



OPTIMUM VENTURES LTD.

Condensed Interim Consolidated Financial Statements

March 31, 2023

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

Note to Reader

Under National Instrument 51-102, if an auditor has not performed a review of interim financial statements, they must be accompanied by a note indicating that the interim financial statements have not been reviewed by an auditor.

The accompanying condensed interim consolidated financial statements have been prepared by and are the responsibility of management. The Company's independent auditor has not performed a review of these interim financial statements.

Optimum Ventures Ltd.

Condensed Interim Consolidated Statements of Financial Position

March 31, 2023 and June 30, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

	Note	March 31, 2023	June 30, 2022
ASSETS			
Current assets			
Cash		\$ 1,429,632	\$ 3,593,249
Receivables		107,673	28,489
BC Mining Exploration tax credit receivable	5	47,547	26,678
Prepaid expenses		23,014	44,683
		1,607,866	3,693,099
Non-current assets			
Reclamation bonds		9,077	9,077
Lease deposit		11,774	11,774
Right-of-use asset	7	78,773	180,053
Exploration advances	6	1,823	619,206
Exploration and evaluation assets	5, 6	4,022,737	833,290
		4,124,184	1,653,400
		\$ 5,732,050	\$ 5,346,499
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities		\$ 115,114	\$ 101,425
Due to related parties	6	34,125	34,125
Lease liability	7	79,073	133,229
Flow-through premium liability	8	-	286,935
		228,312	555,714
Non-current liability			
Lease liability	7	-	51,331
TOTAL LIABILITIES		228,312	607,045
EQUITY			
Share capital	8	7,762,811	6,906,311
Contributed surplus		1,174,912	949,181
Deficit		(3,433,985)	(3,116,038)
		5,503,738	4,739,454
		\$ 5,732,050	\$ 5,346,499

Corporate Information – Note 1

Going Concern – Note 2

Commitments – Notes 5 and 8

Approved on behalf of the Board on May 18, 2023:

“Tyler Ross”

Tyler Ross, CEO and Director

“Edward Kruchkowski”

Edward Kruchkowski, CFO and Director

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

Optimum Ventures Ltd.

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss

For the three and nine months ended March 31, 2023 and 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

	Note	Three months ended March 31, 2023	Three months ended March 31, 2022	Nine months ended March 31, 2023	Nine months ended March 31, 2022
Expenses					
Accounting and audit		\$ 4,980	\$ 5,900	\$ 31,980	\$ 12,100
Amortization of right-of-use asset	7	33,760	33,761	101,280	56,267
Consulting		6,000	26,000	72,000	49,667
Filing fees		9,245	6,184	29,755	34,827
Interest		-	-	19,419	-
Lease interest	7	2,844	6,560	11,347	11,446
Legal		9,875	6,979	13,176	66,033
Management fees	6	33,750	33,750	101,250	101,250
Office and miscellaneous		(940)	13,387	16,773	14,300
Office rent	6	-	-	-	4,000
Share-based payments	6, 8	21,498	250,000	225,731	250,000
Shareholder communications		7,500	86,097	40,000	86,097
Transfer agent		1,341	4,992	6,229	12,574
		(129,853)	(473,610)	(668,940)	(698,561)
Other items					
Rental income		(214)	26,785	71,357	36,464
Other income – flow-through premium	8	-	6,544	286,935	6,544
Exploration and evaluation assets	5	-	-	(7,299)	-
Net loss and comprehensive loss		\$ (130,067)	\$ (440,281)	\$ (317,947)	\$ (655,553)
Loss per share – basic and diluted		\$ (0.00)	\$ (0.01)	\$ (0.01)	\$ (0.02)
Weighted average number of shares outstanding		43,338,397	39,730,897	41,373,616	36,070,386

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

Optimum Ventures Ltd.

Condensed Interim Consolidated Statements of Changes in Equity

For the nine months ended March 31, 2023 and 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

	Number of shares	Amount	Contributed surplus	Deficit	Total
Balance, June 30, 2022	39,888,397	\$ 6,906,311	\$ 949,181	\$ (3,116,038)	\$ 4,739,454
Shares issued for exploration and evaluation assets – Notes 5 and 8	300,000	100,500	-	-	100,500
Shares issued on acquisition of 1309762 BC Ltd – Notes 5 and 8	3,150,000	756,000	-	-	756,000
Share-based payments – Notes 6 and 8	-	-	225,731	-	225,731
Net loss and comprehensive loss	-	-	-	(317,947)	(317,947)
Balance, March 31, 2023	43,338,397	\$ 7,762,811	\$ 1,174,912	\$ (3,433,985)	\$ 5,503,738

	Number of shares	Amount	Contributed surplus	Deficit	Total
Balance, June 30, 2021	33,443,191	\$ 4,194,880	\$ 177,040	\$ (706,755)	\$ 3,665,165
Shares issued for cash – Note 8					
- Private placement	4,640,000	2,018,400	-	-	2,018,400
- Less: share issue costs	-	(11,600)	-	-	(11,600)
- Exercise of agent's options	425,500	63,825	-	-	63,825
- Exercise of warrants	150,000	52,500	-	-	52,500
Reclassification on exercise of agent's options – Note 8	-	34,040	(34,040)	-	-
Shares issued for exploration and evaluation assets – Notes 5 and 8	1,179,706	536,766	-	-	536,766
Share-based payments	-	-	250,000	-	250,000
Net loss and comprehensive loss	-	-	-	(655,553)	(655,553)
Balance, March 31, 2022	39,838,397	\$ 6,888,811	\$ 393,000	\$ (1,362,308)	\$ 5,919,503

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

Optimum Ventures Ltd.

