RED LAKE GOLD INC.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

FOR THREE MONTHS ENDED FEBRUARY 29, 2024

(UNAUDITED – PREPARED BY MANAGEMENT)

(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 the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim financial statements of 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.

RED LAKE GOLD INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	February 29, 2024	November 30, 2023
	$	$
ASSETS		
CURRENT		
Cash	**49,365**	42,530
GST Receivable	**23,107**	20,687
	72,472	63,217
Exploration and evaluation assets (Note 4)	**1,972,701**	1,972,701
TOTAL ASSETS	**2,045,173**	2,035,918
LIABILITIES		
CURRENT		
Accounts payable and accrued liabilities	**23,631**	13,076
SHAREHOLDERS' EQUITY		
SHARE CAPITAL (Note 5)	**4,062,765**	4,012,765
CONTRIBUTED SURPLUS (Note 5)	**771,526**	771,526
DEFICIT	**(2,812,749)**	(2,761,449)
	2,021,542	2,022,842
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	**2,045,173**	2,035,918

NATURE AND CONTINUANCE OF OPERATIONS (Note 1)

Approved and authorized for issue on behalf of the Board on April 26, 2024:

"Brian Hearst" Director *"Ryan Kalt"* Director

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

RED LAKE GOLD INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	For the Three Months Ended February 29, 2024	For the Three Months Ended February 28, 2023
	$	$
EXPENSES		
Consulting (Note 6)	**45,000**	45,000
Legal fees (Whirlwind Jack) (Note 9)	**-**	3,079
Office and miscellaneous	**384**	2,838
Professional fees	**-**	7,295
Transfer agent and filing fees	**5,916**	2,382
NET LOSS AND COMPREHENSIVE LOSS FOR THE PERIOD	**(51,300)**	(60,594)
LOSS PER SHARE (basic and diluted)	**(0.00)**	(0.00)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING	**36,266,642**	32,939,169

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

RED LAKE GOLD INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	Common Shares				
	Number of Shares	**Amount**	**Contributed Surplus**	**Deficit**	**Total**
		$	$	$	$
Balance, November 30, 2022	**32,939,169**	**3,875,165**	**771,526**	**(2,478,778)**	**2,167,913**
Net loss for the period	-	-	-	(60,594)	(60,594)
Balance, February 28, 2023	**32,939,169**	**3,875,165**	**-**	**(2,539,372)**	**2,107,319**
Balance, November 30, 2023	**35,739,169**	**4,012,765**	**771,526**	**(2,761,449)**	**2,022,842**
Share issued for cash	1,000,000	50,000	-	-	50,000
Net loss for the period	-	-	-	(51,300)	(51,300)
Balance, February 29, 2024	**36,739,169**	**4,062,765**	**771,526**	**(2,812,749)**	**2,021,542**

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

RED LAKE GOLD INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOW
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	For the Three Months Ended February 29, 2024	For the Three Months Ended February 28, 2023
	$	$
CASH PROVIDED BY (USED IN):		
OPERATING ACTIVITIES		
Net loss for the period	**(51,300)**	(60,594)
Changes in non-cash working capital balances:		
GST receivable	**(2,420)**	(3,201)
Accounts payable and accrued liabilities	**10,555**	760
Cash used in operating activities	**(43,165)**	(63,035)
FINANCING ACTIVITIES		
Issuance of common shares, net of share issue costs	**50,000**	-
Cash provided by financing activities	**50,000**	-
CHANGE IN CASH	**6,835**	(63,035)
CASH, BEGINNING OF PERIOD	**42,530**	332,244
CASH, END OF PERIOD	**49,365**	269,209

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

1. NATURE AND CONTINUANCE OF OPERATIONS

Red Lake Gold Inc. (the "**Company**") was incorporated on July 24, 2017 under the laws of British Columbia. The address of the Company's principal place of business and registered office is Suite 1890, 1075 West Georgia Street, Vancouver, British Columbia, Canada. On May 7, 2018, the Company was listed on the Canadian Securities Exchange. The Company changed its corporate name from Pivit Exploration Inc. to Red Lake Gold Inc. on July 5, 2019, reflective of its exploration focus.

