



PELANGIO EXPLORATION INC.

**CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
(Unaudited)**

For the Three Months Ended March 31, 2025 and 2024



PELANGIO

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Notice of Non-Review of Interim Financial Statements

The attached Interim Financial Statements for the three months ended March 31, 2025 and 2024 have been prepared by and are the responsibility of the Company's management ("Management") and have been approved by the Board of Directors of the Company. The Company's independent auditor has not performed a review of these Interim Financial Statements.



Condensed Consolidated Interim Statements of Financial Position (Unaudited)
(Expressed in Canadian Dollars)

As at	Note	March 31, 2025	December 31, 2024
Assets			
Current assets			
Cash		\$1,078,979	\$225,341
Amounts receivable		7,935	12,111
Prepaid expenses		10,646	20,413
Investments	5	406,056	185,115
Total assets		\$1,503,616	\$442,980
Liabilities			
Current liabilities			
Accounts payable and accrued liabilities	9	\$1,159,759	\$921,380
Total liabilities		\$1,159,759	\$921,380
Shareholders' Equity (Deficiency)			
Share capital	7	61,409,747	60,410,877
Reserve for warrants	8	472,678	472,678
Reserve for share-based payments	8	488,262	523,259
Accumulated deficit		(62,026,830)	(61,885,214)
Total equity (deficiency)		343,857	(478,400)
Total liabilities and equity (deficiency)		\$1,503,616	\$442,980

Nature of operations and going concern (note 1)

Commitments and contingencies (note 10)

Subsequent event (note 12)

Approved on behalf of the Board:

"Ingrid Hibbard" Director

"JC St-Amour" Director

See accompanying notes to the interim financial statements.



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

For the three months ended	Note	March 31, 2025	March 31, 2024
Operating expenses			
Exploration and evaluation expenses	6	\$241,240	\$20,111
Professional and consulting fees	9	79,169	55,575
Office and general		30,296	14,063
Management compensation	9	29,250	32,750
Investor relations and business development		23,320	11,558
Regulatory and transfer agent fees		9,919	14,423
Share-based compensation	8	28,603	3,946
Loss before the under-noted items:		\$441,797	\$127,320
Interest expense		–	551
Other (income) expense		(4,661)	(10,000)
Foreign exchange (gain) loss		(10,978)	(17,172)
Realized (gain) loss on investments	5	–	12,682
Unrealized (gain) loss on investments	5	(220,942)	48,279
Net loss and comprehensive loss for the period		\$205,216	\$161,660
Net loss per share - basic and diluted		\$0.00	\$0.00
Weighted average number of shares outstanding during the period – basic and diluted		173,222,017	121,752,162

See accompanying notes to the interim financial statements.



Condensed Consolidated Interim Statements of Changes in Equity (Deficit)

(Unaudited)

(Expressed in Canadian Dollars)

	Share capital		Reserves		Equity (Deficiency)	
	Number of shares	Amount	Warrants	Share-based payments	Accumulated Deficit	Attributable to shareholders
Balance - December 31, 2023	121,326,887	\$59,595,030	\$1,440,631	\$547,153	\$(62,215,224)	\$(632,410)
Private placements	7,566,666	112,776	224	—	—	113,000
Warrants issued	—	(50,805)	50,805	—	—	—
Litigation settlement	500,000	10,000	—	—	—	10,000
Expiry of options	—	—	—	(25,840)	25,840	—
Share-based compensation	—	—	—	3,946	—	3,946
Net loss for the period	—	—	—	—	(161,660)	(161,660)
Balance - March 31, 2024	129,393,553	\$59,667,001	\$1,491,660	\$525,259	\$(62,351,044)	\$(667,124)
Private placements	41,766,666	752,802	(224)	—	—	752,578
Warrants issued	—	(38,926)	38,926	—	—	—
Litigation settlement	1,500,000	30,000	—	—	—	30,000
Expiry of options	—	—	—	(2,000)	2,000	—
Expiry of warrants	—	—	(1,057,684)	—	1,057,684	—
Net loss for the period	—	—	—	—	(593,854)	(593,854)
Balance - December 31, 2024	172,660,219	\$60,410,877	\$472,678	\$523,259	\$(61,885,214)	\$(478,400)
Private placements	25,000,000	1,000,000	—	—	—	1,000,000
Share issue costs	—	(1,130)	—	—	—	(1,130)
Share-based compensation	—	—	—	28,603	—	28,603
Expiry of options	—	—	—	(63,600)	63,600	—
Net loss for the period	—	—	—	—	(205,216)	(205,216)
Balance - March 31, 2025	197,660,219	\$61,409,747	\$472,678	\$488,262	\$(62,026,830)	\$343,857

See accompanying notes to the interim financial statements.



Condensed Consolidated Interim Statements of Cash Flows (Unaudited)

(Expressed in Canadian Dollars)

For the three months ended	Note	March 31, 2025	March 31, 2024
Cash flows used in operating activities			
Net loss for the period		\$(205,216)	\$(161,660)
Adjustments to non-cash items:			
Share-based compensation expense	9	28,603	3,946
Unrealized (gain) loss on investments	6	(220,942)	48,279
Realized loss on disposal of investments		—	12,682
Legal settlement payable		—	(25,784)
Other Income		—	(10,000)
Working capital adjustments:			
Accounts receivables		4,177	(5,554)
Prepaid expenses		9,768	5,944
Accounts payable and accrued liabilities		238,378	(97,768)
Net cash flows used in operating activities		\$(145,232)	\$(229,915)
Cash flows provided by financing activities			
Proceeds from private placement financing, net	8	\$998,870	113,000
Repayment of CEBA loan		—	(30,000)
Loan from related party		—	60,000
Net cash flows provided by financing		\$998,870	\$143,000
Cash flows provided by investing activities			
Proceeds from sale of investments		—	73,208
Net cash flows provided by investing		\$—	\$73,208
Change in cash		\$853,638	\$(13,707)
Cash, beginning of the period		225,341	234,350
Cash, end of the period		\$1,078,979	\$220,643

See accompanying notes to the interim financial statements.



