Lithium Lion Metals Inc.
(formerly Gold Lion Resources Inc.)

Unaudited Condensed Consolidated Interim Financial Statements

For the Six Months Ended December 31, 2023 and 2022

(Expressed in Canadian dollars)

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that an auditor has not reviewed the financial statements.

The accompanying unaudited interim financial statements of Lithium Lion Metals Inc. (the "Company") have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

Lithium Lion Metals Inc. (formerly Gold Lion Resources Inc.)
Condensed Consolidated Interim Statements of Financial Position
Expressed in Canadian Dollars

		As at December 31, 2023		As at June 30, 2023
Assets				
Current				
Cash	$	113,374	$	420,448
Sales tax recoverable		32,811		45,451
Prepaid expenses and deposits		5,647		52,653
		151,832		518,552
Non-current assets				
Exploration and evaluation asset (Notes 4 and 5)		12,000		1,026,636
Total Assets	**$**	**163,832**	**$**	**1,545,188**
Liabilities				
Current				
Accounts payable and accrued liabilities (Note 7)	$	3,905	$	168,690
Total Liabilities		**3,905**		**168,690**
Shareholders' Equity				
Share capital (Note 6)		10,779,349		10,777,349
Equity reserve (Note 6)		858,348		784,557
Deficit		(11,477,770)		(10,185,408)
Total Shareholders' Equity		**159,927**		**1,376,498**
Total Liabilities and Shareholders' Equity	**$**	**163,832**	**$**	**1,545,188**

Nature of operations and going concern (Note 1)

Approved on behalf of the Board on February 29, 2023:

"David Beck"
David Beck, Director

"Sebastian Lowes"
Sebastian Lowes, Director

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

Lithium Lion Metals Inc. (formerly Gold Lion Resources Inc.)
Condensed Consolidated Interim Statement of Comprehensive Loss
Expressed in Canadian dollars

	Three Months Ended December 31, 2023	Three Months Ended December 31, 2022	Six Months Ended December 31, 2023	Six Months Ended December 31, 2022
Expenses				
Consulting fees	$ 37,407	$ 27,098	$ 83,107	$ 166,518
Amortization	-	32,178	-	56,662
Legal	3,541	11,954	3,541	54,435
Audit and accounting	41,510	8,601	56,233	17,601
Investor relations	-	560	6,250	208,945
Management fee (Note 6)	21,540	5,726	69,005	34,976
General and administrative	23,803	16,119	30,532	23,718
Share-based compensation (Notes 5 and 6)	73,790	5,621	73,790	16,281
	(201,592)	(107,857)	(333,483)	(579,316)
Other Items				
Impairment of exploration and evaluation assets (Note 5 and 6)	(1,015,624)	(945,709)	(1,015,624)	(945,709)
Gain on settlement of accounts payable	57,042	-	57,042	-
Foreign exchange	-	(745)	(298)	(745)
Net and comprehensive loss	**(1,160,174)**	**$ (1,054,311)**	**(1,292,363)**	**$(1,525,590)**
Loss per common share – basic and diluted	**$ (0.01)**	**$ (0.02)**	**$ (0.02)**	**$ (0.02)**
Weighted average number of common shares outstanding	**80,221,522**	**67,608,376**	**80,221,522**	**67,608,376**

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

Lithium Lion Metals Inc. (formerly Gold Lion Resources Inc.)
Condensed Consolidated Interim Statements of Changes in Shareholders' Equity
Expressed in Canadian Dollar

	Share Capital				
	Number	**Amount**	**Equity reserve**	**Deficit**	**Total**
Balance, June 30, 2022	**57,919,487**	**$ 9,071,824**	**$ 1,438,281**	**$ (8,249,919)**	**$ 2,260,186**
Shares issued for acquisitions	**10,300,000**	**415,000**	**-**	**-**	**415,000**
Share-based compensation (Note 5)	**-**	**-**	**16,281**	**-**	**16,281**
Options expired (Note 5)	**-**	**-**	**(216,489)**	**216,489**	**-**
Net and comprehensive loss	**-**	**-**	**-**	**(1,525,590)**	**(1,525,590)**
Balance, December 31, 2022	**68,219,487**	**$ 9,486,824**	**$ 1,238,073**	**$ (9,559,020)**	**$ 1,165,877**
Balance, June 30, 2023	**83,616,486**	**$ 10,777,349**	**$ 784,557**	**$ (10,185 ,408)**	**$ 1,376,498**
Share-based compensation (Note 5)	**-**	**-**	**73,790**	**-**	**73,790**
Shares issued for acquisitions (Note 4 and 5)	**200,000**	**2,000**	**-**	**-**	**2,000**
Net and comprehensive loss	**-**	**-**	**-**	**(1,292,362)**	**(1,292,363)**
Balance, December 31, 2023	**83,616,486**	**$ 10,779,349**	**$ 858,347**	**$ (11,477,770)**	**$ 159,927**

