
NORTH PEAK RESOURCES LTD.

**CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2023 AND 2022**

(EXPRESSED IN CANADIAN DOLLARS)

(UNAUDITED)

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying unaudited condensed interim consolidated financial statements of North Peak Resources Ltd. (the "Company") are the responsibility of management and the Board of Directors.

The unaudited condensed interim consolidated financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the unaudited condensed interim consolidated financial statements. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the statement of financial position date. In the opinion of management, the unaudited condensed interim consolidated financial statements have been prepared within acceptable limits of materiality and are in accordance with International Accounting Standard 34 - Interim Financial Reporting using accounting policies consistent with International Financial Reporting Standards appropriate in the circumstances.

Management has established processes, which are in place to provide it with sufficient knowledge to support management representations that it has exercised reasonable diligence in that (i) the unaudited condensed interim consolidated financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of, and for the periods presented by, the unaudited condensed interim consolidated financial statements and (ii) the unaudited condensed interim consolidated financial statements fairly present in all material respects the financial condition, results of operations and cash flows of the Company, as of the date of and for the periods presented by the unaudited condensed interim consolidated financial statements.

The Board of Directors is responsible for reviewing and approving the unaudited condensed interim consolidated financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the unaudited condensed interim consolidated financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the unaudited condensed interim consolidated financial statements together with other financial information of the Company for issuance to the shareholders.

Management recognizes its responsibility for conducting the Company's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

NOTICE TO READER

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

NORTH PEAK RESOURCES LTD.**Condensed Interim Consolidated Statements of Financial Position****(Expressed in Canadian Dollars)****(Unaudited)**

As at	March 31, 2023	December 31, 2022
ASSETS		
Current assets		
Cash	\$ 7,556,539	\$ 8,087,936
Investment	100,000	100,000
Prepaid and sundry receivable	202,998	120,161
	\$ 7,859,537	\$ 8,308,097
Exploration and evaluation assets (note 3)	95,000	95,000
Right-of-use assets (note 4)	46,930	61,009
	\$ 8,001,467	\$ 8,464,106
LIABILITIES AND EQUITY		
Current liabilities		
Accounts payable and accrued liabilities (note 10)	\$ 101,436	\$ 128,139
Current portion of lease liability (note 5)	49,669	59,586
	\$ 151,105	\$ 187,725
Non-current portion of lease liability (note 5)	-	4,686
	\$ 151,105	\$ 192,411
Shareholders' equity		
Share capital (note 6)	28,782,135	28,782,135
Contributed surplus (notes 7 and 8)	14,160,668	14,142,910
Deficit	(35,092,441)	(34,653,350)
	7,850,362	8,271,695
Total liabilities and shareholders' equity	\$ 8,001,467	\$ 8,464,106

Subsequent Events (note 12)

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

NORTH PEAK RESOURCES LTD.**Condensed Interim Consolidated Statements of Loss and Comprehensive Loss****(Expressed in Canadian Dollars)****(Unaudited)**

For the Three Months Ended March 31,	2023	2022
Expenses		
Contractor fees	\$ 5,624	\$ 4,792
Travel	91,558	37,685
Office and general (note 10)	240,105	204,925
Professional fees (note 10)	55,384	28,346
Exploration expenses (note 11)	111,984	1,079,109
Stock-based compensation (notes 8 and 10)	17,758	284,275
Interest income	(83,323)	(5,873)
Net loss and comprehensive loss for the period	\$ (439,091)	\$ (1,633,259)
Basic and diluted net loss per share (note 9)	\$ (0.02)	\$ (0.07)
Weighted average number of common shares outstanding, basic and diluted (note 9)	22,584,451	21,883,905

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

NORTH PEAK RESOURCES LTD.**Condensed Interim Consolidated Statements of Changes in Shareholders' Equity****(Expressed in Canadian Dollars)****(Unaudited)**

