
Consolidated financial statements of
Maple Gold Mines Ltd.
(An Exploration Stage Company)

For the years ended December 31, 2023 and 2022

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Independent Auditor's Report

To the Shareholders and the Board of Directors of Maple Gold Mines Ltd.

Opinion

We have audited the consolidated financial statements of Maple Gold Mines Ltd. (the "Company"), which comprise the consolidated statements of financial position as at December 31, 2023 and 2022, and the consolidated statements of loss and comprehensive loss, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards ("IFRS").

Basis for Opinion

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

Material Uncertainty related to Going Concern

We draw attention to Note 1 in the financial statements, which indicates that the Company is a resource exploration stage company, which does not generate any revenues. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2023. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Except for the matter described in the Material Uncertainty Related to Going Concern section, we have determined that there are no key audit matters to communicate in our auditor's report.

Other Information

Management is responsible for the other information. The other information comprises Management's Discussion and Analysis.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

/s/ Deloitte LLP

Chartered Professional Accountants
March 27, 2024
Vancouver, British Columbia

Maple Gold Mines Ltd.
Consolidated statements of financial position
As at December 31, 2023 and 2022
(Expressed in Canadian dollars)

	Notes	2023 \$	2022 \$
Assets			
Current assets			
Cash and cash equivalents	4	3,328,457	9,758,175
Marketable securities	5	81,300	—
Sales taxes receivable		137,221	512,272
Other assets	15	739,429	410,427
		4,286,407	10,680,874
Non-current assets			
Property and equipment	6	272,253	515,467
		4,558,660	11,196,341
Liabilities			
Current liabilities			
Accounts payable and accrued liabilities		593,501	716,885
Sales taxes payable		118,780	106,709
Payable to tax authorities	9	142,007	133,738
Share-based payment obligation	12(c)	305,962	343,463
Lease liabilities – current portion	10	211,253	160,668
Loan payable	11	40,000	40,000
		1,411,503	1,501,463
Non-current liabilities			
Share-based payment obligation	12(c)	2,904	64,511
Lease liabilities	10	65,169	276,422
Provision for site reclamation and closure		50,384	50,384
		1,529,960	1,892,780
Equity			
Share capital	12	72,133,153	71,689,848
Reserves	12	15,855,538	15,541,566
Deficit		(84,959,991)	(77,927,853)
		3,028,700	9,303,561
		4,558,660	11,196,341

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

Approved by the Board

/s/ Kiran Patankar

Kiran Patankar, President & CEO

/s/ Michelle Roth

Michelle Roth, Director, Chair of the Board

Maple Gold Mines Ltd.**Consolidated statements of loss and comprehensive loss**

Years ended December 31, 2023 and 2022

(Expressed in Canadian dollars, except share amounts)

		2023	2022
	Notes	\$	\$
Operating expenses (income)			
Exploration and evaluation expenses	7	3,803,117	7,649,983
General and administrative	13	3,980,125	5,923,363
Finance income	7(a)	(926,176)	(764,301)
Finance expense	5,10	175,072	112,083
Amortization of flow-through share premium	8	—	(2,641,200)
Loss and comprehensive loss for the year		7,032,138	10,279,928
Basic and diluted loss per share		0.02	0.03
Weighted average number of common shares outstanding (basic and diluted)		339,109,675	336,185,486

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

Maple Gold Mines Ltd.

Consolidated statements of changes in equity

Years ended December 31, 2023 and 2022

(Expressed in Canadian dollars, except share amounts)

	Notes	Share capital		Reserves			Total	
		Number	Amount	Share-based payments reserve	Warrants reserve	Total reserves		Deficit
			\$	\$	\$	\$	\$	
Balance, January 1, 2022		335,054,172	71,154,922	4,490,642	9,901,987	14,392,629	(67,647,925)	17,899,626
Shares issued for exploration property	12(b)	398,851	100,000	—	—	—	—	100,000
Shares issued on vesting of RSUs	12(b)	516,668	180,001	(180,001)	—	(180,001)	—	—
Options exercised	12(b)	1,650,000	254,925	(89,925)	—	(89,925)	—	165,000
Share-based payments	12(c)	—	—	1,430,707	—	1,430,707	—	1,430,707
RSU modifications		—	—	(11,844)	—	(11,844)	—	(11,844)
Comprehensive loss		—	—	—	—	—	(10,279,928)	(10,279,928)
Balance, December 31, 2022		337,619,691	71,689,848	5,639,579	9,901,987	15,541,566	(77,927,853)	9,303,561
Shares issued for exploration property	12(b)	767,573	125,000	—	—	—	—	125,000
Shares issued on vesting of RSUs	12(b)	1,229,996	300,598	(300,598)	—	(300,598)	—	—
Options exercised	12(b)	100,100	17,707	(5,693)	—	(5,693)	—	12,014
Share-based payments	12(c)	—	—	622,263	—	622,263	—	622,263
RSU modifications		—	—	(2,000)	—	(2,000)	—	(2,000)
Comprehensive loss		—	—	—	—	—	(7,032,138)	(7,032,138)
Balance, December 31, 2023		339,717,360	72,133,153	5,953,551	9,901,987	15,855,538	(84,959,991)	3,028,700

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

Maple Gold Mines Ltd.
Consolidated statements of cash flows
Years ended December 31, 2023 and 2022
(Expressed in Canadian dollars)

	2023	2022
	\$	\$
Operating activities		
Loss for the year	(7,032,138)	(10,279,928)
Adjustments for		
Depreciation	219,110	212,919
Share-based payments	620,263	1,418,863
Shares issued for exploration property	125,000	100,000
Amortization of flow-through share premium	—	(2,641,200)
Finance expense	58,372	26,156
Loss on disposal of property and equipment	15,454	—
Changes in non-cash working capital items		
Sales taxes receivable	375,051	(478,758)
Prepaid expenses and deposits	(329,002)	(249,662)
Accounts payable and accrued liabilities	(123,384)	(253,440)
Sales taxes payable	12,071	83,729
Share-based payment obligation	(99,108)	76,089
Payable to tax authorities	8,269	(57,132)
	(6,150,042)	(12,042,364)
Investing activities		
Acquisition of property and equipment	(6,850)	(46,494)
Acquisition of marketable securities	(516,875)	—
Disposition of marketable securities	450,420	—
Proceeds on disposal of property and equipment	15,500	—
	(57,805)	(46,494)
Financing activities		
Proceeds from option exercise	12,014	165,000
Repayment of lease liabilities	(233,885)	(223,048)
	(221,871)	(58,048)
Net change in cash and cash equivalents	(6,429,718)	(12,146,906)
Cash and cash equivalents, beginning of year	9,758,175	21,905,081
Cash and cash equivalents, end of year	3,328,457	9,758,175

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

Maple Gold Mines Ltd.

Notes to the consolidated financial statements

Years ended December 31, 2023, and 2022

(Expressed in Canadian dollars, unless otherwise stated)

1. Corporate information

Maple Gold Mines Ltd. (the "Company" or "Maple Gold") is a company domiciled in Canada. Maple Gold was incorporated on June 3, 2010, under the Ontario Business Corporations Act and was continued under the Canada Corporations Act by articles of continuance dated June 22, 2011, and subsequently was continued under the British Columbia Business Corporations Act on January 7, 2021. The address of the Company's registered office is 2200-885 West Georgia Street, Vancouver, BC V6C 3E8. The Company is primarily involved in the exploration of mineral properties in Quebec, Canada.

