EMERGENT METALS CORP.

An Exploration Stage Company

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

FOR THE THREE AND NINE MONTH PERIODS ENDED 30 SEPTEMBER 2024

STATED IN US DOLLARS

MANAGEMENT'S RESPONSIBILITY

To the Shareholders of Emergent Metals Corp.:

Management is responsible for the preparation and presentation of the accompanying Emergent Metals Corp. financial statements, including responsibility for significant accounting judgments and estimates in accordance with International Financial Reporting Standards. This responsibility includes selecting appropriate accounting principles and methods, and making decisions affecting the measurement of transactions in which objective judgment is required.

In discharging its responsibilities for the integrity and fairness of the financial statements, management designs and maintains the necessary accounting systems and related internal controls to provide reasonable assurance that transactions are authorized, assets are safeguarded, and financial records are properly maintained to provide reliable information for the preparation of financial statements.

The Board of Directors is responsible for overseeing management in the performance of its financial reporting responsibilities, and for approving the financial information presented. The Board fulfils these responsibilities by reviewing the financial information prepared by management and discussing relevant matters with management and the external auditors. The Audit Committee has the responsibility of meeting with management, and the external auditors to discuss the internal controls over the financial reporting process, auditing matters and financial reporting issues. The Board is also responsible for recommending the appointment of the Company's external auditors.

We draw attention to note (1) in the consolidated financial statements which indicates the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern.

"David Watkinson"	*"Grant T. Smith"*
David Watkinson, CEO	Grant T. Smith, CFO

US Dollars
Unaudited

CONDENSED INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	As at	
	30 Sep 2024	31 Dec 2023
Assets		
Current Assets		
Cash and cash equivalents	**40,928**	224,525
Amounts receivable (note 6)	**97,621**	87,754
Prepaid amounts and deposits	**13,820**	45,019
	152,369	357,298
Non-current Assets		
Exploration and evaluation assets ("E&E") (note 8)	**2,451,498**	2,522,590
Equipment (note 7)	**32,520**	37,242
Right of use asset	**-**	966
	2,484,018	2,560,798
	$ 2,636,387	$ 2,918,096
Liabilities		
Current Liabilities		
Accounts payable and accrued liabilities	**$ 1,283,375**	$ 1,336,717
Due to related parties (note 9)	**474,544**	233,038
Flow-through share premium liability	**85,609**	87,787
Warrant liability (note 10)c)	**18,235**	247,422
Short term debt	**26,996**	26,603
	1,888,759	1,931,567
Equity		
Share capital (Schedule 3) (note 10)	**49,106,444**	49,111,305
Option reserve (note 10)	**8,071,520**	8,050,806
Warrant reserve (note 10)	**1,026,749**	1,026,749
Deficit	**(57,457,085)**	(57,202,331)
	747,628	986,529
	$ 2,636,387	$ 2,918,096

Nature of operations and going concern (note 1)
Basis of preparation - Statement of Compliance *(note 2)*
Capital management (note 11)

These financial statements were approved and authorized for issuance on behalf of the Board of Directors on 29 November 2024.

