

Dynasty Gold Corp.

Condensed Consolidated Interim Financial Statements

September 30, 2023 and 2022

(Expressed in Canadian Dollars)

DYNASTY GOLD CORP.

NOTICE OF NO AUDITOR REVIEW OF CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the condensed consolidated interim financial statements, they must be accompanied by a notice indicating that the condensed consolidated 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 independent auditor has not performed a review of these condensed consolidated interim financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of the condensed consolidated interim financial statements by an entity's auditor.

Dynasty Gold Corp.**Condensed Consolidated Interim Statement of Financial Position**
(Expressed in Canadian dollars)

	September 30, 2023	December 31, 2022
Assets		
Current		
Cash and cash equivalents	\$ 3,821,345	\$ 1,056,726
Receivables (Note 4)	141,050	62,498
Prepaid expenses	51,893	7,523
	4,014,288	1,126,747
Exploration and evaluation assets (Note 5 and 9)	2,265,032	1,771,199
	\$ 6,279,320	\$ 2,897,946
Liabilities		
Current		
Accounts payable and accrued liabilities (Note 6)	\$ 216,730	\$ 355,361
	216,730	355,361
Shareholders' Equity		
Share capital (Note 7)	41,604,358	37,844,739
Share-based payment reserve (Note 7)	3,193,696	3,170,078
Deficit	(38,735,464)	(38,472,232)
	6,062,590	2,542,585
	\$ 6,279,320	\$ 2,897,946

Nature of Business and Continuance of Operations (Note 1)

See accompanying notes to the condensed consolidated interim financial statements.

Dynasty Gold Corp.

Condensed Consolidated Interim Statements of Changes in Shareholders' Equity For the nine months ended September 30, 2023 and 2022 (Expressed in Canadian dollars)

	Common Shares		Shares to be Issued	Share-based Payment Reserve	Deficit	Total Shareholders' Equity
	Number of Shares	Amount				
Balance, December 31, 2021	35,652,208	\$ 36,966,099	\$ -	\$ 3,085,504	\$ (38,268,782)	\$ 1,782,821
Private placement, net (Note 7)	2,974,765	482,570	-	-	-	482,570
Shares to be issued	-	-	312,190	-	-	312,190
Stock-based compensation (Note 7)	-	-	-	61,697	-	61,697
Comprehensive loss	-	-	-	-	(242,522)	(242,522)
Balance, September 30, 2022	38,626,973	\$ 37,448,669	\$ 312,190	\$ 3,147,201	\$ (38,511,304)	\$ 2,396,756
Private placement, net (Note 7)	5,887,059	482,520	-	-	-	482,520
Shares to be issued	-	-	(312,190)	-	-	(312,190)
Flow-through share premium	-	(86,450)	-	-	-	(86,450)
Stock-based compensation (Note 7)	-	-	-	22,877	-	22,877
Comprehensive gain	-	-	-	-	39,072	39,072
Balance, December 31, 2022	44,514,032	\$ 37,844,739	\$ -	\$ 3,170,078	\$ (38,472,232)	\$ 2,542,585
Private placement, net (Note 7)	15,787,232	3,743,889	-	-	-	3,743,889
Share issue and financing costs	-	(175,307)	-	-	-	(175,307)
Warrant exercises (Note 7)	748,147	182,037	-	-	-	182,037
Option exercises (Note 7)	75,000	9,000	-	-	-	9,000
Stock-based compensation (Note 7)	-	-	-	23,618	-	23,618
Comprehensive loss	-	-	-	-	(263,232)	(263,232)
Balance, September 30, 2023	61,124,411	\$ 41,604,358	\$ -	\$ 3,193,696	\$ (38,735,464)	\$ 6,062,590

See accompanying notes to the condensed consolidated interim financial statements.

Dynasty Gold Corp.**Condensed Consolidated Interim Statements of Comprehensive Loss**

(Expressed in Canadian dollars)

	For the three months ended September 30,		For the nine months ended September 30,	
	2023	2022	2023	2022
Expenses				
Consulting fees	\$ 23,288	\$ 23,287	\$ 69,863	\$ 69,863
Office expenses	2,048	2,065	8,534	7,297
Rent	5,650	4,650	14,950	13,950
Professional fees	6,412	5,300	45,606	15,995
Regulatory and transfer agent fees	4,714	2,636	13,385	13,493
Shareholder communications	39,608	15,395	151,955	64,426
Stock-based compensation (Notes 7 and 8)	-	-	23,618	61,697
	81,720	53,333	327,911	246,721
Other item				
Interest income	(37,047)	(3,187)	(64,679)	(4,199)
	(37,047)	(3,187)	(64,679)	(4,199)
Comprehensive loss	\$ 44,673	\$ 50,146	\$ 263,232	\$ 242,522
Loss per share – basic and diluted	\$ (0.00)	\$ (0.00)	\$ (0.01)	\$ (0.01)
Weighted average number of common shares outstanding – basic and diluted	50,911,689	38,512,362	45,315,874	37,727,331

See accompanying notes to the condensed consolidated interim financial statements.

Dynasty Gold Corp.

Condensed Consolidated Interim Statements of Cash Flows

(Expressed in Canadian dollars)

	For the three months ended September 30,		For the nine months ended September 30,	
	2023	2022	2023	2022
Cash flows provided by (used in):				
Operating activities				
Net loss	\$ (44,673)	\$ (50,146)	\$ (263,232)	\$ (242,522)
Item not affecting cash:				
Stock-based compensation	-	-	23,618	61,697
Changes in non-cash working capital items:				
Receivables	(66,540)	(7,346)	(78,552)	(11,323)
Prepaid expenses	23,427	2,512	(44,370)	(7,273)
Accounts payable and accrued liabilities	83,935	61,034	(138,630)	58,492
	(3,850)	6,054	(501,167)	(140,929)
Financing activities				
Shares issued from exercise of warrants and options	10,500	-	191,037	-
Issuance of shares for cash, net issuance costs	332	-	3,568,582	482,570
Share subscription advances	(7,500)	312,190	-	312,190
	3,332	312,190	3,759,619	794,760
Investing activity				
Exploration and evaluation asset costs and recovery (expenditures)	(573,608)	(87,748)	(493,833)	(174,004)
	(573,608)	(87,748)	(493,833)	(174,004)
Change in cash and cash equivalents	(574,126)	230,495	2,764,619	479,827
Cash and cash equivalents, beginning	4,395,471	763,860	1,056,726	514,528
Cash and cash equivalents, ending	\$ 3,821,345	\$ 994,355	\$ 3,821,345	\$ 994,355
Change in cash and cash equivalents is represented by:				
Cash	\$ 1,298,345	\$ 521,355	\$ 1,298,345	\$ 521,355
Guaranteed Investment Certificates	\$ 2,523,000	\$ 473,000	\$ 2,523,000	\$ 473,000

See accompanying notes to the condensed consolidated interim financial statements.