PELANGIO

Notes to the Interim Financial Statements (Unaudited)

For the three months ended March 31, 2025 and 2024

(Expressed in Canadian dollars unless otherwise noted)

1. Nature of Operations and Going Concern

Pelangio Exploration Inc. (the "Company" or "Pelangio") was incorporated on February 27, 2008, under the Alberta Business Corporations Act and continued under the Canada Business Corporations Act (the "CBCA") on June 25, 2009. The business of the Company is the acquisition, exploration and development of mineral property interests in Ghana, Africa and Canada. The registered office is located at 82 Richmond Street East, Toronto, Ontario M5C 1P1.

The business of mining and exploring for minerals involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The recoverability of amounts expended on exploration and evaluation activities is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain the necessary financing to complete the development and future profitable production or upon disposition of such properties at a profit. The Company may also be subject to increases in taxes and royalties, renegotiation of contracts, expropriation, currency exchange fluctuations and restrictions, and political uncertainty.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to government licensing requirements, unregistered prior claims and agreements, aboriginal claims, social license requirements, and non-compliance with regulatory requirements.

For the three months ended March 31, 2025, the Company has a net loss of \$205,216 (March 31, 2024 - \$161,660). As at March 31, 2025, the Company has an accumulated deficit of \$62,026,830 (December 31, 2024 - \$61,885,214) and working capital of \$343,857 (December 31, 2024 - working capital deficit of \$478,400). Consistent with other companies in the sector of mineral exploration, the Company has incurred operating losses since inception, has limited sources of revenue, is unable to self-finance operations, and has significant cash requirements to meet its overhead and maintain its mineral interests.

These conditions indicate the existence of material uncertainties that cast significant doubt on the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent on the Company being able to satisfy its liabilities as they become due, to obtain the necessary financing to complete the development of its mineral properties, attainment of profitable mining operations, and, or the receipt of proceeds from the disposition of its mineral properties. The outcome of these matters cannot be predicted at this time. There is no assurance that funds will be available on terms acceptable to the Company or at all. These condensed consolidated interim financial statements do not include any adjustments to the carrying values and classification of assets and liabilities that would be necessary if the Company was unable to realize its assets or discharge its liabilities in anything other than the ordinary course of operations. Such adjustments could be material.



Notes to the Interim Financial Statements (Unaudited)

For the three months ended March 31, 2025 and 2024
(Expressed in Canadian dollars unless otherwise noted)

2. Basis of Presentation

(a) Statement of compliance

The condensed consolidated interim financial statements for the three months ended March 31, 2025 (“Interim Financial Statements”) have been prepared in accordance with International Accounting Standard 34, *Interim Financial Reporting* (“IAS 34”) as issued by the International Accounting Standards Board (“IASB”). Accordingly, the Interim Financial Statements have been prepared on the basis of and using accounting policies, methods of computation and presentation consistent with those applied in the annual consolidated financial statements prepared for the years ended December 31, 2024 and 2023 (“Annual Financial Statements”).

(b) Basis of preparation

The Interim Financial Statements are presented in Canadian dollars, are prepared on a historical cost basis and are prepared using the accrual basis of accounting except for cash flow information.

In the opinion of Management, all adjustments considered necessary for fair presentation of the Company's financial position, results of operations and cash flows have been included. The Interim Financial Statements were authorized for issuance by the Board of Directors on May 28, 2025.

(c) Accounting standards

During the three months ended March 31, 2025, the Company adopted a number of amendments and improvements to existing standards. These new standards and changes did not have any material impact on the Interim Financial Statements.

(d) Currency translation

The functional and reporting currency of the Company and its subsidiaries is the Canadian dollar. Transactions in currencies other than the functional currency are recorded at the rates of exchange prevailing on the dates of transactions. Monetary assets and liabilities that are denominated in foreign currencies are translated at the rates prevailing at each reporting date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Foreign currency translation differences are recognized in profit or loss.

3. Material Accounting Policies

(a) Basis of consolidation

The Interim Financial Statements include the accounts of the Company and its wholly owned subsidiaries – *See Subsidiaries*. All material intercompany transactions and balances are eliminated on consolidation. For partly owned subsidiaries, the interest attributable to non-controlling shareholders is reflected in non-controlling interest.



Notes to the Interim Financial Statements (Unaudited)

For the three months ended March 31, 2025 and 2024

(Expressed in Canadian dollars unless otherwise noted)

(b) Subsidiaries

Subsidiaries are entities controlled by the Company. Control exists when the Company possesses power over an investee, has exposure to variable returns from the investee and has the ability to use its power over the investee to affect its returns. Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with those used by the Company.

