maintenance payments	-	-	-	-	-	237,062	380,418	-	555,257	-	-	1,172,737
Balance as at March 31, 2024	-	-	-	-	-	9,675,772	5,864,883	-	13,248,762	-	-	28,789,417
Exploration and evaluation costs												
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	-	3,932,529	128,183	-	4,063,273
Camp supplies	-	-	-	-	-	-	-	-	23,063	-	-	23,063
Depreciation (Note 4)	-	-	-	-	-	-	50,677	-	156,413	-	-	207,090
Drilling	-	-	-	-	-	-	-	-	13,655,169	-	-	13,655,169
Geophysics	-	-	-	-	-	-	-	-	411,008	-	-	411,008
GIS	-	-	-	539	1,895	539	607	2,765	35,467	641	-	42,453
Land claim maintenance payments	28,412	3,346	231,565	219,629	489,004	-	-	471,914	-	309,596	144,668	1,898,134
Metallurgy	-	-	-	-	-	-	-	-	58,968	-	-	58,968
Permitting	-	-	-	-	-	-	-	-	8,304	-	-	8,304
Option payments	-	-	33,718	-	-	-	-	-	-	-	-	33,718
Other	-	-	-	-	-	4,451	-	-	4,794	-	-	9,245
Reclamation	-	-	-	-	-	-	4,070	-	113,596	-	-	117,666
Repairs and maintenance	-	-	-	-	-	-	-	-	60,658	-	-	60,658
Resource estimate	-	-	-	-	-	-	-	-	207,677	-	-	207,677
Right of ways	-	-	-	-	-	-	-	-	19,424	-	-	19,424
Salaries and consulting	-	-	3,911	-	12,015	-	6,410	8,015	1,322,771	-	12,562	1,365,684
Staking	-	-	-	249	56,948	-	23,791	70,425	68,920	4,036	-	224,369
	28,412	3,346	269,194	220,417	559,862	6,251	86,855	553,119	20,078,761	442,456	157,230	22,405,903
Accumulated costs as at March 31, 2024	30,775	3,352	269,581	237,165	619,737	2,069,561	11,324,604	612,956	33,784,258	574,671	157,535	49,684,195

Nevada King Gold Corp.

Notes to the Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(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	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
Acquisition Costs												
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
Exploration and evaluation costs												
Balance as at March 31, 2022	2,316	-	-	7,559	905	784,879	8,607,199	489	1,849,284	-	63	11,252,694
Assays and sampling	-	-	-	-	-	224,495	218,877	-	1,363,749	-	-	1,807,121
Depreciation (Note 4)	-	-	-	-	-	-	79,539	-	107,736	-	-	187,275
Drilling	-	-	-	-	-	680,776	1,839,242	-	8,042,194	-	-	10,562,212
Geophysics	-	-	-	-	-	68,728	98,046	-	774,512	-	-	941,286
GIS	-	-	-	83	1,191	4,168	765	1,107	12,932	5,358	-	25,604
Metallurgy	-	-	-	-	-	-	-	-	65,056	-	-	65,056
PEA/Resource estimate	-	-	-	-	-	-	-	-	18,794	-	-	18,794
Permitting	-	-	-	-	-	-	-	-	7,276	-	-	7,276
Other	-	-	-	-	-	-	-	-	24,555	-	-	24,555
Reclamation	-	-	-	-	-	3,363	33,980	-	81,754	-	-	119,097
Repairs and maintenance	-	-	-	-	-	-	-	-	60,585	-	-	60,585
Right of Ways	-	-	-	-	-	-	-	-	18,661	-	-	18,661
Salaries and consulting	47	6	387	737	5,286	296,901	343,807	2,836	1,208,320	17,178	242	1,875,747
Staking	-	-	-	8,369	52,493	-	16,294	55,405	70,089	109,679	-	312,329
	47	6	387	9,189	58,970	1,278,431	2,630,550	59,348	11,856,213	132,215	242	16,025,598
Accumulated costs 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

Nevada King Gold Corp.

Notes to the Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(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, 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 (paid subsequent to year end)	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, 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 March 31, 2024, the Company owns unpatented lode claims located in the Iron Point mining district, in Humboldt County, Nevada (USA).

On October 10, 2018, the Company entered into an option agreement with a third party to earn a 100% interest in an unpatented Claim (Silver Coin) for payments totaling US\$300,000.

Nevada King Gold Corp.

Notes to the Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(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 March 31, 2024, the Company has paid \$1,110,540 (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

The Company holds a 100% interest in the Evana, Crescent Valley, Horse Mountain, Kobeh Valley, Buffalo Valley and other 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 Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(Expressed in Canadian Dollars Unless Otherwise Noted)

4. PROPERTY, PLANT AND EQUIPMENT

In connection with the acquisition of Nevada King Mining, during the year ended March 31, 2022, the Company acquired land with a fair value of \$102,242 and a building with a fair value of \$548,017.