Condensed Interim Consolidated Statements of Cash Flows

For the nine months ended March 31, 2023 and 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

	2023	2022
Operating Activities		
Net loss	\$ (317,947)	\$ (655,553)
Adjustments for non-cash items:		
Amortization of right-of-use asset	101,280	56,267
Lease interest	11,347	11,446
Share-based payments	225,731	250,000
Other income – flow-through premium	(286,935)	(6,544)
Changes in non-cash working capital balances:		
Receivables	(79,184)	(24,643)
BC Mining Exploration tax credit receivable	(380)	-
Prepaid expenses	21,669	(27,083)
Accounts payable and accrued liabilities	13,269	(25,361)
Due to related parties	-	(28,875)
	(311,150)	(450,346)
Financing Activities		
Issuance of common shares, net of share issue costs	-	2,123,125
Flow-through premium	-	301,600
Lease deposit	-	(11,774)
Lease payments	(116,834)	(63,606)
	(116,834)	2,349,345
Investing Activities		
Cash acquired on acquisition of 1309762 BC Ltd	177,509	-
Expenditures on exploration and evaluation assets	(1,913,142)	(698,138)
Exploration advances	-	(300,000)
	(1,735,633)	(998,138)
Change in cash	(2,163,617)	900,861
Cash, beginning	3,593,249	3,155,234
Cash, ending	\$ 1,429,632	\$ 4,056,095
Supplemental Information		
Interest paid	\$ 19,419	\$ -
Income tax paid	\$ -	\$ -

Non-cash Transactions - Note 10

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

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

1. Corporate Information

Optimum Ventures Ltd. (the “Company”) was incorporated on November 23, 2017 under the laws of the Province of British Columbia, Canada. The Company’s principal business activity is the acquisition, exploration and evaluation of mineral properties located in the Province of British Columbia, Canada and in the State of Alaska, USA.

The Company’s head office is located at Suite 1507 – 1030 West Georgia Street, Vancouver, British Columbia, V6E 2Y3.

The Company’s common shares trade on the TSX Venture Exchange under the symbol “OPV”.

2. Basis of Preparation

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”) and in accordance with International Accounting Standard (“IAS”) IAS 34 “Interim Financial Reporting”.

These condensed interim consolidated financial statements do not include all the information and disclosures required to be included in annual financial statements prepared in accordance with IFRS. These condensed interim consolidated financial statements should be read in conjunction with the Company’s audited consolidated financial statements for the years ended June 30, 2022 and 2021.

These condensed interim consolidated financial statements were authorized for issue on May 18, 2023 by the directors of the Company.

Basis of Measurement

These condensed interim consolidated financial statements have been prepared using the historical cost basis except for financial instruments that have been measured at fair value.

The condensed interim consolidated financial statements are presented in Canadian dollars, which is the Company’s functional currency and presentation currency.

The preparation of financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgement in applying the Company’s accounting policies. The areas involving a higher degree of judgement of complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 4.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

2. Basis of Preparation (cont'd)

Going Concern

At March 31, 2023, the Company has not generated revenue from operations, has an accumulated deficit of \$3,433,985 (June 30, 2022: \$3,116,038) and expects to incur further losses in the exploration and evaluation of its mineral properties. These conditions indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern. These consolidated financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The Company has not yet determined whether its mineral properties contain economically recoverable reserves. The recoverability of the amounts shown for exploration and evaluation assets is dependent upon the confirmation of economically recoverable reserves, the Company's ability to obtain adequate financing to develop the reserves, and its ability to generate revenues and cash flows from profitable operations in the future.

These condensed interim consolidated financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

Principles of Consolidation

These condensed interim consolidated financial statements include the accounts of the Company and its subsidiaries. All inter-company balances and transactions have been eliminated on consolidation. Details of the Company's subsidiaries are as follows:

Name of subsidiary	Country of Incorporation	Percentage ownership	Functional Currency
Hyder Ventures Ltd.	USA	100%	CAD
1309762 BC Ltd.	Canada	100%	CAD
Optimum Ventures (Nevada) Ltd.	USA	100%	CAD

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

3. Significant Accounting Policies

These condensed interim consolidated financial statements have, in management's opinion, been properly and consistently prepared within reasonable limits of materiality and within the framework of the significant accounting policies summarized below:

Foreign Currency Transactions

Foreign currency accounts are translated into Canadian dollars as follows:

At the transaction date, each asset, liability, revenue and expense denominated in a foreign currency is translated into Canadian dollars by the use of the exchange rate in effect at that date. At the year-end date, unsettled monetary assets and liabilities are translated into Canadian dollars by using the exchange rate in effect at the year-end date and the related translation differences are recognized in net income. Exchange gains and losses arising on the retranslation of monetary financial assets are treated as a separate component of the change in fair value and recognized in net income. Exchange gains and losses on non-monetary financial assets form part of the overall gain or loss recognized in respect of that financial instrument.

Non-monetary assets and liabilities that are measured at historical cost are translated into Canadian dollars by using the exchange rate in effect at the date of the initial transaction and are not subsequently restated. Non-monetary assets and liabilities that are measured at fair value or at a revalued amount are translated into Canadian dollars by using the exchange rate in effect at the date the value is determined and the related translation differences are recognized in net income or other comprehensive loss consistent with where the gain or loss on the underlying non-monetary asset or liability has been recognized.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

3. Significant Accounting Policies (cont'd)

Exploration and Evaluation Assets

Pre-exploration Costs

Pre-exploration costs are expensed in the period in which they are incurred.

Exploration and Evaluation Expenditures

Once the legal right to explore a property has been acquired, costs directly related to the acquisition, exploration and evaluation of the property are capitalized. These direct expenditures include such costs as materials used, surveying costs, drilling costs, payments made to contractors and depreciation on plant and equipment during the exploration phase.

The Company may occasionally enter into farm-out arrangements, whereby the Company will transfer part of a mineral interest, as consideration, for an agreement by the transferee to meet certain exploration and evaluation expenditures which would have otherwise been undertaken by the Company. The Company does not record any expenditures made by the farmee on its behalf. Any cash consideration received from the agreement is credited against the costs previously capitalized to the mineral interest given up by the Company, with any excess cash accounted for as a gain on disposal.