The subsidiaries of the Company are as follows:

Company	Registered	Ownership	Principal activity
Pelangio Mines (B) Inc.	Barbados	100%	Holdco
Pelangio Adansi Asaasi (G) Limited	Ghana	100%	Exploration
Pelangio Kyereboso Mining (G) Limited	Ghana	100%	Exploration
Pelangio Adansi Gold (G) Limited	Ghana	100%	Exploration
Pelangio Ahafo (B) Inc.	Barbados	100%	Holdco
Pelangio Ahafo (G) Limited	Ghana	100%	Exploration
5007223 Ontario Inc.	Canada	100%	Inactive

(c) Critical judgments and estimation uncertainties

The preparation of interim financial statements in conformity with IFRS requires the Company's management to make judgments, estimates and assumptions about future events that affect the amounts reported in the consolidated financial statements and related notes to the consolidated financial statements. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results may differ from those estimates and these differences could be material.

The areas which require Management to make significant judgments, estimates and assumptions in determining carrying values include but are not limited to:

- i) the inputs used in accounting for the valuation of warrants and options which are included in the statement of financial position;
- ii) the inputs used in accounting for share-based compensation expense in the statement of comprehensive loss;
- iii) the nil provision for asset retirement obligations which is included in the statement of financial position;
- iv) the estimated useful life of property, plant, and equipment;
- v) provisions for taxes are made using the best estimate of the amount expected to be paid based on a qualitative assessment of all relevant factors. The Company reviews the adequacy of these provisions at the end of the reporting period. However, it is possible that at some future date additional liability could result from audits by taxing authorities. Where the final outcome of these tax-related matters is different from the amounts that



Notes to the Interim Financial Statements (Unaudited)

For the three months ended March 31, 2025 and 2024

(Expressed in Canadian dollars unless otherwise noted)

were initially recorded, such differences will affect the tax provisions in the period in which such determination is made.

- vi) the existence and estimated amount of contingencies. See note 10 - *Commitments and Contingencies*).

4. Operating Segments

Geographical information

The Company operates in the gold exploration industry with its activities focused on the exploration and development of gold-bearing properties located in Ghana and Canada.

5. Investments

The Company owns shares in certain companies (“Investments”) operating in the mining industry. At March 31, 2025, the Company’s investments have a fair market value of \$406,056 (December 31, 2024 - \$185,115) based on quoted market prices. See note 11 – *Capital Management*.

The following table summarizes the trading activity regarding the Company's investments for the three months ended March 31, 2025, and the year ended December 31, 2024:

As at	March 31, 2025	December 31, 2024
Balance, beginning of the period	\$185,115	\$123,447
Acquisitions	—	33,750
Transfer from private shares	—	105,248
Disposals	—	(73,629)
Realized loss	—	(12,682)
Change in fair value	220,942	8,981
Balance, end of the period	\$406,056	\$185,115

During the year ended December 31, 2024 the Company disposed of certain private company shares for the consideration of \$1.00.

6. Mineral Properties and Exploration and Evaluation Expenses

GHANA PROPERTIES

As at March 31, 2025, the Company holds interests in three exploration properties in Ghana.

MANFO

During 2011, the Company satisfied the terms of three (2010) definitive option agreements in respect of certain concessions comprising the Manfo Property, pursuant to which the Company had an option to acquire a 100% interest (the “Manfo Option”). The Manfo Option is subject to a) 5% royalty interest, b) a free carried 10% interest held by the Ghanaian government, and c) the right of the Ghanaian government to acquire a further 20% interest on mutually agreed terms, in each of the concessions (the “Government Interest”). The Manfo Property is comprised of the Subriso, Twabidi and Sempokrom concessions. These concession renewals are pending, and such renewals



Notes to the Interim Financial Statements (Unaudited)

For the three months ended March 31, 2025 and 2024

(Expressed in Canadian dollars unless otherwise noted)

are not assured.

The Manfo Property is also subject to a 2% net smelter royalty ("NSR") and the Company has the right to repurchase 1% of the NSR for a payment of US\$4,000,000. The Company (or its successor or permitted assignee) shall pay a discovery bonus totaling the sum of (i) US\$1,000,000 plus (ii) US\$1.00 per ounce of proven and probable gold reserves set out in the first positive feasibility study published or released in respect of the Manfo Property, to the Optionor.

The Company has entered a review period, subject to certain financial conditions, with the Manfo Property Optionor, regarding the NSR repurchase terms. As at March 31, 2025, the Company remains in the review period.

On August 27, 2024, Pelangio entered into a binding letter of intent ("LOI") with MFD Holdings S.A. ("MFD"). The LOI was amended on March 27, 2025, granting MFD the right to acquire a 10% interest in the Manfo Project, by procuring a Preliminary Economic Assessment ("PEA") by a consultant pre-approved by Pelangio on or before March 1, 2026, and either:

- i) Incurring a total of \$1,000,000 in expenditures on or before December 31, 2025;
or
- ii) Overseeing the development of the Manfo Project by resulting in the first gold pour on or before December 31, 2027.

ADJACENT TO MANFO

- i) On February 24, 2025, the Company signed an option agreement to acquire up to an 85% interest in the Nkosuo Project, located adjacent to Pelangio's Manfo Project in the Ashanti Region of Ghana. Consideration for the acquisition includes a) the transfer of a 17% interest in the Manfo Project to the Vendor (the "Nkosuo Option"). If the Nkosuo Option is exercised a joint venture will be formed to hold title to both the Manfo and Nkosuo Projects, with Pelangio holding an 83% interest, and the Vendor holding a 17% interest in both projects (the "Combined Project"). The Nkosuo Option must be exercised by December 15, 2025 or it will terminate.
- ii) The Company has also granted an option to a third party to acquire a 10% interest in the Combined Project (the "Nathawo Option"). Consideration for the Nathawo Option includes the payment of US\$1,000,000 to Pelangio July 5, 2025. If the Company does not exercise the Nkosuo Option, it may either return the funds or use them for the Manfo Project and the Vendor will earn a 10% interest in the Manfo Project. If the funds are returned, the third party will not earn any interest.