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

Lithium Lion Metals Inc. (formerly Gold Lion Resources Inc.)
Condensed Consolidated Interim Statements of Cash Flows
Expressed in Canadian Dollars

	Six Months Ended December 31, 2023	Six Months Ended December 31, 2022
Operating activities		
Net loss for the year	$ (1,292,362)	$ (1,525,590)
Item not affecting cash:		
Share-based compensation	73,790	16,281
Amortization	-	56,662
Impairment of exploration and evaluation assets	1,015,624	945,709
Changes in non-cash working capital balances:		
Prepaid expenses and deposits	47,006	271,783
Sales tax receivable	12,640	(15,893)
Accounts payable and accrued liabilities	(164,785)	(19,317)
Net cash used by operating activities	**(308,087)**	**(270,365)**
Investing activity		
Exploration and evaluation expenditures	1,013	(230,316)
Proceeds from disposition of property	-	380,000
Net cash provided by investing activity	**1,013**	**149,648**
Change in cash	(307,704)	(120,681)
Cash, beginning of year	420,448	1,055,552
Cash, end of year	**$ 113,374**	**$ 934,871**

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Lithium Lion Metals Inc. (formerly Gold Lion Resources Inc.) (the "Company" or "Lithium Lion") was incorporated under the laws of the Province of British Columbia, Canada. The Company's head office is located at #305-1770 Burrard Street, Vancouver, British Columbia, V6J 3G7, and its registered and records office is located at #600-1090 West Georgia St, Vancouver, BC V6E 3V7.

Its main business activity is the acquisition, exploration and evaluation of mineral properties located in Quebec, Canada. These condensed consolidated financial statements of the Company as at and for the period ended December 31, 2023, comprise the Company and its subsidiaries. The Company's common shares trade on the Canadian Securities Exchange ("CSE").

These consolidated financial statements have been prepared on the basis that the Company will continue as a going concern, which assumes that the Company will be able to meet its commitments, continue operations and realize its assets and discharge its liabilities in the normal course of operations for the foreseeable future. During the period ended December 31, 2023, the Company incurred a net loss of $1,160,174 (2022 - $1,05,311), net cash used in operations of $308,087 (2022 – used $270,365) and at December 31, 2023, the Company's net working capital is $147,927 (2022 - $349,862).

The Company expects to incur losses in the development of its business, has no source of operating cash flow, and provides no assurances that sufficient funding, will be available to conduct further exploration and development of its mineral properties. These conditions indicate a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. Management intends to finance operating costs with the proceeds from equity financings, and its current working capital; however, there is no assurance that the Company will be successful in these actions.

These condensed consolidated interim financial statements do not include any adjustments relating to the realization of assets and liquidation of liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. BASIS OF PREPARATION

a) Basis of Presentation

The condensed consolidated financial statements for the period ended December 31, 2023 and 2022 were prepared in accordance with the International Financial Reporting Standards ("IFRS") and interpretations of IFRS as issued by the International Accounting Standards Board ("IASB"). The accounting policies set out below are in effect in these consolidated financial statements and have been applied consistently to all periods presented unless otherwise indicated.

b) Basis of Consolidation

These consolidated financial statements include the accounts of the Company and its subsidiaries. The financial statements of the subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. All inter-company balances, transactions, income and expenses have been eliminated upon consolidation.

Expressed in Canadian dollars

2. BASIS OF PREPARATION (continued)

Subsidiaries:

Subsidiaries are entities controlled by the Company. Control exists when the Company is exposed, or has rights to, variable returns from its involvement with the investee and has the ability to use its power over the investee to affect those returns.