Dynasty Gold Corp.

Notes to Condensed Consolidated Interim Financial Statements For the nine months ended September 30, 2023 and 2022 (Expressed in Canadian dollars)

1. Nature of Business and Continuance of Operations

Dynasty Gold Corp. (the “Company”) was incorporated under of the laws of the province of British Columbia on December 12, 1985. The Company’s principal office is located at 610 Granville Street, Suite 1613, Vancouver, B.C. V6C 3T3. The Company is an exploration stage company engaged in the acquisition, exploration and development of mineral properties. The Company’s shares are listed on the TSX-Venture Exchange (the “Exchange”) under the symbol “DYG”.

These condensed consolidated interim financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The continuing operations of the Company are dependent upon its ability to raise adequate financing to develop its mineral properties, and to commence profitable operations in the future. To date, the Company has not generated any revenues and is considered to be in the exploration stage. The company has recently raised sufficient capital to allow it to continue its drill program in the foreseeable future. These condensed consolidated interim financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. Significant Accounting Policies

a) Basis of presentation and statement of compliance

These consolidated financial statements have been prepared by management using International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”).

These condensed consolidated interim financial statements of the Company have been prepared on an accrual basis and are based on historical costs, modified where applicable. These condensed consolidated interim financial statements are presented in Canadian dollars unless otherwise noted.

The Company’s board of directors approved these condensed consolidated interim financial statements for issue on November 29, 2023.

b) Basis of consolidation

These condensed consolidated interim financial statements include the accounts of the Company and its wholly owned subsidiary, Terrawest Minerals Inc.

All intercompany balances and transactions have been eliminated on consolidation.

3. Accounting Standards Issued but Not Yet Applied

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

Dynasty Gold Corp.

Notes to Condensed Consolidated Interim Financial Statements For the nine months ended September 30, 2023 and 2022 (Expressed in Canadian dollars)

4. Receivables

	September 30, 2023	December 31, 2022
GST receivable	\$ 103,912	\$ 60,488
Other receivables	37,138	2,010
	\$ 141,050	\$ 62,498

5. Exploration and Evaluation Assets

	Golden Repeat Property	Thundercloud Gold Property	Total
Acquisition Costs			
Balance, December 31, 2021	\$ 127,000	\$ 257,500	\$ 384,500
Balance, December 31, 2022	\$ 127,000	\$ 257,500	\$ 384,500
Balance, September 30, 2023	\$ 127,000	\$ 257,500	\$ 384,500
Deferred Exploration Costs			
Balance, December 31, 2021	\$ 317,135	\$ 574,437	\$ 891,572
Property expenditures (Note 9)	13,070	542,057	555,127
Recovery	-	(60,000)	(60,000)
Balance, December 31, 2022	\$ 330,205	\$ 1,056,494	\$ 1,386,699
Property expenditures (Note 9)	12,825	621,008	633,833
Recovery	-	(140,000)	(140,000)
Balance, September 30, 2023	\$ 343,030	\$ 1,537,502	\$ 1,880,532
Total as at December 31, 2022	\$ 457,205	\$ 1,313,994	\$ 1,771,199
Total as at September 30, 2023	\$ 470,030	\$ 1,795,002	\$ 2,265,032

Golden Repeat Property, Nevada, USA

The Company owns a 100% interest in the Golden Repeat property, subject to 2% Net Smelter Royalty ("NSR"). The Company has the option to buy back 75% of the NSR for \$1 million within three years of commencing production.

Thundercloud Gold Property, Ontario, Canada

In September 2021, the Company signed an Amendment Agreement to the original Option Agreement signed between the Company and Teck Resources Limited ("TECK") on January 31, 2018 to acquire TECK's 100% interest in the Thundercloud Gold Property, located in the Archean Manitou-Stormy Lakes Greenstone Belt in Ontario. Pursuant to the amendment agreement, the Company was deemed to have exercised its option and TECK has waived its back-in right. The Company made a cash payment of \$100,000 to complete the transaction. TECK retains a 2% net smelter return ("NSR") that can be reduced by the Company to 1.5% NSR by making a cash payment of \$1 million to TECK. This

Dynasty Gold Corp.

Notes to Condensed Consolidated Interim Financial Statements For the nine months ended September 30, 2023 and 2022 (Expressed in Canadian dollars)

5. Exploration and Evaluation Assets (continued)

Thundercloud Gold Property, Ontario, Canada (continued)

transaction was completed in October 2021 and TECK has transferred 100% of its interest in the Thundercloud property to the Company.

6. Accounts Payable and Accrued Liabilities

	September 30, 2023	December 31, 2022
Accounts payable	\$ 112,019	\$ 257,554
Amounts due to related parties (Note 8)	104,711	97,807
	\$ 216,730	\$ 355,361

7. Share Capital

Authorized

Unlimited number of common shares without par value.

Share Issuances

In August 2023, the Company issued 25,000 shares to the option holder who exercised options pertaining to the stock options granted during 2022. The options were exercised at \$0.12 per share for proceeds of \$3,000.

In July 2023, the Company issued 30,000 shares to the warrant holder who exercised warrants pertaining to the private placement granted during 2022. The warrants were exercised at \$0.25 per share for proceeds of \$7,500.

In May 2023, the Company issued 110,500 shares to the warrant holder who exercised warrants pertaining to the private placement granted during 2021. The warrants were exercised at \$0.25 per share for proceeds of \$27,625.

In May 2023, the Company issued 25,000 shares to the option holder who exercised options pertaining to the stock options granted during 2022. The options were exercised at \$0.12 per share for proceeds of \$3,000.

In April 2023, the Company issued 367,647 shares to the warrant holders who exercised warrants pertaining to the private placement completed in April 2021. The warrants were exercised at \$0.25 per share for proceeds of \$91,912.