When a project is deemed to no longer have commercially viable prospects to the Company, exploration and evaluation expenditures in respect of that project are deemed to be impaired. As a result, those exploration and evaluation expenditure costs, in excess of estimated recoveries, are written off to the statement of comprehensive loss.

The Company assesses exploration and evaluation assets for impairment when facts and circumstances suggest that the carrying amount of an asset may exceed its recoverable amount.

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

As the Company currently has no operational income, any incidental revenues earned in connection with exploration activities are applied as a reduction to capitalized exploration costs.

Government tax credits are recorded as a reduction of the cumulative costs incurred and capitalized on the related mineral property.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

3. Significant Accounting Policies (cont'd)

Impairment of Non-Financial Assets

The carrying amounts of the Company's assets (which include equipment and exploration and evaluation assets) are reviewed at each reporting date to determine whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. Impairment of mineral property exploration interests is generally considered to have occurred if one of the following factors is present: the right to explore has expired or is near to expiry with no expectation of renewal, no further substantive expenditures are planned, exploration and evaluation work is discontinued in an area for which commercially viable quantities have not been discovered, indications in an area with development likely to proceed that the carrying amount is unlikely to be recovered in full by development or by sale. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognized in the consolidated statement of comprehensive loss.

The recoverable amount of assets is the greater of an asset's fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs. An impairment loss is only reversed if there is an indication that the impairment loss may no longer exist and there has been a change in the estimates used to determine the recoverable amount, however, not to an amount higher than the carrying amount that would have been determined had no impairment loss been recognized in previous years. Assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment.

Provisions

Rehabilitation Provisions

The Company is subject to various government laws and regulations relating to environmental disturbances caused by its exploration activities. The Company records the present value of the estimated costs of legal and constructive obligations required to restore the exploration sites in the period in which the obligation is incurred. Rehabilitation activities include restoration, reclamation and re-vegetation of the affected exploration sites. The rehabilitation provision generally arises when the environmental disturbance is subject to government laws and regulations. When the liability is recognized, the present value of the estimated costs is capitalized by increasing the carrying amount of the related mining assets. Over time, the discounted liability is increased for the changes in present value based on current market discount rates and liability specific risks. Additional environment disturbances or changes in rehabilitation costs will be recognized as additions to the corresponding assets and rehabilitation liability in the period in which they occur. At March 31, 2023 and June 30, 2022, the Company did not have any rehabilitation provisions.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

3. Significant Accounting Policies (cont'd)

Other Provisions

Provisions are recognized for liabilities of uncertain timing or amount that have arisen as a result of past transactions, including legal or constructive obligations. The provision is measured at the best estimate of the expenditure required to settle the obligation at the reporting date.

Financial Instruments

Financial Assets

On initial recognition, financial assets are recognized at fair value and are subsequently classified and measured at: (i) amortized cost; (ii) fair value through other comprehensive income (“FVOCI”); or (iii) fair value through profit or loss (“FVTPL”). The classification of financial assets is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. A financial asset is measured at fair value net of transaction costs that are directly attributable to its acquisition except for financial assets at FVTPL where transaction costs are expensed. All financial assets not classified and measured at amortized cost or FVOCI are measured at FVTPL. On initial recognition of an equity instrument that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment’s fair value in other comprehensive income.

The classification determines the method by which the financial assets are carried on the statement of financial position subsequent to inception and how changes in value are recorded. Cash is measured at FVTPL.

Impairment of Financial Assets

An ‘expected credit loss’ impairment model applies which requires a loss allowance to be recognized based on expected credit losses. The estimated present value of future cash flows associated with the asset is determined and an impairment loss is recognized for the difference between this amount and the carrying amount as follows: the carrying amount of the asset is reduced to estimated present value of the future cash flows associated with the asset, discounted at the financial asset’s original effective interest rate, either directly or through the use of an allowance account and the resulting loss is recognized in profit or loss for the period.

In a subsequent period, if the amount of the impairment loss related to financial assets measured at amortized cost decreases, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

Financial Liabilities

Financial liabilities are designated as either: (i) fair value through profit or loss; or (ii) at amortized cost. All financial liabilities are classified and subsequently measured at amortized cost except for financial liabilities at FVTPL. The classification determines the method by which the financial liabilities are carried on the statement of financial position subsequent to inception and how changes in value are recorded. Accounts payable and due to related parties are classified at amortized cost.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

3. Significant Accounting Policies (cont'd)

Income Taxes

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in net income except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive loss.

Current income taxes are recognized for the estimated income taxes payable or receivable on taxable income or loss for the current year and any adjustment to income taxes payable in respect of previous years. Current income taxes are determined using tax rates and tax laws that have been enacted or substantively enacted by the year-end date.

Deferred tax assets and liabilities are recognized where the carrying amount of an asset or liability differs from its tax base, except for taxable temporary differences arising on the initial recognition of goodwill and temporary differences arising on the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting or taxable profit or loss.

Recognition of deferred tax assets for unused tax losses, tax credits and deductible temporary differences is restricted to those instances where it is probable that future taxable profit will be available against which the deferred tax asset can be utilized. At the end of each reporting period, the Company reassesses unrecognized deferred tax assets. The Company recognizes a previously unrecognized deferred tax asset to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Flow-through Shares

Any premium received by the Company on the issuance of flow-through shares is initially recorded as a liability (“deferred flow-through premium”).

The Company may, from time to time, issue flow-through shares to finance a portion of its Canadian exploration programs. Pursuant to the terms of the flow-through share agreements, these shares transfer the tax deductibility of qualifying resource expenditures to investors. On the issuance of a flow-through share, it is bifurcated into equity (share) and liability (flow-through) components on the issue date to the extent that a premium exists. The equity portion is measured at the market value and the residual premium is allocated as a liability. The liability is recorded at the fair value of the obligation to renounce the expenditures that the issuer has incurred. This is effectively the “premium” the investor attributes to a flow-through share versus an ordinary share.