These consolidated financial statements have been prepared based on accounting principles applicable to a going concern, which contemplates the realization of assets and discharge of liabilities and commitments in the normal course of business for the foreseeable future.

As the Company does not have production activities that generate revenue, its current funding sources consist of proceeds from the issuance of common shares of the Company and contributions by the Company's JV partner to be used to explore its mineral properties. The Company believes that it has adequate financial resources to maintain its minimum obligations; however, the Company's ability to continue as a going concern is dependent on its ability to obtain additional sources of financing to successfully explore and evaluate its mineral properties and, ultimately, to achieve profitable operations. As such, there is a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

These financial statements do not include any adjustments to the amounts and classification of assets and liabilities that may be necessary should the Company be unable to continue as a going concern, and any such adjustments may be material.

2. Basis of presentation

(a) Statement of compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS").

These consolidated financial statements were approved and authorized for issuance by the Board of Directors of the Company on March 25, 2024.

(b) Basis of preparation and consolidation

These consolidated financial statements have been prepared on a historical cost basis. The presentation currency is the Canadian dollar; therefore, all amounts are presented in Canadian dollars unless otherwise noted.

These consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries). Control exists when the Company has power over an investee, exposure or rights, to variable returns from its involvement with the investee and the ability to use its power over the investee to affect the amount of the Company's returns.

On January 11, 2021, the Company incorporated a wholly-owned subsidiary, MGM Douay Gold Project Ltd, under the Canada Business Corporations Act. MGM Douay Gold Project Ltd. is the Company's only subsidiary.

Maple Gold Mines Ltd.

Notes to the consolidated financial statements

Years ended December 31, 2023, and 2022

(Expressed in Canadian dollars, unless otherwise stated)

2. Basis of presentation (continued)

(c) *Critical accounting judgments and estimates*

The preparation of the consolidated financial statements in conformity with IFRS requires management to select accounting policies and make estimates and judgments that may have a significant impact on the consolidated financial statements. Estimates are continuously evaluated and are based on management's experience and expectations of future events that are believed to be reasonable under the circumstances. Actual outcomes may differ from these estimates.

Critical judgments exercised in applying accounting policies, apart from those involving estimates, that have the most significant effect on the amounts recognized in the consolidated financial statements are as follows:

(i) *Going concern*

Management considers whether there exists any event(s) or condition(s) that may cast significant doubt on the Company's ability to continue as a going concern. Considerations take into account all available information about the future including the availability of equity financing and JV partner contributions as well as the Company's working capital balance and future commitments.

(ii) *Leases*

Management applies judgment to determine whether a contract is, or contains, a lease from both a lessee and lessor perspective. This assessment is based on whether the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration. Key judgements include whether a contract identifies an asset (a portion of an asset may be identified), whether the lessee obtains substantially all of the economic benefits of the asset over the contract term, and whether the lessee has the right to direct the asset's use. Judgment is also applied in determining the rate used to discount the lease payments. Management applies its best estimate with respect to the likelihood of renewal, extension and termination option exercise in determining the lease term.

Management makes estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of expenses during the reporting period. Significant areas requiring the use of management estimates include:

(i) *Share-based compensation*

The Company determines the fair value of share options granted using the Black-Scholes option pricing model. This option pricing model requires the development of market-based subjective inputs, including the risk-free interest rate, expected price volatility and expected life of the option. Changes in these inputs and the underlying assumption used to develop them can materially affect the fair value estimate.

(ii) *Income taxes*

The provision for income taxes and composition of income tax assets and liabilities requires management's judgment. The application of income tax legislation also requires judgment in order to interpret legislation and to apply those findings to the Company's transactions.

Maple Gold Mines Ltd.

Notes to the consolidated financial statements

Years ended December 31, 2023, and 2022

(Expressed in Canadian dollars, unless otherwise stated)

2. Basis of presentation (continued)

(d) Accounting policies adopted during the year

IAS 1 – Presentation of Financial Statements ("IAS 1") and IFRS Practice Statement 2, Making Materiality Judgements – Disclosure of Accounting Policies (the "Practice Statement")

In February 2021, the IASB issued amendments to IAS 1 and the Practice Statement to provide guidance on the application of materiality judgments to accounting policy disclosures. The amendments to IAS 1 replace the requirement to disclose 'significant' accounting policies with a requirement to disclose 'material' accounting policies. Guidance and illustrative examples are added in the Practice Statement to assist in the application of materiality concept when making judgments about accounting policy disclosures. The adoption of these amendments did not materially impact these consolidated financial statements.

IAS 8 – Improving accounting policy disclosures and clarifying distinction between accounting policies and accounting estimates (Amendments to IAS 8)

The amendments to IAS 8 clarify how companies distinguish changes in accounting policies from changes in accounting estimates. That distinction is important because changes in accounting estimates are applied prospectively only to future transactions and other future events, but changes in accounting policies are generally also applied retrospectively to past transactions and other past events. The amendments are effective for annual reporting periods beginning on or after January 1, 2023. There was no material impact as a result of IAS 8 amendments, on the consolidated financial statements.

IAS 12 – Deferred Tax related to assets and liabilities arising from a single transaction (Amendments to IAS 12)

In May 2021, the IASB issued targeted amendments to IAS 12 - Income Taxes to specify how companies account for deferred tax on transactions such as leases and decommissioning obligations. In specific circumstances, companies are exempt from recognizing deferred tax when they recognize assets or liabilities for the first time. Previously, there had been some uncertainty about whether the exemption applied to transactions such as leases and decommissioning obligations transactions for which companies recognize both an asset and a liability. The amendments clarify that the exemption does not apply and that companies are required to recognize deferred tax on such transactions. The aim of the amendments is to reduce diversity in the reporting of deferred tax on leases and decommissioning obligations. The amendments are effective for annual reporting periods beginning on or after January 1, 2023, with early application permitted. The amendment was adopted on January 1, 2023, and the implementation of this amendment did not have a material impact on the consolidated financial statements.

(e) Accounting policies not yet adopted

Issued but not yet effective - Amendments to IAS 1 – Presentation of Financial Statements

In January 2020 and October 2022, the IASB issued an amendment to IAS 1, Presentation of Financial Statements, to clarify the requirements under the standard for classifying a liability as non-current in nature. The amendments include:

- Specifying that an entity's right to defer settlement must exist at the end of the reporting period;
- Clarifying that classification is unaffected by management's intentions or expectations about whether the entity will exercise its right to defer settlement;
- Specifying that covenants whose compliance is assessed after the reporting date do not affect the classification of debt as current or non-current at the reporting date. Instead, disclosure of information about these covenants in the notes to the financial statements is required; and

Maple Gold Mines Ltd.

Notes to the consolidated financial statements

Years ended December 31, 2023, and 2022

(Expressed in Canadian dollars, unless otherwise stated)

2. Basis of presentation (continued)

(e) Accounting policies not yet adopted (continued)

- Clarifying if the settlement of a liability refers to the transfer of cash, equity instruments, other assets or services.

Based on the currently available information, the Company does not anticipate any material impact from these amendments on its financial statements.

(f) Prior year comparatives

Certain prior year comparatives have been reclassified to conform with current year presentation.

3. Material accounting policy information

(a) Foreign currency translation

The consolidated financial statements of the Company are prepared in its functional currency determined on basis of the primary economic environment in which it operates. The presentation and functional currency of the Company is the Canadian dollar.