	Share Capital		Contributed	Deficit	Total
	Number	Amount	Surplus		
Balance, December 31, 2021	21,334,455	\$ 27,674,324	\$ 11,340,951	\$ (30,180,902)	\$ 8,834,373
Issued on private placement	2,499,996	5,750,000	-	-	5,750,000
Costs of issue	-	(252,909)	-	-	(252,909)
Stock-based compensation	-	-	284,275	-	284,275
Warrants issued	-	(2,372,568)	2,372,568	-	-
Net loss for the period	-	-	-	(1,633,259)	(1,633,259)
Balance, March 31, 2022	23,834,451	30,798,847	13,997,794	(31,814,161)	12,982,480
Balance, December 31, 2022	22,584,451	28,782,135	14,142,910	(34,653,350)	8,271,695
Stock-based compensation	-	-	17,758	-	17,758
Net loss for the period	-	-	-	(439,091)	(439,091)
Balance, March 31, 2023	22,584,451	\$ 28,782,135	\$ 14,160,668	\$ (35,092,441)	\$ 7,850,362

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

NORTH PEAK RESOURCES LTD.**Condensed Interim Consolidated Statements of Cash Flows****(Expressed in Canadian Dollars)****(Unaudited)**

For the Three Months Ended March 31,	2023	2022
Operating activities		
Net loss for the period	\$ (439,091)	\$ (1,633,259)
Stock-based compensation	17,758	284,275
Depreciation of right-of-use assets	14,079	-
Accretion of lease liability	860	-
Non-cash working capital items:		
Prepaid and sundry receivable	(82,837)	(35,756)
Accounts payable and accrued liabilities	(26,703)	135,273
	(515,934)	(1,249,467)
Financing activities		
Private placement, net of fees	-	5,497,091
Repayment of lease obligations	(15,463)	-
	(15,463)	5,497,091
Net change in cash	(531,397)	4,247,624
Cash, beginning of the period	8,087,936	5,115,374
Cash, end of the period	\$ 7,556,539	\$ 9,362,998

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

NORTH PEAK RESOURCES LTD.

Notes to Condensed Interim Consolidated Financial Statements

For the Three Months Ended March 31, 2023 and 2022

(Expressed in Canadian Dollars)

(Unaudited)

1. Nature of Operations

North Peak Resources Ltd. (the "**Company**") was incorporated on March 28, 2011 and organized under the laws of Alberta, Canada.

The Company is a Canadian based gold and silver exploration and development company that is listed on the TSX Venture Exchange (the "**Exchange**") under the symbol "NPR". The Company holds an option (the "Kenogami Option") to acquire 100% interest in and to the Kenogami Lake Project located 15 kilometres southwest of Kirkland Lake, Ontario, Canada (the "Kenogami Property").

On April 10, 2023, the Company announced it had executed a non-binding letter of intent (the "**LOI**") dated March 8, 2023 with Solarljøs LLC ("**Solarljøs**") and Gullsil LLC of Nevada (both controlled by the Erickson family of Nevada) for the acquisition of the Prospect Mountain Mine complex (the "**PM Property**") in the Eureka, Nevada district (the "**Acquisition**"). On May 2, 2023, the Company executed a definitive agreement (the "**Agreement**") with respect to the Acquisition. The Acquisition involves formation of a Nevada LLC structure that will hold the claims and permits that constitute the PM Property (the date of formation being referred to as the "**Formation Date**") and the issuance of 8 million common shares of the Company ("**Common Shares**") in two phases - an initial tranche of 5 million Common Shares to acquire an initial 80% interest, and an additional 3 million Common Shares to acquire the remaining 20% interest, plus a few other economic considerations described below. The Company announced final Exchange approval for the Acquisition on May 23, 2023.

The Company has the right to acquire the remaining 20% interest held by Solarljøs (the "**Right**"), provided it maintains its obligations under the Agreement and by issuing an additional 3,000,000 Common Shares to Solarljøs. The Company will have until 90 days after the third anniversary of the Formation Date to exercise the Right. If the Company decides not to exercise the Right within this time period, then its initial 80% interest is to be transferred to Solarljøs, and Solarljøs will in turn return to the Company the 5,000,000 Common Shares that have been issued to it.