When the expenditures are renounced, the Company records a deferred tax liability and deferred tax expense (renounced expenditures multiplied by the effective corporate tax rate). Simultaneously the Company will debit the liability set up on issuing the flow-through share with the corresponding credit to deferred tax expense.

Proceeds received from the issuance of flow-through shares are restricted to be used only for Canadian resource property exploration expenditures within a two-year period.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

3. Significant Accounting Policies (cont'd)

Flow-through Shares (cont'd)

The Company may also be subject to a Part XII.6 tax on flow-through proceeds renounced under the Look-back Rule, in accordance with Government of Canada flow-through regulations. When applicable, this tax is accrued as interest expense.

Flow-through shares require the Company to spend an amount equivalent to the proceeds of the issued flow-through shares on Canadian qualifying exploration expenditures. The Company may be required to indemnify the holders of such shares for any tax and other costs payable by them in the event the Company has not made the required exploration expenditures.

Share Capital

Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Company's common shares are classified as equity instruments.

Costs directly attributable to the issue of new shares are recognized in equity as a deduction from the proceeds. Costs attributable to the listing of existing shares are expensed as incurred.

Loss per Share

Basic loss per share is computed by dividing the net loss applicable to the common shares by the weighted average number of common shares outstanding for the period.

Diluted loss per share is computed by dividing the net loss applicable to the common shares by the sum of the weighted average number of common shares issued and outstanding and all additional common shares that would have been outstanding, if potentially dilutive instruments were converted. When losses are incurred, basic and diluted loss per share are the same as the exercise of stock options and share purchase warrants is anti-dilutive.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

3. Significant Accounting Policies (cont'd)

Share-Based Payments

Where equity-settled share options are awarded to employees, the fair value of the options at the date of grant is charged to the statement of comprehensive loss over the vesting period. Performance vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each reporting date so that, ultimately, the cumulative amount recognized over the vesting period is based on the number of options that eventually vest. Non-vesting conditions and market vesting conditions are factored into the fair value of the options granted. As long as all other vesting conditions are satisfied, a charge is made irrespective of whether these vesting conditions are satisfied. The cumulative expense is not adjusted for failure to achieve a market vesting condition or where a non-vesting condition is not satisfied.

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

Where equity instruments are granted to employees, they are recorded at the fair value of the equity instrument granted at the grant date. The grant date fair value is recognized in comprehensive loss over the vesting period, described as the period during which all the vesting conditions are to be satisfied.

Where equity instruments are granted to non-employees, they are recorded at the fair value of the goods or services received in the statement of comprehensive loss, unless they are related to the issuance of shares. Amounts related to the issuance of shares are recorded as a reduction of share capital.

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

All equity-settled share-based payments are reflected in contributed surplus, until exercised. Upon exercise, shares are issued from treasury and the amount reflected in contributed surplus is credited to share capital, adjusted for any consideration paid.

Where a grant of options is cancelled or settled during the vesting period, excluding forfeitures when vesting conditions are not satisfied, the Company immediately accounts for the cancellation as an acceleration of vesting and recognizes the amount that otherwise would have been recognized for services received over the remainder of the vesting period. Any payment made to the employee on the cancellation is accounted for as the repurchase of an equity interest except to the extent the payment exceeds the fair value of the equity instrument granted, measured at the repurchase date. Any such excess is recognized as an expense.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

3. Significant Accounting Policies (cont'd)

Leases

At the inception of a contract, the Company assesses whether a contract is, or contains, a lease based on whether the contract conveys the right to control the use of an identified asset for a specific period in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset (the ROU), the Company assesses whether the contract involves the use of an identified asset, either explicitly or implicitly, including consideration of supplier substitution rights, the Company has the right to obtain substantially all the economic benefits from the use of the asset throughout the period of use; and whether the Company has the right to direct the use of the asset.

The Company applies the exemption not to recognize right-of-use assets and lease liabilities for leases relating to low-value assets and leases whose term ends within 12 months of the date of initial application. The ROU asset is initially measured based on the initial amount of the lease liability plus any initial direct costs incurred less any lease incentives received. The ROU asset is depreciated to the end-of-the-useful-life or the lease term, whichever comes earlier, using the straight-line method. The lease term includes periods covered by an option to extend if the Company is reasonably certain to exercise the option. The ROU asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. The lease liability is measured at amortized cost using the effective interest method and re-measured when there is a change in future lease payments.

The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payments made. It is re-measured when there is a change in future lease payments arising from a change in an index or a rate, a change in the estimate of the amount expected to be payable under a residual value guarantee, or as appropriate, changes in the assessment of whether a purchase or extension option is reasonably certain to be exercised or a termination option is reasonably certain not to be exercised.

Future Accounting Pronouncements

The Company has not identified any new accounting pronouncements that are likely to have a material impact on its consolidated financial statements in future years.

New Accounting Standards and Interpretations

There were no new accounting standards adopted during the nine months ended March 31, 2023 that had a material impact on the condensed interim consolidated financial statements.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

4. 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 comprehensive income in the period of the change, if the change affects that period only; or in the period of the change and future periods, if the change affects both. Information about critical 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:

Exploration and Evaluation Expenditures

The application of the Company's accounting policy for exploration and evaluation expenditure requires judgment in determining whether it is likely that future economic benefits will flow to the Company, which may be based on assumptions about future events or circumstances. Estimates and assumptions made may change if new information becomes available. If, after expenditure is capitalized, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalized is written off in the profit or loss in the period the new information becomes available.

Rehabilitation Provisions

Rehabilitation provisions have been determined to be \$Nil based on the Company's internal estimates. Assumptions, based on the current economic environment, have been made which management believes are a reasonable basis upon which to estimate the future liability. These estimates take into account any material changes to the assumptions that occur when reviewed regularly by management. Estimates are reviewed annually and are based on current regulatory requirements. Significant changes in estimates of contamination, restoration standards and techniques will result in changes to provisions from period to period.