The Company's principal business activities include the acquisition and exploration of mineral property assets. As at February 29, 2024, the Company had not yet determined whether the Company's mineral property asset contains ore reserves that are economically recoverable. The recoverability of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain the necessary financing to complete the development of and the future profitable production from the property or realizing proceeds from its disposition. The outcome of these matters cannot be predicted at this time and the uncertainties cast significant doubt upon the Company's ability to continue as a going concern.

For the three months ended February 29, 2024, the Company incurred a net loss of $51,300 (2023 - $60,594) and had a deficit of $2,812,749 (November 30, 2023 - $2,761,449). The Company's ability to continue its operations and to realize its assets at their carrying values is dependent upon obtaining additional financing or divesting project interests to cover its operating costs and prescribed mining claim assessment obligations. These factors may cast significant doubt upon the ability of the Company to continue as a going concern, and on the continuity of the Company's exploration-stage projects either in part or in whole. These consolidated financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in these consolidated financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES

a) Statement of compliance

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. These condensed consolidated interim financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended November 30, 2023, which have been prepared in accordance with IFRS issued by the IASB.

The policies applied in these condensed interim consolidated financial statements are based on IFRS issued as at April 26, 2024, the date the Board of Directors of the Company approved these financial statements.

b) Basis of presentation

These consolidated financial statements have been prepared on the historical cost basis, with the exception of financial instruments which are measured at fair value, as explained in the accounting policies set out below. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES *(continued)*

c) Basis of consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries:

Entity	*Incorporation Jurisdiction*
1183140 BC Ltd.	British Columbia
Fenelon Gold Inc.	British Columbia

Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. Inter-company balances and transactions, and any unrealized income and expenses arising from inter-company transactions, are eliminated in preparing the consolidated financial statements.

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of these consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These consolidated financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the financial position reporting date, that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

Significant accounting estimates

i. Stock-based compensation

The fair value of share-based payments and warrants is subject to the limitations of the Black-Scholes option pricing model that incorporates market data and involves uncertainty in estimates used by management in the assumptions. Because the Black-Scholes option pricing model requires the input of highly subjective assumptions, including the volatility of share prices, changes in subjective input assumptions can materially affect the fair value estimate.

ii. Recoverability of the carrying value of exploration and evaluation assets

Assets or cash-generating units ("CGUs") are evaluated at each reporting date to determine whether there are any indications of impairment. The Company considers both internal and external sources of information when making the assessment of whether there are indications of impairment for the Company's exploration and evaluation assets.

(Expressed in Canadian dollars)

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGMENTS *(continued)*

Significant judgement is required when determining whether facts and circumstances suggest that the carrying amount of exploration and evaluation assets may exceed its recoverable amount. The retention of regulatory permits and licenses, the Company's ability to obtain financing for exploration and development activities and its future plans on the exploration and evaluation assets, current and future metal prices, and market sentiment are all factors considered by the Company.

In respect of the carrying value of exploration and evaluation assets recorded on the consolidated statements of financial position, management has determined that it continues to be appropriately recorded, as there has been no obsolescence or physical damage to the assets and there are no indications that the value of the assets have declined more than what is expected from the passage of time or normal use.

Significant accounting judgments

iii. Ability to continue as a going-concern

Management assesses the Company's ability to continue as a going concern at each reporting date, using all quantitative and qualitative information available. This assessment, by its nature, relies on estimates of future cash flows and other future events (as discussed in Note 1), whose subsequent changes could materially impact the validity of such an assessment.

4. EXPLORATION AND EVALUATION ASSETS

For the three months ended February 29, 2024:

	Whirlwind Jack	Fenelon North	Celt Lake	Total
	$	$	$	$
Acquisition Costs:				
Balance, beginning of period	1,261,500	34,194	25,000	1,320,694
Acquisition (mining claims)	-	-	-	-
Balance, end of period	**1,261,500**	**34,194**	**25,000**	**1,320,694**
Exploration Costs:				
Balance, beginning of period	564,947	87,060	-	652,007
Government fees	-	-	-	-
Balance, end of period	**564,947**	**87,060**	**-**	**652,007**
Balance, February 29, 2024	**1,826,447**	**121,254**	**25,000**	**1,972,701**