The registered office of the Company is located at 1600, 421 - 7 Avenue SW, Calgary, Alberta T2P 4K9.

2. Accounting Policies

Statement of Compliance

These unaudited condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by IASB and interpretations issued by IFRIC. These unaudited condensed interim consolidated financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended December 31, 2022.

These unaudited condensed interim consolidated financial statements were authorized for issuance by the Board of Directors of the Company on May 24, 2023.

Basis of Consolidation

These condensed interim consolidated financial statements incorporate the financial statements of the Company and its wholly owned subsidiary North Peak (Nevada) Ltd. All intercompany transactions, balances, income and expenses are eliminated upon consolidation.

NORTH PEAK RESOURCES LTD.

Notes to Condensed Interim Consolidated Financial Statements For the Three Months Ended March 31, 2023 and 2022 (Expressed in Canadian Dollars) (Unaudited)

3. Exploration and Evaluation Assets

	Three Months Ended March 31, 2023	Year Ended December 31, 2022
<u>The Black Horse Property, Nevada, USA*</u>		
Balance, beginning of period	\$ -	\$ 3,556,793
Acquisition costs	-	29,597
Impairment charge	-	(2,148,890)
Disposition of project	-	(1,437,500)
Balance, end of period	\$ -	\$ -
<u>The Kenogami Property, Ontario, Canada</u>		
Balance, beginning and end of period	\$ 95,000	\$ 95,000
Total exploration and evaluation assets, end of period	\$ 95,000	\$ 95,000

*see also note 5 of the Company's December 31, 2022 audited consolidated financial statements for further detail on the Company's exploration and evaluation assets.

The Kenogami Property, Ontario, Canada

The Company acquired the Kenogami Property in connection with the Company's change of business transaction to become a mining issuer (the "COB Transaction"), which was completed on June 26, 2020. The terms of the Kenogami Option required the Company to make an initial cash payment of \$35,000 (paid), and the Company has completed the following other conditions to exercise: (1) issued 25,000 common shares (post-consolidation) effective upon issuance of the 43-101 technical report on the Kenogami Property (completed – issued the common shares on July 2, 2020, and ascribed a fair value of \$19,500); and (2) incurred \$100,000 of exploration expenditures on the Kenogami Property and issued an additional 50,000 common shares to the optionor (completed, with corresponding common shares issued November 10, 2021, and ascribed a fair value of \$40,500). The remaining condition for the exercise of the Kenogami Option is the Company incurring no less than \$150,000 of exploration expenditures on the Kenogami Property on or before the fourth anniversary of the closing of the COB Transaction.

The Company continues to assess the Kenogami Property to determine the most effective and efficient path towards completing the remaining \$150,000 work commitment.

4. Right-of-Use Assets

Right-of-use assets at December 31, 2021	-
Additions	112,631
Depreciation	(51,622)
Balance, December 31, 2022	\$ 61,009
Depreciation	(14,079)
Balance, March 31, 2023	\$ 46,930

Right-of-use assets consists of a facility lease amortized over 22 months.

NORTH PEAK RESOURCES LTD.

Notes to Condensed Interim Consolidated Financial Statements

For the Three Months Ended March 31, 2023 and 2022

(Expressed in Canadian Dollars)

(Unaudited)

4. Right-of-Use Assets (Continued)

Maturity Analysis - Contractual Undiscounted Cash Flows

As at March 31, 2023:

Less than one year	\$	51,544
Greater than one year		-
Total undiscounted lease obligation	\$	51,544

5. Lease Obligation

At the commencement date of the leases, the lease liability was measured at the present value of the lease payments that were not paid at that date. The lease payments are discounted using an interest rate of 10%, which is the Company's incremental borrowing rate. The continuity of the lease liabilities are presented in the table below:

