

**GT RESOURCES INC.**  
(formerly Palladium One Mining Inc.)

(An Exploration Stage Company)

(Expressed in Canadian Dollars)

**Condensed Interim Consolidated Financial Statements**

For the Three and Nine Months Ended September 30, 2024 and 2023

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## **NOTICE OF NON-REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

In accordance with National Instrument 51-102 Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of these condensed interim consolidated financial statements, they must be accompanied by a notice indicating that these condensed interim consolidated financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The attached condensed interim consolidated financial statements for the three and nine months ended September 30, 2024 have not been reviewed by the Company's auditors.

**GT RESOURCES INC. (formerly Palladium One Mining Inc.)**

(An Exploration Stage Company)

Condensed Interim Consolidated Statements of Financial Position

As at September 30, 2024 and December 31, 2023

(Expressed in Canadian Dollars)

	Note(s)	September 30 2024	December 31 2023
<b>Assets</b>			
Current assets:			
Cash		\$ 9,866,684	\$ 10,669,641
Sales tax recoverable		108,965	274,056
Prepaid expense and deposits	9	236,589	210,796
Accounts receivable		200,000	-
Marketable securities	7	55,000	52,000
Total current assets		10,467,238	11,206,493
Non-current assets:			
Reclamation deposits		32,137	31,449
Total non-current assets		32,137	31,449
<b>Total assets</b>		<b>\$ 10,499,375</b>	<b>\$ 11,237,942</b>
<b>Liabilities and Shareholders' Equity</b>			
Current liabilities:			
Accounts payable and accrued liabilities	8, 15	\$ 587,107	\$ 500,156
Sales tax payable		1,239	34,761
Flow-through premium liability	10	52,119	-
Total liabilities		640,465	534,917
Shareholders' equity:			
Capital Stock	12	48,868,203	47,552,895
Obligation to issue shares	6	-	102,000
Reserves	12	3,034,062	3,060,107
Deficit		(42,043,355)	(40,011,977)
Total shareholders' equity		9,858,910	10,703,025
<b>Total liabilities and shareholders' equity</b>		<b>\$ 10,499,375</b>	<b>\$ 11,237,942</b>

Nature and continuance of operations (Note 1)

On behalf of the Board:

"Derrick Weyrauch"

Director

"Lawrence Roulston"

Director

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

**GT RESOURCES INC. (formerly Palladium One Mining Inc.)**

(An Exploration Stage Company)

Condensed Interim Consolidated Statements of Operations and Comprehensive Loss

For the three and nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars)

		3 months ended	3 months ended	9 months ended	9 months ended
		September 30	September 30	September 30	September 30
	Note(s)	2024	2023	2024	2023
<b>Expenses</b>					
Exploration and evaluation	4, 5, 6, 15	\$ 1,617,733	\$ 1,799,936	\$ 2,014,234	\$ 6,712,080
Management and consulting	15	163,671	170,314	587,786	612,541
Share-based compensation	12, 15	74,442	83,724	274,955	368,795
Investor relations		72,570	62,600	242,135	300,620
General and administrative	15	46,780	32,196	165,818	230,996
Professional fees		5,371	69,780	156,163	366,904
Transfer agent and filing fees		18,769	30,234	86,444	107,082
Corporate development		11,870	72,778	75,659	80,791
Foreign exchange loss (gain)		(213)	522	8,466	5,129
<b>Total expenses</b>		<b>(2,010,993)</b>	<b>(2,322,084)</b>	<b>(3,611,660)</b>	<b>(8,784,938)</b>
<b>Other items</b>					
Amortization of flow-through premium liability	10	773,440	540,334	\$ 828,628	\$ 1,515,733
Government grants	11	-	-	340,000	-
Interest income		132,212	169,982	408,654	461,198
Unrealized loss (Gain) on investments	7	10,500	(24,000)	3,000	(24,000)
<b>Total other items</b>		<b>916,152</b>	<b>686,316</b>	<b>1,580,282</b>	<b>1,952,931</b>
<b>Loss and comprehensive loss for the period</b>		<b>\$ (1,094,841)</b>	<b>\$ (1,635,768)</b>	<b>\$ (2,031,378)</b>	<b>\$ (6,832,007)</b>
<b>Loss per share – basic and diluted</b>		<b>\$ (0.00)</b>	<b>\$ (0.00)</b>	<b>\$ (0.01)</b>	<b>\$ (0.02)</b>
<b>Weighted average number of common shares outstanding – basic and diluted</b>		<b>387,895,483</b>	<b>358,218,928</b>	<b>371,271,099</b>	<b>326,849,520</b>

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

**GT RESOURCES INC. (formerly Palladium One Mining Inc.)**

(An Exploration Stage Company)

Condensed Interim Consolidated Statements of Cash Flows

For the nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars)