Transactions in currencies other than the functional currency are recorded at the rates of exchange prevailing at the transaction dates. At each reporting date, monetary items denominated in foreign currencies are translated into the entity's functional currency at the then prevailing rates and non-monetary items measured at historical cost are translated into the entity's functional currency at rates in effect at the date the transaction took place.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous consolidated financial statements are included in the consolidated statement of loss and comprehensive loss for the period in which they arise.

(b) Cash and cash equivalents

Cash and cash equivalents consist of highly liquid short-term investments that are readily convertible to cash and have maturities with terms of less than ninety days and/or with original maturities over ninety days but redeemable on demand without penalty.

(c) Joint arrangements

The Company undertakes some of its exploration and evaluation activities through joint arrangements. A joint arrangement is an arrangement over which two or more parties have joint control. Joint control is the contractually agreed sharing of control over an arrangement which exists only when the decisions about the relevant activities (being those that most significantly affect the returns from the arrangement) require the unanimous consent of the parties sharing control. The Company currently has one type of joint arrangement, being the joint operation described in note 7(a).

Maple Gold Mines Ltd.

Notes to the consolidated financial statements

Years ended December 31, 2023, and 2022

(Expressed in Canadian dollars, unless otherwise stated)

3. Material accounting policies (continued)

(c) Joint arrangements (continued)

A joint operation is a joint arrangement in which the parties with joint control of the arrangement have rights to the assets and obligations for the liabilities relating to the arrangement. In relation to its interests in joint operations, the consolidated financial statements of the Company include:

- Assets, including its share of any assets held jointly;
- Liabilities, including its share of any liabilities incurred jointly; and
- Exploration and evaluation expenses, including its share of any expenses incurred jointly.

All such amounts are measured in accordance with the terms of each arrangement which are in proportion to the Company's interest in each asset, liability, income and expense of the joint operation.

When the Company, acting as Lead Manager of the joint operation, receives reimbursement of direct costs recharged to the joint operation, such recharges represent reimbursements of costs that the Company incurred as an agent for the joint operation, and therefore have no effect on profit or loss.

When the Company charges a fee to cover other costs incurred, such as reimbursement for leasing fees, in carrying out the activities on behalf of the joint operation, it is not acting as an agent. Therefore, the general overhead expenses and the management fee are recognized in the consolidated statement of loss and comprehensive loss as an exploration and evaluation expense and finance income, respectively.

Amounts received from the joint operation's other operator are deferred to the extent that the Company has future committed funding performance obligations to the joint operation. The deferred amounts are recognized as income as the Company fulfills its funding performance obligation by incurring exploration and evaluation expenditures at the joint operation. To the extent that there are no future committed funding performance obligations, amounts received are recognized directly into finance income.

(d) Property and equipment

Property and equipment is stated at cost less accumulated amortization and impairment losses. Amortization is calculated using the straight-line method over the estimated useful lives as follows:

Camp equipment	5 years
Computer equipment	3 years
Leasehold improvements	Lower of term of lease or economic life
Office furniture	Lower of term of lease or economic life

Amortization methods, useful lives and residual values are reviewed periodically and at each financial year end and adjusted, if appropriate.

Maple Gold Mines Ltd.

Notes to the consolidated financial statements

Years ended December 31, 2023, and 2022

(Expressed in Canadian dollars, unless otherwise stated)

3. Material accounting policies (continued)

(e) Exploration and evaluation expenses

Title to mineral properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing historical characteristic of many properties. The Company has investigated title to its mineral property and, to the best of its knowledge title to its property is in good standing.

The costs of acquiring rights to explore, exploratory drilling and related costs incurred on sites without an existing mine and on areas outside the boundary of a known mineral deposit which contain proven and probable reserves are exploration and evaluation expenses and are expensed as incurred to the date of establishing that costs incurred are economically recoverable. Exploration and evaluation expenses incurred subsequent to the establishment of economic recoverability are capitalized and included in the carrying amount of the related mining property.

Management uses the following criteria in its assessments of economic recoverability and probability of future economic benefit:

- (i) Geology: there is sufficient geologic certainty of converting a mineral deposit into a proven and probable reserve. There is a history of conversion to reserves at operating mines;
- (ii) Scoping, prefeasibility or feasibility: there is a scoping study, prefeasibility or preliminary feasibility study that demonstrates the additional reserves and resources will generate a positive commercial outcome. Known metallurgy provides a basis for concluding there is a significant likelihood of being able to recover the incremental costs of extraction and production;
- (iii) Accessible facilities: the mineral deposit can be processed economically at accessible mining and processing facilities where applicable;
- (iv) Life of mine plans: an overall life of mine plan and economic model to support the economic extraction of reserves and resources exists. A long-term life of mine plan and supporting geological model identifies the drilling and related development work required to expand or further define the existing ore body; and
- (v) Authorizations: operating permits and feasible environmental programs exist or are obtainable.

Prior to capitalizing exploratory drilling, evaluation, development and related costs, management determines that the following conditions have been met:

- (i) It is probable that a future economic benefit will flow to the Company;
- (ii) The Company can obtain the benefit and controls access to it;
- (iii) The transaction or event giving rise to the future economic benefit has already occurred; and
- (iv) Costs incurred can be measured reliably.

Maple Gold Mines Ltd.

Notes to the consolidated financial statements

Years ended December 31, 2023, and 2022

(Expressed in Canadian dollars, unless otherwise stated)

3. Material accounting policies (continued)

(f) Provisions

Provisions are recorded when a present legal or constructive obligation exists as a result of past events where it is probable that an outflow of resources embodying economic benefit will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made.

(g) Impairment of property and equipment

At each reporting date, the Company reviews the carrying amounts of its assets to determine whether there are any indicators of impairment. If any such indicator exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any.

Where the asset does not generate cash inflows that are independent from other assets, the Company estimates the recoverable amount of the cash-generating unit ("CGU") to which the asset belongs. Any intangible asset with an indefinite useful life is tested for impairment annually and whenever there is an indication that the asset may be impaired. An asset's recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value, using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount is reduced to the recoverable amount and an impairment loss is recognized immediately in the consolidated statement of loss and comprehensive loss. Where an impairment subsequently reverses, the carrying amount is increased to the revised estimate of recoverable amount but only to the extent that this does not exceed the carrying value that would have been determined if no impairment had previously been recognized. A reversal of impairment is recognized in the consolidated statement of loss and comprehensive loss.

(h) Share-based compensation

Equity-settled share-based Option Plan

From time to time, the Company grants stock options to employees and non-employees. An individual is classified as an employee, versus a non-employee, when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee.

Maple Gold Mines Ltd.

Notes to the consolidated financial statements

Years ended December 31, 2023, and 2022

(Expressed in Canadian dollars, unless otherwise stated)

3. Material accounting policies (continued)

(h) Share-based compensation (continued)

The fair value of stock options, measured using the Black-Scholes option pricing model at the date of grant, is charged to the consolidated statement of loss and comprehensive loss over the vesting period. Performance vesting conditions and forfeitures are taken into account by adjusting the number of equity instruments expected to vest at each reporting date so that, ultimately, the cumulative amount recognized over the vesting period is based on the number of options that eventually vest.

Where the terms and conditions of options are modified before they vest, any increase in the fair value of the options, measured immediately before and after the modification, is also charged to the consolidated statement of loss and comprehensive loss over the remaining vesting period.