In April 2023, the Company closed a private placement of \$3,743,889 which consists of 4,761,905 of Flow-Through units for proceeds of \$1,428,571. Each unit consists of one Flow-Through share at \$0.30 and one common share purchase warrant at \$0.27 for a period of 24 months. The underlying common share purchase warrant will not qualify as "flow-through shares". The non Flow-Through component consists of 11,025,327 units for proceeds of \$2,315,318. Each unit consists of one common share at \$0.21 and one common share purchase warrant at \$0.27 for a period of 24 months. No value has been allotted to the warrants under the residual method. Share issuance cost of \$175,640 and 437,933 broker's warrants, with the same terms as the private placement, were paid for the private placement.

Notes to Condensed Consolidated Interim Financial Statements
For the nine months ended September 30, 2023 and 2022
(Expressed in Canadian dollars)

7. Share Capital (continued)**Share Issuances** (continued)

In March 2023, the Company issued 50,000 shares to the warrant holder who exercised warrants pertaining to the private placement completed in October 2022. The warrants were exercised at \$0.15 per share for proceeds of \$7,500.

In February 2023, the Company issued 25,000 shares to the option holder who exercised options pertaining to the stock options granted during 2022. The options were exercised at \$0.12 per share for proceeds of \$3,000.

In January 2023, the Company issued 190,000 shares to the warrant holders who exercised warrants pertaining to the private placement completed in April 2022. The warrants were exercised at \$0.25 per share for proceeds of \$47,500.

On November 25, 2022, the Company closed a non-brokered private placement of 2,429,059 units for gross proceeds of \$170,034. Each unit consists of one common share and one common share purchase warrant exercisable at \$0.13 for a period of two years with warrant accelerating clause. No value has been allotted to the warrants under the residual method. Share issuance costs of \$1,600 were incurred for the private placement.

On October 14, 2022, the Company closed a non-brokered flow-through private placement of 3,458,000 units for gross proceeds of \$363,090. Each unit consists of one flow-through common share and one non-flow through common share purchase warrant exercisable at \$0.15 for a period of two years with warrant accelerating clause. No value has been allotted to the warrants under the residual method. Share issuance costs of \$36,422 were incurred for the private placement.

In April 2022, the Company closed a non-brokered private placement of 2,974,765 units for a gross proceed of \$505,530. Each unit consists of one common share and one common share purchase warrant exercisable at \$0.25 for a period of two years. No value has been allotted to the warrants under residual method. Share issuance costs of \$35,542 were incurred for the private placement.

Stock Options

The Company has adopted an incentive stock option plan (the "Plan"). The essential elements of the Plan provide that the aggregate number of shares of the Company's capital stock issuable pursuant to options granted under the Plan may not exceed 10% of the total issued and outstanding shares of the Company. Options granted under the Plan may have a maximum term of five years. The exercise price of options granted under the Plan will not be less than the market price of the shares or such other price as may be agreed to by the Company and accepted by the Exchange. All options granted under the Plan will become vested with the right to exercise one-fourth of the option immediately, and one-fourth of the option upon the conclusion of every six months subsequent to the date of the grant of the option, except options granted to consultants performing investor relations activities, which options will become vested to exercise one-fourth of the option upon every three months subsequent to the date of the grant of the option.

Dynasty Gold Corp.

Notes to Condensed Consolidated Interim Financial Statements For the nine months ended September 30, 2023 and 2022 (Expressed in Canadian dollars)

7. Share Capital (continued)

Stock Options (continued)

A summary of the status of the Company's stock options outstanding as of September 30, 2023 and changes during the years then ended are as follows:

	Number of Options Outstanding	Weighted Average Exercise Price
Balance, December 31, 2021	2,675,000	\$ 0.20
Options expired	(1,325,000)	\$ 0.20
Options granted	950,000	\$ 0.12
Balance, December 31, 2022	2,300,000	\$ 0.17
Options exercised	(75,000)	\$.....0.12
Balance, September 30, 2023	2,225,000	\$ 0.17

On May 18, 2021, the Company granted 700,000 stock options to officers and directors of the Company and 650,000 stock options granted to advisors. These stocks options are exercisable at \$0.20 expiring on May 18, 2026 and will vest over a period of 18 months. The fair value of these options was determined to be \$255,846 using the Black-Scholes Option Pricing Model with the assumptions in the table below.

The Company recorded \$194,149 share-based payment related to the options vested during the year ended December 31, 2021.

During the year ended December 31, 2022, the Company granted 625,000 stock options to officers and directors of the Company and 325,000 stock options granted to advisors. These stocks options are exercisable at \$0.12 expiring five years from the date of granting. The fair value of these options was determined to be \$56,260 using the Black-Scholes Option Pricing Model with the assumptions in the table below.

The Company recorded \$23,618 share-based payment related to the options vested during the period ended September 30, 2023.

	2022	2021
Expected volatility	119% - 122%	173%
Risk-free interest rate	3.19% - 3.29%	0.78%
Expected life in years	5 years	5 years
Expected dividend yield	0.00%	0.00%

As at September 30, 2023, the following stock options are outstanding:

Issue Date	Number of Options Outstanding	Expiry Date	Weighted Average Exercise Price
May 18, 2021	1,350,000	May 18, 2026	\$ 0.20
Aug 22, 2022	650,000	Aug 22, 2027	\$ 0.12
Sep 12, 2022	25,000	Sep 12, 2027	\$ 0.12
Dec 5, 2022	200,000	Dec 5, 2027	\$ 0.12

Dynasty Gold Corp.**Notes to Condensed Consolidated Interim Financial Statements**
For the nine months ended September 30, 2023 and 2022
(Expressed in Canadian dollars)

7. Share Capital (continued)**Stock Options** (continued)

The weighted average life of the options outstanding at September 30, 2023 was 3.16 years.

As at September 30, 2023, the following stock options are exercisable:

Issue Date	Number of Options Exercisable	Expiry Date	Weighted Average Exercise Price	
May 18, 2021	1,350,000	May 18, 2026	\$	0.20
Aug 22, 2022	468,750	Aug 22, 2027	\$	0.12
Sep 12, 2022	18,750	Sep 12, 2027	\$	0.12
Dec 5, 2022	100,000	Dec 5, 2027	\$	0.12

The weighted average price of the options outstanding at September 30, 2023 was \$0.17.