Share-Based Payments

The Company uses the Black Scholes Option Pricing Model for valuation of share-based payments. Option pricing models require the input of subjective assumptions including expected price volatility, interest rate and forfeiture rate. Changes in the input assumptions can materially affect the fair value estimate and the Company's earnings and equity reserves.

Valuation of Deferred Tax Assets

The Company makes a determination of whether it is likely that future taxable profits will be available to utilize against any deferred tax assets.

Going Concern

The Company uses judgement in its assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

5. Exploration and Evaluation Assets

Property acquisition costs and deferred exploration costs incurred on the Company's mineral properties for the year ended June 30, 2022 and for the nine months ended March 31, 2023 were as follows:

	Premier South	Salmon	Harry	Total
Balance, June 30, 2021	\$ 601,533	\$ -	\$ -	\$ 601,533
Property acquisition costs - cash	90,475	-	77,000	167,475
Property acquisition costs - shares - Note 8	-	-	536,766	536,766
Deferred exploration costs - assays	11,974	-	38,718	50,692
Deferred exploration costs - claim maintenance fees	4,892	-	-	4,892
Deferred exploration costs - equipment rental	106,795	-	59,941	166,736
Deferred exploration costs - geological	11,955	-	46,475	58,430
Deferred exploration costs - labour	106,873	-	-	106,873
Deferred exploration costs - road construction	12,500	-	12,500	25,000
Deferred exploration costs - travel and field	92,737	-	88,568	181,305
Deferred exploration costs - BCMETC	-	-	(26,678)	(26,678)
	438,201	-	833,290	1,271,491
Write-off of exploration and evaluation assets	(1,039,734)	-	-	(1,039,734)
Balance, June 30, 2022	\$ -	\$ -	\$ 833,290	\$ 833,290
Property acquisition costs - cash	-	-	75,000	75,000
Property acquisition costs - shares - Note 8	-	569,962	100,500	670,462
Property acquisition costs - legal and filing	-	33,081	-	33,081
Deferred exploration costs - assays	-	-	85,333	85,333
Deferred exploration costs - claim maintenance fees	-	8,949	-	8,949
Deferred exploration costs – drilling	-	-	690,732	690,732
Deferred exploration costs - equipment rental	-	-	114,982	114,982
Deferred exploration costs - geological	-	-	672,431	672,431
Deferred exploration costs - helicopters	-	-	381,296	381,296
Deferred exploration costs - labour	-	-	17,270	17,270
Deferred exploration costs - supervision	-	-	132,000	132,000
Deferred exploration costs - surveying	-	-	164,112	164,112
Deferred exploration costs - travel and field	-	-	164,288	164,288
Deferred exploration costs - BCMETC	-	-	(20,489)	(20,489)
	-	611,992	2,577,455	3,189,447
Balance, March 31, 2023	\$ -	611,992	\$ 3,410,745	\$ 4,022,737

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

5. Exploration and Evaluation Assets (cont'd)

Premier South Property

During the year ended June 30, 2022, the Company determined that no further exploration work was warranted on the Premier South Property. On August 24, 2022, the Company provided the vendors of the Riverside and Mineral Basin claims with notice that it would not be proceeding with the option agreements. The accumulated property acquisition costs and deferred exploration costs which totalled \$1,039,734 were written-off.

During the nine months ended March 31, 2023, the Company incurred and wrote-off costs which totalled \$7,299 related to the Premier South Property.

Riverside Option

By an option assignment agreement dated December 8, 2017, the Company had the right to acquire a 100% interest in the Riverside claims which consisted of 8 patented mineral claims located in the Hyder Mining District, in the State of Alaska, USA. Consideration to acquire the 100% interest was as follows:

Cash Payments:

- US\$10,000 on execution of the agreement (paid);
- a further US\$20,000 on or before September 22, 2018 (paid);
- a further US\$30,000 on or before September 22, 2019 (paid);
- a further US\$40,000 on or before September 22, 2020 (paid); and
- a further US\$50,000 on or before September 22, 2021 (paid).

Cumulative Exploration Expenditures:

- US\$10,000 on or before September 22, 2018 (incurred);
- a further US\$30,000 on or before September 22, 2019 (incurred);
- a further US\$40,000 on or before September 22, 2020 (incurred); and
- a further US\$50,000 on or before September 22, 2021 (incurred).

Any exploration expenditures in excess of the minimum annual exploration expenditures would be carried over to the following year's commitment.

At any time after September 22, 2018 but before September 22, 2022, the Company could purchase the Riverside claims outright for US\$500,000 provided that all the cash payments and exploration expenditures set out above have been made to the latest anniversary date.

The Riverside claims were subject to a 2% net smelter returns royalty. The Company had the right, at any time, to purchase one-half of the royalty for US\$500,000.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

5. Exploration and Evaluation Assets (cont'd)

Premier South Property (cont'd)

Mineral Basin Option

By an option assignment agreement dated December 8, 2017, the Company had the right to acquire up to a 100% interest in the Mineral Basin claims which consisted of 4 federally located mineral claims located in the Hyder Mining District, in the State of Alaska, USA. Consideration to acquire an initial 51% the interest was as follows:

Cash Payments:

- US\$10,000 on execution of the agreement (paid);
- a further US\$20,000 on or before September 25, 2018 (paid);
- a further US\$20,000 on or before September 25, 2019 (paid);
- a further US\$20,000 on or before September 25, 2020 (paid);
- a further US\$20,000 on or before September 25, 2021 (paid); and
- a further US\$200,000 on or before September 25, 2022.

Cumulative Exploration Expenditures:

- US\$30,000 on or before September 25, 2018 (incurred);
- a further US\$50,000 on or before September 25, 2019 (incurred);
- a further US\$70,000 on or before September 25, 2020 (incurred);
- a further US\$100,000 on or before September 25, 2021 (incurred); and
- a further US\$200,000 on or before September 25, 2022.

Any exploration expenditures in excess of the minimum annual exploration expenditures would be carried over to the following year's commitment.

