



Condensed Consolidated Interim Financial Statements

For the three and six months ended January 31, 2025 and 2024

To the shareholders of Grizzly Discoveries Inc.:

The condensed consolidated interim financial statements of Grizzly Discoveries Inc. (the "Company") for the three and six months ended January 31, 2025 and 2024 have been compiled by management.

No audit or review of this information has been performed by the Company's auditors.

GRIZZLY DISCOVERIES INC.
Consolidated statements of financial position

As at	January 31 2025	July 31 2024
ASSETS		
Current		
Cash and cash equivalents	\$ 46,491	\$ 213,550
Restricted cash (note 3)	5,000	5,000
Other current assets (note 4)	157,693	145,940
	<u>209,184</u>	364,490
Deposit	108,893	108,106
Mineral properties (note 5)	10,140,821	10,045,885
	<u>10,249,714</u>	10,153,991
TOTAL ASSETS	\$ 10,458,898	\$ 10,518,481
LIABILITIES		
Current		
Accounts payable and accrued liabilities	\$ 645,325	\$ 615,744
Deferred flow through share premium	-	3,920
	<u>645,325</u>	619,664
Reclamation provision	15,000	15,000
	<u>15,000</u>	15,000
TOTAL LIABILITIES	660,325	634,664
EQUITY		
Share capital (note 6)	24,231,184	24,234,053
Warrant capital (note 6)	246,450	246,450
Unit Subscriptions received (note 6)	30,000	-
Contributed surplus (note 6)	4,542,961	4,512,961
Deficit	(19,252,022)	(19,109,647)
	<u>9,798,573</u>	9,883,817
TOTAL EQUITY	9,798,573	9,883,817
TOTAL LIABILITIES AND EQUITY	\$ 10,458,898	\$ 10,518,481

Approved by the Board of Directors

Director (signed by) "Brian Testo"

Director (signed by) "Sam Pillersdorf"

The accompanying notes form an integral part of these consolidated financial statements.

GRIZZLY DISCOVERIES INC.
Consolidated statements of loss and comprehensive loss

For the	three months ended January 31		six months ended January 31	
	2025	2024	2025	2024
EXPENSES				
General and administration (note 7)	\$ (48,848)	\$ (115,908)	\$ (124,432)	\$ (237,302)
Impairment	(3,414)	(3,414)	(3,414)	(3,414)
Share based compensation (note 6)	-	-	(30,000)	(25,000)
TOTAL EXPENSES	(52,262)	(119,322)	(157,846)	(265,716)
OTHER INCOME (LOSS)				
Flow through share premium	455	20,862	3,920	51,131
Interest income	692	2,771	1,735	7,232
Unrealized gain (loss) on marketable securities	8,225	(9,170)	9,816	(23,216)
TOTAL OTHER INCOME	9,372	14,463	15,471	35,147
NET LOSS AND COMPREHENSIVE LOSS	\$ (42,890)	\$ (104,859)	\$ (142,375)	\$ (230,569)
BASIC AND DILUTED LOSS PER COMMON SHARE	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ (0.00)
Weighted average number of common shares outstanding	159,527,287	150,078,423	159,527,287	149,251,134

The accompanying notes form an integral part of these consolidated financial statements.

GRIZZLY DISCOVERIES INC.
Consolidated statements of changes in equity

	Number of common shares	Share capital	Warrant capital	Unit Subscriptions Received	Contributed surplus	Deficit	Total equity
July 31, 2023	142,159,760	\$ 23,657,276	\$ 566,711	\$ 84,230	\$ 3,831,250	\$(18,527,584)	\$ 9,611,883
Net income and comprehensive income	-	-	-	-	-	(230,569)	(230,569)
Private placements	10,059,859	512,716	173,565	(84,230)	-	-	602,051
Share based compensation	-	-	-	-	25,000	-	25,000
Warrants expired	-	-	(31,500)	-	31,500	-	-
Shares issued as consideration for mineral properties	50,000	2,500	-	-	-	-	2,500
Share issuance costs	400,000	(53,887)	-	-	-	-	(53,887)
January 31, 2024	152,669,619	\$ 24,118,605	\$ 708,776	\$ -	\$ 3,887,750	\$ (18,758,153)	\$ 9,956,978
July 31, 2024	159,527,287	\$ 24,234,053	\$ 246,450	-	\$ 4,512,961	\$(19,109,647)	\$ 9,883,817
Net loss and comprehensive loss	-	-	-	-	-	(142,375)	(142,375)
Unit Subscriptions received	-	-	-	30,000	-	-	30,000
Share based compensation (note 6)	-	-	-	-	30,000	-	30,000
Share issuance costs	-	(2,869)	-	-	-	-	(2,869)
January 31, 2025	159,527,287	\$ 24,231,184	\$ 246,450	\$ 30,000	\$ 4,542,961	\$(19,252,022)	\$ 9,798,573

The accompanying notes form an integral part of these consolidated financial statements.