(Expressed in Canadian dollars)

4. EXPLORATION AND EVALUATION ASSETS *(continued)*

For the year ended November 30, 2023:

	Whirlwind Jack	Fenelon North	Preston District	Celt Lake	Total
	$	$	$	$	$
Acquisition Costs:					
Balance, beginning of year	1,257,000	34,194	34,950	-	1,326,144
Acquisition (mining claims)	4,500	-	-	25,000	29,500
Impairment	-	-	(34,950)	-	(34,950)
Balance, end of year	**1,261,500**	**34,194**	**-**	**25,000**	**1,320,694**
Exploration Costs:					
Balance, beginning of year	416,791	83,062	-	-	499,853
Government fees	-	3,998	-	-	3,998
Survey	148,156	-	-	-	148,156
Balance, end of year	**564,947**	**87,060**	**-**	**-**	**652,007**
Balance, November 30, 2023	**1,826,447**	**121,254**	**-**	**25,000**	**1,972,701**

Whirlwind Jack Gold Project (Red Lake, Ontario)

During the year ended November 30, 2018, the Company entered into an acquisition and amalgamation agreement to acquire all of the issued and outstanding securities in the capital of a company that owns a 100% interest in the Whirlwind Jack Gold Project ("Whirlwind Jack") located in Ontario for the following consideration:

i) cash payment of $75,000 (paid); and
ii) issuance of 8,000,000 common shares (issued and valued at $1,160,000).

In addition, a pre-existing 2% gross royalty on the Whirlwind Jack Gold Project was assumed by the Company.

On August 29, 2019, the Company entered into a purchase and sale agreement to acquire 430 additional mining claims adjacent to the Whirlwind Jack Gold Project. In conjunction with the agreement, the Company made a cash payment equivalent to costs incurred in staking the claims to an arm's-length individual and assumed a pre-existing 2% gross royalty on the claims.

On November 3, 2021, the Company executed a definitive agreement ("Earn-In Agreement") with a subsidiary of Barrick Gold Corp. ("Barrick Gold") whereby the Company granted the right to Barrick Gold, as operator, to earn-in a 70% interest in the Whirlwind Jack Gold Project under the following option terms:

i) Incur an aggregate of at least $4,000,000 of exploration expenditures within 48 months of the Earn-In Agreement, of which at least $500,000 is a guaranteed expenditure in the first twelve months ("Expenditure Period").

4. EXPLORATION AND EVALUATION ASSETS (*continued*)

ii) Deliver a 43-101 compliant technical report that establishes a mineral resource of at least half a million ounces of gold (or gold-ounce equivalent) as prepared in accordance with the requirements of National Instrument 43-101 and published within a further twelve months beyond the Expenditure Period.
iii) Subject to a successful earn-in by Barrick Gold, the Company and Barrick Gold shall establish a joint-venture corporation ("JV Corp.") to be held on the basis of 30% as to the Company and 70% as to Barrick Gold.
iv) The Company may, at its sole discretionary election, avail itself of certain development funding options, including whereby upon approval of a feasibility study within the JV Corp., the Company may request that Barrick Gold provide or otherwise successfully arrange third-party financing of the Company's portion of any debt financing required for the development and construction of an operating mine (the "Mine Financing Mechanism"), in consideration for a further 10% allocation out of the Company's 30% allocation in the JV Corp. Among other provisions, the Mine Financing Mechanism outlines that funding from Barrick Gold shall be facilitated at an interest rate equal to Barrick Gold's cost of capital, with 80% of initial free cash flow related to the Company's interest being allocated to repayment.
v) If either the Company or Barrick Gold's interest in the JV Corp. declines below a 10% threshold, then that party's interest shall, as applicable, convert to a 1% NSR.

On June 7, 2022, the Company delivered a termination letter to Barrick Gold in relation to the Earn-In Agreement as involved the Whirlwind Jack Gold Project, which was the subject of the aforementioned exploration earn-in agreement, pursuant to provision pertaining to incurable material breaches.