The principal subsidiaries of the Company as of December 31, 2023 are as follows:

Name of subsidiary	Principal activity	Place of Incorporation	Ownership Interest December 31, 2023	Ownership Interest December 31, 2022
1238339 BC LTD. ("123 LTD.")	Mineral exploration	Canada	100%	100%
1391740 BC LTD. ("139 LTD.")	Mineral exploration	Canada	100%	-
Sustainable Li-Ion Research Inc. ("SLIR")	Recycling lithium-ion batteries	Canada	100%	100%
1283745 B.C. LTD.	Recycling lithium-ion batteries	Canada	100%	100%

Foreign currency translation:

The presentation currency of the consolidated financial statements is the Canadian dollar. The functional currency of an entity is the currency of the primary economic environment in which the entity operates, and has been determined for each entity within the group. The Company considers the functional currency for itself and each of its subsidiaries to be the Canadian dollar.

Transactions in currencies other than the Canadian dollar are recorded at exchange rates prevailing on the date of transaction. At the end of each reporting period, the monetary assets and liabilities of the Company that are denominated in foreign currencies are translated at the rate of exchange at the consolidated statement of financial position date, while non-monetary assets and liabilities are translated at historical rates. Revenues and expenses are translated at the exchange rates approximating those in effect on the date of the transactions. Exchange gains and losses arising on translation of foreign currency-denominated transactions or balances are recorded as a component of profit or loss in the period in which they occur.

Use of estimates and judgments

The preparation of consolidated financial statements in conformity with IFRS requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and the reported revenues and expenses during the year. Although management uses historical experience and its best knowledge of the amount, events or actions to form the basis for judgments and estimates, actual results may differ from these estimates. The most significant account that requires estimates as the basis for determining the stated amounts is the estimate of assumptions around share-based awards and payments. Note 6 describes the inputs to the Black-Scholes option pricing model used to value share-based awards. The account most impacted by management's judgment is the recoverability of exploration and evaluation assets. Note 5 describes circumstances around impairment decisions on exploration and evaluation assets. Should the inputs management has used in coming to those estimates and judgments be determined to be incorrect, the results could be materially different.

3. SIGNIFICANT ACCOUNTING POLICIES

a) Exploration and evaluation assets

Exploration and evaluation expenditures include the costs of acquiring licenses, costs associated with exploration and evaluation activity, and the fair value (at acquisition date) of exploration and evaluation assets acquired in a business combination.

Pre-exploration costs are expensed in the period in which they are incurred. All costs related to the acquisition, and exploration of mineral properties are capitalized by property until the commencement of commercial production. As the options are exercisable entirely at the discretion of the optionee, the amounts payable or receivable are not recorded. Option payments are recorded as property costs or recoveries when the payments are made or received. Government tax credits received are recorded as a reduction to the cumulative costs incurred and capitalized on the related property.

Exploration and evaluation assets are assessed annually for indicators of impairment. An exploration and evaluation asset is deemed to have an indicator of impairment if the period for which the Company has the right to explore the property has expired or is not expected to be renewed, substantive expenditure on further exploration and evaluation of mineral resources is neither budgeted nor planned, exploration and evaluation activities have not led to the discovery of commercially viable quantities of mineral resources and the Company has decided to discontinue such activities for the specific property, or if sufficient data exists to indicate that development of a specific property would be unlikely to recover the carrying amount of the associated capitalized exploration and evaluation expenditures.

If there is an indication of impairment, the Company determines the recoverable amount of the specific exploration and evaluation asset as the greater of the asset’s value in use or fair value less costs of disposal, and comparing this to the carrying amount as at the reporting date. If the carrying amount exceeds the recoverable amount, those exploration and evaluation expenditure costs, in excess of estimated recoveries, are written off to profit or loss as an impairment loss.

Once the technical feasibility and commercial viability of extracting the mineral resource has been determined, the mineral property is considered to be a mine under development and is classified as “mining assets”. Exploration and evaluation expenditures accumulated are also tested for impairment before the property costs are transferred to mining assets.

b) Earnings (loss) per share

Basic earnings (loss) per share is calculated by dividing the net earnings (loss) available to common shareholders by the weighted average number of shares outstanding during the year. Diluted earnings per share reflect the potential dilution of securities that could share in earnings of an entity by including additional shares in the weighted average number of shares outstanding for the assumed exercise of stock options and warrants, if dilutive.