Upon earning a 51% interest in the Mineral Basin claims, the Company had the right to purchase the remaining 49% interest for US\$500,000 at any time on or before September 25, 2023.

The Mineral Basin claims were subject to a 2% net smelter returns royalty. The Company had the right, at any time, to purchase one-half of the royalty for US\$500,000.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

5. Exploration and Evaluation Assets (cont'd)

Harry Property

On September 13, 2021, the Company entered into an option agreement to acquire an 80% interest in the Harry Property. The Harry Property consists of three contiguous mineral claims covering 1,333 hectares and is located in the Skeena Mining Division of British Columbia. Consideration to acquire the 80% interest in the Harry Property is as follows:

Cumulative Exploration Expenditures:

- \$500,000 on or before September 13, 2022 (“the Year 1 expenditures”) (incurred);
- a further \$1,000,000 on or before September 13, 2023 (“the Year 2 expenditures”) (incurred);
- a further \$1,500,000 on or before September 13, 2024 (“the Year 3 expenditures”);
- a further \$2,000,000 on or before September 13, 2025 (“the Year 4 expenditures”);
- a further \$4,000,000 on or before September 13, 2026 (“the Year 5 expenditures”).

All exploration expenditures are on a “make or pay” basis, meaning the Company shall either make the required expenditures, or pay the Optionor in cash for any shortfall within 30 days of the period during which the expenditures were required.

Cash Payments:

- \$50,000 on TSX Venture Exchange approval of the agreement (paid);
- a further \$75,000 on or before the earlier of September 13, 2022 and the date that is 30 days after the date that the Year 1 expenditures are incurred (paid);
- a further \$100,000 on or before the earlier of September 13, 2023 and the date that is 30 days after the date that the Year 2 expenditures are incurred;
- a further \$150,000 on or before the earlier of September 13, 2024 and the date that is 30 days after the date that the Year 3 expenditures are incurred;
- a further \$400,000 on or before the earlier of September 13, 2025 and the date that is 30 days after the date that the Year 4 expenditures are incurred;
- a further \$725,000 on or before the earlier of September 13, 2026 and the date that is 30 days after the date that the Year 5 expenditures are incurred.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

5. Exploration and Evaluation Assets (cont'd)

Harry Property (cont'd)

Share Issuances:

- 200,000 common shares on TSX Venture Exchange approval of the agreement (issued at a fair value of \$91,000);
- a further 300,000 common shares on or before the earlier of September 13, 2022 and the date that is 30 days after the date that the Year 1 expenditures are incurred (issued at a fair value of \$100,500);
- a further 300,000 common shares on or before the earlier of September 13, 2023 and the date that is 30 days after the date that the Year 2 expenditures are incurred;
- a further 700,000 common shares on or before the earlier of September 13, 2024 and the date that is 30 days after the date that the Year 3 expenditures are incurred;
- a further 1,000,000 common shares on or before the earlier of September 13, 2025 and the date that is 30 days after the date that the Year 4 expenditures are incurred;
- a further 1,500,000 common shares on or before the earlier of September 13, 2026 and the date that is 30 days after the date that the Year 5 expenditures are incurred.

Upon exercise of the option by the Company, the parties will enter into an agreement for the operation of the Harry Property with the Company being the operator. The Company will grant the Optionor a 2% net smelter return royalty.

Concurrent with the entry into the option agreement for the Harry Property, the Company entered into a quitclaim agreement with another public company pursuant to which the other public company agreed to terminate its option agreement on the Harry Property in consideration for a payment of \$27,000 (paid) and the issuance of 750,000 common shares of the Company (issued at a fair value of \$341,250).

In connection with both of the above agreements, the Company issued 229,706 common shares at a fair value of \$104,516 as a finder's fee for the option to acquire an 80% interest in the Harry Property.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

5. Exploration and Evaluation Assets (cont'd)

Salmon Property

On November 24, 2022, the Company entered into a share exchange agreement with all of the shareholders of 1309762 BC Ltd. Under the terms of the share exchange agreement, the Company agreed to acquire all of the issued and outstanding common shares of 1309762 BC Ltd. from the shareholders in exchange for 3,000,000 common shares of the Company. In connection with the share exchange agreement, the Company agreed to pay a finder's fee of 150,000 common shares.

1309762 BC Ltd. owns 19 contiguous mining claims covering approximately 208 hectares which form the Salmon Property. The Salmon Property is located the Hyder Mining District in southeastern Alaska, along the panhandle, immediately east of the Salmon River.

On December 13, 2022, the Company issued 3,000,000 common shares with a fair value of \$720,000 to the shareholders of 1309762 BC Ltd. In addition, the Company issued 150,000 common shares with a fair value of \$36,000 as a finder's fee.

The acquisition was accounted for as a business combination using the acquisition method whereby the net assets acquired were recorded at fair value.

The following table summarizes the acquisition date fair value of the consideration given, and the recognized amounts of the identifiable assets acquired and liabilities assumed:

Fair value of common shares issued	<u>\$ 720,000</u>
Fair value of assets acquired and liabilities assumed:	
Cash	\$ 177,509
Exploration and evaluation assets	8,949
Accounts payable	<u>(420)</u>
	<u>\$ 186,038</u>
Excess fair value consideration for exploration and evaluation assets – Salmon Property	<u>\$ 533,962</u>

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

6. Related Party Transactions and Key Management Compensation

The Company incurred the following charges by directors of the Company, by companies with directors in common with the Company and by a company managed by a director of the Company during the nine months ended March 31, 2023 and 2022:

	<u>2023</u>	<u>2022</u>
Deferred exploration costs - drilling	\$ 690,732	\$ -
Deferred exploration costs – equipment rental	56,155	132,112
Deferred exploration costs – geological	580,928	16,000
Deferred exploration costs – road construction	-	25,000
Deferred exploration costs – supervision	132,000	-
Deferred exploration costs – travel and field	100,000	-
Management fees	101,250	101,250
Rent	-	4,000
Share-based payments	<u>133,476</u>	<u>136,000</u>
	<u>\$ 1,794,541</u>	<u>\$ 414,362</u>