DANKRAN

On November 12, 2020, the Company entered into an Option Agreement with BNT Resources Ghana Ltd., ("BNT") to acquire 100% interest in the Subriso-Kokotro concession ("Dankran"), located adjacent to the Company's Obuasi project. To acquire a 100% interest in the Dankran, the Company must a) make aggregate cash payments of US\$300,000 to BNT (paid), b) issue 2,250,000 Pelangio common shares to BNT (issued) ("Option Shares") and c) grant to BNT, a 2% NSR within 10 days of fulfilling all of the cash payments and share issuances. The Option shares were valued at



Notes to the Interim Financial Statements (Unaudited)

For the three months ended March 31, 2025 and 2024

(Expressed in Canadian dollars unless otherwise noted)

\$97,500 based on the quoted market price on the date of issuance. On April 1, 2023, the Company granted BNT the 2% NSR.

On November 11, 2023, the Subriso-Kokotro concession expired. The Company has requested that BNT apply for the renewal of this concession prior to the expiry date. As at March 31, 2025, the concession renewal is pending, and such renewal is not assured.

OBUASI

Pursuant to an option agreement dated May 3, 2006, and satisfied by the Company in 2011, certain Company subsidiaries acquired 100% of a property situated in southwest Ghana, West Africa. (The “Obuasi Property”). The Obuasi Property consists of the Kyereboso #2, Kyereboso #3, Meduma and Adokwae concessions. The Obuasi Property is subject to a) a 5% royalty interest b) a 10% interest currently held by the Ghanaian government and c) the right of the Ghanaian government to acquire a further 20% interest on mutually agreed terms (the “Government Interest”). In addition, the Obuasi Property is subject to a 2% NSR royalty in favour of the Optionor. The renewal applications for the Obuasi Property are pending and such renewals are not assured.

See note 7 (III) – *Share Capital* and note 10 – *Commitments and Contingencies*.

E&E expenditures for the Ghana properties for the three months ended March 31, 2025 and 2024, were as follows:

	Note	2025 ⁽¹⁾	2024 ⁽¹⁾
		\$	\$
Manfo			
Land holding costs		114,793	—
Exploration and evaluation expenditures		5,375	12,941
Recovery costs ⁽²⁾		(4,655)	—
Total Manfo expenses		115,513	12,941
Dankran			
Land holding costs		11,987	—
Exploration and evaluation expenditures		—	660
Total Dankran expenses		11,987	660
Obuasi			
Land holding costs		137,812	—
Exploration and evaluation expenditures		880	4,370
Recovery costs ⁽²⁾		(25,027)	—
Total Obuasi expenses		113,665	4,370
Total Ghana exploration		\$241,165	17,971

(1) Included in E&E for Ghana are the annual mining rights costs assessed to Pelangio. The assessment for fiscal 2025 is US\$135,020 (2024 – US\$135,020 received later in the year).

(2) The reimbursement of Pelangio expenditures relates to the LOI with MFD whereby MFD has committed to spending \$1,000,000 on the Ghana properties as part of its earn-in option.



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Notes to the Interim Financial Statements (Unaudited)

For the three months ended March 31, 2025 and 2024

(Expressed in Canadian dollars unless otherwise noted)

CANADA PROPERTIES

As at March 31, 2025, the Company has three significant and several minor mineral property interests in Canada. Total E&E for the Canadian properties for the three months ended March 31, 2025 is \$75 (March 31, 2024 – \$nil) for mining lease rent.

MANN

Pelangio's Mann Property is located in Mann Township 50 km northeast of the City of Timmins and covers an area of approximately 2km². The twelve patented claims (mining and surface rights) cover a portion of a large ultramafic intrusive complex that is prospective for nickel, copper, cobalt, chromium, PGE's and gold.

GRENFELL

The Grenfell Property consists of certain leases and claims located in Grenfell Township.

On August 19, 2022, the Company entered into an earn-in agreement with Record Gold, on the Company's Grenfell property. Pursuant to the agreement, Record Gold could earn an 80% interest in the Grenfell property by incurring \$2,000,000 of exploration expenditures and making \$60,000 of option payments to the Company. Record Gold did not meet the terms of the earn-in option, and the agreement expired. Pelangio has retained a 100% interest in the property.

BIRCH LAKE

Birch Lake consists of the following:

- (i) a 100% interest in 28 unpatented mining claims in Keigat Lake and Casummit Lake Townships, Ontario. The property is subject to net smelter return royalties of 2%; and
- (ii) a 100% interest in 10 unpatented mining claims in Keigat Lake and Casummit Lake Townships, Ontario.

BIRCH LAKE WEST

The Birch Lake West property consists of certain unpatented claims in the Casummit Lake Township, Ontario, west of and adjacent to the Company's Birch Lake property.

Earn-in Agreement Birch Lake and Birch Lake West

On October 4, 2021, the Company entered into an earn-in agreement with First Mining Gold Corp. ("First Mining") and Gold Canyon Resources Inc. ("Gold Canyon"), a wholly owned subsidiary of First Mining, on Pelangio's Birch Lake and Birch Lake West properties. Gold Canyon may earn up to a 51% interest in the Birch Lake properties with a) cash payments of \$350,000, b) the issuance of 1,300,000 First Mining common shares and c) incurring \$1,750,000 (\$250,000 in 2022 and \$1,500,000 in 2025) of exploration expenditures.