David Watkinson, Director

Andrew MacRitchie, Director

CONDENSED INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE LOSS

		3 Months Ended 30 Sep 2024		3 Months ended 30 Sep 2023		9 Months Ended 30 Sep 2024		9 Months ended 30 Sep 2023
Expenses								
Exploration and Evaluation (note 8)								
Surface exploration	$	**(41,058)**	$	1,653	$	**22,552**	$	160,823
Claim maintenance		**1,342**		61,284		**34,209**		133,284
Reporting		**10,659**		155,504		**16,959**		158,629
		(29,057)		218,641		**73,720**		452,736
General and Administrative								
Management and consulting		**129,622**		44,743		**209,796**		134,101
Professional fees		**21,404**		25,027		**95,876**		99,561
Listing and filing fees		**-**		4,321		**19,387**		31,096
Share-based compensation		**6,584**		-		**20,714**		51,986
Shareholder communications		**2,372**		23,406		**8,903**		122,951
Rent		**6,854**		8,160		**11,186**		21,907
Amortization of tangible assets (note 7)		**1,574**		2,391		**4,722**		7,172
Bank charges and interest		**(1,136)**		420		**1,526**		1,244
Travel		**178**		4,885		**2,051**		16,039
Office		**13,277**		7,697		**6,867**		24,279
Insurance		**7,706**		7,496		**36,726**		22,935
Depreciation of right of use asset		**-**		3,555		**-**		10,656
Net Loss before other items		**159,378**		350,742		**491,474**		996,663
Other Items – Expense (Income)								
Foreign exchange		**(67,412)**		(42,132)		**(12,979)**		638
Gain on debt settlement		**-**		-		**4,480**		-
Fair value change for warrant liability		**(10,567)**		68,732		**(229,187)**		(1,155,589)
Loss on sale of securities		**-**		-		**-**		89,881
Lease liability accretion		**-**		235		**966**		1,193
Finance charges		**-**		-		**-**		589
Amortization of flow-through liability		**-**		-		**-**		(10,273)
Sublet income		**-**		(8,250)		**-**		(24,750)
Fair value change on securities		**-**		-		**-**		(55,451)
		(77,979)		18,585		**(236,720)**		(1,153,762)
Loss Comprehensive Loss (Income)		**81,399**	$	369,327	$	**254,754**	$	(157,099)
Basic & diluted loss (income) per share		**0.00**		0.01	$	**0.01**	$	(0.01)
Weighted average number of shares outstanding		**32,108,670**		27,528,670		**32,108,670**		27,318,170

CONDENSED INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Shares Outstanding #	Share Amount $	Warrants Reserve $	Options Reserve $	Deficit $	Shareholders' Equity $
Balance 01 Jan 2023	27,170,337	48,838,993	1,014,788	7,865,859	(56,376,080)	1,343,560
Exercise of warrants	358,333	40,676	-	-	-	40,676
Stock-based compensation	-	-	-	51,986	-	51,986
Loss & comprehensive loss	-	-	-	-	157,099	157,099
Balance 30 Sep 2023	27,528,670	48,879,669	1,014,788	7,917,845	(56,218,981)	1,593,321
Balance 01 Jan 2024	**32,108,670**	**49,111,305**	**1,026,749**	**8,050,806**	**(57,202,331)**	**986,529**
Stock-based compensation	**-**	**-**	**-**	**20,714**	**-**	**20,714**
Share issuance costs	**-**	**(4,861)**	**-**	**-**	**-**	**(4,861)**
Loss & comprehensive loss	**-**	**-**	**-**	**-**	**(254,754)**	**(254,754)**
Balance 30 Sep 2024	**32,108,670**	**49,106,444**	**1,026,749**	**8,071,520**	**(57,457,085)**	**747,628**

CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS

	9 Months Ended 30 Sep 2024	9 Months ended 30 Sep 2023
Operating Activities		
Net Income for the period	$ (254,754)	$ 157,099
Items not affecting cash		
Amortization of equipment (note 7)	4,722	7,172
Depreciation of right-of-use asset	-	10,656
Lease liability accretion	966	1,193
Amortization of flow-through premium	-	(10,273)
Unrealized foreign exchange loss (gain)	(1,785)	(2,882)
Gain on debt settlement	(4,480)	-
Fair value adjustment for securities	-	(55,451)
Loss on sale of marketable securities	-	89,881
Stock-based compensation (note 10)	20,714	51,986
Fair value adjustment warrant liability	(229,187)	(1,155,589)
	(459,324)	(906,208)
Net change in non-cash working capital		
Amounts receivable	(9,867)	96,971
Prepaids amounts and other assets	31,199	112,881
Accounts payable & accrued liabilities	(53,342)	(451,917)
Due from related parties (note 9)	241,506	89,681
	209,496	(152,384)
	(249,828)	(1,058,592)
Investing Activities		
Reclamation bond	-	1,398
E & E payments received	320,000	65,000
Proceeds from sale of marketable securities	-	182,754
Acquisition of exploration assets	(248,908)	(52,974)
	71,092	196,178
Financing Activities		
Share issuance costs	(4,861)	
Subscriptions received	-	89,008
Lease payment on principal portion		(12,410)
Lease payment on interest portion	-	(1,193)
Collection of subscription receivable	-	73,833
Net proceeds from private placement	-	40,676
	(4,861)	189,914
Net Increase (decrease) in Cash	(183,597)	(672,500)
Exchange difference on cash	-	(273)
Cash position – beginning of year	224,525	688,124
Cash Position – End of Period	$ 40,928	$ 15,351