	9 months ended September 30, 2024	9 months ended September 30, 2023
<b>Operating activities</b>		
Loss for the period	\$ (2,031,378)	\$ (6,832,007)
Items not requiring an outlay of cash:		
Amortization of flow-through premium liability	(828,628)	(1,515,733)
Foreign exchange loss	(688)	335
Unrealized loss (gain) on investments	(3,000)	24,000
Shares issued for Tyko II property acquisition	-	93,500
Deferred property acquisition costs	-	102,000
Shares issued for earn-in agreement	1,350	2,250
Share-based compensation	274,955	368,795
	(2,587,389)	(5,359,364)
<b>Net change in non-cash working capital balances</b>		
Accounts payable and accrued liabilities	86,951	(437,805)
Accounts receivable	(200,000)	
Prepaid expense and deposits	(25,793)	(81,143)
Sales tax recoverable	165,091	283,029
Sales tax payable	(33,522)	-
Net cash used in operating activities	(2,594,662)	(5,595,283)
<b>Financing activities</b>		
Proceeds from private placements	1,840,000	5,070,348
Private placement share issuance costs	(48,295)	(97,288)
Net cash provided by financing activities	1,791,705	4,973,060
<b>Investing Activities</b>		
Cash paid for acquisition of Metalcorp	-	1,744,782
Net cash provided by investing activities	-	1,744,782
Increase in cash	(802,957)	1,122,559
Cash and cash equivalents, beginning of the period	10,669,641	11,388,062
<b>Cash and cash equivalents, end of the period</b>	<b>\$ 9,866,684</b>	<b>\$ 12,510,621</b>
<b>Non-cash items:</b>		
Share issuance costs included in accounts payable and accrued liabilities	\$ 26,100	\$ 26,100
Deferred share issuance costs included in accounts payable and accrued liabilities	\$ -	\$ -

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

# GT RESOURCES INC. (formerly Palladium One Mining Inc.)

(An Exploration Stage Company)

Condensed Interim Consolidated Statements of Changes in Shareholders' Equity

For the nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars)

	Number of shares	Capital stock	Obligation to issue shares	Reserves	Deficit	Shareholder's equity
<b>Balance at December 31, 2022</b>	<b>283,753,807</b>	<b>\$ 38,422,785</b>	<b>\$ -</b>	<b>\$ 2,577,509</b>	<b>\$ (32,015,581)</b>	<b>\$ 8,984,713</b>
Private placements	35,786,071	5,070,348	-	-	-	5,070,348
Share issuance costs – cash	-	(97,288)	-	-	-	(97,308)
Shares issued for Metalcorp acquisition	38,679,050	4,061,300	-	-	-	4,061,300
Shares issued for Tyko II property acquisition	1,100,000	93,500	-	-	-	93,500
Options issued for Metalcorp acquisition	30,000	2,250	-	36,064	-	36,064
Share-based compensation	-	-	-	285,071	-	285,071
Loss for the period	-	-	-	-	(6,832,007)	(5,196,239)
<b>Balance at September 30, 2023</b>	<b>359,348,928</b>	<b>\$ 47,552,895</b>	<b>\$ -</b>	<b>\$ 2,898,644</b>	<b>\$ (38,847,588)</b>	<b>\$ 13,237,449</b>
<b>Balance at December 31, 2023</b>	<b>359,348,928</b>	<b>\$ 47,552,895</b>	<b>\$ 102,000</b>	<b>\$ 3,060,107</b>	<b>\$ (40,011,977)</b>	<b>\$ 10,703,025</b>
Private placements	26,666,667	1,840,000	-	-	-	1,840,000
Share issuance costs - cash	-	(48,295)	-	-	-	(48,295)
Shares issued for Tyko II property acquisition	1,200,000	102,000	(102,000)	-	-	-
Shares issued on RSUs vesting	1,037,931	301,000	-	(301,000)	-	-
Share-based compensation	-	-	-	274,955	-	274,955
Shares issued for earn-in agreement	30,000	1,350	-	-	-	1,350
Flow-Through premium	-	(880,747)	-	-	-	(880,747)
Loss for the period	-	-	-	-	(2,031,378)	(2,031,378)
<b>Balance at September 30, 2024</b>	<b>388,283,526</b>	<b>\$ 48,868,203</b>	<b>\$ -</b>	<b>\$ 3,034,062</b>	<b>\$ (42,043,355)</b>	<b>\$ 9,858,910</b>

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

# GT RESOURCES INC. (formerly Palladium One Mining Inc.)

(An Exploration Stage Company)

Notes to the Condensed Interim Consolidated Financial Statements

For the three and nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars)

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## 1. Nature and continuance of operations

GT Resources Inc. (formerly “Palladium One Mining Inc.”) (“GT Resources” or the “Company”) is a mineral exploration company listed on the TSX Venture Exchange (“TSX-V”) under the symbol “GT”. The Company was incorporated under the *Business Corporations Act of British Columbia* on January 16, 2007. The Company’s head office is located at Suite 3704-88 Scott Street, Toronto, ON, M5E 0A9. The Company’s registered and records office is 25<sup>th</sup> floor, 666 Burrard Street, Vancouver, BC, V6C 2X8.