In a loss year, potentially dilutive common shares are excluded from the diluted loss per share calculation as the effect would be anti-dilutive. Therefore, basic and diluted loss per share are the same for the years presented.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

c) Share-based payments

The fair value of share options granted to employees are measured at the fair value of the instruments issued and amortized over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instrument issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to the equity reserve.

The fair value of options is determined using the Black-Scholes option pricing model. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted, shall be based on the number of equity instruments that eventually vest. The value relating to options which are cancelled or expire unexercised is moved to deficit.

Equity reserve

The equity reserve records items recognized as share-based compensation expense and issuance of financing or broker warrants, until such time as the stock options or warrants are exercised, at which time the corresponding amount will be transferred to share capital. If the options or warrants expire unexercised or are cancelled, the amount is transferred to deficit.

d) New standards and interpretations not yet applied

New accounting standards and amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a material impact on the Company's consolidated financial statements.

4. EXPLORATION AND EVALUATION ASSET

Black Lake Mineral Property

On June 6, 2022 (the "Effective Date"), the Company acquired, through the purchase of 1000173975, an option agreement (the "Option Agreement") for the Black Lake Mineral Property, which is located in northern Saskatchewan.

Pursuant to the Option Agreement, the Company can exercise its option to earn 100% interest in the Black Lake Mineral Property by completing the following milestones on or before the dates indicated:

- Make a cash payment of $50,000 thirty days from the Effective Date (paid by 1000173975);
- Make a cash payment of $50,000 and expend $100,000 in exploration and evaluation expenditures 12 months from the Effective Date;
- Make a cash payment of $50,000 and expend $100,000 in exploration and evaluation expenditures 24 months from the Effective Date;
- Make a cash payment of $50,000 and expend $100,000 in exploration and evaluation expenditures 26 months from the Effective Date;
- Issue 300,000 common shares within 6 months from the Effective Date (issued subsequent to year-end) (Note 13);
- Issue 300,000 common shares within 12 months from the Effective Date (not met);
- Issue 300,000 common shares within 24 months from the Effective Date; and
- Issue 300,000 common shares within 26 months from the Effective Date.

4. EXPLORATION AND EVALUATION ASSET (continued)

Black Lake Mineral Property (continued)

The Option Agreement is subject to a 2% net smelter return, of which ½ can be purchased back for $1,000,000.

On December 20, 2022, the Company sold its 100-per-cent interest in 1000173975 Ontario Inc, to an arm's-length purchaser through a share purchase agreement. Pursuant to the SPA, the Company received cash proceeds of $380,000 as consideration for the sale of Black Lake Mineral Property through the transfer of all the issued and outstanding shares in the capital of 1000173975. The Company recognized an impairment of $945,709 on the disposition.

Mia-Li 3 Lithium Property

On February 1, 2023, the Company acquired, through the purchase of 139 LTD., an option agreement (the "Option Agreement") for the Mia-Li3 Lithium Property, located in James Bay region of Quebec.

Pursuant to the Option Agreement, effective date December 18, 2022, the Company can exercise its option to earn 100% interest in the Mia-Li3 Lithium Propertyy by completing the following milestones on or before the dates indicated pay an aggregate of $495,000 as follows:

(i) pay $30,000 within 10 days following the Effective Date; (Paid)
(ii) pay $80,000 within one year following the Effective Date (the "First Anniversary")
(iii) pay $150,000 within two years following the Effective Date (the "Second Anniversary")
(iv) pay $235,000 within three years following the Effective Date (the "Third Anniversary")

The option agreement is subject to a 2% net smelter return with the Company having the right to purchase 1.5% of the 2% NSR from the Optionor at $2,000,000.

On December 18, 2023, the Company terminated its Mai-Li 3 Lithium Property option agreements and consequently, recognized an impaired charge of $1,129,891 to reduce the exploration and evaluation assets for the property to $nil.

113N Project

On November 30, 2023, the Company entered into an agreement with Mosaic Metals Corp. to option 100-per-cent interest in 59 mining claims covering approximately 3,107 hectares in Bartouille and Ducros townships in Quebec.