Share-based payments to non-employees are measured at the fair value of the goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured and are recorded at the date the goods or services are received.

When the value of goods or services received in exchange for a share-based payment cannot be reliably estimated, the fair value is measured by use of the Black-Scholes option pricing model. The expected life used in the model is adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioral considerations.

All equity-settled share-based payments are recorded in equity reserves until exercised. Upon exercise, shares are issued from treasury and the amount previously recorded in equity reserves is reclassified to share capital along with any consideration paid.

Restricted Share Unit ("RSU") Plan and Deferred Share Unit ("DSU") Plan

The Company adopted an RSU and DSU plan for its employees, directors and eligible consultants. The Company determines whether to account for RSUs or DSUs, as the case maybe, as equity-settled or cash-settled share-based payment based on the contractual terms of the arrangement.

At grant date, the fair value of RSUs or DSUs is estimated using the quoted market price of the underlying common shares of the Company and expensed over the vesting period as share-based payment in the consolidated statement of loss and comprehensive loss, with a corresponding increase in equity for an equity-settled award or with a corresponding recognition of liability for a cash-settled award; and in the case of the latter, the liability is marked to market using quoted market price of the underlying common shares at the end of each reporting period.

(i) Flow-through common shares

Canadian income tax legislation permits companies to issue flow-through instruments whereby the income tax deductions generated by eligible expenditures of the Company, defined in the Income Tax Act (Canada) as qualified Canadian exploration expenses, are claimed by the investors rather than by the Company. Shares issued on a flow-through basis are typically sold at a premium above the market share price which relates to the tax benefits that will flow through to the investors. The Company often issues flow-through shares as part of its equity financing transactions in order to fund its exploration activities. The Company estimates the portion of the proceeds attributable to the premium as being the excess of the flow-through share price over the market share price of the common shares without the flow-through feature at the time of subscription. The premium is recorded as a

Maple Gold Mines Ltd.

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Years ended December 31, 2023, and 2022

(Expressed in Canadian dollars, unless otherwise stated)

3. Material accounting policies (continued)

(i) *Flow-through common shares (continued)*

liability which represents the Company's obligation to spend the flow-through funds on eligible expenditures and is amortized through the consolidated statement of loss and comprehensive loss as the eligible expenditures are incurred.

(j) *Income taxes*

Income tax reported in the consolidated statement of loss and comprehensive loss for the period presented comprises current and deferred income tax. Income tax is recognized in the consolidated statement of loss and comprehensive loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current income tax for the Company is based on the local taxable income at the local statutory tax rate enacted or substantively enacted at the reporting date and includes any adjustments to tax payable or recoverable with regards to previous periods.

Deferred income tax is determined using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred income tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using the expected future tax rates enacted or substantively enacted at the reporting date.

A deferred income tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred income tax assets and liabilities are offset only when there is a legally enforceable right to set off current tax assets against current tax liabilities, when they relate to income taxes levied by the same taxation authority and the Company intends to settle its tax assets and liabilities on a net basis.

(k) *Loss per share*

Basic loss per share is calculated by dividing the net loss available to common shareholders by the weighted average number of shares outstanding during the reporting period. The diluted loss per share is calculated by dividing the net loss available to common shareholders by the weighted average number of shares outstanding on a diluted basis. The weighted average number of shares outstanding on a diluted basis takes into account the additional shares for the assumed exercise of stock options and warrants, if dilutive. The number of additional shares is calculated by assuming that outstanding stock options were exercised and that the proceeds from such exercises were used to acquire common stock at the average market price during the reporting period.

(l) *Leased assets*

Lessee

The Company assesses whether a contract is or contains a lease, at inception of a contract. The Company recognizes a ROU asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, at the commencement of the lease, with the following exceptions: (i) the Company has elected not to recognize ROU assets and liabilities for leases where the total lease term is less than or equal to 12 months, or (ii) for leases of low value. The payments for such leases are recognized in the consolidated statement of loss and comprehensive loss on a straight-line basis over the lease term.

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Notes to the consolidated financial statements

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(Expressed in Canadian dollars, unless otherwise stated)

3. Material accounting policies (continued)

(l) Leased assets (continued)

Lessee (continued)

The ROU asset is initially measured based on the present value of lease payments, lease payments made at or before the commencement day, and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses. The ROU asset is depreciated over the shorter of the lease term or the useful life of the underlying asset. The ROU asset is subject to testing for impairment if there is an indicator of impairment.

The lease liability is initially measured at the present value of lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease, if this rate cannot be readily determined, the Company uses its incremental borrowing rate. Lease payments include fixed payments less any lease incentives, and any variable lease payments where variability depends on an index or rate. When the lease contains an extension or purchase option that the Company considers reasonably certain to be exercised, the cost of the option is included in the lease payments.

ROU assets are included in property and equipment, and the lease liability is presented as a separate line in the consolidated statement of financial position.

Variable lease payments that do not depend on an index or rate are not included in the measurement of the ROU asset and lease liability. The related payments are recognized as an expense in the period in which the triggering event occurs and are included in the consolidated statement of loss and comprehensive loss.

Lessor

Lessor leases are classified as either operating leases or finance leases according to the substance of the contract. Leases transferring substantially all of the risks incidental to asset ownership are classified as finance leases, while all other leases are classified as operating leases. Subleases are classified as either operating or finance leases in reference to the ROU asset arising from the head lease.

Assets under finance lease are recognized in finance lease receivables at the value of the net investment in the lease. The net investment in the lease is measured at the net present value of the future amounts receivable, discounted using the interest rate implicit in the lease, if this rate cannot be readily determined, the Company uses its incremental borrowing rate. Finance income is recognized over the lease term in a pattern reflecting a consistent rate of return on the finance lease receivable.

(m) Financial instruments

The Company recognizes financial assets and liabilities on its consolidated statement of financial position when it becomes a party to the contract creating the asset or liability.

On initial recognition, all financial assets and liabilities are recorded by the Company at fair value, net of attributable transaction costs, except for financial assets and liabilities classified as FVTPL for which transaction costs are expensed in the period in which they are incurred.

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3. Material accounting policies (continued)

(m) Financial instruments (continued)

Amortized cost

Financial assets that meet the following conditions are measured subsequently at amortized cost:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows, and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The amortized cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortization using effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. Interest income is recognized using the effective interest method.

The Company's financial assets at amortized cost primarily include cash and deposits.

Financial assets measured subsequently at fair value through profit or loss ("FVTPL")

By default, all other financial assets are measured subsequently at FVTPL.

The Company, at initial recognition, may also irrevocably designate a financial asset as measured at FVTPL if doing so eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise from measuring assets or liabilities or recognizing the gains and losses on them on different bases.

Financial assets measured at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognized in profit or loss to the extent they are not part of a designated hedging relationship. Fair value is determined in the manner described in note 16.

Financial liabilities and equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all its liabilities. Equity instruments issued by the Company are recognized at the proceeds received, net of direct issue costs. Repurchase of the Company's own equity instruments is recognized and deducted directly in equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities that are not contingent consideration of an acquirer in a business combination, held for trading or designated as at FVTPL, are measured at amortized cost using the effective interest method.

The Company's financial liabilities at amortized cost primarily include accounts payable and accrued liabilities and loan payable.