Balance, December 31, 2021	\$	-
Additions		112,631
Accretion expense		8,339
Lease payments		(56,698)

Balance, December 31, 2022	\$	64,272
Accretion expense		860
Lease payments		(15,463)

Balance, March 31, 2023	\$	49,669
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As at March 31, 2023:

Less than one year	\$	49,669
Greater than one year		-
Total lease obligation	\$	49,669

6. Share Capital

- a) Authorized share capital - at March 31, 2023, the authorized share capital consisted of an unlimited number of common shares. The common shares do not have a par value. All issued shares are fully paid.
- b) Common shares issued - the holders of common shares are entitled to receive notice of and attend all meetings of the shareholders of the Company and are entitled to one vote in respect of each common share held at such meetings. In the event of liquidation, dissolution or winding-up of the Company, the holders of common shares are entitled to share rateably the remaining assets of the Company.

The change in issued share capital for the periods presented are as follows:

	Common Shares(#)	Amount
Balance, December 31, 2021	21,334,455	\$ 27,674,324
Private placement	2,499,996	5,750,000
Costs of issue	-	(252,909)
Warrants issued in conjunction with private placement	-	(2,372,568)
Balance, March 31, 2022	23,834,451	\$ 30,798,847
Balance, December 31, 2022 and March 31, 2023	22,584,451	\$ 28,782,135

NORTH PEAK RESOURCES LTD.**Notes to Condensed Interim Consolidated Financial Statements****For the Three Months Ended March 31, 2023 and 2022****(Expressed in Canadian Dollars)****(Unaudited)**

7. Warrants

The following table reflects the continuity of warrants for the the months ended March 31, 2023 and 2022:

	Number of Warrants	Weighted Average Exercise Price
Balance, December 31, 2021	-	\$ -
Issued	(1,249,988)	3.50
Balance, March 31, 2022	-	\$ 3.50
Balance, December 31, 2022	1,249,988	\$ 3.50
Expired	(1,249,988)	3.50
Balance, March 31, 2023	-	\$ -

8. Stock Options

The Company has adopted an incentive stock option plan which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with the Exchange requirements, grant to directors, officers, employees and 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 issued and outstanding common shares.

The following table reflects the continuity of stock options for the three months ended March 31, 2023 and 2022:

	Number of Stock Options	Weighted Average Exercise Price (CDN)
Balance, December 31, 2021	2,027,500	\$1.36
Granted	105,000	\$2.67
Balance, March 31, 2022	2,132,500	\$1.36
Balance, December 31, 2022	2,122,500	\$1.42
Expired	(60,000)	\$10.85
Balance, March 31, 2023	2,062,500	\$1.15

NORTH PEAK RESOURCES LTD.**Notes to Condensed Interim Consolidated Financial Statements
For the Three Months Ended March 31, 2023 and 2022
(Expressed in Canadian Dollars)
(Unaudited)**

8. Stock Options (Continued)

The following table reflects the stock options outstanding as at March 31, 2023:

Expiry Date	Exercise Price(CDN)	Weighted Average Life Remaining	Options Outstanding	Black-Scholes Value
May 11, 2023	\$ 11.66	0.11 years	37,500	\$ 405,375
January 10, 2024	3.04	0.78 years	75,000	212,025
July 2, 2025	0.55	2.25years	1,350,000	668,790
October 13, 2026	0.40	3.54 years	100,000	34,510
November 11, 2026	0.81	3.62 years	25,000	20,560
December 2, 2026	1.28	3.67 years	65,000	71,916
December 10, 2026	1.55	3.70 years	115,000	157,789
December 17, 2026	1.90	3.71 years	200,000	378,280
February 1, 2027	2.10	3.84 years	25,000	55,348
February 17, 2027	2.87	3.88 years	70,000	200,186
	\$ 1.15	2.58 years	2,062,500	\$ 2,204,779

Of the 2,062,500 options outstanding at March 31, 2023, all were exercisable.