Key management personnel consist of the directors and officers of the Company. During the nine months ended March 31, 2023 and 2022, the Company incurred the following key management compensation charges:

	<u>2023</u>	<u>2022</u>
Deferred exploration costs - drilling	\$ 690,732	\$ -
Deferred exploration costs – equipment rental	56,155	132,112
Deferred exploration costs – geological	580,928	16,000
Deferred exploration costs – road construction	-	25,000
Deferred exploration costs – supervision	132,000	-
Deferred exploration costs – travel and field	100,000	-
Management fees	101,250	101,250
Share-based payments	<u>133,476</u>	<u>136,000</u>
	<u>\$ 1,794,541</u>	<u>\$ 410,362</u>

At March 31, 2023, exploration advances includes \$1,823 (June 30, 2022: \$590,000) paid to companies with directors in common with the Company.

At March 31, 2023, due to related parties includes \$34,125 (June 30, 2022: \$34,125) due to companies with directors in common with the Company for management fees and office rent.

Amounts due from/to related parties are unsecured, non-interest bearing and have no specific terms of repayment.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

7. Right-of-Use Asset and Lease Liability

On November 1, 2021, the Company recorded a right-of-use asset and a corresponding lease liability related to a two-year lease on its office premises. Under IFRS 16, the lease liability was measured at the present value of the lease payments, discounted using the Company's incremental borrowing rate. The incremental borrowing rate applied to the lease liability was 10%. The associated lease liability recognized was \$270,080.

An associated right-of-use asset for the lease was measured at the amount equal to the lease liability. Right-of-use assets are depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. Lease liabilities are subsequently measured at amortized cost using the effective interest rate method.

The following tables summarize the difference between operating lease commitment disclosed immediately preceding the date of initial application and lease liability recognized in the consolidated statement of financial position:

Right-of-Use Asset

Value of right-of-use asset on November 1, 2021	\$	270,080
Amortization		(90,027)
Balance, June 30, 2022		180,053
Amortization		(101,280)
Balance, March 31, 2023	\$	78,773

Lease liability

Value of right-of-use asset on November 1, 2021	\$	270,080
Lease payments		(102,602)
Lease interest		17,082
Balance, June 30, 2022	\$	184,560
Lease payments		(116,834)
Lease interest		11,347
Balance, March 31, 2023	\$	79,073

At March 31, 2023, future payments required under the Company's office lease are as follows:

Year ended June 30, 2023	\$	40,002
Year ended June 30, 2024		53,336
Total	\$	93,338

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

8. Share Capital

Authorized:

Unlimited common shares without par value

Issued:

At March 31, 2023, there were 43,338,397 (June 30, 2022 - 39,888,397) common shares issued and outstanding.

Nine months ended March 31, 2023:

On September 1, 2022, the Company issued 300,000 common shares with a fair value of \$100,500 for property acquisition costs on the Harry Property (Note 5).

On December 13, 2022, the Company issued 3,000,000 common shares with a fair value of \$720,000 for the acquisition of 1309762 BC Ltd. (Note 5).

On December 13, 2022, the Company issued 150,000 common shares with a fair value of \$36,000 for finder's fees on the acquisition of 1309762 BC Ltd. (Note 5).

Year ended June 30, 2022:

On November 12, 2021, the Company issued 1,179,706 common shares with a fair value of \$536,766 for finder's fees and property acquisition costs on the Harry Property (Note 5).

On December 7, 2021, the Company issued 425,500 common shares at \$0.15 per share for proceeds of \$63,825 pursuant to the exercise of agent's options. The Company reclassified \$34,040 from contributed surplus to share capital representing the fair value of the agent's options at issuance on December 20, 2019.

On December 13, 2021, the Company issued 4,640,000 common shares at \$0.50 per share for proceeds of \$2,320,000 pursuant to a flow-through private placement. Filing fees of \$11,600 were paid with respect to this private placement. The Company recorded a flow-through premium liability of \$301,600.

During the year ended June 30, 2022, the Company recorded other income of \$14,665 related to the flow-through premium.

During the six months ended December 31, 2022, the Company recorded other income of \$286,935 related to the flow-through premium. At December 31, 2022, the Company had incurred \$2,320,000 of eligible flow-through expenditures completing its flow-through expenditure commitment.

During the year ended June 30, 2022, the Company issued 200,000 common shares pursuant to the exercise of 200,000 share purchase warrants for proceeds of \$70,000.

Escrow:

Pursuant to an escrow agreement dated September 27, 2019, the directors of the Company agreed to deposit 11,000,000 common shares in escrow.

Under the terms of the escrow agreement, 10% of the escrowed securities were released from escrow on the listing date of the Company's common shares on the TSX Venture Exchange. The listing date was December 20, 2019. An additional 15% was scheduled to be released from escrow on the dates which were 6 months, 12 months, 18 months, 24 months, 30 months and 36 months following the listing date.

At March 31, 2023, there were no common shares held in escrow.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

8. Share Capital (cont'd)

Stock Options:

The Company's stock option plan was approved by the Company's board of directors on June 1, 2019. Pursuant to the stock option plan, the board of directors may grant to directors, officers, employees and consultants incentive stock 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 at the time of the grant. Stock options will be exercisable for a period of up to 10 years from the date of grant. Under the stock option plan, options are required to have an exercise price not less than the closing market price of the Company's common shares prevailing on the day that the option is granted less any applicable discount permitted by the policies of the TSX Venture Exchange.

On January 24, 2022, the Company granted 2,500,000 stock options to directors and consultants. The options entitle the holders to purchase one common share for each option held at \$0.50 per share until January 25, 2027. The options vest one-third on the date of grant, one-third after six months and one-third after twelve months.