Pursuant to the agreement, Lithium Lion can exercise its option to acquire a 100-per-cent interest in the 113N project by completing the following milestones on or before the indicated dates.

(i) Make a cash payment of $10,000 and issue 200,000 common shares upon of signing of the agreement (paid and issued, Note 6);
(ii) Make a cash payment of $25,000, issue 400,000 common shares, and incur minimum exploration expenditures of$75,000 on or before November 30, 2024 ((the "First Anniversary")
(iii) Make a cash payment of $50,000, issue 6000,000 common shares and incur minimum exploration expenditures of $250,000 on or before November 30, 2025 (the "Second Anniversary")
(iv) Make a cash payment of $115,000, issue 800,000 common shares, and incur minimum exploration expenditures of $1,000,000 on or before November 30,2026 (the "Third Anniversary")

The Option Agreement is subject to a 2% net smelter return, of which ½ can be purchased back for $1,000,000.

Expressed in Canadian dollars

The continuity of the Company's exploration and evaluation assets, which are classified as intangible assets, is as follows:

	Black Lake	**Mia-Li 3**	**Total**
	$	**$**	**$**
Acquisition Costs			
Balance, June 30, 2022	**1,080,393**	**-**	**1,080,393**
Incurred during the year	15,000	1,000,000	1,015,000
Balance, June 30, 2023	**1,095,393**	**1,000,000**	**2,095,393**
Deferred Exploration Costs			
Balance, June 30, 2022	**-**	**-**	**-**
Geological and geophysical	114,800	-	114,800
Project preparation and support	-	6,566	6,566
Report and data compilation	-	20,070	20,070
Taxes and mineral claims	115,516	-	115,516
Balance, June 30, 2023	**230,316**	**26,636**	**256,952**
Proceeds of disposition	(380,000)	-	(380,000)
Loss on sale of property	(945,709)	-	(945,709)
Total exploration and evaluation	**-**	**1,026,636**	**1,026,636**

	Mia-Li 3	**113N**	**Total**
	$		**$**
Acquisition Costs			
Balance, June 30, 2023	**1,000,000**	**-**	**1,000,000**
Incurred during the period	-	12,000	12,000
Balance, December 31, 2023	**1,000,000**	**12,000**	**1,012,000**
Deferred Exploration Costs			
Balance, June 30, 2023	**26,636**		**26,636**
Geological and geophysical	27,298	-	27,298
Travel and accommodation	9,568	-	9,568
Report and data compilation	2,529		2,529
Equipment rental	63,859	-	63,859
Balance, December 31, 2023	**129,891**	**-**	**129,891**
Impairment	(1,129,891)	**-**	**(1,129,891)**
Total exploration and evaluation	**-**	**12,000**	**12,000**

5. SHARE CAPITAL

Authorized and Issued:

- Unlimited common shares without par value; and
- 83,816,486 shares issued and outstanding.

Issuances:

During the six months ended December 31, 2023, the Company issued the following shares

- On December 8, 2023, the Company issued 200,000 shares to the Optionor with a fair market value of $2,000 in satisfaction of the first shares issuance in pursuant to the Option Agreement for 113N Project.

During the year ended June 30, 2023, the Company issued the following shares:

- On July 5, 2022, the Company issued 300,000 common shares to the Optionors with a fair value of $15,000 in satisfaction of the first share issuance due pursuant to the Option Agreement for the Black Lake Mineral Property (Note 5).
- On July 22, 2022, the Company issued 10,000,000 common shares with a fair value of $400,000 pursuant to the acquisition of SLIR (Note 4).
- On February 1, 2023, the Company issued 10,000,000 common shares with fair value of $900,000 pursuant to a share exchange agreement for the acquisition of Mia-Li3 Lithium Property option agreement.
- On February 23, 2023, as part of a non-brokered private placement, the Company issued 4,896,999 common shares at a price of $0.075 for gross proceeds of $367,275.
- On February7, 2023, the Company issued 500,000 common shares pursuant to the conversion of warrants for cash proceeds of $12,500. The Company's shares on the date of conversion were trading at $0.08 per share. The Company transferred $12,500 from equity reserve to share capital.

Stock Options

The Company has adopted a stock option plan, pursuant to which the board of directors of the Company may from time to time, in its discretion, and in accordance with the Canadian Securities Exchange ("Exchange") requirements, grant to directors, officers, and technical consultants to the Company, non-transferable options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed 10% of the then issued and outstanding common shares exercisable for a period of up to five years from the date of issuance.