9. Net Loss Per Share

The calculation of basic and diluted income (loss) per share for the three months ended March 31, 2023 and 2022 was based on the loss attributable to common shareholders of \$439,091 and \$1,633,259, respectively and the weighted average number of common shares outstanding of 22,584,451 and 21,883,805, respectively. Basic and diluted income (loss) per share are the same.

NORTH PEAK RESOURCES LTD.

Notes to Condensed Interim Consolidated Financial Statements For the Three Months Ended March 31, 2023 and 2022 (Expressed in Canadian Dollars) (Unaudited)

10. Related Party Balances and Transactions

Three Months Ended March 31,	2023	2022
Remuneration paid to CEO	\$ 40,495	\$ 37,694
Remuneration paid to CFO	\$ 7,500	\$ 4,500
Stock-based compensation expense - directors and officers	\$ -	\$ 50,541

As at March 31, 2023, amounts due to related parties totaled \$44,613 (December 31, 2022 - \$27,716) pertaining to amounts payable for key management remuneration, and reimbursement of expenses paid on behalf of the Company included in accounts payable.

During the three months ended March 31, 2023, director fees were paid as follows: Ms. Chelsea Hayes: \$nil (three months ended March 31, 2022 - \$48,819), and Mr. Gordon Chmilar: \$nil (three months ended March 31, 2022 - \$nil). As at March 31, 2023, \$nil (December 31, 2022 - \$nil) was included in accounts payable and accrued liabilities in relation to these fees.

During the three months ended March 31, 2023, Mr. Brian Hinchcliffe was paid consulting fees of \$40,495 (three months ended March 31, 2022 - \$37,964) in his capacity as executive chairman and CEO. As at March 31, 2023, \$9,674 (December 31, 2022 - \$5,312) was included in accounts payable and accrued liabilities in relation to these fees.

During the three months ended March 31, 2023, Ms. Chelsea Hayes was paid consulting fees of \$49,424 in her capacity as an officer of the Company, being director of business development (three months ended March 31, 2022 - \$nil). Included in accounts payable and accrued liabilities at March 31, 2023 is \$nil (December 31, 2022 - \$nil) with respect to these services.

During the three months ended March 31, 2023, the Company expensed \$15,710 (three months ended March 31, 2022 - \$10,917) to Marrelli Support Services Inc. ("Marrelli Support") and DSA Corporate Services Inc. (the "DSA"), together known as the "Marrelli Group" for:

- (i) Robert D.B. Suttie, President of Marrelli Support, to act as Chief Financial Officer ("CFO") of the Company,
- (ii) Bookkeeping and office support services, and
- (iii) Regulatory filing services.

The Marrelli Group is also reimbursed for out of pocket expenses.

As of March 31, 2023, the Marrelli Group was owed \$9,707 (December 31, 2022 - \$3,160). These amounts are included in accounts payable and accrued liabilities.

For the three ended March 31, 2023, legal fees of \$45,384, (three months ended March 31, 2022 - \$14,438) was paid to a law firm for which a director is a founder. The legal fees incurred pertained to general corporate matters. As at March 31, 2023, \$25,232 (December 31, 2022 - \$11,734) was included in accounts payable and accrued liabilities in relation to these fees.

During the three months ended March 31, 2023, \$nil (2021 - \$nil) was paid to a company controlled by the Chief Operating Officer of the Company until his resignation in October 2022. As at March 31, 2022 - \$nil (December 31, 2022 - \$1,492) was included in accounts payable and accrued liabilities in relation to these fees.

The above noted transactions are in the normal course of business and are measured at the exchange amount, as agreed to by the parties, and approved by the Board of Directors in strict adherence to conflict of interest laws and regulations.