Upon completion of the 51% earn-in, Gold Canyon has the right to earn a further 29% interest for a period of 2 years from the date of exercise of the 51% earn-in right. Gold Canyon may earn an additional 29% interest by: a) making an option payment of \$400,000 in cash or the equivalent in



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For the three months ended March 31, 2025 and 2024

(Expressed in Canadian dollars unless otherwise noted)

shares of First Mining (at First Mining's option) and b) incurring an additional \$1,750,000 of exploration expenditures.

On October 10, 2023, the Company amended the terms of the option agreement with Gold Canyon to include a) the extension of the expiry of the 51% earn-in option from October 2025 to October 2028, b) the total shares to be issued by First Mining were increased to 2,100,000 and c) the total cash payments decreased to \$220,000. On October 10, 2023, the Company received the third cash option payment of \$10,000.

On October 19, 2023, the Company received 250,000 shares of First Mining. The Company recognized \$30,000 option income based on the market value of the shares on the date received.

On July 4, 2024, the Company received a fourth cash option payment of \$10,000.

On October 19, 2024, the Company received 250,000 more shares of First Mining. The Company recognized \$30,000 option income based on the market value of the shares on the date received.

OTHER CANADIAN PROPERTIES

GOWAN

The Gowan Property is a 2.6 km² property located in Gowan Township approximately 27 kilometers northeast of the City of Timmins and approximately 20 km southeast of Glencore's Kidd Creek Mine. The Kidd Creek Mine is a copper zinc Volcanogenic Massive Sulfide ("VMS") deposit hosted in a felsic volcanic suite of rocks. The Gowan Property hosts a historical VMS intercept in a geological environment possibly similar to that found at the Kidd Creek Mine.

POIRIER GOLD

Poirier Gold consists of one mining lease made up of two mining claims in Bristol Township, Ontario. The property is subject to net smelter return royalties of 2%.

HAILSTONE

On July 15, 2019, the Company entered into an option agreement, amended October 1, 2019, and satisfied in 2021, in which it acquired a 90% interest in the Hailstone property, comprised of certain mineral claims located in La Ronge, Northern Mining District, Saskatchewan pursuant to an agreement between First Geolas Consulting and the Company. The property is subject to a 1.5% net smelter royalty ("NSR").

KENOGAMING

On April 28, 2022, the Company agreed to acquire a 100% interest in the Kenogaming Property for 350,000 common shares of the Company. The shares issued were valued at \$35,000 based on the quoted market price on the date of issuance. The property consists of certain claims located in Kenogaming Township and is subject to a 3% NSR, of which 70% is held by a wholly owned subsidiary of the Company. One-third of the 3% NSR can be purchased at any time for \$1,000,000. On March 11, 2025, the Kenogaming Property was sold to GFG Resources Inc. for \$4,500 and the retention of the 3% royalty subject to a 2% buy-out for \$2,000,000.



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For the three months ended March 31, 2025 and 2024

(Expressed in Canadian dollars unless otherwise noted)

DOME WEST

The Dome West Property consists of certain mining cells in Tisdale Township. Pursuant to an agreement dated January 29, 2019, the Company has a right to earn a 100% interest in the property by issuing an aggregate of 500,000 shares, making cash payments of \$220,000 and \$750,000 of exploration expenses. As at December 31, 2023, the Company had made cash payments of \$220,000, issued 500,000 shares and incurred \$450,000 of exploration expenditures. The shares issued were valued at \$99,000 based on the quoted market price on the date of issuance.

In March 2024, it was unanimously agreed between all the parties that the option agreement would be terminated effective December 31, 2023.

7. Share Capital

(i) Authorized

Authorized share capital consists of an unlimited number of common shares without par value.

(ii) Non-brokered private placements:

(a) On March 28, 2024, the Company completed the first tranche of a non-brokered private placement financing ("March Offering") with the issuance of 7,566,666 units, at a price of \$0.015 per unit ("March Unit"), for gross proceeds of \$113,500 ("March Offering"). Each March Unit is comprised of one common share and one common share purchase warrant ("March Warrant"). Each March Warrant entitles the holder thereof to purchase one common share of the Company at a price of \$0.05, until March 28, 2029. The Company paid a finder's fee of \$500 in cash and issued 33,333 finders' warrants. The finders' warrants have the same terms as the March Warrants. See *note 8 – Warrants*.

Certain insiders of the Company participated in the March Offering for an aggregate total of \$85,500.

(b) On April 16, 2024, the Company completed the second and final tranche of the March Offering with the issuance of 25,766,666 March Units, a price of \$0.015 per unit, for gross proceeds of \$386,500. The warrants issued in connection with this tranche have an exercise price of \$0.05 per common share and expiry date of April 16, 2029. The Company paid a finders' fees of \$22,500 in cash and issued 1,500,000 April finders' warrants. The April finders' warrants have the same terms as the March Warrants. See *note 8 – Warrants*.

(c) On October 10, 2024, the Company completed the first tranche of a non-brokered private placement financing (the "October Offering") with the issuance of 11,200,000 units, at a price of \$0.025 per unit ("October Unit") for gross proceeds of \$280,000. Each October Unit is comprised of one common share and one common share purchase warrant ("October Warrant"). Each October Warrant entitles the holder thereof to purchase one common share of the Company at a price of \$0.05, until October 10, 2027. See *note 8 – Warrants*.