During the six months ended December 31, 2023, no options were issued or exercised.

During the year ended June 30, 2023:

On February 27, 2023, the Company issued 2,000,000 stock options at a price of $0.075 per share, expiring February 27, 2028. The options vest quarterly in equal amounts over a period of one year. The fair value of the options was $140,318 which was determined using the Black-Scholes option pricing model with the following assumptions: stock price of $0.075, an annualized volatility of 147%; an expected life of 5 years; a dividend yield rate of 0%; a forfeiture rate of 0%; and a risk-free interest rate of 3.57%. The amount vested as of June 30, 2023 was $84,033. The amount vested as December 31, 2023 was $130,883.

Expressed in Canadian dollars

5. SHARE CAPITAL (continued)

Stock Options (continued)

On March 8, 2023, the Company issued 51,333 stock options at a price of $0.075 per share, expiring March 08, 2028. The options were fully vested at the time of issuance. The fair value of the options was $3,496 which was determined using the Black-Scholes option pricing model with the following assumptions: stock price of $0.06, an annualized volatility of 147%; an expected life of 5 years; a dividend yield rate of 0%; and a risk-free interest rate of 3.50%.

On May 9, 2023, the Company issued 2,000,000 stock options at a price of $0.07 per share, expiring May 9, 2028. 500,000 options were fully vested at the time of issuance with the remainder vesting equally over a period of 12 months from the date of issuance. The estimated fair value of the options was $46,837 which was determined using the Black-Scholes option pricing model with the following assumptions: stock price of $0.07, an annualized volatility of 152%; an expected life of 5 years; a dividend yield rate of 0%; a forfeiture rate of 0%; and a risk-free interest rate of 3.57 %. The amount vested as of June, 2023 was 21,973. The amount vested as of December 31, 2023 was $65.266.

During the year ended June 30, 2023, 85,000 stock options with an exercise price of $0.225, 85,000 stock options with an exercise price of $0.220, 250,000 stock options with an exercise price of $0.285, 150,000 stock options with an exercise price of $0.400, 375,000 stock options with an exercise price of $0.185, and 750,000 stock options with an exercise price of $0.05 were cancelled without exercise. All of the options were fully vested at the time of cancellation. The original fair value of the options calculated on the date of grant was $216,455 which was transferred from the equity reserve to deficit on cancellation of the options.

The following tables summarize the stock option activity for the six months ended December 31, 2023 and 2022.

	December 31, 2023		December 31, 2022	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Balance, beginning of year	4,451,333	$0.08	3,095,000	$0.13
Issued	-	-	-	-
Expired	-	-	(775,000)	$0.22
Balance, end of	**4,451,333**	**$0.08**	**2,150,000**	**$0.08**

December 31, 2023			December 31, 2022		
Number of Options	Exercise Price	Exercisable	Number of Options	Exercise Price	Exercisable
1,400,000	$0.10	1,400,000	1,400,000	$0.10	1,400,000
-	-	-	375,000	$0.185	375,000
1,051,333	0.075	801,333	-	-	-
2,000,000	$0.070	875,00	-	-	-

As at December 31, 2023, 4,451,333 (2022 – 2,150,000) options outstanding had a weighted average exercise price of $0.08 (2022 - $0.13) and a weighted average life of 3.14 (2022 – 2.59) years.

Expressed in Canadian dollars

5. SHARE CAPITAL (continued)

Stock Options (continued)

Warrants

During the six months ended December 31, 2023, no warrants were issued or exercised.

During the year ended June 30, 2023, 50,000 unit purchase warrants were exercised resulting in the issuance of 50,000 common shares.

December 31, 2023			December 31, 2022		
Number of Warrants	**Exercise Price**	**Exercisable**	**Number of Warrants**	**Exercise Price**	**Exercisable**
4,296,000	$0.20	4,296,000	4,296,000	$0.20	4,296,000
-	-	-	6,666,667	$0.60	6,666,667
-	-	-	455,875	$0.45	455,875
20,160,000	$0.025	20,210,000	-	-	-
50,000	$0.025	50,000	-	-	-

As at December 31, 2023, 25,506,000 (2022 – 32,128,542) warrants outstanding had a weighted average exercise price of $0.17 (2022 - $0.17) and weighted average life of 0.5 (2022 - 1.01) years.