	Land	Building	Drill Casing	Equipment	Vehicles	Total
	\$	\$	\$	\$	\$	\$
Cost						
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 March 31, 2024 and 2023	102,242	594,852	427,553	49,077	20,427	1,194,151
Depreciation						
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)	-	27,518	189,502	25,084	10,440	252,544
Foreign exchange	-	(790)	(6,409)	(819)	(228)	(8,246)
Balance at March 31, 2024	-	73,792	388,570	39,420	16,704	518,486
Net book value						
Balance at March 31, 2023	102,242	547,788	222,076	33,922	13,935	919,963
Balance at March 31, 2024	102,242	521,060	38,983	9,657	3,723	675,665

5. SHARE CAPITAL AND RESERVES

Authorized Share Capital

At March 31, 2024 and 2023, 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 in Fiscal 2024

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 \$70,506 were incurred in connection with the private placement financing.

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 March 22, 2024, the Company completed a non-brokered private placement financing, issuing 28,396,857 common shares at a price of \$0.35 per common share for gross proceeds of \$9,938,900. Costs of \$50,785 were incurred in connection with the private placement financing.

Nevada King Gold Corp.

Notes to the Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(Expressed in Canadian Dollars Unless Otherwise Noted)

5. SHARE CAPITAL AND RESERVES (continued)

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.

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 years ended March 31, 2024 and 2023, and options outstanding at March 31, 2024 and 2023 are as follows:

Expiry date	Exercise price	March 31, 2023	Granted	Exercised	Cancelled/ Expired	March 31, 2024	Options exercisable
January 31, 2024	\$ 0.35	5,900,000	-	400,000	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	-	75,000	400,000	100,000
November 29, 2028	\$ 0.50	-	300,000	-	-	300,000	300,000
		22,710,000	775,000	400,000	5,825,000	17,260,000	16,375,000
Weighted average exercise price	\$	0.54	\$ 0.50	\$ 0.35	\$ 0.36	\$ 0.60	\$ 0.60

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

Nevada King Gold Corp.

Notes to the Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(Expressed in Canadian Dollars Unless Otherwise Noted)

5. SHARE CAPITAL AND RESERVES (continued)

Share Purchase Option Compensation Plan (continued)

The weighted average fair value of options granted during the year ended March 31, 2024 was \$0.29 per share (2023 - \$0.25). The fair value of the stock options granted during the years ended March 31, 2024 and 2023 was estimated using the Black-Scholes pricing model with the following assumptions:

Year ended	March 31, 2024	March 31, 2023
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	\$0.43	\$0.41
Expected dividend yield	0%	0%

The Company did not have any warrants outstanding at March 31, 2024 or March 31, 2023 or warrant activity for the years ended March 31, 2024 and 2023.

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:

Year ended	March 31, 2024	March 31, 2023
	\$	\$
Management fees paid to a company controlled by the Executive Chairman	356,048	345,191
Management fees paid to a company controlled by the Chief Executive Officer	2,295,636	1,213,339
Management fees paid to the Chief Financial Officer	267,036	259,084
Director fees	120,000	135,000
Amounts paid to Notz Capital Corp. (i) for investor relations	153,748	149,749
Share-based compensation paid to officers and directors	86,889	3,120,913
	3,279,357	5,223,276

Included in accounts payable and accrued liabilities at March 31, 2024 are payables of \$6,030 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.

Nevada King Gold Corp.

Notes to the Consolidated Financial Statements

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(Expressed in Canadian Dollars Unless Otherwise Noted)

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:

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 \$755,271 in accounts payable and accrued liabilities that are due within one year of the date of the consolidated statement of financial position.

Nevada King Gold Corp.

Notes to the Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(Expressed in Canadian Dollars Unless Otherwise Noted)

8. FINANCIAL INSTRUMENTS (continued)

(b) Financial Instrument Risk Exposure (continued)

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 March 31, 2024 would change the Company's loss by \$231,371 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.

(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 year ended March 31, 2024.

Nevada King Gold Corp.

Notes to the Consolidated Financial Statements

For the years ended March 31, 2024 and 2023

(Expressed in Canadian Dollars Unless Otherwise Noted)

10. INCOME TAXES

A reconciliation of income taxes at statutory rates with the reported taxes is as follows:

	2024	2023
	\$	\$
Loss	(27,013,835)	(53,589,604)
Expected income tax recovery	(7,294,000)	(14,469,000)
Change in statutory tax, foreign tax, foreign exchange rates and other	171,000	2,528,000
Permanent differences	6,110,000	912,000
Share issuance costs	(144,000)	(20,000)
Adjustment to prior years provision versus statutory tax returns	231,000	6,048,000
Change in unrecognized deductible temporary differences	926,000	5,001,000
Total income tax recovery	-	-

The significant components of the Company's temporary differences, unused tax credits and unused tax losses, that have not been included in the consolidated statement of financial position, are as follows:

	2024	Expiry Date Range	2023	Expiry Date Range
	\$		\$	
Temporary Differences				
Exploration and evaluation assets	20,098,000	No expiry date	21,432,000	No expiry date
Property and equipment	416,000	No expiry date	260,000	No expiry date
Share issuance costs	768,000	2045 to 2048	546,000	2041 to 2045
Non-capital losses available for future period:	33,094,000		27,924,000	
Canada	19,309,000	2032 to 2044	14,766,000	2032 to 2043
USA	13,785,000	No expiry date	13,158,000	No expiry date