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Notes to the consolidated financial statements

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4. Cash and cash equivalents

	December 31, 2023	December 31, 2022
	\$	\$
Components of cash and cash equivalents		
Cash	721,617	1,398,645
Cash equivalents	2,606,840	8,359,530
	3,328,457	9,758,175

5. Marketable securities

Marketable securities comprise the Company's investment in the shares of a public company, which had a fair value of \$81,300 on December 31, 2023 (December 31, 2022 – \$nil).

During the year ended December 31, 2023, a portion of these shares were disposed of. As the remaining shares are held at fair value, an unrealized adjustment of \$14,845 was recognized during the year ended December 31, 2023 (December 31, 2022 – \$nil).

	Year ended December 31,	
	2023	2022
	\$	\$
Balance, beginning of year	—	—
Shares purchased	516,875	—
Sale of shares	(450,420)	—
Fair value adjustment	14,845	—
Balance, end of year	81,300	—

Subsequent to year-end, on January 4, 2024, the Company sold the marketable securities held for \$85,383, resulting in a gain on disposal of \$4,083.

Maple Gold Mines Ltd.

Notes to the consolidated financial statements

Years ended December 31, 2023, and 2022

(Expressed in Canadian dollars, unless otherwise stated)

6. Property and equipment

	Right of use assets \$	Camp equipment \$	Computer equipment \$	Office furniture \$	Leasehold improvements \$	Total \$
Cost						
Balance, December 31, 2021	727,176	76,558	137,683	26,954	115,137	1,083,508
Additions	438,997	46,494	—	—	—	485,491
Balance, December 31, 2022	1,166,173	123,052	137,683	26,954	115,137	1,568,999
Additions	—	6,850	—	—	—	6,850
Disposals	—	(41,274)	—	—	—	(41,274)
Balance, December 31, 2023	1,166,173	88,628	137,683	26,954	115,137	1,534,575
Accumulated depreciation						
Balance, December 31, 2021	552,377	38,380	128,902	18,398	102,556	840,613
Depreciation	179,115	19,960	3,789	5,023	5,032	212,919
Balance, December 31, 2022	731,492	58,340	132,691	23,421	107,588	1,053,532
Depreciation	193,616	13,992	3,444	3,023	5,033	219,108
Disposals	—	(10,318)	—	—	—	(10,318)
Balance, December 31, 2023	925,108	62,014	136,135	26,444	112,621	1,262,322
Net book value						
December 31, 2022	434,681	64,712	4,992	3,533	7,549	515,467
December 31, 2023	241,065	26,614	1,548	510	2,516	272,253

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Notes to the consolidated financial statements

Years ended December 31, 2023, and 2022

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7. Exploration and evaluation expenses

The exploration and evaluation expenses, which have been incurred, are as follows:

	For the year ended December 31,									
	Douay	Joutel	Eagle	Morris	2023	Douay	Joutel	Eagle	Morris	2022
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
Acquisition costs	—	—	250,000	—	250,000	—	—	200,000	—	200,000
Airborne survey	—	—	—	—	—	31,509	5,198	—	—	36,707
Camp set up, camp costs and field supplies	370,775	96,111	88,380	—	555,266	105,553	230,736	639,545	—	975,834
Depreciation	31,246	—	—	—	31,246	24,273	—	—	—	24,273
Drilling and core assaying	779,191	416,482	460,663	—	1,656,336	600,365	1,553,794	2,617,953	—	4,772,112
Equipment rental and fuel	13,248	32,517	—	—	45,765	8,051	15,255	5,621	—	28,927
Environmental	—	—	161,756	—	161,756	—	—	—	—	—
Geology	65,908	13,546	12,771	800	93,025	29,990	34,847	8,270	—	73,107
Geophysics	45,762	18,991	30,998	—	95,751	—	—	153,617	126,805	280,422
Licenses and permits	13,413	6,198	1,468	3,804	24,883	7,795	4,435	1,308	—	13,538
Other exploration support costs	56,628	221	150	—	56,999	(9,291)	4,339	88,372	—	83,420
Salaries and benefits	434,952	158,419	174,075	—	767,446	122,470	277,685	572,858	429	973,442
Share based payments	42,665	—	21,979	—	64,644	121,634	—	62,660	—	184,294
	1,853,788	742,485	1,202,240	4,604	3,803,117	1,042,349	2,126,289	4,350,204	127,234	7,646,076
Mineral exploration tax credits	—	—	—	—	—	3,907	—	—	—	3,907
	1,853,788	742,485	1,202,240	4,604	3,803,117	1,046,256	2,126,289	4,350,204	127,234	7,649,983

Maple Gold Mines Ltd.

Notes to the consolidated financial statements

Years ended December 31, 2023, and 2022

(Expressed in Canadian dollars, unless otherwise stated)

7. Property and equipment (continued)

(a) Douay and Joutel

On February 2, 2021, the Company and Agnico Eagle Mines Limited ("Agnico") entered into the Joint Venture Agreement ("JV Agreement") pursuant to which the parties agreed to form a 50-50 joint operation (the "JV"), which combined the Company's Douay Gold Project ("Douay") and Agnico's Joutel Project ("Joutel") into a consolidated joint property package. Douay and Joutel (the latter hosting Agnico's past-producing Telbel mine) are contiguous properties located in the James Bay subregion of Northern Quebec.

The terms and conditions of the JV Agreement provide that: (i) Agnico will fund the joint operation \$16,000,000 in exploration expenses, and fund \$2,000,000 directly to the Company over a four-year period; (ii) the Company will fund \$2,000,000 in exploration expenses over the same four-year period and contribute Property and Equipment with an approximate value of \$40,000 located at the Douay Gold Project; (iii) Agnico and the Company in year one will jointly fund an additional \$500,000 in exploration on the western portion of Douay; and (iv) Agnico and the Company will each be granted a 2% Net Smelter Returns Royalty ("NSR") on the property that they contribute to the joint operation, with respective aggregate buyback provisions of \$40 million.

Committed funding to the JV from both operators is expected to occur as follows: \$4,000,000 in each of years one and two; \$5,000,000 in year three; and \$5,500,000 in year four. These funds will be allocated based on management committee budgets. Agnico and Maple Gold will contribute proportionately for expenditures thereafter. As at December 31, 2023, Agnico has contributed \$10,250,000 (out of \$16,250,000) to the JV and \$1,250,000 (out of \$2,000,000) to the Company and the Company has contributed \$6,612,000 (out of \$2,250,000) to the JV. The Company and Agnico are reviewing budget and funding requirements for year four and over/under contributions to-date.

Amounts received by the Company from Agnico are deferred to the extent that the Company has future committed funding performance obligations to the joint operation. The deferred amounts are recognized as other income as the Company fulfills its funding performance obligation by incurring exploration and evaluation expenditures at the joint operation.

During the year ended December 31, 2023, the Company received \$500,000 from Agnico with regard to Agnico's year three contribution to the Company, in accordance with the terms outlined above. During the year ended December 31, 2023, \$500,000 (December 31, 2022 - \$500,000) of this contribution was incurred on qualified exploration expenditures and has been recognized in finance income on the consolidated statements of loss and comprehensive loss.