Warrants

A summary of the status of the Company's outstanding warrants as of September 30, 2023 and 2022 and changes during the years then ended is as follows:

	Number of Warrants Outstanding	Weighted Average Exercise Price	
Balance, December 31, 2021	3,126,233	\$	0.25
Issued	1,929,765	\$	0.25
Issued	770,000	\$	0.25
Issued	275,000	\$	0.25
Issued	3,458,000	\$	0.15
Issued	2,429,059	\$	0.13
Balance, December 31, 2022	11,988,057	\$	0.20
Exercised	(190,000)	\$	0.25
Exercised	(50,000)	\$	0.15
Exercised	(110,500)	\$	0.25
Exercised	(367,647)	\$	0.25
Exercised	(30,000)	\$	0.25
Expired	(2,648,086)	\$	0.25
Issued	16,225,165	\$	0.27
Balance, September 30, 2023	24,816,989	\$	0.24

The weighted average life of the warrants at September 30, 2023 was 1.35 years.

Dynasty Gold Corp.

Notes to Condensed Consolidated Interim Financial Statements For the nine months ended September 30, 2023 and 2022 (Expressed in Canadian dollars)

7. Share Capital (continued)

Warrants (continued)

As at September 30, 2023, the following warrants are outstanding:

Issue date	Number of Warrants Outstanding	Expiry date	Weighted Average Exercise Price
March 16, 2022	1,899,765	March 16, 2024	\$ 0.25
April 1, 2022	580,000	April 1, 2024	\$ 0.25
April 22, 2022	275,000	April 22, 2024	\$ 0.25
November 10, 2022	3,408,000	November 10, 2024	\$ 0.15
December 15, 2022	2,429,059	December 15, 2024	\$ 0.13
April 21, 2023	14,713,165	April 21, 2025	\$ 0.27
May 1, 2023	1,512,000	May 1, 2025	\$ 0.27

During the nine months ended September 30, 2023, 2,648,086 warrants expired with exercise price of \$0.25.

The weighted average price of the warrants at September 30, 2023 is \$0.24.

Share-based Payment Reserve

The share-based payment reserve records items recognized as stock-based compensation expense and other share-based payments until such time that the stock options or warrants are exercised, at which time the corresponding amount will be transferred to share capital.

8. Related Party Balances and Transactions

Related Party Balances

Included in accounts payable and accrued liabilities is \$104,711 (December 31, 2022 - \$97,807) due to officers of the Company (Note 6). The amount is unsecured, non-interest bearing and due on demand.

Key Management Compensation

During the nine months ended September 30, 2023, the Company accrued and/or paid \$150,118 (2022 - \$139,725) to directors and officers for providing management, accounting and geological consulting services to the Company. The Company recorded \$23,618 (2022 - \$31,991) of stock-based compensation relating to directors and officers of the Company during the nine months ended September 30, 2023.

9. Segmented Information

The Company's activities are all in the industry segment of mineral property acquisition, exploration and development. The Company's exploration and evaluation assets are located in the USA and Canada (Note 5).

As at September 30, 2023

	Canada	USA	Total
Exploration and evaluation assets	\$1,795,002	\$470,030	\$2,265,032

Dynasty Gold Corp.

Notes to Condensed Consolidated Interim Financial Statements For the nine months ended September 30, 2023 and 2022 (Expressed in Canadian dollars)

9. Segmented Information (continued)

As at December 31, 2022

	Canada	USA	Total
Exploration and evaluation assets	\$1,313,994	\$457,205	\$1,771,199

10. Financial Risk Management

Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash and guaranteed investment certificates of \$3,821,345. Cash is held with a bank in Canada. As all of the Company's cash and cash equivalents is held by the same Canadian bank there is a concentration of credit risk. This risk is managed by using a major bank that is a high credit quality financial institution as determined by rating agencies. As at September 30, 2023, the risk is considered minimal.

Currency Risk

Currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to currency risk is minimal as the Company's transactions and financial instruments are primarily denominated in Canadian dollars.

The Canadian dollar equivalents of cash and cash equivalents denominated in United States dollars is \$27,721 (US \$19,968).

Interest Rate Risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. The Company is exposed to interest rate risk as cash and cash equivalents earn interest income at variable rates. As at September 30, 2023, the risk is considered minimal.

Liquidity Risk

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements at any point in time. The Company achieves this by maintaining sufficient cash and cash equivalents. As at September 30, 2023, this risk is considered high.

11. Capital Disclosures

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern, to pursue the development of its mineral properties and to maintain a flexible capital structure which optimizes the cost of capital within a framework of acceptable risk. In the management of capital, the Company includes the components of shareholders' equity, cash and cash equivalents.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash and cash equivalents.

Dynasty Gold Corp.**Notes to Condensed Consolidated Interim Financial Statements
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(Expressed in Canadian dollars)**

11. Capital Disclosures (continued)

The Company is dependent on the capital markets as its source of operating capital and the Company's capital resources are largely determined by the strength of the junior resource markets and by the status of the Company's projects in relation to these markets, and its ability to compete for investor support for its projects.

The capital structure of the Company consists of equity and cash and cash equivalent. The Company is not subject to externally imposed capital restrictions. There were no changes to the Company's approach to capital management during the period.

MANAGEMENT'S DISCUSSION AND ANALYSIS

For the nine months ended September 30, 2023

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DYNASTY GOLD CORP.

MANAGEMENT'S DISCUSSION & ANALYSIS FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2023

INTRODUCTION

This management's discussion and analysis ("MD&A") was prepared as of November 29, 2023 and is management's assessment of Dynasty Gold Corp.'s (the "Company") operating results and financial condition. This MD&A should be read in conjunction with the condensed consolidated interim financial statements and related notes for the nine months ended September 30, 2023, and the audited consolidated financial statements for the year ended December 31, 2022. These consolidated financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS"). All dollar amounts are expressed in Canadian dollars unless otherwise stated.

Dynasty Gold Corp. is listed on the TSX Venture Exchange under the ticker symbol "DYG", on the Frankfurt Exchange under the ticker symbol "D5G" and on the OTC under the ticker symbol "DGDCF".

Additional information relevant to the Company's activities can be found on SEDAR at www.sedar.com.