These consolidated financial statements were authorized for issue by the Company’s Board of Directors on November 27, 2024.

### Going concern

The Company’s ability to continue as a going concern is dependent upon its ability to fund its exploration and evaluation programs. These condensed interim consolidated financial statements have been prepared on a going concern basis and do not reflect the adjustments to the carrying value of assets and liabilities and the reported expenses and statement of financial position classification that would be necessary if the Company were unable to realize its assets and settle its liabilities as a going concern in the normal course of business operations. Such adjustments could be material.

Management has applied judgement in the assessment of the Company continuing as a going concern by taking into account all available information. Management estimates that the going concern assumption is appropriate for at least the next twelve months following the reporting date of these statements.

The business of exploring for minerals involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The recoverability of the carrying value of exploration properties and the Company’s continued existence are dependent upon the preservation of its interest in the underlying properties, the discovery of economically recoverable reserves, the achievement of profitable operations, or the ability of the Company to raise alternative financing, if necessary, or alternatively upon the Company’s ability to dispose of its interests on an advantageous basis.

## 2. Basis of presentation

### a) Basis of measurement

These condensed interim consolidated financial statements have been prepared on a historical cost basis, except for financial instruments classified as financial instruments at fair value. All dollar amounts presented are in Canadian dollars unless otherwise specified. In addition, these condensed interim consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information.

### b) Statement of compliance

The condensed interim consolidated financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) for interim information, specifically International Accounting Standards (“IAS”) 34 – *Interim Financial Reporting*. In addition, the condensed interim consolidated financial statements have been prepared using interpretations issued by the International Financial Reporting Interpretation Committee (“IFRIC”) and the same accounting policies and methods of their application as the most recent annual financial statements of the Company. These condensed interim consolidated financial statements do not include all disclosures normally provided in the annual financial statements and should be read in conjunction with the Company’s audited financial statements for the year ended December 31, 2023. In management’s opinion, all adjustments necessary for fair presentation have been included in these condensed interim consolidated financial statements. Interim results are not necessarily indicative of the results expected of the year ended December 31, 2024.

### c) Principals of consolidation

These condensed interim consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries: Tyko Resources Inc. (“Tyko”), Nortec Minerals Oy (“Nortec”), and MetalCorp Limited (“MetalCorp”). All inter-company transactions and balances have been eliminated upon consolidation.

## GT RESOURCES INC. (formerly Palladium One Mining Inc.)

(An Exploration Stage Company)

Notes to the Condensed Interim Consolidated Financial Statements

For the three and nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars)

### 2. Basis of presentation (continued)

A subsidiary is an entity which the Company controls. The Company has control over an entity when it is exposed to or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

A subsidiary is fully consolidated from the date on which control is obtained by the Company and is deconsolidated from the date that control ceases.

Name of subsidiary	Country of incorporation	Proportion of ownership interest	Principal activity
Tyko Resources Inc.	Canada	100%	Mineral exploration
Nortec Minerals Oy.	Finland	100%	Mineral exploration
MetalCorp Limited	Canada	100%	Mineral exploration

### d) Critical accounting estimates and judgements

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The effect of a change in an accounting estimate is recognized prospectively by including it in profit or loss in the year of the change, if the change affects that year only, or in the year of the change and future years, if the change affects both.

Information about critical estimates and judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the financial statements within the next financial year are discussed below:

#### *Significant judgements*

##### Going Concern

In the preparation of these condensed interim consolidated financial statements, the Company made judgements related to the going concern of the Company as discussed in Note 1.

#### *Critical estimates*

##### Share-based Compensation Transactions

The Company measures the cost of options granted for goods and services with reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based compensation transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant.

This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

##### Income taxes

The estimation of income taxes includes evaluating the recoverability of deferred tax assets based on an assessment of the Company's ability to utilize the underlying future tax deductions against future taxable income prior to expiry of those deductions. Management assesses whether it is probable that some or all of the deferred income tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income, which in turn is dependent upon the successful discovery, extraction, development and commercialization of mineral reserves.

## GT RESOURCES INC. (formerly Palladium One Mining Inc.)

(An Exploration Stage Company)

Notes to the Condensed Interim Consolidated Financial Statements

For the three and nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars)

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### 2. Basis of presentation (continued)

#### Acquisition of Assets

The determination of whether a set of assets acquired and liabilities assumed constitute a business may require the Company to make certain judgments, taking into account all facts and circumstances. A business is presumed to be an integrated set of activities and assets capable of being conducted and managed for the purpose of providing a return in the form of dividends, lower costs or economic benefits. The acquisition of MetalCorp Limited (Note 4) was determined to constitute acquisitions of net assets. In addition, estimates are made as to the fair value of assets and liabilities acquired. The Company measures all the assets acquired and liabilities assumed at their acquisition-date fair values.