(d) On October 17, 2024, the Company completed the second and final tranche of the October Offering with the issuance of 4,800,000 October Units, at a price of \$0.025 per Unit, for gross proceeds of \$120,000. Each warrant in this second tranche entitles the holder thereof to purchase



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one common share of the Company at a price of \$0.05 per common share until October 17, 2027. See note 8 – Warrants.

An officer/director of the Company participated in the final tranche of the October Offering for an aggregate total of \$59,000.

(e) On March 29, 2025, the company completed a non-brokered private placement financing with the issuance of 25,000,000 units (“March 2025 Unit”), at a price of \$0.04 per March 2025 Unit, for gross proceeds of \$1,000,000 (the “March 2025 Offering”). Each March 2025 Unit consists of one common share and one common share purchase warrant for the purchase of one common share at a price of \$0.05 for a period of 36 months from the closing date of the financing. See note 8 – Warrants

(iii) Shares issued for Obuasi Settlement

On February 6, 2024, the Company issued 500,000 common shares to settle the second instalment of \$10,000 to be paid in shares under the terms of the Settlement Agreement.

On July 9, 2024, the Company issued 1,500,000 common shares to settle the third and final instalment of \$30,000 to be paid in shares under the terms of the Settlement Agreement.

8. Equity Reserves

Warrants

(i) On March 28, 2024, in connection with the March Offering, the Company issued a total of 7,566,666 warrants (“March Warrants”). Each March Warrant entitles the holder thereof to purchase one common share of the Company at a price of \$0.05, until March 28, 2029. The Company also issued 33,333 finders’ warrants as finders’ fees. The finders’ warrants have the same terms as the March Warrants. The Company estimated the fair value of the regular and finders’ warrants to be \$nil and \$579 respectively using the residual method of valuation.

(i) On April 16, 2024, in connection with the March Offering, the Company issued a total of 25,766,666 additional March Warrants. Each March Warrant entitles the holder thereof to purchase one common share of the Company at a price of \$0.05, until April 16, 2029. The Company also issued 1,500,000 finders’ warrants (“March Finders’ Warrants”) as finders’ fees. The March Finders’ Warrants have the same terms as the March Warrants. The Company estimated the fair value of the regular and finders’ warrants to be \$nil and \$33,152 using the residual method of valuation.

(ii) On October 10, 2024, in connection with the October Offering, the Company issued 11,200,000 warrants (“October Warrants”). Each October Warrant entitles the holder thereof to purchase one common share of the Company at a price of \$0.05, until October 10, 2027. The Company estimated the fair value of the October warrants to be \$56,000 using the residual method of valuation.

(iii) On October 17, 2024, in connection with the October Offering, the Company issued 4,800,000 October Warrants. Each warrant in this second tranche entitles the holder thereof to purchase one



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common share of the Company at a price of \$0.05 per common share until October 17, 2027. The Company estimated the fair value of the October warrants to be \$nil using the residual method of valuation.

(iv) During the year ended December 31, 2024, a total of 28,313,907 common share purchase warrants expired unexercised. The fair value of \$1,057,684 assigned to these warrants was reclassified to accumulated deficit.

(v) On March 29, 2025, in connection with the March 2025 Offering, the Company issued 25,000,000 March 2025 Warrants. Each March 2025 Warrant entitles the holder thereof to purchase one common share of the Company at a price of \$0.05 per common share until March 29, 2028. The Company estimated the fair value of the March 2025 Warrants to be \$nil using the residual method of valuation.

The following table summarizes the warrant activity during the year ended December 31, 2024 and the three months ended March 31, 2025:

	Number of Warrants	Weighted average exercise price	Weighted average grant date fair value
Balance, December 31, 2023	65,294,906	\$0.30	\$1,440,631
Issued	50,866,665	0.05	89,731
Forfeited, expired	(28,313,907)	(0.05)	(1,057,684)
Balance, December 31, 2024	87,847,664	\$0.05	\$472,678
Issued	25,000,000	\$0.05	\$nil
Balance, March 31, 2025	112,847,664	\$0.05	\$472,678

The following table reflects the Company's warrants outstanding at March 31, 2025:

Exercise Price	Number of Warrants Outstanding	Weighted Average Remaining Contractual Life in Years	Expiry Date
\$0.05	8,148,333	0.59	November 1, 2025
\$0.05	16,872,667	0.72	December 16, 2025
\$0.05	11,200,000	2.53	October 10, 2027
\$0.05	4,800,000	2.55	October 17, 2027
\$0.05	25,000,000	0.66	March 29, 2028
\$0.05	7,210,000	3.50	September 27, 2028
\$0.05	4,749,999	3.54	October 27, 2028
\$0.05	7,599,999	4.00	March 28, 2029
\$0.05	27,266,666	4.05	April 16, 2029
\$0.05	112,847,664	2.79	



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The weighted average life of the outstanding warrants at March 31, 2025 is 2.79 years (December 31, 2024 – 3.01 years).

Share-based compensation

The Company has a share option plan (“SOP”) to assist the Company in attracting, retaining, and motivating directors, key officers, employees and consultants of the Company and to closely align the personal interests of such parties with those of the shareholders by providing them with the opportunity, through options, to acquire common shares of the Company. The maximum number of shares reserved for issuance under the SOP is limited to 10% of the issued and outstanding common shares of the Company. Each stock option converts into one common share of the Company upon exercise. Share options granted under the SOP vest at the discretion of the Board of Directors.