GRIZZLY DISCOVERIES INC.
Consolidated statements of cash flows

For the six months ended January 31	2025	2024
CASH PROVIDED BY (USED IN):		
OPERATING ACTIVITIES:		
Net loss	\$ (142,375)	\$ (230,569)
Items not affecting cash and cash equivalents:		
Share based compensation	30,000	25,000
Unrealized (loss)/gain on marketable securities	(9,816)	23,216
Flow through share premium	(3,465)	(51,131)
Impairment	3,414	3,414
Changes in non-cash working capital:		
Other current assets	4,929	(3,601)
Accounts payable and accrued liabilities	13,253	(163,736)
Cash and cash equivalents used in operating activities	<u>(104,515)</u>	<u>(397,407)</u>
INVESTING ACTIVITIES:		
Deposit	(787)	(894)
Mineral property expenditures	(79,027)	(159,214)
Cash and cash equivalents used in investing activities	<u>(79,814)</u>	<u>(160,108)</u>
FINANCING ACTIVITIES:		
Proceeds from private placements	-	613,575
Unit Subscriptions received	30,000	-
Costs of share issuance	(12,730)	(14,225)
Cash and cash equivalents provided by/(used in) financing activities	<u>17,270</u>	<u>599,350</u>
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS	(167,059)	41,835
Cash and cash equivalents – beginning of period	<u>213,550</u>	<u>181,629</u>
CASH AND CASH EQUIVALENTS – END OF PERIOD	\$ 46,491	\$ 223,464

See Note 10 for supplemental cash flow information.

The accompanying notes form an integral part of these consolidated financial statements.

1. Nature of operations and going concern

Grizzly Discoveries Inc. (the “Company” or “Grizzly”) was incorporated on May 31, 2002 in Alberta and is in the business of acquiring and exploring mineral properties located in Canada. The Company has not yet determined whether these properties contain mineral reserves that are economically recoverable. The Company’s registered office is Suite 3400, 350 7 Avenue SW, Calgary, Alberta, T2P 3N9. The Company’s head office is at Suite 363 – 9768 170 Street NW, Edmonton, Alberta, T5T 5L4.

Long-term continuance of the Company’s operations is dependent upon achieving profitable operations and obtaining additional equity or debt financing. The recoverability of the carrying values of the Company’s mineral properties is dependent upon the existence and discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development of these properties and future profitable production from or proceeds from the disposition of mineral properties.

These condensed consolidated interim financial statements have been prepared on a going concern basis, which contemplates the realization of assets and settlement of liabilities in the normal course of operations. As at January 31, 2025, the Company has a deficit of \$19,252,022 (July 31, 2024 - \$19,109,647) and the Company has not yet determined whether its mineral properties contain mineral deposits that are economically recoverable. These material uncertainties may cast significant doubt regarding the Company’s ability to continue as a going concern. At the current stage of the Company’s development, the ability of the Company to continue as a going concern is dependent upon its ability to obtain additional sources of financing. Management’s intentions are to continue to pursue additional financing. If the Company is unsuccessful in obtaining additional financing to fund operations and the exploration and development of its mineral properties, the going concern assumption may not be appropriate and adjustments would be necessary to the carrying value of assets and liabilities and reported revenues and expenses. Such adjustments may be material.

2. Basis of presentation

These condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) for interim financial statements as specified in International Accounting Standard 34 – *Interim financial reporting* (“IAS 34”) issued by the International Accounting Standards Board (“IASB”). These condensed consolidated interim financial statements do not contain all of the disclosures required for financial statements in accordance with IFRS and should be read in conjunction with the consolidated financial statements of the Company for the year ended July 31, 2024.

These condensed consolidated interim financial statements include the accounts of the Company and its wholly owned subsidiary Alberta Potash Corp. (incorporated in Alberta). All intercompany balances and transactions have been eliminated on consolidation.

These condensed consolidated interim financial statements have been prepared on a historical cost basis and are presented in Canadian Dollars, the Company’s functional currency, unless otherwise noted.

These consolidated financial statements were approved by the Audit Committee on behalf of the Board of Directors of the Company on March 31, 2025.

3. Restricted cash

The Company has restricted cash in the amount of \$5,000 (July 31, 2024 - \$5,000) as security for corporate credit card liabilities.

GRIZZLY DISCOVERIES INC.