To the extent that management's assessment of the Company's ability to utilize future tax deductions changes, the Company would be required to recognize more or fewer deferred tax assets, and future income tax provisions or recoveries could be affected.

### 3. Summary of material accounting policies

The accounting policies in preparation of these condensed interim consolidated financial statements are consistent with those applied and disclosed in the Company's audited consolidated financial statements for the year ended December 31, 2023.

### 4. Acquisition of MetalCorp Limited

On May 2, 2023, the Company completed an acquisition of 100% of the outstanding shares of MetalCorp Limited ("MetalCorp") structured as a statutory plan of arrangement under the Business Corporations Act (Ontario) (the "Transaction"). Under the terms of the Transaction, former shareholders of MetalCorp received 0.30 (the "Exchange Ratio") of a common share in the capital of the Company in exchange for each common share in the capital of MetalCorp held. Outstanding options to acquire MetalCorp shares outstanding immediately prior to the closing of the transaction were exchanged for stock options to purchase common shares of the Company at the Exchange Ratio. A total of 38,679,050 common shares of the Company were issued in exchange for the outstanding shares of MetalCorp as well as 3,585,000 stock options to purchase common shares of the Company were exchanged for outstanding options to purchase MetalCorp Shares (Note 13c ii). As a result of the Transaction, MetalCorp became a wholly-owned subsidiary of the Company.

This Transaction has been accounted for as an asset acquisition under IFRS 3 Business Combinations where the purchase price has been allocated to assets acquired and liabilities assumed based on their estimated fair values at the acquisition date. As per the policies of the Company, the fair value of the acquired mineral properties were charged as acquisition costs to exploration and evaluation expenditures (Note 5).

The allocation of the purchase price to the estimated fair value of the assets of MetalCorp is as follows:

GT RESOURCES INC. (formerly Palladium One Mining Inc.)

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(Expressed in Canadian Dollars)

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**4. Acquisition of MetalCorp Limited (Continued)**

<b>Purchase price</b>	
38,679,050 common shares at \$0.105 per share	\$4,061,300
3,585,000 replacement stock options	180,510
	<hr/>
	4,241,810
<b>Cost of acquisition</b>	
Purchase price	4,241,810
Transaction costs	206,846
	<hr/>
	4,448,656
<b>Estimated fair values of assets and liabilities acquired</b>	
Cash	716,618
Sales tax recoverable	50,625
Prepaid expense and deposits	37,344
Short-term investments	1,028,164
Marketable securities	82,000
Accounts payable and accrued liabilities	(214,883)
Mineral property asset, charged to exploration and evaluation	2,748,788
	<hr/>
	\$4,448,656

# GT RESOURCES INC. (formerly Palladium One Mining Inc.)

(An Exploration Stage Company)

Notes to the Consolidated Financial Statements

For the three and nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars)

## 5. Exploration and evaluation expenditures

The Company incurred the following expenditures on its properties during the nine months ended September 30, 2024 and 2023:

E&E Expenditures Nine months ended September 30, 2024	Tyko I	Tyko II	Canalask Project	LK Project	Metalcorp acquired and other projects	Total
Acquisition costs	\$ 37,350	\$ -	\$ -	\$ -	\$ -	\$ 37,350
Drilling and assays	18,944	30,382	1,037,483	-	680	1,087,489
Equipment rental	9,240	1,260	156,341	-	-	166,841
Exploration camp and field costs	11,018	-	199,399	-	-	210,417
Geological consulting	-	-	12,510	16,780	-	29,290
Geological salaries	80,072	19,145	76,257	-	-	175,474
Geophysical surveys	-	11,250	119,093	-	-	130,343
Permits and reservations	-	-	117,342	5,026	-	122,368
Travel and support	-	-	53,768	894	-	54,662
	<b>\$ 156,623</b>	<b>\$ 62,037</b>	<b>\$ 1,772,193</b>	<b>\$ 22,701</b>	<b>\$ 680</b>	<b>\$ 2,014,234</b>

E&E Expenditures Nine months ended September 30, 2023	Tyko I	Tyko II	Canalask Project	LK Project	Metalcorp acquired and other projects	Total
Acquisition costs	\$ 14,250	\$ 297,420	\$ 132,630	\$ -	\$ 2,422,496	\$ 2,866,796
Assays	-	-	-	-	-	-
Claims	-	-	-	-	-	-
Drilling and assays	110,571	11,866	59,475	-	-	181,912
Environmental	-	-	-	48,255	-	48,255
Equipment rental	207,661	21,155	-	-	-	228,816
Exploration camp and field costs	508,284	72,227	-	123	-	580,634
Geological consulting	683,000	143,854	3,150	23,358	2,663	856,024
Geological salaries	145,243	11,589	-	-	-	156,832
Geophysical surveys	1,119,007	30,800	-	-	-	1,149,807
Land management	-	5,460	41,171	-	-	46,631
Metallurgical	-	-	-	4,283	-	4,283
Mobilization/Demobilization	-	319,322	-	-	-	319,322
Permits and reservations	15,980	-	-	48,822	15,750	80,552
Travel and support	168,879	17,893	-	5,443	-	192,216
	<b>\$ 2,972,875</b>	<b>\$ 931,586</b>	<b>\$ 236,426</b>	<b>\$ 130,284</b>	<b>\$ 2,440,909</b>	<b>\$ 6,712,080</b>

### Tyko I and Tyko II Projects

The Company holds a 100% interest in the Tyko I and Tyko II Projects, located in Northwestern Ontario.