FORWARD-LOOKING STATEMENTS

Certain information included in this discussion may constitute forward-looking statements. Forward-looking statements are based on current expectations and entail various risks and uncertainties. These risks and uncertainties could cause or contribute to actual results that are materially different from those expressed herein or implied. The Company disclaims any obligation or intention to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

COMPANY OVERVIEW

Dynasty Gold Corp. is a Canadian-based, junior company focused on exploring for and developing economically viable mineral resources. The Company's 100% owned Golden Repeat Gold Property is located in Elko County, Nevada, United States.

In February 1, 2018, the Company signed an option agreement with Teck Resources Limited ("Teck") to earn a 100% interest in the Thundercloud Gold Property located in the Archean Manitou-Stormy Lakes Greenstone Belt in Ontario. Please refer to press release dated February 1, 2018 for details of the transaction. In late September 2021, the Company acquired 100% of Teck's interest in the property (see press release dated September 27, 2021).

Dynasty's short-term strategy is to explore and develop the two gold properties in North America and continue to evaluate other quality assets to add to its portfolio. Its long-term strategy is to develop these properties into technically feasible and commercially viable producing mines.

As of the date of this MD&A, the Company has not engaged in any production. The Thundercloud property hosts an inferred resource of 182,000 ounces gold at 1.37 g/t (NI 43-101 Independent Technical Report, September 27, 2021).

The Company is a reporting issuer in British Columbia and in Alberta.

MINERAL EXPLORATION PROJECTS

NEVADA, USA

Golden Repeat Property

The Golden Repeat Property consists of 49 claims located on the north slope of the Midas Trough, along the Carlin Trend, within the Northern Nevada Rift. These claims have many geological similarities to gold properties in the well-known Midas Gold District. Hecla Mining Company's Midas Mine lies 18 kilometres (km) (10 miles) east of the Property. The Midas Mine previously was owned by Newmont until February 2014 (3 million oz gold reserves at 31g/t Au) and is an epithermal, bonanza-type gold-silver bearing system. Hecla has made a new Midas-style gold-silver discovery located just east of the Midas Mine, the "Green Racer Sinter" property, and has drilled high-grade new intercepts on the property. It shows that new discoveries still can be made in this exciting gold-silver mining camp. Additionally, major sediment-hosted Carlin-style gold mines owned by Nevada Gold Ventures LLC are situated nearby, including the Getchell-Twin Creeks-Turquoise Ridge mines (15 km to the southwest, and its Goldstrike Mine complex, 50 km (30 miles) southeast of the Property).

Two distinct gold-silver targets exist on Golden Repeat. One is a volcanic-hosted epithermal occurrence, similar to the Midas Mine gold-silver deposit of Hecla. The other target is a sediment-hosted, Carlin-style gold occurrence underlying Tertiary volcanic rocks. The Property was drilled by Goldfields from 1992 to 1994 and by Romarco in 1997/1998.

On July 30, 2013, the Company acquired a 100% interest in the Property, subject to a 2% NSR. The Company has the option to buy back 75% of the NSR for \$1 million within three years of commencing production.

The Company carried out a surface exploration program in July 2011. Its objective was to follow up drill targets identified by Yamana during their work on the Property from 2007 to 2009. Forty-one rock chip samples were taken on the eastern and southern parts of the Property and in adjacent areas peripheral to the Clover gold-silver property. One float sample returned 10 g/t gold. Another sample that carried 1 g/t of gold came from an outcropping vein located near an existing road and drill sites. Dynasty Gold drilled three angled reverse circulation holes in 2011 totaling 816 metres (m) to intersect the outcropping Clover vein system and a separate structural target previously proposed by Yamana. The assay results from 576 drill samples were consistent with previous Romarco and Yamana results in the vicinity. The first hole (DG 1) was drilled to a depth of 304 m and encountered 0.569 g/t gold over 1.7 m at 296 m, and the second hole (DG-2) intercepted similar mineralization but returned no significant gold values.

The third drill hole (DG-3), drilled to 285 m, hit a well-mineralized zone at the top of a rhyolite formation at 130 m and intersected 12.2 m of mineralization that averaged 1.14 g/t gold, 9.0 g/t silver, and 968 ppm arsenic. The best intercept within this interval was 3.4 g/t gold and 44.6 g/t silver over 1.7 m. This suggests that the altered rhyolite unit at shallow depth is a favorable target-host for the mineralized Midas-style epithermal gold-quartz veins. No follow-up drilling has yet been conducted on this exciting gold-silver target.

The Golden Repeat claims were renewed in August 2022 and the two-year Golden Repeat drill permit was renewed by the Bureau of Land Management (BLM) in Elko County, Nevada, in October, 2021.

Activities during the nine months ended September 30, 2023

There were no in-field exploration activities during the quarter. The Golden Repeat claims were renewed in August 2023 and the drill permit was renewed by the Bureau of Land Management (BLM) in Elko County, Nevada, in September 2023.

ONTARIO, CANADA

Thundercloud Gold Property

Pursuant to the Option Agreement signed between Dynasty Gold and Teck Resources Limited ("TECK"), on January 31, 2018, in September, 2021, the Company signed and executed an Amending Agreement with TECK whereby Dynasty has been deemed to have exercised its option and TECK waived its buy-back provision upon completion of \$100,000 cash payment. This transaction resulted in Dynasty acquiring 100% of TECK's interest in the property, subject to TECK retaining a 2% net smelter returns royalty ("NSR") that can be reduced to 1.5% at the option of the Company. For details of the terms in the Amending Agreement, please refer to the news release dated September 27, 2021.

The Thundercloud property geological setting has many similarities to the regional structural systems to the Red Lake district in north and the Abitibi belt in Eastern Ontario, but it is much less explored. The Belt contains numerous gold showings, several high-grade deposits and historic past gold producers, including the Big Master Mine (1902-1943) and the Laurentian Mine (1906-1909). Exploration results to date indicate excellent potential to define bulk-tonnage orogenic gold mineralization with high-grade potential. Close to 30 million ounces of gold have been discovered in the area in recent years.

The 2,250 hectare Thundercloud Property is located 47 kilometres (km) southeast of Dryden in northwestern Ontario. It is readily accessible from the Trans-Canada Highway (Hwy 17). Dryden is a resource-based city with excellent infrastructure for mining operations. Several large-scale mining and exploration projects in the region include New Gold's Rainy River Mine (6.4 million oz gold and 18.7 million oz silver) and Agnico Eagle's Hammond Reef deposit (5.8 million oz gold).