Notes to the consolidated financial statements

For the three and six months ended January 31, 2025 and 2024

4. Other current assets

As at	January 31 2025	July 31 2024
Accounts receivable	\$ 1,139	\$ 1,139
Goods and services tax receivable	13,565	17,009
Mineral exploration tax credits receivable	95,696	88,830
Prepayments and deposits	26,943	28,428
Marketable securities	20,350	10,534
Total other current assets	\$ 157,693	\$ 145,940

The Company holds securities of publicly traded companies which it has classified as FVTPL, carried at fair value, with unrealized gains and losses held as a component of net loss.

5. Mineral properties

	Alberta Diamond Properties	Alberta Potash Properties	BC Precious Metals Properties	Total
Balance, July 31, 2023	\$ 1	\$ 1	\$ 9,345,254	\$ 9,345,256
Acquisition costs	-	3,499	60,315	63,814
Exploration and evaluation costs	-	-	640,315	640,315
Impairment	(1)	(3,499)	-	(3,500)
Balance, July 31, 2024	\$ -	\$ 1	\$ 10,045,884	\$ 10,045,885
Acquisition costs	-	3,414	57,338	60,752
Exploration and evaluation costs	-	-	37,598	37,598
Impairment	-	(3,414)	-	(3,414)
Balance, January 31, 2025	\$ -	\$ 1	\$ 10,140,820	\$ 10,140,821

*BC Precious Metals Properties*Motherlode Crown Grants Acquisition Agreement

On June 17, 2024, the Company entered into a purchase agreement (the "Purchase Agreement") with First Majestic Silver Corp. ("First Majestic") to acquire the Motherlode Crown Grants in Southeast British Columbia. The Motherlode Crown Grants comprise 13 Crown Grants that which include subsurface mineral rights. Under the terms of the Purchase Agreement, the Company will cover all costs related to the transfer of the Crown Grants from First Majestic to the Company. As consideration, Grizzly will issue First Majestic 250,000 common shares of the Company (the "Consideration Shares") upon closing of the transaction. As at January 31, 2025, the Company has accrued estimated costs of approximately \$94,000, of which \$50,000 has been paid to First Majestic. The Company expects that the transaction will be completed later in the financial year 2025.

GRIZZLY DISCOVERIES INC.

Notes to the consolidated financial statements

For the three and six months ended January 31, 2025 and 2024

At closing, the Company will grant a 1% Net Smelter Return (NSR) Royalty on the Crown Grants to First Majestic and retains an option to purchase the NSR Royalty for \$250,000 at any time.

6. Share capital*Common shares*

The Company's articles authorize an unlimited number of common shares with no par value and an unlimited number of preferred shares. The Company has not issued any preferred shares. A summary of changes in common share capital is as follows:

	Number of Shares	Weighted average issue price	Amount
Balance, July 31, 2023	142,159,760		\$ 23,657,276
Shares issued in private placement financings	16,917,527	\$ 0.037	620,440
Shares issued as commissions	400,000	\$ 0.053	21,200
Shares issued as consideration for mineral property	50,000	\$ 0.050	2,500
Costs of share issuance	-		(67,363)
Balance, July 31, 2024	159,527,287		24,234,053
Costs of share issuance	-		(2,869)
Balance, January 31, 2025	159,527,287		\$ 24,231,184

Common share purchase warrants

A summary of changes in common share purchase warrant capital is as follows:

	Number of Warrants	Weighted average issue price	Amount
Balance, July 31, 2023	22,426,692		\$ 566,711
Warrants issued in private placement financings	11,537,597	\$ 0.020	226,050
Warrants issued as commissions	600,000	\$ 0.034	20,400
Warrants expired	(22,426,692)	\$ 0.024	(566,711)
Balance, July 31 and January 31, 2025	12,137,597		\$ 246,450

Unit Subscriptions received

As at January 31, 2025, the Company has received \$30,000, of which \$10,000 is from an officer of the Company, in advance of an expected private placement of Units. The Company has not yet determined the terms or date for the expected private placement of Units.

GRIZZLY DISCOVERIES INC.

Notes to the consolidated financial statements

For the three and six months ended January 31, 2025 and 2024

A summary of share purchase warrants outstanding is as follows:

As at January 31, 2025				As at July 31, 2024			
Exercise price	Warrants outstanding	Warrants exercisable	Years to expiry	Exercise price	Warrants outstanding	Warrants exercisable	Years to expiry
\$ 0.10	4,142,179	4,142,179	0.5	\$ 0.10	4,142,179	4,142,179	1.0
\$ 0.07	1,487,750	1,487,750	1.0	\$ 0.07	1,487,750	1,487,750	1.5
\$ 0.05	6,507,668	6,507,668	1.5	\$ 0.05	6,507,668	6,507,668	2.0
\$ 0.070	12,137,597	12,137,597	1.1	\$ 0.070	12,137,597	12,137,597	1.6