### Canalask Project

The Company holds a 100% interest in the Canalask project located approximately 300 kilometers northwest of Whitehorse, Yukon.

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Notes to the Consolidated Financial Statements

For the three and nine months ended September 30, 2024 and 2023

(Expressed in Canadian Dollars)

### LK Project

The Company holds a 100% interest in the Lantinen Koillismaa Platinum Group Element-Copper-Nickel (PGE-Cu-Ni) project ("LK Project") located in North-central Finland.

### MetalCorp Projects

As a result of the acquisition of MetalCorp on May 2, 2023 (Note 4), the Company holds 100% interest in Hemlo East, Big Lake, North Rock and Black Bear Projects in Ontario.

## 6. Acquisition of the Tyko II property

On September 11, 2023, the Company acquired the Tyko II property through a combination of staking and claim purchases. The claim purchases include aggregate consideration of

- \$100,000 cash due at closing (paid)
- 2.3 million common shares of the company as follows:
  - 1.1 million common shares which were issued on September 26, 2023,
  - 0.4 million shares which were issued on January 25, 2024,
  - 0.4 million shares which were issued on May 28, 2024,
  - 0.4 million shares which were issued on September 25, 2024.
- A Net Smelter Return Royalty ("NSR") in respect of certain claims

As at September 30, 2024, the Company has no obligation to issue common shares in connection with these agreements.

## 7. Marketable securities

Marketable securities consist of equity instruments in publicly traded junior mining companies with a cost of \$82,000 which were acquired by the Company as a component of the acquisition of MetalCorp. The fair value of marketable securities as at September 30, 2024 was \$55,000 (December 31, 2023 - \$52,000) with an unrealized gain of \$3,000 recognized in the Company's consolidated statement of operations for the nine months ended September 30, 2024 (unrealized loss of \$24,000 for the nine months ended September 30, 2023).

The Company records investments at fair value through profit and loss. Unrealized gains and losses or changes in fair value are reflected in the consolidated statements operations.

## 8. Accounts payable and accrued liabilities

Accounts payable and accrued liabilities consist of payables to vendors. The breakdown of accounts payable and accrued liabilities is as follows:

	September 30, 2024	December 31, 2023
Accounts payable	\$ 553,832	\$ 263,007
Accrued liabilities	33,275	237,149
	\$ 587,107	\$ 500,156

## 9. Prepaid expenses and deposits

The breakdowns of prepaid expense and deposits are as follows:

	September 30, 2024	December 31, 2023
Exploration prepaids	\$ 142,771	\$ 102,297
Conferences, investor relations, and insurance	67,813	94,190
Other	26,004	14,309
	\$ 236,589	\$ 210,796

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For the three and nine months ended September 30, 2024 and 2023

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### 10. Flow-through premium liability

Transactions related to the recognition and amortization of the flow-through premium liability are summarized as follows:

	September 30, 2024	December 31, 2023
Balance, beginning of period	\$ -	\$ 1,894,806
Deferred premium liability recognized on flow-through issuances	880,747	-
Income recognized based on corresponding eligible expenditures	(828,628)	(1,894,806)
Balance, end of period	\$ 52,119	\$ -

As at September 30, 2024, the Company has an obligation to spend \$113,045 (December 31, 2023 - \$Nil) by December 31, 2025 in relation to flow-through proceeds.

### 11. Government grants

Government grants recognized are amounts received through the Government of Ontario and covered 50% of eligible exploration costs incurred in 2023 for the Tyko I and Tyko II project. At September 30, 2024 and 2023, there were no unfulfilled conditions or other contingencies related to government grants.

### 12. Capital stock and reserves

#### Authorized capital

The authorized capital stock of the Company consists of an unlimited number of common shares with no par value. As at September 30, 2024, the Company had 388,283,526 (December 31, 2023 – 359,348,928) common shares issued and outstanding.

#### a) Shares

*Transactions for the nine months ended September 30, 2024 were as follows:*

#### Private placement

On June 13, 2024, the Company announced the completion of a \$1,840,000 non-brokered private placement financing (the “Private Placement”, with a wholly owned subsidiary of Glencore plc (“Glencore”). Pursuant to the Private Placement, the Company issued 26,666,667 common shares (“Common Shares”) at \$0.069 per Common Share. The shares are subject to a four-month hold period. No commissions or finder fees were involved.