(b) Eagle

On July 19, 2021, the Company announced that it had entered into an option agreement with Globex Mining Enterprises Inc. ("Globex") to acquire a 100% interest in the Eagle Mine Property ("Eagle") in Quebec. The Company can earn a 100% interest in Eagle by completing payments to Globex totaling \$1.2 million in cash and shares over five years and incurring exploration expenditures on Eagle of \$1.2 million over a four-year period as outlined in the table below:

Date	Cash payments		Shares		Cumulative exploration expenditures	
	\$		\$		\$	
On signing	50,000	<i>Paid</i>	50,000	<i>Issued</i>	—	
January 16, 2022	50,000	<i>Paid</i>	50,000	<i>Issued</i>	200,000	<i>Incurred</i>
July 16, 2022	50,000	<i>Paid</i>	50,000	<i>Issued</i>	200,000	<i>Incurred</i>
January 16, 2023	62,500	<i>Paid</i>	62,500	<i>Issued</i>	200,000	<i>Incurred</i>
July 16, 2023	62,500	<i>Paid</i>	62,500	<i>Issued</i>	500,000	<i>Incurred</i>
July 16, 2024	75,000		75,000		800,000	<i>Incurred</i>
July 16, 2025	100,000		100,000		1,200,000	<i>Incurred</i>
July 16, 2026	150,000		150,000		1,200,000	<i>Incurred</i>
	600,000		600,000		1,200,000	

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(Expressed in Canadian dollars, unless otherwise stated)

7. Exploration and evaluation expenses (continued)

(b) *Eagle (continued)*

Globex will retain a 2.5% Gross Metal Royalty ("GMR") which is subject to a right of first refusal and can be reduced to a 1.5% GMR in consideration for a cash payment of \$1.5 million.

(c) *Morris*

On July 22, 2021, the Company acquired a 100% interest in 34 mining claims (the "Morris Claims") located in the Morris Township, Quebec by paying \$5,000 and issuing a 1% NSR in respect of the Morris Claims. The Company subsequently staked an additional 39 claims in January 2022 that expanded the Morris property to a current total of 73 mining claims.

8. Flow-through share premium liability

	Year ended December 31,	
	2023	2022
	\$	\$
Balance, beginning of year	—	2,641,200
Amortization of flow-through share premium	—	(2,641,200)
Balance, end of year	—	—

On December 9, 2021, the Company completed a non-brokered private placement for gross proceeds of \$7,030,800 through the issuance of 13,020,000 flow-through shares at a price of \$0.54 per flow-through share. The flow-through shares were issued at a premium of \$0.20 per flow-through share, with the total flow-through share premium liability related to the 13,020,000 flow-through shares issued being \$2,641,200, representing the Company's obligation to spend the \$7,030,800 on eligible expenditures. The flow through share premium liability was fully amortized as of December 31, 2022.

9. Payable to tax authorities

Canada Revenue Agency ("CRA") has re-assessed the Company's 2010 Part XII.6 tax filing. The Company defended its filing position and filed a notice of objection with CRA for the 2010 tax year.

Subsequent to year-end, on March 1, 2024, the Department of Justice Canada ("DOJC") decided to withdraw the CRA's re-assessment of the Company's 2010 Part XII.6 tax filing. The DOJC offered to settle the appeal on the basis that the reassessment will be vacated without costs. Accordingly, amounts payable to tax authorities has been reduced to \$nil.

Maple Gold Mines Ltd.

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10. Lease liabilities

	Year ended December 31,	
	2023	2022
	\$	\$
Balance, beginning of year	437,090	194,985
Lease payments made	(233,885)	(223,048)
Lease additions	—	438,997
Interest expense on lease liabilities	73,217	26,156
	276,422	437,090
Less: current portion	(211,253)	(160,668)
Balance, end of year	65,169	276,422

11. Loan payable

During the year ended December 31, 2020, the Company applied for the COVID-19 Relief Line of Credit as part of the Government-sponsored Canada Emergency Business Account ("CEBA"). The Company received a CEBA loan of \$40,000 which is due on December 25, 2025. In September 2023, the Government of Canada extended the deadline for the interest free period on CEBA loans. The loan is now interest free until January 18, 2024, and bears interest at 5% per annum thereafter. If at least 75% of the loan principal is paid on or before January 18, 2024, the balance of the loan will be forgiven.

Subsequent to year-end, on January 15, 2024, the Company paid 75% of the loan amount (\$30,000) and the remaining 25% (\$10,000) was forgiven.

Maple Gold Mines Ltd.

Notes to the consolidated financial statements

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12. Share capital and reserves

(a) Authorized

The Company is authorized to issue unlimited common shares without par value.

(b) Share issuances

Year ended December 31, 2023:

- (i) On January 14, 2023, the Company issued 314,502 common shares with a deemed value of \$62,500 with respect to the Eagle option agreement (Note 7(b)).
- (ii) On January 16, 2023, the Company issued 100,100 common shares on the exercise of 100,100 stock options.
- (iii) On March 3, 2023, the Company issued 629,998 common shares on the vesting of 629,998 restricted share units.
- (iv) On March 25, 2023, the Company issued 149,999 common shares on the vesting of 149,999 restricted share units.
- (v) On April 4, 2023, the Company issued 50,000 common shares on the vesting of 50,000 restricted share units.
- (vi) On April 19, 2023, the Company issued 116,666 common shares on the vesting of 116,666 restricted share units.
- (vii) On April 20, 2023, the Company issued 150,000 common shares on the vesting of 150,000 restricted share units.
- (viii) On July 13, 2023, the Company issued 453,071 common shares with a deemed value of \$62,500 with respect to the Eagle option agreement (Note 7(b)).
- (ix) On November 17, 2023, the Company issued 133,333 shares on the vesting of 133,333 restricted share units.

Year ended December 31, 2022:

- (x) On January 14, 2022, the Company issued 144,126 common shares with a deemed value of \$50,000 with respect to the Eagle option agreement (Note 7(b)).
- (xi) On March 23, 2022, the Company issued 200,001 common shares on the vesting of 200,001 restricted share units.
- (xii) On April 28, 2022, the Company issued 200,000 common shares on the exercise of 200,000 stock options.
- (xiii) On May 16, 2022, the Company issued 316,667 common shares on the vesting of 316,667 restricted share units.
- (xiv) On July 12, 2022, the Company issued 254,725 common shares with a deemed value of \$50,000 with respect to the third tranche of payments required on the Eagle option agreement (Note 7(b)).
- (xv) On September 28, 2022, the Company issued 1,450,000 common shares on the exercise of 1,450,000 stock options.

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12. Share capital and reserves (continued)

(c) Share based compensation plans

On December 17, 2020, the Company adopted a rolling Equity Incentive Plan (the "Plan"), pursuant to which eligible directors, officers, employees, and consultants may be granted stock options, RSUs and DSUs. The aggregate maximum number of common shares available for issuance from treasury underlying RSUs and DSUs under the Plan is 12,000,000 common shares (9,000,000 for RSUs and 3,000,000 for DSUs). The Plan also includes a purchase program for eligible employees to purchase Program Shares.

The aggregate number of Common Shares that may be subject to issuance under the Plan, together with any other securities-based compensation arrangements of the Company, shall not exceed 10% of the Company's issued and outstanding common shares at the time of the grant.