On June 30, 2022, the Company was named in a Statement of Claim (the "Claim") in Ontario, Canada filed by Barrick Gold (see news release, Red Lake Gold Inc. Receives $120 Million Statement of Claim Over 70% Earn-In Option at Whirlwind Jack Project, as issued on July 5, 2022) (see Note 10).

In its disclosure news release regarding the Claim, the Company announced that it had retained Lenczner Slaght LLP of Toronto, Ontario and intended to defend the Claim.

During the year ended November 30, 2023, the Company entered into a termination and mutual release agreement (the "Mutual Release Agreement") whereby the Company and Barrick Gold Inc. agreed to resolve matters related to the Claim (see news release, Red Lake Gold Inc. Resolves $120 Million Statement of Claim Over 70% Earn-In Option at Whirlwind Jack Gold Project, dated April 18, 2023) (see also Note 10).

Following the Mutual Release Agreement signed in April 2023, the Company moves forward with its original project ownership and Barrick Gold holds no forward interest in the Whirlwind Jack Gold Project. No provision of the Earn-In Agreement survived. In addition, and among other terms of the Mutual Release Agreement, neither party made any cash payments toward the other and neither party assumed legal expenses related to the other.

During the summer of 2023, the Company completed a magnetic and time-domain electromagnetic survey over a priority area of its Whirlwind Jack Gold Project, results assessment credits of which were used to extend the good-standing date of certain mining claims.

In April 2024, the Company announced that it had retained Fladgate Exploration Consulting Corporation to design and perform a field program at the Whirlwind Jack Gold Project.

The Company currently considers its Whirlwind Jack Gold Project to be its principal exploration project.

4. EXPLORATION AND EVALUATION ASSETS (*continued*)

Fenelon North Gold Project (Quebec)

On February 11, 2020, the Company entered into a purchase agreement with an arm's-length party to purchase a one hundred percent right, title and interest to mining claims located in the Abitibi region of Quebec, Canada. As consideration, the Company paid the vendor $12,000 upon the closing date of the agreement. A pre-existing 2% royalty on the project was assumed by the Company.

On June 2, 2020, the Company expanded its Fenelon North Gold Project by acquiring additional mining claims in the general area through a purchase agreement with an arm's-length individual whereby the Company acquired a one hundred percent right, title and interest to certain mining claims located in the Abitibi region of Quebec, Canada for cash consideration of $22,194. In conjunction with the agreement, the Company made a cash payment to the vendor equivalent to costs incurred in staking the claims and assumed a pre-existing 2% gross royalty on the claims.

During the year ended November 30, 2021, the Company completed a geophysical exploration program at the Fenelon North Gold Project, as further detailed in the summary table situated above.

During the first half of 2023, the Company completed anniversary extensions to the good-standing dates of certain mineral claims associated with the Fenelon North Gold Project by way of applying assessment credits earned during the geophysical exploration program and paying related Government renewal fees on renewed licenses.

Celt Lake Lithium Project (Ontario)

In September 2023, the Company acquired the Celt Lake Lithium Project ("Celt Lake") near Ear Falls, Ontario thereby expanding its presence within the Red Lake Mining District, in which the Company's principal Whirlwind Jack Gold Project is also located (see Company news release, Red Lake Gold Inc. Expands Presence in the Red Lake Mining District by Acquiring the Celt Lake Lithium Project, dated September 27, 2023). The Company acquired Celt Lake through the staking of 500 individual mining claims for which it paid fees to the Government of Ontario in the amount of $25,000.

Preston District Uranium Project (Saskatchewan)(Discontinued)

On January 5, 2022, the Company entered into an arm's-length purchase and sale agreement to acquire 100% right, title and interest in the Preston District Uranium Project (subject to a pre-existing two percent royalty), consisting of 11 mining claims totaling approximately 56,571 ha, and located in the Athabasca Basin region of Saskatchewan, Canada. As consideration, the Company paid $34,950 to an arm's-length party and assumed a pre-existing two percent royalty on the underlying mining claims of the project.