Legal fees and exchange fees related to the private placements in 2024 were \$48,295.

#### Other issuances

On January 25, 2024, the Company issued 400,000 common shares with a fair value of \$34,000 in relation to the acquisition of the Tyko II property discussed in Note 6.

On March 15, 2024, the Company issued 1,037,931 shares in relation to the vesting of restricted share units (“RSUs”). A total of \$301,000 was reallocated from reserves to capital stock in connection with RSUs vested.

On May 28, 2024, the Company issued 400,000 common shares with a fair value of \$34,000 in relation to the acquisition of the Tyko II property discussed in Note 6.

On July 30, 2024, the Company issued 30,000 common shares with a fair value of \$1,350 in relation to an earn-in agreement entered into in the year ended December 31, 2021.

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### 12. Capital stock and reserves (continued)

On September 25, 2024, the Company issued 400,000 common shares with a fair value of \$34,000 in relation to the acquisition of the Tyko II property discussed in Note 6.

During the nine months ended September 30, 2024, 236,400 RSUs were forfeited (nine months ended September 30, 2023 – 227,300).

#### b) Warrants

The number and weighted average exercise prices of warrants are as follows:

	Number of Warrants	Weighted average exercise price
Outstanding warrants, December 31, 2022	42,936,167	\$ 0.35
Expired	(28,676,000)	0.43
Outstanding warrants, December 31, 2023	14,260,167	0.19
Outstanding warrants, September 30, 2024	14,260,167	\$ 0.19

As at September 30, 2024, warrants enabling the holders to acquire common shares are as follows:

Expiry date	Number of warrants	Weighted average remaining life in years	Weighted average exercise price
12/23/2024	2,500,167	0.23	\$ 0.20
12/23/2024 <sup>(1)</sup>	1,260,000	0.23	0.14
12/23/2025	10,500,000	1.23	0.20
	14,260,167	0.97	\$ 0.19

(1) Broker warrants which entitle the holder to acquire one common share and one-half of one common share purchase warrant with an exercise price of \$0.20 and expiry of December 23, 2025.

#### c) Equity incentive plan

The Company adopted a new equity incentive plan (the “New Plan”) on July 24, 2023. The New Plan is a “rolling up to 10%” share-based compensation plan and allows the board of directors (“the Board”) to grant stock options (“Options”), restricted share units (“RSUs”) and deferred share units (“DSUs”) of the Company (collectively, “Awards”) to employees, officers, directors and consultants of the Company. Awards are non-assignable and non-transferrable. Awards issued are subject to vesting terms determined by the Board with RSUs and DSUs not vesting until at least 12 months from the date of grant.

Options may be granted for a term not exceeding that permitted by the Exchange, currently ten years and the exercise price shall be fixed by the Board but shall not be less than the market value of the Company’s common shares at the time of grant. Award outstanding under the Company’s previous share-based compensation plans will remain outstanding and be governed by the previous plans, however new Award grants will be subject to the New Plan.

##### i. Restricted share unit plan

On May 2, 2023, 275,000 RSUs were issued to directors, officers, consultants, and advisors respectively, with a three-year vesting period, thereby vesting on May 2, 2026.

On March 8, 2024, 650,000 RSUs were issued to directors, officers, consultants, and advisors respectively, with a three-year vesting period, thereby vesting on March 8, 2027.

On March 15, 2024, the Company issued 1,037,931 shares in relation to the vesting of restricted share units (“RSUs”). A total of \$301,000 was reallocated from reserves to capital stock in connection with RSUs vested.

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**12. Capital stock and reserves (continued)**

During the nine months ended September 30, 2024, 236,400 RSUs were forfeited (Nine months ended September 30, 2023 – 227,300)

For the nine months ended September 30, 2024, the Company recognized share-based compensation expense related to RSUs in the amount of \$47,050 (nine months ended September 30, 2023 - \$110,068).

The summary of changes in RSUs are as follows:

	<b>Number of restricted share units</b>
Outstanding restricted share units, December 31, 2022	2,143,590
Granted	275,000
Forfeited	(310,059)
Outstanding restricted share units, December 31, 2023	2,108,531
Granted	650,000
Forfeited	(236,400)
Vested	(1,037,931)
Outstanding restricted share units, September 30, 2024	1,484,200

**ii. Stock option plan**

In May 2023, 2,075,000 options were issued to directors, officers, consultants and advisors, exercisable at a price of \$0.11 per common share with 1/3 vesting immediately and 1/3 every year thereafter with a five-year term.

In May 2023, MetalCorp stock options were exchanged for 3,585,000 stock options to purchase common shares of the Company (Note 4).

On March 8, 2024, 3,825,000 stock options were issued to certain officers and directors, exercisable at a price of \$0.05 per common share with 1/3 vesting immediately and 1/3 every 6-months thereafter with a five-year term.