NORTH PEAK RESOURCES LTD.**Notes to Condensed Interim Consolidated Financial Statements****For the Three Months Ended March 31, 2023 and 2022****(Expressed in Canadian Dollars)****(Unaudited)**

11. Exploration Expenses

Three Months ended March 31,	2023	2022
<u>Black Horse Project</u>		
Drilling	\$ -	\$ 691,342
Project management	31,998	132,998
Camp Support	-	130,937
Geological	-	53,468
Survey	-	20,461
Field supplies	2,805	17,980
Mapping	-	15,795
Environmental	-	11,131
Assays	-	4,997
	\$ 34,803	\$ 1,079,109
<u>The Kenogami Property</u>		
Geological	\$ 1,940	\$ -
	\$ 1,940	\$ -
Investigation of Prospective Properties	\$ 75,241	\$ -
Total Exploration Expenses for the period	\$ 111,984	\$ 1,079,109

NORTH PEAK RESOURCES LTD.

Notes to Condensed Interim Consolidated Financial Statements

For the Three Months Ended March 31, 2023 and 2022

(Expressed in Canadian Dollars)

(Unaudited)

12. Subsequent Events

On April 10, 2023, the Company announced it had executed the LOI. On May 3, 2023, the Company executed the Agreement with respect to the Acquisition. The Acquisition involves the formation of a Nevada LLC structure that will hold the claims and permits that constitute the PM Property and the issuance of 8 million Common Shares in two phases - an initial tranche of 5 million Common Shares to acquire an initial 80% interest, and an additional 3 million Common Shares to acquire the remaining 20% interest held by Solarljós, plus a few other economic considerations described below. The Company announced final Exchange approval for the Acquisition on May 23, 2023.

The Company has the Right to acquire the remaining 20% interest held by Solarljós, provided it maintains its obligations under the Agreement (summarized below) and by issuing an additional 3,000,000 Common Shares to Solarljós. The Company will have until 90 days after the third anniversary of the Formation Date to exercise the Right. If the Company decides not to exercise the Right within this time period, then its initial 80% interest is to be transferred to Solarljós, and Solarljós will in turn return to the Company the 5,000,000 Common Shares that have been issued to it.

To maintain its initial 80% interest:

- the Company will undertake to complete a minimum three-year exploration program at the Property where expenditures will total no less than US\$1 million per year;
- the Company will make cash payments of US\$385,000 in total per year, for each of the first three years following completion of the Transaction, with the first of the three payments to be made on the Formation Date; and
- on the Formation Date, the Company will issue 340,000 common share purchase warrants to those persons designated by Solarljós, and such warrants will be exercisable at \$1.34 per share and have a five-year term.

In addition:

- on the Formation Date, Solarljós will be granted a 1% NSR royalty on mineral production from the PM Property;
- Solarljós will have the right to nominate one director to the Board of Directors of the Company, provided that it continues to hold at least 500,000 Common Shares;
- the Company has the right to transfer its initial 80% interest to Solarljós at any time prior to the exercise of the Right or the deadline to exercise the Right, with the result that its annual obligations described above will cease and the 5,000,000 Common Shares issued to Solarljós will be returned to the Company; and
- Solarljós has a right of reversion in the event the obligations of the Company to maintain its initial 80% interest, as described above, are not completed within the agreed deadlines, which if exercised would result in the initial 80% interest being transferred to Solarljós, who would in turn, return to the Company the 5,000,000 Common Shares that have been issued to it.

The PM Property is over 1,700 acres of high elevation lands with an underground infrastructure consisting of 4 shaft complexes and some 11 miles of tunnels where mining operations date back to 1872. The property's historic production areas sit on the western side of the Jackson fault and are approximately 3 km's south of the Ruby Hill Mine complex.

On May 24, 2023, the Company closed a non-brokered private placement for aggregate gross proceeds of \$2 million (the "**Private Placement**"). In connection with the Private Placement, 2,272,727 Common Shares were issued at a price of \$0.88 per Common Share.

On April 12, 2023, the Company granted 195,000 options to two consultants, each exercisable at \$0.76 for a period of five years from the date of grant, vesting at a rate of 50% upon grant and 50% on the first grant date anniversary.