Two mineralized zones, the Pelham and West Contact, have been identified on the Thundercloud Property. The exploration work by Teck is well documented with supporting databases. Teck and others completed over 12,000 metres (m) of core drilling with a majority of the holes drilled in the Pelham Zone. The West Contact Zone is less explored but shows great potential with trench samples returned 8.02 g/t gold over 39 m, including 89.4 g/t over 3.0 m.

Highlights of drill results from historic work including drilling by Teck (2007 and 2008) and Laurentian Goldfields (2011):

- 125.0 m @ 1.74 g/t Au (88-10)
- 60.30 m @ 1.73 g/t Au (88-05)
- 55.25 m @ 2.19 g/t Au (TC08-11), including 1 m @ 37.5 g/t Au, 9.34 m @ 7.91 g/t Au and 21.73 m @ 4.63 g/t Au
- 29.66 m @ 0.77 g/t Au, including 9.04 m @ 2.20 g/t Au (TC08-09)
- 68.8 m @ 1.55 g/t Au (TC11-001)
- 39.0 m @ 1.45 g/t Au (TC11-003)
- 39.05 m @ 1.68 g/t Au (TC11-004)
- 81.0 m @ 1.31 g/t Au (TC11-006)

The highest-grade assay sample from historic drilling returned 192.7 g/t gold over 0.55 m.

The Company commissioned Fladgate Exploration Consultants to prepare a NI 43-101 compliant resource estimate report in July 2020. It was completed and filed on SEDAR in December 2021. The report estimates an Inferred Resource of 182,000 ounces gold at 1.37 g/t and is confined to the Pelham Zone in the northern part of the Thundercloud property. This resource estimate did not include twenty-seven drill holes that was drilled by Noranda Mining during 1986 and 1988.

The Company has not independently verified previous data reported in this MD&A except to the extent covered in the NI 43-101 report.

In early November 2018, a mapping and rock sampling program was completed on the Property. A total of 84 outcrop sites were examined throughout the Property. The West Contact area was the primary focus of the fieldwork, centred on the Glatz outcrop where rock chip sample assays returned 3.03 grams

per tonne gold over 30 metres of outcrop in the 2018 summer program described below. These results extended gold mineralization from the original 39.0 metres at 8.02 g/t gold to a total of 69 metres. Other areas of interest include mineralization to the south identified by Teck in 2008 where rock chip samples returned up to 9.42 g/t gold as well as locations where previous induced polarization ("IP") surveying identified high chargeability and resistivity anomalies.

During the program, numerous exposures were sampled, of moderately to strongly silicified mafic and sedimentary rock lithologies hosting estimated 1% to 5% very fine-grained disseminated pyrite and pyrrhotite. 64 rock samples were collected and delivered to the ALS laboratory in Thunder Bay for assay, and the results received extended the area of anomalous mineralizations. Highlights of the assay results included a grab sample taken near Trench 3 in the north end of the West Contact zone, a silicified mafic volcanic, that assayed 4.09 g/t Au, indicating gold potential outside of the younger Temiskaming-like sediments. The typical silver and telluride pathfinder elements characteristic of the Western Contact area were also elevated. A sample returning 0.72 g/t Au came from Trench 8 (between the Pelham zone and the West Contact zone) from a sheared felsic unit. A grab sample that assayed 0.61 g/t Au was taken 30 m west of the Glatz outcrop, which was confirmed in trenching in Target Area 1. A grab sample that assayed 0.54 g/t Au was collected from trenching Target Area 2, where historic samples taken by Glatz had assayed 2.10, 7.27 and 6.09 g/t Au. Further work is planned on the structural controls to gold mineralization. Drill cores from the 2011 drill campaign were identified and inspected.

An area to the west of Glatz outcrop, where DC-IP surveying identified high chargeability and resistivity anomalies, was also ground-checked. The IP chargeability anomalies are interpreted by the company to represent strongly silicified interflow sedimentary rocks hosting estimated 4% to 5% fine-grained pyrite and pyrrhotite.

The mapping and prospecting program was to confirm drill targets, verify and extend the known areas of gold mineralization, confirm rock descriptions, and to acquire additional structural data.

In the early summer of 2018, a Property inspection was conducted and followed up by a surface sampling program. New rock chip samples collected over the Glatz Outcrop, immediately south of Trench 07-2, returned 3.03 g/t gold over 30 metres of outcrop. This confirms that gold mineralization extends from the original Trench 07-2 area which returned 8.02 g/t gold over 39.0 metres for at least another 30 metres to the south and remains open in all directions. Assay results from the grab samples taken in the Trench 07-2 area returned gold grades that are consistent with the 2007 results. Samples were assayed, in the ALS lab in Thunder Bay, Ontario, for 48 elements using the ME-MS 61 package, with 4-acid dissolution.

In the summer of 2018, drill data from 2007, 2008 and 2011 drill campaigns in the Pelham Zone were digitized and cross sections were generated to provide a better understanding of the mineralized zone and its geology. All drill data was collated and combined into one database. A grade shell model of the Pelham Zone was produced with projected northeast plunging mineralization. It was determined that further drilling is required to confirm this hypothesis. Data compilation also included combining geophysical and geochemical data in layered maps to identify targets for follow up.

In March 2021, the Company's drill permit application was approved by the Ministry Northern Mines and Energy. During the second quarter of 2021, the Company started summer exploration program planning, logistics and road repair as well as making arrangement for a property tour by the representatives of the First Nations. Dynasty started the exploration program in July and the focus was in trenching the two target locations as planned. Please refer to the news release dated July 12, 2021 for details of the exploration program and news releases dated August 5, September 13 and December 13 for subsequent updates.

The geophysical data from previous IP and magnetic surveys were reviewed and consolidated in preparation for a drone supported airborne magnetic survey program. Pioneer Exploration Consulting was awarded the contract to conduct high resolution airborne magnetic survey in the Pelham and West Contact areas (See news release dated July 28, 2022). The program was completed in late July, 2022.

Prospecting work in preparation for a fall drill program was carried out in late August to early September of 2022 (See news release dated August 31, 2022). This effort involved re-examination of drill cores from

previously well mineralized drill holes in the Pelham area for refining and finalizing drill targets to test the mineralization in the eastern parts of the property.