NOTES TO CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

1) NATURE OF OPERATIONS AND GOING CONCERN

Emergent Metals Corp. (the "Company" or "Emergent") The Company was incorporated on 17 March 1989 under the British Columbia Corporations Act and the principal place of business is located at 620-111 Melville Street, Vancouver, British Columbia, V6E 3V6. The Company's business model is to acquire, explore, and divest of mineral property interests (an A&D model) with the goal of creating value for our shareholders. Acquisitions or divestitures could be purchase or sale of assets, option or joint venture of assets, royalty transaction, or other business transactions that are a fit for a specific asset. The Company's shares are traded on the TSX Venture Exchange ("TSX-V") under the symbol EMR, the OTC Markets ("OTCQB") under the symbol EGMCF, and the Frankfurt ("FRA"), Berlin ("BSE"), and Munich ("MUN") Stock Exchanges under the symbol EML.

These condensed interim consolidated financial statements (the "Financial Statements") have been prepared on the basis of the accounting principles applicable to a going concern, which assumes the Company's ability to continue in operation for at least twelve months from 30 September 2024 and to realize its assets and discharge its liabilities in the normal course of operations.

The Company is currently unable to self-finance 100% of its planned operations for the 2024 fiscal year and has on- going cash needs to meet its overhead requirements, maintain its exploration assets, and complete planned exploration activities. The generation of revenue from exploration assets is dependent upon several factors, which include the discovery and/or expansion of mineral resources or reserves on each of its properties, the ability of the Emergent to obtain the necessary financing to advance exploration on these properties, the ability to make property, advance royalty, or claim maintenance payments to hold these properties, or the completion of transactions with third parties that generate revenue in the short and long term. The generation of cash inflow from equity financings is dependent upon several factors including the price of gold, and other impacts to financial markets that are beyond Emergent's control.

The Company has the following negative indicators.

Table 1 Schedule of negative indicators

Rounded to 000's	30 Sep 2024	31 Dec 2023
Working capital	$ **(1,736,000)**	$ (1,174,000)
Accumulated deficit	$ **(57,457,000)**	$ (56,218,000)

Emergent expects to incur further loss in the development of its business. For the Company to continue to operate as a going concern it must obtain additional financing; there can be no assurance that this will continue in the future. As a result, there is a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

If the going concern assumption were not appropriate for these consolidated financial statements, adjustments would be necessary to the carrying value of assets and liabilities, the reported expenses and the consolidated statement of financial position classifications used. Such adjustments could be material.

2) BASIS OF PREPARATION – STATEMENT OF COMPLIANCE

These Financial Statements, including comparatives, have been prepared in accordance with International Financial Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of the interim financial statements, including International Accounting Standard 34, Interim Financial Reporting. As a result, they do not conform in all respects with the disclosure requirements for annual financial statements under IFRS and should be read in conjunction with the Company's audited consolidated financial statements for the year ended 31 December 2023 which are available on SEDAR+.

3) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies, sources of estimation uncertainty, critical accounting judgements and methods of computation followed in preparing these Financial Statements are the same as those followed in preparing the most recent audited annual consolidated financial statements. For a complete summary of significant accounting policies, please refer to the Company's audited annual consolidated financial statements for the year ended 31 December 2023.

Critical accounting judgement and key sources estimation uncertainty

In the application of the Company's accounting policies management is required to make judgments, estimates and assumptions about the carrying amount and classification of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revisions affect only that period, or in the period of the revision and future periods, if the revision affects both current and future periods.