On March 8, 2024, 725,000 stock options were issued to certain employees, advisors and consultants, exercisable at a price of \$0.05 per common share with 1/3 vesting immediately and 1/3 every 6-months thereafter with a five-year term.

For the nine months ended September 30, 2024, the Company recognized share-based compensation expense related to stock options in the amount of \$159,993 (nine months ended September 30, 2023 - \$258,727).

Stock option valuations in the nine months ended September 30, 2024 and the year ended December 31, 2023 were based on the following assumptions:

	<b>2024</b>	<b>2023</b>
Forfeiture rate	0.00%	0.00%
Estimated risk-free rate	3.42%	2.95% - 3.63%
Expected volatility	90%	83% - 90%
Stock price at date of grant	\$0.04	\$0.11
Estimated annual dividend yield	0.00%	0.00%
Expected life of options	5 years	0.32 - 5 years
Fair value	\$0.03	\$0.01 - \$0.07

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## 12. Capital stock and reserves (continued)

The number and weighted average exercise prices of the stock options are as follows:

	Number of options	Weighted average exercise price
Outstanding options, December 31, 2022	11,675,000	\$ 0.17
Granted	2,075,000	0.11
Replacement options issued (Note 4)	3,585,000	0.19
Expired	(160,000)	0.20
Forfeited	(50,000)	0.22
Outstanding options, December 31, 2023	17,125,000	0.16
Granted	4,550,000	0.05
Expired	(2,800,000)	0.08
Forfeited	(200,000)	0.08
Outstanding options, September 30, 2024	18,675,000	\$0.15

As at September 30, 2024, the Company had outstanding and exercisable stock options as follows:

Expiry date	Number of options outstanding	Weighted average remaining life in years	Exercise price	Number of options Exercisable
12/29/2024	4,100,000	0.25	\$0.15	4,100,000
3/15/2026	700,000	1.45	0.29	700,000
8/27/2026	1,035,000	1.91	0.23	1,035,000
11/15/2026	3,850,000	2.13	0.22	3,850,000
5/26/2027	2,490,000	2.65	0.17	2,490,000
5/2/2028	2,025,000	3.59	0.11	1,350,000
3/8/2029	4,475,000	4.44	0.05	2,983,334
	<b>18,675,000</b>	<b>2.46</b>	<b>\$0.15</b>	<b>16,508,334</b>

### iii. Deferred share unit plan

On March 8, 2024, 3,000,000 DSUs were issued to certain officers and directors.

For the nine months ended September 30, 2024, the Company recognized share-based compensation expense related to DSUs in the amount of \$67,912. (nine months ended September 30, 2023 - \$Nil).

The summary of changes in DSUs are as follows:

	Number of deferred share units
Outstanding deferred share units, December 31, 2023	-
Granted	3,000,000
Outstanding deferred share units, September 30, 2024	3,000,000

## 13. Nature and extent of risks arising from financial instruments

As at September 30, 2024, the Company's financial instruments consist of cash, accounts receivable, marketable securities, sales tax recoverable, and accounts payable and accrued liabilities. The fair values of financial assets and financial liabilities carried at amortized cost approximate their carrying amounts due to the short-term maturity of the instruments.

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### 13. Nature and extent of risks arising from financial instruments (continued)

Financial instruments measured at fair value are classified in accordance with an established hierarchy that prioritizes the inputs in valuation techniques used to measure fair value, as follows:

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 marketable securities is based on Level 1 inputs of the fair value hierarchy.

The Company is exposed to a varying degree of risks related to financial instruments. Management actively monitors and manages these risks. How management mitigates these risks are discussed below:

#### *Credit Risk*

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Financial instruments that potentially subject the Company to credit risk consist of cash, accounts receivable, marketable securities and sales tax recoverable. The Company's cash balance was \$9,866,684 as at September 30, 2024 (December 31, 2023 - \$10,669,641) and is held through large financial institutions in Canada and Finland. The Company's accounts receivable balance is a deposit paid on an option agreement not yet signed at September 30, 2024 (Note 17). The fair value of the Company's marketable securities was \$55,000 as at September 30, 2024 (December 31, 2023 - \$52,000), and consists of equity instruments in a publicly traded junior mining company. At September 30, 2024, the Company's receivables consist of sales tax receivable due from the Governments of Canada and Finland of \$3,406 (December 31, 2023 - \$274,056). Management believes the risk of loss to be not significant.

#### *Liquidity Risk*

Liquidity risk is the risk that an entity will encounter difficulty in raising funds and meeting obligations associated with financial liabilities. The Company manages liquidity risk through the management of its capital structure, as outlined in Note 14. As at September 30, 2024, the Company had working capital of \$9,826,773 (December 31, 2023 - \$10,671,576). However, the Company has an accumulated deficit of \$42,043,355 (December 31, 2023 - \$40,011,977). The continuation of the Company depends upon the support of its equity investors, which cannot be assured.