In November, 2022, Dynasty completed 4 NQ wireline diamond core holes in the Pelham resource area at Thundercloud. A total of 1000 metres were drilled, with core recoveries of nearly 100%. The core was logged for geology, and rock quality ("RQD"), with samples taken of all potentially significant mineralized zones in all 4 holes. Please refer to the news release dated November 9, 2022 for details of the drill program. The assay returned 3 m of 65.2 g/t gold including 1.5 m of 115 g/t in DP22-02, 3 m of 155 g/t gold including 1.5 m of 246 g/t in DP22-03, and 1.5 m of 25.2 g/t gold in DP 22-04. Please refer to news release of January 10, 2023 for additional assay data.

In June, 2023, the company released assay results from new sampling of previously unsampled sections of core from holes DP22-02 and DP22-03 from 2022 drill program. Mineralization in DP22-03 has been extended from 51 metres to 73.5 metres at an average grade of 8.42 grams per tonne (g/t) gold, which includes 6.5 metres of 72.23 g/t gold. Additionally, the recalculated assays in DP22-02 have improved the average grade from 189 metres to 223.5 metres to 5.98 g/t gold (see the table entitled "Assay results"). (See new release dated June 20, 2023 for details).

Activities during the three months ended September 30, 2023

The Company has started and completed phase 1 of the 2023 drill program with a total of 2,344 meters drilled in 12 holes in both the East and West Pelham Zones. Drill core has been logged and split, with samples shipped to the ALS Global lab in Winnipeg. The first four holes of the current program were drilled proximal to the area of 2022 drilling to determine size and continuity of the high-grade mineralization intersected by holes DP22-02, DP22-03 and DP22-04 (please see press releases dated Jan. 10, Feb. 13 and June 20, 2023). The next six holes were stepouts within the Pelham magnetic and IP (induced polarization) chargeability anomalies, while the final two holes tested high magnetic anomalies in the West Pelham zone.

The company has released the initial drill results for its Phase 1, 2023 drill program in September (See news releases dated September 6 and September 19, 2023). It has successfully extended high-grade mineralization to the east of Pelham by up to 100 meters. These initial drill holes indicate local continuity of higher gold grades with intercepts of up to 37.2 g/t gold in drill hole DP23-01. Drill hole DP23-03 intercepted 57.8 meters of 3.28 g/t gold from 97.5 meters to 155.3 meters, including 14.8 meters of 7.14 g/t and 6.0 meters of 10.36 g/t gold. Drill hole DP23-06 intersected a broad 130.5 meter zone of 1.17 g/t gold from 100.5 meters; Hole DP23-05 intersected 50 meters of 3.06 g/t from 104.5 meters. These recent drill results have improved the Company's understanding of the high-grade mineralization trends in the East Pelham zone.

MANAGEMENT CHANGES

There were no management changes in the third quarter of 2023.

FINANCIAL DATA

Selected Annual Financial Information

The following table sets forth selected financial information for and as of the end of the periods indicated. The Financial Statements may be accessed at www.sedar.com. Readers are encouraged to review the Financial Statements in their entirety.

Fiscal Years Ended December 31

	2022	2021	2020
Interest and other income	\$ 7,764	\$ 275	\$ 812
Net loss before other items	(301,488)	(414,108)	(207,484)
Net loss	(203,450)	(405,431)	(186,370)
Net loss per share (basic and fully diluted)	(0.01)	(0.01)	(0.01)
Total assets	\$ 2,897,946	\$ 1,803,285	\$ 1,285,871

Selected Quarterly Financial Information

The following financial information is derived from the unaudited consolidated interim financial statements:

	September 30, 2023	June 30, 2023	March 31, 2023	December 31, 2022	September 30, 2022	June 30, 2022	March 31, 2022	December 31, 2021
Interest income	\$ 37,047	\$ 21,168	\$ 6,464	\$ 3,564	\$ 3,187	\$ 951	\$ 62	\$ 64
Comprehensive Gain/(Loss)	(44,673)	(105,353)	(113,206)	39,071	(50,146)	(97,297)	(95,078)	(251,208)
Net Loss Per Share	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.01)
Total Assets	\$ 6,279,320	\$ 6,236,725	\$ 2,772,692	\$ 2,897,946	\$ 2,475,713	\$ 2,152,635	\$ 2,145,478	\$ 1,803,285

Results of Operations

During the three months ended September 30, 2023, the Company reported a net loss of \$44,673 or \$(0.00) per share (2022 - \$50,146 or \$(0.00) per share). The decrease in net loss of \$5,473 in comparison to the same period of last year was mainly attributed to an increase in interest income of \$33,860 offset by an increase of shareholder communication costs of \$24,213 and in regulatory and transfer agent fees of \$2,078.

During the nine months ended September 30, 2023, the Company reported a net loss of \$263,232 or \$(0.01) per share (2022 - \$242,522 or \$(0.01) per share). The increase in comprehensive loss of \$20,710 in comparison to the same period of last year was mainly attributed to an increase in professional fees of \$29,611, increase in shareholder communication costs of \$87,229, and increase in office expenses of \$1,237. These increases in expenses were offset by an increase in interest income of \$60,480, and a decrease in non-cash stock-based compensation of \$38,079.

LIQUIDITY AND CAPITAL RESOURCES

As of September 30, 2023, the Company had working capital of \$3,797,558 which included cash and short-term investments of \$3,821,345 (2022 - \$946,680 which included cash and short-term investments of \$994,355).

Three months ended September 30, 2023

Net cash flow used in operating activities for the three months ended September 30, 2023 was \$3,850 (2022 – net cash provided of \$6,054).

Net cash flow provided from financing activities for the three months ended September 30, 2023 was \$3,332 (2022 - \$312,190).

Net cash flow used in investing activities for the three months ended September 30, 2023 was \$573,608 (2022 – 87,748), which was related to exploration expenses.

Nine months ended September 30, 2023

Net cash flow used in operating activities for the nine months ended September 30, 2023 was \$501,167 (2022 - \$140,929).

Net cash flow provided from financing activities for the nine months ended September 30, 2023 was \$3,759,619 (2022 - \$794,760).

Net cash flow used in investing activities for the nine months ended September 30, 2023 was \$493,833 (2022 – 174,004), which was related to exploration expenses.

SHARE CAPITAL

The following information is provided as at September 30, 2023:

Authorized – unlimited number of common shares without par value.