Common share purchase options

A summary of stock option activity is as follows:

	Number of options	Weighted average exercise price
Balance, July 31, 2023	9,850,000	\$ 0.09
Issued	3,500,000	\$ 0.06
Expired	(1,550,000)	\$ 0.09
Balance, July 31, 2024	11,800,000	\$ 0.08
Issued	1,000,000	\$ 0.05
Balance, January 31, 2025	12,800,000	\$ 0.07

A summary of stock options outstanding is as follows:

As at January 31, 2025				As at July 31, 2024			
Exercise price	Options outstanding	Options exercisable	Years to expiry	Exercise price	Options outstanding	Options exercisable	Years to expiry
\$ -	-	-	-	\$ 0.050	250,000	250,000	0.3
\$ 0.080	250,000	250,000	0.5	\$ 0.080	250,000	250,000	1.0
\$ 0.060	1,250,000	1,250,000	1.0	\$ 0.060	1,250,000	1,250,000	1.5
\$ 0.090	3,000,000	3,000,000	2.3	\$ 0.090	3,000,000	3,000,000	2.9
\$ 0.110	300,000	300,000	3.0	\$ 0.110	300,000	300,000	3.5
\$ 0.090	3,250,000	3,250,000	3.2	\$ 0.090	3,250,000	3,250,000	3.7
\$ 0.090	250,000	250,000	3.6	\$ 0.090	250,000	250,000	4.1
\$ 0.090	250,000	250,000	3.7	\$ 0.090	250,000	250,000	4.2
\$ 0.050	3,000,000	3,000,000	4.2	\$ 0.050	3,000,000	3,000,000	4.7
\$ 0.050	1,000,000	1,000,000	4.6	\$ -	-	-	-
\$ 0.075	12,550,000	12,550,000	3.1	\$ 0.076	11,800,000	9,850,000	3.4

GRIZZLY DISCOVERIES INC.

Notes to the consolidated financial statements

For the three and six months ended January 31, 2025 and 2024

During the six months ended January 31, 2025, the Company issued an aggregate of 1,000,000 (2024 – 500,000) stock options to directors, officers, and consultants at a weighted average exercise price of \$0.05 (2024 - \$0.09) per common share and expiring no later than 5 years from the issue date. These options all vested upon issuance.

The total estimated fair value of the 1,000,000 (2024 – 500,000) common share purchase options vested during the year of \$30,000 (2024 - \$25,000) was recorded as share based compensation expense and an increase to contributed surplus. The weighted average grant date fair value of \$0.03 (2024 - \$0.05) per option granted was estimated using the Black Scholes option pricing model using the following weighted average grant date assumptions: grant date stock price \$0.03 (2024 - \$0.06); risk-free rate 2.77% (2024 – 4.26%); expected volatility 155% (2024 - 141%); annual dividend yield 0%, and; expected life of option 5 years. The expected volatility is based on historic volatility (based on the remaining life of the options) adjusted for any expected changes to future volatility due to publicly available information.

9. General and administrative expenses

For the	three months ended January 31		six months ended January 31	
	2025	2024	2025	2024
Advertising and promotion	\$ 2,263	\$ 31,964	\$ 6,498	\$ 96,093
Conferences and corporate travel	688	5,237	3,033	32,751
Consulting fees	34,000	51,000	85,000	89,310
Office and administration	1,525	17,255	10,731	17,864
Regulatory and transfer fees	9,261	12,802	17,793	19,977
Professional fees	1,111	(2,350)	1,377	8,817
	\$ 48,848	\$ 167,756	\$ 369,471	\$ 264,812

Supplemental cash flow information

Interest and dividends received and paid

During the three and six months ended January 31, 2025, the Company received interest of \$692 and \$1,735 respectively (2024 - \$2,771 and \$7,232) from deposits with its financial institution. The Company did not pay any interest or dividends, nor did it receive any dividends, in either of the periods ended January 31, 2025 or 2024.

Non-cash transactions eliminated from the consolidated statements of cash flows

The following table lists non-cash transactions which were recorded in the six months ended January 31, 2025 and 2024 and have been eliminated from the consolidated statements of cash flows.

For the six months ended January 31	2025	2024
Mineral exploration tax credits accrued as a reduction of mineral properties	\$ (6,866)	\$ (26,602)
Increase in accounts payable related to investing activities	\$ 26,189	\$ 400,700
Decrease in accounts payable related to financing activities	\$ (9,861)	\$ (1,939)
Shares and warrants issued as share issue costs	\$ -	\$ 31,500
Shares issued for mineral property acquisition recorded as an increase to Mineral Properties	\$ -	\$ 2,500