- (i) There were no stock options granted during the year ended December 31, 2024.
- (ii) On February 28, 2025, the Company granted a total of 1,500,000 stock options to directors, officers, employees and consultants. The options have a ten-year expiry and an exercise price of \$0.06. The options vest 25% on the date of grant and 25% every six months until fully vested. A fair value of \$95,480 was estimated for the options using the Black-Scholes option model using the following assumptions: expected life – ten years; expected volatility – 100%; risk-free interest rate - 2.9%; and expected annual dividend rate – nil. For the three months ended March 31, 2025, the Company recorded share-based compensation expense of \$28,603 for the stock options that vested upon issuance.
- (iii) For the three months ended March 31, 2024, the Company recorded share-based compensation expense of \$3,946 for stock options previously granted in 2022.
- (iv) During the three months ended March 31, 2025, a total of 582,500 stock options expired unexercised. The fair value of \$63,600 assigned to these options was reclassified to accumulated deficit.

The risk-free rate for periods within the contractual term of the option is based on the Bank of Canada-administered interest rates in effect at the time of the grant. The Company has assumed that any granted stock options will not be exercised until the expiry date. Expected volatilities are based on historical volatilities of stock prices. Expected forfeiture rates have been assumed to be nil to date.



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The following table summarizes the share-based payments activity during the year ended December 31, 2024 and the three months ended March 31, 2025:

	Number of options	Weighted average exercise price
Balance – December 31, 2023	6,357,500	\$0.13
Forfeited (expired)	(100,000)	(0.32)
Balance – December 31, 2024	6,257,500	\$0.13
Issued	1,500,000	0.06
Expired	(582,500)	(0.13)
Balance – March 31, 2025	7,175,000	\$0.11

The following table summarizes the activity in the Company's share-based payments reserve during the year ended December 31, 2024 and the three months ended March 31, 2025:

	March 31, 2025	December 31, 2024
Balance, beginning of period	\$523,259	\$547,153
Expired options – transferred to deficit	(63,600)	(27,840)
Vesting of options	28,603	3,946
Balance, end of period	\$488,262	\$523,259

The following table summarizes the stock options outstanding as at March 31, 2025:

Options Granted	Exercise Price (\$)	Weighted Average Remaining Contractual Life - Years	Options Exercisable	Expiry Date
417,500	0.14	.34	417,500	May 4, 2025
160,000	0.19	.42	160,000	June 2, 2025
2,052,500	0.17	.85	2,052,000	November 5, 2025
1,525,000	0.12	1.65	1,525,000	August 24, 2026
250,000	0.10	2.33	250,000	April 28, 2027
1,270,000	0.05	2.67	1,270,000	August 31, 2027
1,500,000	0.06	9.92	375,000	February 28, 2035
7,175,000	0.11	3.06	6,050,500	

The weighted average exercise price and weighted average remaining contractual life of options exercisable at March 31, 2025 was \$0.11 and 3.06 years respectively (December 31, 2024 - \$0.13 and 1.47 years).



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9. Related Party Transactions and Key Management Compensation

Effective September 1, 2024, the Company engaged Grove Corporate Services Ltd. (“Grove”) to provide issuer corporate services, (the “Services”), including those provided by the Chief Financial Officer (“CFO”).

The following is the compensation recorded for Key Management, the aggregate of which was paid to individuals, a personal management company and Grove during the three months ended March 31, 2025 and 2024:

Three months ended March 31,	2025	2024
Management fees ⁽¹⁾	\$29,250	\$32,750
Technical management fees ⁽²⁾⁽³⁾	—	14,060
Share-based compensation	22,882	3,946
	\$52,132	\$50,756

- (1) Includes the fees incurred for the CEO, current and former CFO and Corporate Secretary.
- (2) Includes the fees incurred for the Senior V.P. Exploration who invoices the Company through a personal management company. All project costs are allocated to the Company’s E&E on the statement of loss and comprehensive loss.
- (3) During the three months ended March 31, 2025, the Senior V.P. Exploration invoiced the Company for \$14,322 E&E for the Ghana projects, however these expenditures were reimbursed as part of an investor’s earn-in contribution.

Accounts payable and accrued liabilities at March 31, 2025 include amounts owed to two officers or to companies controlled by them in the aggregate \$261,760 (December 31, 2024 - \$255,802) for unpaid management fees and reimbursable expenses. Included in these amounts is \$112,500 owed to the CEO for deferred management compensation. These amounts are unsecured, non-interest bearing and have no fixed terms of repayment.

10. Commitments and Contingencies

The Company’s mining and exploration activities are subject to various laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company believes its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

Employment agreements

As at March 31, 2025, the Company is party to two employment agreements. One of these contracts contains clauses requiring additional payments to be made upon the occurrence of certain events such as change of control. The additional commitments total approximately \$90,000.

Management agreements

Effective September 1, 2024, the Company engaged Grove to provide the Services on a monthly retainer. Termination of the arrangement may be effected by either party with three months termination notice.



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As a triggering event has not taken place, the contingent payments have not been reflected in these Interim Financial Statements.

See note 7 – *Share Capital* – Obuasi legal settlement.

11. Capital Management

The capital of the Company consists of common shares, treasury shares, warrants and options. The Company manages and adjusts its capital structure based on available funds in order to support the acquisition, exploration and development of its exploration and evaluation assets. In order to maintain or adjust its capital structure, the Company may issue new shares, seek debt financing, acquire or dispose of assets or receive cash for the exercise(s) of options and warrants. The Board of Directors does not establish quantitative return on capital criteria for Management but rather relies on the expertise of Management to sustain future development of the business.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There has been no significant change in the risks, objectives, policies and procedures for the three months ended March 31, 2025 or the year ended December 31, 2024.