4. EXPLORATION AND EVALUATION ASSETS (*continued*)

During the three months ended February 29, 2024, the mining claims reached their two-year anniversary date, which, in order to extend the licenses thereafter (at the prescribed $15 per ha per assessment period) would have required an aggregate of expenditures of approximately $850,000. Given capital market conditions and the available treasury capacity of the Company, the Company elected not to fund this amount through the issuance of common shares and the resulting dilution impact were such funds capable of being sourced. Consequently, the non-core Preston District Uranium Project reverted to the Crown during calendar 2024 and is no longer an active project held by the Company. As such, the Company reduced the carrying value of this project and recognized an impairment loss of $34,950 during the year ended November 30, 2023.

5. SHARE CAPITAL

a) Authorized:

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

b) Share Capital Activities

During the three months ended February 29, 2024, the Company had the following share capital transactions:

- On January 12, 2024, the Company closed a non-brokered common share unit financing for 1,000,000 common share units at a price of $0.05 per unit for gross proceeds of $50,000. Each unit comprised of one common share and one common share purchase warrant exercisable at $0.06 per common share for the period of 36 months from the date of closing.

During the year ended November 30, 2023, the Company had the following share capital transactions:

- On July 12, 2023, the Company closed a non-brokered flow-through financing (the “Flow-Through Financing”) for 2,800,000 flow-through shares (the “Flow-Through Shares”) at a price of $0.05 per flow-through share for gross proceeds of $140,000. In addition, the Company paid a 6% cash finders fee of $2,400 on a minority segment of the Flow-Through Financing involving 800,000 Flow-Through Shares.

c) Stock Options:

The Company adopted an equity settled stock option plan. The Company follows the policies of the CSE under which it would be authorized to grant options to executive officers and directors, employees and consultants enabling them to acquire up to 10% of the issued and outstanding common stock of the Company.

Under the policies, the exercise price of each option equals the market price or a discounted price of the Company’s stock as calculated on the date of grant. The options can be granted for a maximum term of five years. Vesting terms are determined by the Board of Directors at the time of grant.

(Expressed in Canadian dollars)

5. SHARE CAPITAL *(continued)*

In estimating the fair value of options issued using the Black-Scholes option pricing model, the Company is required to make assumptions. The expected volatility assumption is based on the historical volatility of the Company's common share price on the CSE. The risk-free interest rate assumption is based on yield curves on Canadian government zero-coupon bonds with a remaining term equal to the stock options' expected life. The Company uses historical data to estimate option exercise, forfeiture and employee termination within the valuation model. The Company has historically not paid dividends on its common stock.

The following table summarizes the movements in the Company's outstanding stock options:

	Number of Stock Options	Weighted Average Exercise Price
Balance as at November 30, 2022	**1,990,000**	**$0.27**
Expired/cancelled	-	-
Balance as at November 30, 2023 and February 29, 2024	**1,990,000**	**$0.27**

As at February 29, 2024, the following stock options were outstanding:

Expiry date	Number of options	Exercise price	Number of options exercisable
May 31, 2024	600,000	$0.10	600,000
September 3, 2024	610,000	$0.45	610,000
June 3, 2026	780,000	$0.25	780,000
Total Outstanding	**1,990,000**		**1,990,000**

d) Warrants:

During the three months ended February 29, 2024, the Company issued 1,000,000 warrants pursuant to a private placement disclosed in Note 5(b).

Warrant transactions are summarized as follows:

	Number of Stock Warrants	Weighted Average Exercise Price
Balance as at November 30, 2022	550,834	$0.45
Expired during year	(550,834)	$0.45
Balance as at November 30, 2023	-	-
Issued during period	1,000,000	$0.06
Balance as at February 29, 2024	**1,000,000**	**$0.06**

(Expressed in Canadian dollars)

5. SHARE CAPITAL *(continued)*

As at February 29, 2024, the following warrants were outstanding:

Expiry date	**Number of warrants**	**Exercise price**
January 12, 2027	1,000,000	$0.06
Total Outstanding	**1,000,000**	

6. RELATED PARTY BALANCES AND TRANSACTIONS

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties may be individuals or corporate entities. The Company has identified its directors and officers as its key management personnel.

	For the Three Months Ended February 29, 2024	For the Three Months Ended February 28, 2023
	$	$
Consulting Fees	**37,500**	37,500

As at February 29, 2024, accounts payable and accrued liabilities included $10,000 plus applicable sales tax (November 30, 2023 - $Nil) due to a corporation beneficially-owned by the Chief Executive Officer and Director of the Company, the amount of which was settled subsequent to the three month period ended February 29, 2024.