6. RELATED PARTY TRANSACTIONS

The Company's related parties consist of the directors, executive officers and companies owned in whole or in part by them.

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

During the six months ended December 31, 2023 and 2022, the Company carried out the following transactions with key management personnel:

		December 31, 2023		December 31, 2022
Management fees paid to officers and directors	$	45,005	$	34,976
Share-based compensation (Note 6)		73,790		16,2810
	$	**118,795**	**$**	**39,910**

As at December 31, 2023, included in accounts payable and accrued liabilities are balances due to related parties of $1,120 (2022 - $7,000). The amounts owed are due on demand, unsecured and non-interest bearing.

7. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Fair value of financial instruments:

Fair values of financial instruments carried at fair value are calculated in accordance with the fair value hierarchy. The three levels of the fair value hierarchy are:

Level 1 – unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2 – inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
Level 3 – inputs that are not based on observable market data.

The fair value of accounts payable and accrued liabilities approximates its carrying value due to the short-term maturity of this financial instrument.

The fair value of the Company's financial instruments classified within the fair value hierarchy as at December 31, 2023 and June 30, 2023 is as follows:

December 31, 2023	Level 1	Level 2	Level 3	Total
Financial Instrument				
Cash	$ 113,374	-	-	$ 113,374

June 30, 2023	Level 1	Level 2	Level 3	Total
Financial Instrument				
Cash	$ 420,448	-	-	$ 420,448

The Company is exposed to varying degrees to a variety of financial instrument related risks:

Market risk
Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The Company's management of market risk has not changed materially from that of the year ended June 30, 2023.

Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's functional and presentation currency is the Canadian dollar and major purchases are transacted in Canadian dollars. As a result, the Company's exposure to foreign currency risk is not considered to be material, nor has the Company seen a material change in this risk during the six months ended December 31, 2023.

Interest rate risk
Interest rate risk is the risk the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets and liabilities with variable interest rates expose the Company to cash flow interest rate risk. The Company does maintain bank accounts which earn interest at variable rates, and does not believe it is currently subject to any material interest rate risk. There has been no material change to the Company's exposure to interest rate risk during the six months ended December 31, 2023.

7. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

Other price risk

The risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer or by factors affecting all similar financial instruments traded in the market. Given the Company's stage of development, management does not believe that the Company is currently subject to any material other price risk. There has been no material change to the Company's exposure to other price risk during the six months ended December 31, 2023.

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is in its cash. The Company's cash is held in a large Canadian deposit taking financial institution. As a result, the Company believes it is not exposed to any material credit risk. There has been no material change to the Company's exposure to or management of credit risk during the six months ended December 31, 2023.

Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities; the Company's accounts payable and accrued liabilities are all due within 12 months of December 31, 2023. Management and the Board of Directors are actively involved in the review, planning and approval of significant expenditures and commitments. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding. The Company believes it has adequate cash at December 31, 2023to reduce its risk to an immaterial amount. There has been no material change to the Company's exposure to or management of liquidity risk during the six months ended December 31, 2023.

8. CAPITAL MANAGEMENT

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern such that it can provide returns for shareholders and benefits for other stakeholders. In the definition of capital, the Company includes, as disclosed on its consolidated statement of financial position: share capital in the amount of $10,779,349, deficit in the amount of ($11,477,770) and equity reserve in the amount of $858,348.

The management of the capital structure is based on the funds available to the Company in order to support the acquisition, exploration and development of mineral properties and to maintain the Company in good standing with the various regulatory authorities. In order to maintain or adjust its capital structure, the Company may issue new shares, sell assets to settle liabilities, issue debt instruments or return capital to its shareholders.

The Company monitors its capital structure and makes adjustments in light of changes in economic conditions and the risk characteristics of the underlying assets. There were no changes in the Company's approach to capital management during the year. The Company is not subject to externally imposed capital requirements.

9. SUBSEQUENT EVENTS

On February 12, 2024, Lithium Lion Metals Inc. has entered into a binding letter of intent dated Feb. 12, 2024, with Tubutulik Mining Company LLC, for the Boulder Creek property.