The Company is not subject to any capital requirements imposed by a lending institution or regulatory body, other than Policy 2.5 of the TSX Venture Exchange (“TSXV”) which requires adequate working capital or financial resources of the greater of (i) \$50,000 and (ii) an amount required in order to maintain operations and cover general and administrative expenses for a period of 6 months. As at March 31, 2025, Management believes that the Company is compliant with Policy 2.5.

Financial risk factors

The Company's risk exposures and the impact on the Company's financial instruments are summarized below. There have been no significant changes in the risks, objectives, policies, and procedures from the previous period.

Credit risk

The Company's credit risk is primarily attributable to cash. The Company has no significant concentration of credit risk arising from operations. Cash may be lodged with reputable financial institutions, in interest-bearing instruments, from which Management believes the risk of loss to be remote.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. At March 31, 2025, the Company had a cash balance of \$1,078,979 to settle current liabilities of \$1,159,759 (December 31, 2024 - \$225,341 to settle current liabilities of \$921,380). The Company's accounts payable and accrued liabilities generally have contractual maturities of less than 30 days and are subject to normal trade terms.



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Interest rate risk

The Company has cash balances in bank accounts. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. The Company is sensitive to changes in the interest rates through interest income earned on its cash balance.

Price risk

Price risk associated with commodity prices is minimal since the Company is not a producing entity. The Company is exposed to price risk with respect to its investments. Unfavourable market conditions could result in the disposition of investments at less than favourable prices.

Fair value of financial instruments

IFRS accounting requires that the Company disclose information about the fair value of its financial assets and liabilities. Fair value estimates are made at the balance sheet date based on relevant market information and information about the financial instrument. These estimates are subjective in nature and involve uncertainties in significant matters of judgment and therefore cannot be determined with precision. Changes in assumptions could significantly affect these estimates.

As at March 31, 2025 and December 31, 2024, the carrying and fair value amounts of the Company's financial instruments, other than marketable securities are approximately the same because of the short-term nature of these instruments.

Fair value measurements are classified using a fair value hierarchy that reflects the significance of the input used in making the measurements. The fair value hierarchy shall have the following levels: (a) quoted market prices (unadjusted) in active markets for identical assets or liabilities (Level 1); (b) inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices) (Level 2); and (c) inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

The Company has determined the carrying values of its financial instruments as follows:

- (i) The carrying values of cash, amounts receivable, accounts payable and accrued liabilities, legal settlement payable and loan repayable approximate their fair values due to the short-term nature of these instruments.
- (ii) Public and private investments are carried at amounts in accordance with the Company's accounting policies as set out in note 3 of the Interim Financial Statements.

The following table summarizes the classification of The Company's financial assets and liabilities:

Classification

Financial assets:

Cash	Amortized cost
Investments (<i>note 5</i>)	FVTPL
Deposits and prepaids	Amortized cost



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Financial liabilities:

Accounts payable and accrued liabilities	Amortized cost
Director loans	Amortized cost

Fair value of financial instruments

As at March 31, 2025 and December 31, 2024, the Company only had Level 1 financial instruments. In prior periods, the Company held certain private company shares classified as Level 2 financial instruments. See Record Resources.

Record Resources

On September 2, 2020, the Company entered into an option agreement with Jubilee Minerals Inc. on its Birch Lake property. Consideration received for this option was 4,667,940 common shares of Record Gold. During 2022, a total of 798,044 (private) shares of Record Gold were exchanged for 798,044 (public) shares of Record Resources.

On March 12, 2024, the TSX-V provided Record Resources and Record Gold approval for the second share exchange. The Company received 3,508,277 shares of Record Resources in exchange for the same number of shares the Company held in Record Gold.

In the fourth quarter of 2024 it was mutually understood and agreed that the final tranche of the remaining 361,619 shares of Record Gold (the "Remaining Shares") would never be exchanged. The Company disposed of the Remaining Shares for the nominal consideration of \$1.00 in order to conclude the option agreement with Record Gold.

Market price of minerals risk

The ability of the Company to develop its properties and the future profitability of the Company is directly related to fluctuations in the market price of certain minerals.

Foreign exchange risk

The Company is subject to foreign exchange risk as some of its operating and investing activities are transacted in currencies other than the Canadian dollar, including the US dollar and the Ghanaian Cedi. The Company is therefore subject to gains and losses due to fluctuations in these currencies relative to the Canadian dollar.

Sensitivity analysis

Based on Management's knowledge and experience of the financial markets, Management believes the following movements are "reasonably possible" over the quarter.

US dollars and Ghana Cedis

As at March 31, 2025, the Company held approximately \$55,998 (December 31, 2024 - \$8,712) of cash balances denominated in US dollars. As at March 31, 2025, the Company had accounts payable and accrued liabilities denominated in US dollars of \$529,465 (December 31, 2024 - \$404,000). A



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5% change in the value of the Canadian dollar compared to the US dollar at March 31, 2025 would result in an increase of \$29,525 (December 31, 2024 - \$11,488) in the net asset value of the Company.

As at March 31, 2025, the Company's cash and liabilities denominated in Ghana Cedis were minimal.

12. Subsequent Event

From April 1, 2025 to May 26, 2025, a total of 3,253,000 warrants, all priced at \$0.05, were exercised for total proceeds of \$162,650.