#### *Other Market Price Risk*

The Company is exposed to price risk with respect to equity and commodity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on profit or loss and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices of copper, nickel, palladium and platinum, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company. A 10% increase or decrease in the price of marketable securities held by the Company would increase or decrease net loss by \$5,500 (December 31, 2023 - \$5,200).

#### *Currency risk*

The Company has transactions internationally and is exposed to foreign exchange risk from the Euro currency. Foreign exchange risk arises from financing and purchase transactions that are denominated in currency other than the Canadian Dollar, which is the functional currency of the Company. As at September 30, 2024, the Company held in Euros the Canadian dollar equivalent of \$127,770 (December 31, 2023 - \$202,286) in cash, \$32,136 in reclamation deposits (December 31, 2023 - \$31,449), \$3,406 in sales tax recoverable (December 31, 2023 - \$61), \$11,658 in accounts payable and accrued liabilities (December 31, 2023 - \$7,210), and \$1,239 in sales tax payable (December 31, 2023 - \$34,762). A 10% increase or decrease in the Euro would increase or decrease net loss by \$15,000 (December 31, 2023 - \$19,200).

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## 13. Nature and extent of risks arising from financial instruments (continued)

### *Interest risk*

Interest rate risk is the risk that 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 interest rate risk with respect to its cash flow. The Company earns interest based on market interest rates from the cash and cash equivalents it holds through Canadian financial institutions. The interest earned by the Company will fluctuate based on changes in market interest rates.

## 14. Capital management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the exploration and development of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company defines capital to include all components of equity. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. There were no changes in the Company's approach to capital management during the nine months ended September 30, 2024. The Company is not subject to externally imposed capital requirements.

The Company sets the amount of capital in proportion to risk. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue common shares through private placements.

## 15. Related party transactions

### a) Key management compensation

Key management consists of the Company's directors and officers. In addition to management and consulting fees paid to these individuals, or companies controlled by these individuals, the Company provides stock options and RSUs. Remuneration of key management includes the following:

	Nine months ended September 30, 2024	Nine months ended September 30, 2023
Management and consulting <sup>(1)</sup>	\$ 387,750	\$ 344,300
Share based compensation <sup>(2)</sup>	176,032	105,111
Total remuneration	\$ 563,782	\$ 449,411

(1) Director, executive and officer compensation

(2) Represents the fair-value of stock options and RSUs granted to directors and officers.

### b) Related party transactions and balances not disclosed elsewhere in these consolidated financial statements are as follows:

As at September 30, 2024, the Company owed \$Nil (December 31, 2023 - \$78,904) and during the nine months ended September 30, 2024, has paid or accrued \$91,996 (nine months ended September 30, 2023 - \$1,212,113) to Fladgate Exploration Consulting Corp, a corporation which is related to the Vice President - Exploration, which was related to exploration and evaluation expenses and for project management services. The amount owing was included in accounts payable and accrued liabilities and is unsecured, non-interest bearing and is expected to be repaid under normal trade terms.

As at September 30, 2024, the Company owed \$Nil (December 31, 2023 - \$Nil) and during the nine months ended September 30, 2024, has paid or accrued \$31,500 (nine months ended September 30, 2023 - \$Nil) to Weyrauch & Associates Inc., a corporation related to the CEO, for equipment rental related to exploration and evaluation activities. The amount owing was included in accounts payable and accrued liabilities and is unsecured, non-interest bearing and is expected to be repaid under normal trade terms.

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**15. Related party transactions (continued)**

As at September 30, 2024, the Company owed \$1,875 (December 31, 2023 - \$2,325) and during the nine months ended September 30, 2024, has paid or accrued \$6,900 to Xploration Solutions, a corporation related to a member of the board of directors, for consulting services.

As at September 30, 2024, the Company owed \$Nil (December 31, 2023 - \$Nil) and during the nine months ended September 30, 2024, has paid or accrued \$27,000 (nine months ended September 30, 2023 - \$27,000) to a person related to the CEO for costs related to office rental in Toronto. The amount owing was included in accounts payable and accrued liabilities and is unsecured, non-interest bearing and is expected to be repaid under normal trade terms.

As at September 30, 2024, the Company owed officers of the Company \$Nil (December 31, 2023 - \$Nil) for various expenses, including but not limited to exploration & evaluation expenses, marketing and travel costs and accrued payroll. The amount owing was included in accounts payable and accrued liabilities and is unsecured, non-interest bearing and is expected to be repaid under normal trade terms.

**16. Segmented information**

The Company has one reportable operating segment being the acquisition, exploration and evaluation of mineral properties. For the periods presented, all of the Company's long-term assets are located in Canada and Finland.

**17. Subsequent event**

Subsequent to the quarter ended September 30, 2024, On November 15, 2024, the Company issued 659,200 shares to certain directors, officers, and consultants in relation to the vesting of RSUs.