The fair value of the stock options that vested during the nine months ended March 31, 2023 was \$225,731. The fair value of the stock options that vested during the year ended June 30, 2022 was \$806,181. The fair value of the options was calculated using the Black-Scholes Option Pricing Model using the weighted average assumptions below. Fair value is particularly impacted by stock price volatility, determined using historical price data for a term equivalent to the expected life of the option.

Risk-free interest rate	1.500%
Expected life of options	5 years
Annualized volatility	144.5%
Dividend rate	0%

A summary of stock option activity for the nine months ended March 31, 2023 and for the year ended June 30, 2022 is as follows:

	Nine months ended March 31, 2023		Year ended June 30, 2022	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Options outstanding, beginning	3,600,000	\$ 0.39	1,100,000	\$ 0.15
Options granted	-	-	2,500,000	0.50
Options cancelled	(200,000)	0.50	-	-
Options outstanding, ending	3,400,000	\$ 0.39	3,600,000	\$ 0.39
Options exercisable, ending	3,400,000	\$ 0.39	1,933,333	\$ 0.30

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

8. Share Capital (cont'd)**Stock Options: (cont'd)**

At March 31, 2023, there were 3,400,000 stock options outstanding entitling the holders the right to purchase one common share for each option held as follows:

Number of Options Outstanding	Exercise Price	Expiry Date
2,300,000	\$0.50	January 24, 2027
1,100,000	\$0.15	December 20, 2029
3,400,000		

At March 31, 2023, the weighted average remaining contractual life of the outstanding options was 4.76 years.

Share Purchase Warrants:

A summary of share purchase warrant activity for the nine months ended March 31, 2023 and for the year ended June 30, 2022 is as follows:

	Nine months ended March 31, 2023		Year ended June 30, 2022	
	Number of warrants	Weighted average exercise price	Number of warrants	Weighted average exercise price
Warrants outstanding, beginning	5,569,095	\$ 0.35	5,769,095	\$ 0.35
Warrants exercised	-	-	(200,000)	\$ 0.35
Warrants outstanding, ending	5,569,095	\$ 0.35	5,569,095	\$ 0.35

At March 31, 2023, there were 5,569,095 share purchase warrants outstanding entitling the holders thereof the right to purchase one common share for each warrant held at \$0.35 until June 25, 2023.

At March 31, 2023, the weighted average remaining contractual life of the outstanding warrants was 0.23 years.

Agent's Options:

During the year ended June 30, 2022, the Company issued 425,500 common shares at \$0.15 per share for proceeds of \$63,825 pursuant to the exercise of 425,500 agent's options.

At March 31, 2023 and June 30, 2022, there were no agent's options outstanding.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

9. Financial Instruments and Risk Management

The fair values of the Company's financial assets and liabilities approximate their carrying amounts.

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's financial instruments consist of cash, accounts payable and due to related parties. Cash is classified as FVTPL and accounts payable and due to related parties are classified as financial liabilities at amortized cost.

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments are summarized 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. The Company's cash is exposed to credit risk. The Company reduces its credit risk on cash by placing these instruments with institutions of high credit worthiness.

Interest Rate 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. The Company's cash is exposed to interest rate risk.

Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities. The Company's accounts payable and amounts due to related parties are all current and due within 90 days of the balance sheet date.

Currency Risk

The Company's functional currency is the Canadian dollar. The exploration of the Company's mineral properties is partially conducted in United States dollars, which may impact operating results and cash flows by changes in the Canadian dollar vis-à-vis the United States dollar. The Company does not engage in any hedging activities to reduce its foreign currency risk.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

10. Non-cash Transactions

Investing and financing activities that do not have a direct impact on current cash flows are excluded from the statements of cash flows. During the nine months ended March 31, 2023 and 2022, the following non-cash transactions were excluded from the statements of cash flows:

Nine months ended March 31, 2023:

- The Company issued 300,000 common shares with a fair value of \$100,500 for property acquisition costs on the Harry Property.
- The Company issued 3,000,000 common shares with a fair value of \$720,000 for the acquisition of 1309762 BC Ltd.
- The Company issued 150,000 common shares with a fair value of \$36,000 for finder's fees on the acquisition of 1309762 BC Ltd.
- The Company acquired exploration and evaluation assets of \$8,949 on the acquisition of 1309762 BC Ltd.
- The Company assumed accounts payable and accrued liabilities of \$420 on the acquisition of 1309762 BC Ltd.
- The Company recorded exploration and evaluation assets of \$617,383 related to exploration advances paid at June 30, 2022.
- The Company accrued a BC Mining Exploration tax credit receivable of \$20,489.

Nine months ended March 31, 2022:

- The Company issued 1,179,706 common shares with a fair value of \$536,766 for finder's fees and property acquisition costs on the Harry Property.
- The Company reclassified \$34,040 from contributed surplus to share capital on the exercise of 425,500 agent's options.
- The Company accrued a BC Mining Exploration tax credit receivable of \$26,678.
- The company recorded a right-of-use asset and a corresponding lease liability of \$270,080 representing the present value of future lease payments due on its office lease.

Optimum Ventures Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

December 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

11. Segmented Information***Operating segment***

The Company operates in a single reportable operating segment which is the acquisition, exploration and evaluation of mineral properties.

Geographic segments

The Company's non-current assets are in the following countries:

	March 31, 2023		
	Canada	USA	Total
Reclamation bonds	\$ 1,100	\$ 7,977	\$ 9,077
Lease deposit	11,774	-	11,774
Right-of-use asset	78,773	-	78,773
Exploration advances	1,823	-	1,823
Exploration and evaluation assets	3,410,745	611,992	4,022,737
	\$ 3,504,215	\$ 619,969	\$ 4,124,184
	June 30, 2022		
	Canada	USA	Total
Reclamation bonds	\$ 1,100	\$ 7,977	\$ 9,077
Lease deposit	11,774	-	11,774
Right-of-use asset	180,053	-	180,053
Exploration advances	619,206	-	619,206
Exploration and evaluation assets	833,290	-	833,290
	\$ 1,645,423	\$ 7,977	\$ 1,653,400