The following table summarizes share-based compensation for the year:

	2023	2022
	\$	\$
<i>Equity settled awards</i>		
Stock Option Expense	467,198	1,071,937
RSU expense	104,065	218,770
DSU expense	51,000	140,000
Compensation expense - equity settled awards	622,263	1,430,707
<i>Cash settled awards</i>		
RSU expense	112,108	486,877
DSU expense	(141,250)	38,750
Compensation expense - cash settled awards	(29,142)	525,627
Total compensation expense - equity & cash settled awards	593,121	1,956,334
Compensation expense included in:		
General and administrative (Note 13)	528,477	1,772,040
Exploration and evaluation (Note 7)	64,644	184,294
	593,121	1,956,334

Maple Gold Mines Ltd.**Notes to the consolidated financial statements**

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(Expressed in Canadian dollars, unless otherwise stated)

12. Share capital and reserves (continued)*(c) Share based compensation plans (continued)**(i) Stock options*

The continuity of the number of stock options issued and outstanding is as follows:

	Number of stock options	Weighted average exercise price
		\$
Outstanding, December 31, 2021	22,633,433	0.18
Granted	7,600,000	0.32
Cancelled	(1,108,333)	0.23
Forfeited	(4,675,000)	0.30
Exercised	(1,650,000)	0.10
Outstanding, December 31, 2022	22,800,100	0.21
Granted	7,950,000	0.13
Cancelled	(13,425,000)	0.20
Forfeited	–	–
Exercised	(100,100)	0.12
Outstanding, December 31, 2023	17,225,000	0.18

As at December 31, 2023, the number of stock options outstanding and exercisable was:

Expiry date	Number	Exercise	Outstanding	Number	Exercise	Exercisable
	of options	price	remaining	of options	price	remaining
	#	\$	contractual	#	\$	contractual
			life (years)			life (years)
January 23, 2024	2,075,000	0.16	0.06	2,075,000	0.16	0.06
April 28, 2025	4,125,000	0.10	1.33	4,125,000	0.10	1.33
June 1, 2025	300,000	0.10	1.42	300,000	0.10	1.42
August 25, 2025	175,000	0.24	1.65	175,000	0.24	1.65
January 4, 2026	400,000	0.39	2.01	400,000	0.39	2.01
March 3, 2026	400,000	0.33	2.17	400,000	0.33	2.17
June 21, 2026	75,000	0.51	2.47	75,000	0.51	2.47
October 18, 2026	400,000	0.38	2.80	400,000	0.38	2.80
March 25, 2027	1,725,000	0.42	3.23	1,150,000	0.42	3.23
April 14, 2027	50,000	0.34	3.29	33,333	0.34	3.29
August 15, 2027	1,050,000	0.26	3.62	700,000	0.26	3.62
March 6, 2028	2,125,000	0.20	4.18	708,334	0.20	4.18
July 24, 2028	400,000	0.17	4.57	133,333	0.17	4.57
February 2, 2028	100,000	0.26	4.09	33,333	0.26	4.09
November 17, 2028	3,825,000	0.06	4.88	1,274,999	0.06	4.88
	17,225,000	0.18	2.82	11,983,332	0.19	2.14

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12. Share capital and reserves (continued)

(c) Share based compensation plans (continued)

(i) Stock options (continued)

The Company uses the fair value method of accounting for all share-based payments to directors, officers, employees and others providing similar services. The fair values of the share options granted during the years ended December 31, 2023, and 2022 were estimated using the Black-Scholes option valuation model with the following weighted average assumptions:

	Year ended December 31,	
	2023	2022
	Option grants	Option grants
Risk-free interest rate	3.66%	2.23%
Expected dividend yield	nil	nil
Stock price volatility	88%	90%
Expected life in years	5	5
Weighted average grant date fair value	\$0.08	\$0.18

The expected volatility assumption is based on the historical and implied volatility of the Company's common shares. The risk-free interest rate assumption is based on the Government of Canada benchmark bond yields and treasury bills with a remaining term that approximates the expected life of the stock options.

(ii) Restricted Share Units

RSU's are granted under the Company's Equity Incentive Plan and are accounted for based on the market value of the underlying shares on the date of grant and vest as determined by the Board of Directors. These units are exercisable into one common share once vested, for no additional consideration. They can be redeemed in cash, at the Company's discretion.

The continuity of the number of cash and equity-settled RSUs issued and outstanding is as follows:

	Cash Settled RSUs	Equity Settled RSUs	Total number of RSUs
Outstanding, December 31, 2021	1,105,593	1,042,741	2,148,334
Granted	2,878,000	652,000	3,530,000
Modification of cash/equity election	105,256	(105,256)	—
Vested	(1,617,496)	(516,668)	(2,134,164)
Forfeited	(94,334)	—	(94,334)
Outstanding, December 31, 2022	2,377,019	1,072,817	3,449,836
Granted	2,262,500	962,500	3,225,000
Modification of cash/equity election	25,482	(25,482)	—
Vested	(2,198,999)	(1,150,831)	(3,349,830)
Forfeited	(1,953,334)	(121,668)	(2,075,002)
Outstanding, December 31, 2023	512,668	737,336	1,250,004

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12. Share capital and reserves (continued)

(c) Share-based compensation plans (continued)

(ii) Restricted Share Units (continued)

512,668 RSUs were determined to be cash-settled awards. For cash-settled awards the liability is marked to market using the quoted market price of the underlying common shares at the end of each reporting period. During the year ended December 31, 2023, the share-based payment related to these cash-settled awards was calculated as \$112,108 (year ended December 31, 2022 - \$486,877).

737,786 RSUs were determined to be equity-settled awards. The fair value of equity-settled RSUs was determined based on the Company's share price on the date of grant. During the year ended December 31, 2023, the share-based payment related to these equity-settled awards was calculated as \$104,065 (year ended December 31, 2022 - \$218,770).

On November 17, 2023 the Company granted 400,000 RSUs to an officer and subject to vesting provisions of one-third on November 17, 2023, one third on November 17, 2024, and one-third on November 17, 2025.

On March 6, 2023, the Company granted 2,825,000 RSUs to its directors, officers and employees and subject to vesting provisions of one-third on April 14, 2023, one-third on April 14, 2024, and one-third on April 14, 2025.

On March 25, 2022, the Company granted 3,530,000 RSUs to its directors, officers and employees and subject to vesting provisions of one-third on April 30, 2022, one-third on March 25, 2023, and one-third on March 25, 2024.

On March 3, 2021, the Company granted 3,175,000 RSUs to its directors, officers and employees and subject to vesting provisions of one-third on April 30, 2021, one-third on March 3, 2022, and one-third on March 3, 2023.

As at December 31, 2023, 1,250,004 RSUs remain outstanding (512,668 cash-settled RSUs and 737,786 equity-settled RSUs).

(iii) Deferred Share Units

DSUs are granted under the Company's Equity Incentive Plan and are accounted for based on the market value of the underlying shares on the date of grant and vest immediately. These units are exercisable into one common share for no additional consideration. In the event a participant resigns or is otherwise no longer an eligible participant during the period, then any grant of DSUs that are intended to cover such period, the participant will only be entitled to a pro-rated DSU payment. These units can be redeemed in cash, at the Company's discretion. The Company did not issue DSUs prior to 2021.

For cash-settled awards the liability is marked to market using the quoted market price of the underlying common shares at the end of each reporting period. During the year ended December 31, 2023, the share-based payment recovery related to these cash-settled awards was calculated as \$(141,250) (year ended December 31, 2022 was an expense of \$38,750).

The fair value of equity-settled DSUs was determined based on the Company's share price on the date of grant. During the year ended December 31, 2023, the share-based payment related to these equity-settled awards was calculated as \$51,000 (year ended December 31, 2022 - \$140,000).

On March 6, 2023, the Company granted 550,000 DSUs to its directors and these units vested in full at the grant date.