7. MANAGEMENT OF CAPITAL

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern to pursue the sourcing and exploration of its mineral exploration projects. The Company does not have any externally imposed capital requirements to which it is subject.

The Company considers the aggregate of its share capital, contributed surplus and deficit as capital. The Company manages the capital structure and adjusts its capital structure considering changes in economic conditions and the risk characteristics of underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares or dispose of assets or adjust the amount of cash. The Company did not change its policies around the management of capital during the three months ended February 29, 2024.

8. FINANCIAL INSTRUMENTS AND FINANCIAL RISK

	February 29, 2024	November 30, 2023
	$	$
Cash	**49,365**	**42,530**
Accounts payable and accrued liabilities	**23,631**	**13,076**

The Company has determined the estimated fair values of its financial instruments based on appropriate valuation methodologies; however, considerable judgment is required to develop these estimates. The fair values of the Company's financial instruments are not materially different from their carrying values.

8. FINANCIAL INSTRUMENTS AND FINANCIAL RISK *(continued)*

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. 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 Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

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 on its cash held in bank accounts. The Company has deposited the cash with a high credit quality financial institution as determined by rating agencies. The risk of loss is low.

Liquidity risk
Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company's approach to managing liquidity is to ensure that it will have sufficient liquidity to meet liabilities when due. Accrued liabilities are due within the current operating period. The Company has a sufficient cash balance to settle current liabilities.

Market risk
Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return. The Company is exposed to market risk from time to time as may affect capital-related matters.

Interest rate risk
Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk, from time to time, on its cash balances. Surplus cash, if any, is placed on call with financial institutions and management seeks market interest rates when appropriate.

9. LEGAL MATTER (WHIRLWIND JACK GOLD PROJECT) (RESOLVED)

On June 30, 2022, the Company was named as a party in a statement of claim issued by Barrick Gold Inc. in the Toronto Superior Court of Justice (court file No.: CV-22-00683409-0000) (the "Claim"). The Claim alleges, among other things, that the Company breached certain obligations in an earn-in and joint venture agreement related to Whirlwind Jack to pursue more lucrative commercial arrangements concerning the Company's mining claims. In its disclosure news release regarding the Claim, the Company announced that it had then retained Lenczner Slaght LLP of Toronto, Ontario and intended to defend the Claim.

9. LEGAL MATTER (WHIRLWIND JACK GOLD PROJECT) (RESOLVED) *(continued)*

During 2023, the Company entered into a termination and mutual release agreement (the “Agreement”) whereby the Company and Barrick Gold Inc. agreed to resolve matters related to the Claim (see news release, Red Lake Gold Inc. Resolves $120 Million Statement of Claim Over 70% Earn-In Option at Whirlwind Jack Gold Project, dated April 18, 2023). The Claim was discontinued by filing of Barrick Gold Inc. at the Toronto Superior Court of Justice and the matter is considered by the Company to be closed.

10. SUBSEQUENT EVENTS

On April 4, 2024, the Company closed a non-brokered common share unit financing of 2,000,000 common share units (the "Hard-Dollar Units") at a price of $0.05 per unit. Each Hard-Dollar Unit consisted of one common share and one common share purchase warrant exercisable at $0.05 per common share for the period of 60 months from the date of closing. On the same date, the Company also closed a non-brokered flow-through unit financing of 3,000,000 flow-through common share units (the “Flow-Through Units”) at a price of $0.05 per Flow-Through Unit. Each Flow-Through Unit consisted of one flow-through common share and a common share purchase warrant exercisable at $0.05 per common share for the period of 60 months from the date of closing (see news release, Red Lake Gold Inc. Closes Financings, dated April 5, 2024).

On April 19, 2024, the Company announced that it had retained Thunder Bay-based Fladgate Exploration Consulting Corporation to design and perform a field program at its Whirlwind Jack Gold Project (see news release, Red Lake Gold Inc. Retains Fladgate Exploration for Gold Exploration in Ontario, dated April 19, 2024).