Issued and outstanding common shares – 61,124,411

Warrants – 24,816,989

Options – 2,225,000

The following information is provided as at November 29, 2023:

Issued and outstanding common shares – 61,124,411

Warrants – 24,816,989

Options – 2,225,000

RELATED PARTY BALANCES AND TRANSACTIONS

Related Party Balances

Included in accounts payable and accrued liabilities is \$104,711 (December 31, 2022 - \$97,807) due to officers of the Company. The amount is unsecured, non-interest bearing and due on demand.

Key Management Compensation

During the nine months ended September 30, 2023, the Company accrued and/or paid \$150,118 (2022 - \$139,725) to directors and officers for providing management, accounting and geological consulting services to the Company. The Company recorded \$23,618 (2022 - \$31,991) of stock-based compensation relating to directors and officers of the Company during the nine months ended September 30, 2023.

OFF BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements.

CRITICAL ACCOUNTING ESTIMATES AND CHANGES IN ACCOUNTING PRINCIPLES

The Company's accounting policies are presented in Note 2 to the audited annual consolidated financial statements for the year ended December 31, 2022. These accounting policies can have a significant impact on the financial performance and financial position of the Company.

The preparation of the audited annual consolidated financial statements using accounting policies consistent with International Financial Reporting Standards ("IFRS") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"), requires management to make estimates and assumptions which affect the reported amount of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amount of revenue and expenses during the reporting period. Significant areas requiring the use of management estimates relate to determining the recoverability of mineral property interests, environment obligations, the variables used in the determination of the fair value of stock options granted and the determination of the valuation allowance for future tax assets. While management believes the estimates are reasonable, actual results could differ from those estimates and could impact future results of operations and cash flows.

RECENT ACCOUNTING PRONOUNCEMENTS

Refer to Note 3 to the audited annual consolidated financial statements for the year ended December 31, 2022.

MATERIAL PROCEEDINGS

The Company is not a party to any material proceedings.

INTERNAL CONTROL OVER FINANCIAL REPORTING AND DISCLOSURE

The Company's management is responsible for establishing and maintaining adequate internal control over financial reporting. Any system of internal control over financial reporting, no matter how well designed, has inherent limitations. Therefore, even those systems determined to be effective can provide only reasonable assurance with respect to financial statement preparation and presentation. There have been no changes in the Company's internal control over financial reporting during the nine months ended September 30, 2023 that have materially affected, or are reasonably likely to materially affect, internal control over financial reporting. The Company has disclosure controls and procedures in place to provide reasonable assurance that any information required to be disclosed by the Company under securities legislation is recorded, processed, summarized and reported within the applicable time periods and to ensure that required information is gathered and communicated to the Company's management so that decisions can be made about timely disclosure of that information. There have been no significant changes in the Company's disclosure controls during the nine months ended September 30, 2023 that could significantly affect disclosure controls subsequent to the date the Company carried out its evaluation.

RISKS AND UNCERTAINTIES

The Company is subject to a number of risks and uncertainties, the more significant of which are discussed below. Additional risks and uncertainties not presently known to the Company may impact the Company's financial results in the future.

1. Industry

Dynasty is engaged in the exploration for and development of mineral properties, which involves significant risks that even a combination of careful evaluation, experience and knowledge may not eliminate. There is no assurance that the Company's exploration efforts will result in discoveries of commercial mineral deposits.

2. Gold and Metal Prices

The price of gold is affected by numerous factors beyond the control of the Company including central bank sales, producer hedging activities, currency fluctuation, demand, political, economic conditions and production levels. In addition, the price of gold has been volatile over short periods of time due to speculative activities. The prices of other metals and mineral products for which the Company may explore all have the same or similar price risk factors.

3. Cash Flow and Additional Funding Requirements

The Company currently has no revenue from operations. Additional capital would be required to identify and explore property in the future. The sources of funds currently available to the Company are the sale of equity capital. Although the Company presently has sufficient financial resources to undertake project review and evaluation, and the Company has been successful in the past in obtaining equity financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be advantageous to the Company.

4. Exchange Rate Fluctuations

At the present, the Company has an exploration project in the United States. The Canadian dollar has depreciated over ten percent against the US dollar in the last two years. However, the company has converted enough cash into US currency when the exchange rate was more favorable, at par. Therefore, we do not anticipate lower Canadian dollar will have immediate effect on our operation. If the currency trend is to continue and the Company decides to take on a major exploration program, it will affect the Company's cash outflow.

SUBSEQUENT EVENTS

- a) Subsequent to September 30, 2023, the Company reported the final drill results from the Phase 1, 2023 drill program at its Thundercloud property (See news releases dated October 3 and November 8, 2023).

Drill hole DP23-04 intersected a broad zone of 43.5 meters of 5.0 g/t gold from 108 meters, including higher grade intervals of 16.5 meters of 8.2 g/t, 12 meters of 11.0 g/t and multiple of other high-grade intervals. This hole confirms that high-grade mineralization at Pelham extends beyond last year's DP22-03 discovery hole which returned 73.5 meters of 8.42 g/t (see press release of January 10 and June 20, 2023).

Drill hole DP23-10 also intersected a broad zone of 163.5 meters of 1.0 g/t gold at 33 meters from the surface, including higher grade sub-zone of 63 meters at 2.1 g/t and high-grade intervals of 22.5 meters of 4.5 g/t, 7.5 meters of 8.8 g/t and 3 meters of 11.2 g/t together with sub-intervals of 1.5 meters each of 20.3 g/t and 28.3 g/t. This hole demonstrates wide-spread near surface mineralization in the Pelham Zone with multiple higher grade intervals. The ten holes reported for 2023 Phase 1 drilling together with historical holes indicate an open-pit mineable body of gold mineralization at Thundercloud. The two test holes drilled in the previously untested areas of West Pelham also returned mineralization at 21.7 and 45.0 meters from the surface.

- b) Subsequent to September 30, 2023, the Company commenced and completed approximately 1,320 metres of 2023 phase 2 drilling at its Thundercloud property (See news releases dated October 18 and November 17, 2023). This program was set to delineate near-surface mineralization outside the Pelham resource and test the continuation of the high-grade mineralization encountered in the 2022 drill program. A total of five holes were drilled. Four stepout holes targeted IP (induced polarization) anomalies from 75 metres north of and 175 metres south of the Pelham zone resource. One definition hole was drilled below hole DP22-03 (8.42 grams per tonne gold over 73.5 metres) targeting a footwall zone to the west of the high-grade interval in hole DP22-02 (115 grams per tonne gold over 1.5 metres), where there has been no previous drilling.