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12. Share capital and reserves (continued)

(c) Share based compensation plans (continued)

(iii) Deferred Share Units (continued)

On March 25, 2022, the Company granted 900,000 DSUs to its directors and these units vested in full at the grant date.

On March 3, 2021, the Company granted 550,000 DSUs to its directors and these units vested in full at the grant date.

As at December 31, 2023, 1,000,000 DSUs remain outstanding (1,450,000 as at December 31, 2022), consisting of nil cash-settled DSUs (750,000 as at December 31, 2022) and 1,000,000 equity-settled DSUs (700,000 as at December 31, 2022).

(d) Share purchase warrants

The continuity of the number of share purchase warrants issued and outstanding is as follows:

	Number of warrants	Weighted average exercise price
		\$
Outstanding, December 31, 2022	25,838,821	0.34
Exercised	-	-
Expired	(25,838,821)	0.34
Outstanding, December 31, 2023	-	-

All outstanding warrants expired on October 13, 2023.

13. General and administrative

	2023	2022
	\$	\$
Business development	404,660	427,430
Depreciation	187,862	188,646
Directors' fees	120,875	95,500
Office and general	340,433	371,242
Professional fees	463,086	274,317
Regulatory transfer agent and shareholder information	163,720	166,012
Salaries and benefits	1,139,675	1,967,303
Share-based payments	528,477	1,772,040
Travel, marketing and investor relations	631,337	660,873
	3,980,125	5,923,363

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14. Related party balances and transactions

Compensation of key management personnel

During the year, compensation to key management personnel was as follows:

	2023	2022
	\$	\$
Salaries and Benefits	774,626	1,063,595
Share-based compensation	450,887	1,080,089
Termination payments	—	324,000
	1,225,513	2,467,684

For the year ended December 31, 2023, the Company paid amounts of \$16,096 to a director of the Company for consulting services (December 31, 2022: \$8,278). The transactions were conducted on an arm's length basis.

15. Other assets

	Year ended December 31,	
	2023	2022
	\$	\$
Restricted cash	81,700	81,700
Prepaid expenses	141,189	207,799
Amounts receivable	516,540	120,928
	739,429	410,427

16. Segmented information

The Company's operations comprise a single reporting operating segment engaged in mineral exploration in Canada. As the operations comprise a single reporting segment, amounts disclosed in the financial statements also represent segment amounts.

17. Financial instruments

The Company's financial instruments consist of cash and cash equivalents, marketable securities, prepaid expenses and deposits, accounts payable and accrued liabilities and loan payable. The fair values of these financial instruments approximate their carrying values, unless otherwise noted.

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following summarizes fair value hierarchy under which the Company's financial instruments are valued:

- Level 1 – fair values based on unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – fair values based on inputs that are observable for the asset or liability, either directly or indirectly; and

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17. Financial instruments (continued)

- Level 3 – fair values based on inputs for the asset or liability that are not based on observable market data.

As at December 31, 2023, and 2022, the Company classified publicly traded securities of \$81,300 (2022 - \$nil) included in marketable securities as Level 1

No transfer occurred between the levels during the year.

The Company's financial instruments are exposed to credit risk, liquidity risk, and market risks, which include currency risk and interest rate risk.

(a) Credit risk

Credit risk is the risk that a third party fails to discharge its obligations under the terms of the financial contract and causes a financial loss for the Company. The Company's credit risk is attributable to its cash and cash equivalents and deposits. The Company limits exposure to credit risk on liquid financial assets through maintaining its cash and cash equivalent balances in highly rated Canadian financial institutions. The Company considers the risk of loss associated with cash and cash equivalents to be low.

(b) Liquidity risk

Liquidity risk is the risk that the Company may be unable to meet its financial obligations as they fall due or that it will be required to meet them at excessive cost. The Company reviews its working capital position regularly to ensure there is sufficient capital in order to meet short-term business requirements, after taking into account the Company's holdings of cash. The majority of the Company's cash is invested in business accounts, which are available on demand. The Company manages its liquidity risk mainly through raising funds from private placements and amounts from its JV partner. The Company's accounts payable and accrued liabilities are due within twelve months of the statement of financial position date.

The Company's operating cash requirements are continuously monitored and adjusted as input variables change. As these variables change, liquidity risks may necessitate the need for the Company to pursue equity issuances, obtain project or debt financing, or enter into joint arrangements. There is no assurance that the necessary financing will be available in a timely manner.

(c) Market risk

This is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Significant market risks to which the Company is exposed are as follows:

(i) Foreign currency risk

The Company is exposed to currency risk by having balances and transactions in currencies that are different from its functional currency (the Canadian dollar). As at December 31, 2023, and 2022 and throughout the respective periods, the Company held immaterial balances in foreign currencies. Foreign currency risk is considered to be minimal.

(ii) Interest rate risk

Interest rate risk is the risk arising from the effect of changes in prevailing interest rates on the Company's financial instruments. The Company's exposure to interest rate risks is limited to potential increases or decreases on the interest rate offered on cash and cash equivalents held at chartered Canadian financial institutions, which would result in higher or lower relative interest income. This risk is considered to be minimal.

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18. Income taxes

(a) Income tax recovery provision

The reconciliation of the income tax provision computed at statutory rates to the reported income tax provision is:

	2023	2022
	\$	\$
Loss before income taxes	7,032,138	10,279,928
Canadian federal and provincial income tax rates	26.5%	26.5%
Expected income tax recovery	(1,863,517)	(2,724,181)
Increase (decrease) in income tax recovery resulting from		
Non-deductible / (taxable) exploration and evaluation expenses	7,112	(4,930)
Flow-through share renunciation	-	1,863,162
Share-based compensation	157,177	378,720
Amortization of flow-through share premium	-	(699,918)
True up of prior year balances	140,058	879,942
Increase in unrecognized tax asset	1,559,170	307,205
Income tax recovery	—	—

(b) Unrecognized deferred tax assets

Deferred income tax assets are only recognized to the extent that the realization of tax benefits is determined to be probable. As at December 31, 2023, the Company has not recognized the benefit of the following deductible temporary differences:

	2023	2022
	\$	\$
Non-capital losses	11,214,580	7,824,827
Capital losses	121,534	135,319
Exploration and evaluation costs	29,737,586	26,620,654
Property and equipment	276,422	437,090
Share issuance costs	514,551	906,881
Provision for site reclamation and closure	50,384	50,384
Share-based payment obligation	12,744	74,511
	41,927,801	36,049,666

(c) Tax losses

The Company has accumulated non-capital losses of approximately \$11,093,928 (December 31, 2022 - \$20,985,388) in Canada, which may be carried forward to reduce taxable income of future years. The non-capital losses will, if unused, expire between 2040 and 2043.

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19. Management of capital

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue acquisition, exploration and development of resource properties, and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk. The Company considers the components of shareholders' equity to be its capital.

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 the capital structure, the Company may issue new shares or debt, acquire or dispose of assets or adjust the amount of cash and investments.

In order to maximize ongoing development efforts, the Company does not pay out dividends, does not have any long-term debt and is not subject to any externally imposed capital requirements.

The Company currently has sufficient working capital and is able to meet its ongoing current obligations as they become due. However, the Company will likely require additional capital in the future to meet its project-related expenditures. Future liquidity will depend upon the Company's ability to arrange additional debt or equity financing, as the Company relies on equity financings to fund its exploration and corporate activities.