The following are the critical judgments and areas involving estimates, that management have made in the process of applying the Company's accounting policies and that have the most significant effect on the amount recognized in the consolidated financial statements.

a) Critical judgments in applying accounting policy

<u>Going concern assumption</u>

These consolidated financial statements have been prepared on the basis of the accounting principles applicable to a going concern, which assumes the Company's ability to continue in operation for the foreseeable future and to realize its assets and discharge its liabilities in the normal course of operations. There are several adverse conditions that cast substantial doubt upon the soundness of this assumption. (Note 1)

<u>Determination of functional currency</u>

In accordance with IAS 21, The Effects of Changes in Foreign Exchange Rates, management determined that the functional currency of the Company and its wholly owned subsidiaries is the US dollar. The assessment of the Company's functional currency and the functional currency of its subsidiaries involves judgment regarding the primary economic environment the Company and its subsidiaries operate in.

<u>Exploration and evaluation assets</u>

The Company makes certain judgements and assumptions regarding indicators of impairment and the recoverability of the carrying values of exploration and evaluation assets. Management has assessed for impairment indicators for the Company's properties and has concluded that no indicators of impairment as at 30 September 2024.

In addition, Management has exercised significant judgement in assessing whether the Company has sufficient financial resources to incur qualified exploration and evaluation expenditures to meet its obligations related to the issuance of flow-through shares.

b) Key sources of estimation uncertainty

Fair value of warrants derivative

The Company has determined that its functional currency is the US dollar and has issued warrants with exercise price fixed in Canadian Dollar. The Company measures the cost of the warrant derivative by reference to the fair value on the grant date and valuation is recalculated at each reporting date. In determining the fair value of the warrants, the Company used the Black-Scholes option pricing model with the following assumptions: average volatility rate; market price at the reporting date; risk-free interest rate; the remaining expected life of the warrant and an exchange rate at the reporting date. The inputs used in the Black-Scholes model are taken from observable markets.

Changes to assumptions used can affect the amounts recognized in the consolidated financial statements.

4) FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The financial statements do not include all financial risk management information and disclosures required in the annual financial statements. They should be read in conjunction with the Company's audited consolidated financial statements for the year ended 31 December 2023.

There have been no significant changes in the risk management practices or in any risk management policies since the year end.

5) AMOUNTS RECEIVABLE

The Company's receivables arise from other receivable and goods and services tax from government taxation authority as follows:

Table 2 Amounts receivable

Amounts receivable rounded 000'S	30 Sep 2024	31 Dec 2023
Goods and service tax	$ 60,000	$ 54,000
Other receivables	38,000	34,000
	$ 98,000	$ 88,000

6) EQUIPMENT

Table 3 Schedule of Equipment

		Equipment		Computer		Vehicle		Total
Cost								
Balance: 01 Jan 2023, 31 Dec 2023 & 30 Sep 2024	**$**	**58,785**	**$**	**51,802**	**$**	**43,210**	**$**	**153,797**
Accumulated Amortization								
Balance: 01 Jan 2023	$	39,161		49,602		18,321		107,084
Amortization for the period		3,193		1,301		4,977		9,471
Balance: 31 Dec 2023		42,354		50,903		23,298		116,555
Depreciation for the period		**1,530**		**203**		**2,989**		**4,722**
Balance: 30 Sep 2024	**$**	**43,884**	**$**	**51,106**	**$**	**26,287**	**$**	**121,277**
Carrying amounts								
31 Dec 2023	$	16,431	$	899	$	19,912	$	37,242
30 Sep 2024	**$**	**14,901**	**$**	**765**	**$**	**17,920**	**$**	**32,520**

7) EXPLORATION AND EVALUATION

Table 4 Acquisition Costs

Acquisition costs Canada, Quebec		Casa South	Troillus	Trecesson	Total
Balance: 01 Jan 2023	$	529,148 $	56,441 $	212,783 $	798,372
Acquisition costs		1,588	-	385	1,973
Balance: 31 Dec 2023 and 30 Sep 2024	**$**	**530,736 $**	**56,441 $**	**213,168 $**	**800,345**

Acquisition costs USA, Nevada		New York Canyon	Mindora	Golden Arrow	Buckskin Rawhide East	Buckskin Rawhide West	Koegal Rawhide	Total
Balance: 01 Jan 2023	$	258,957 $	235,307 $	687,870 $	274,052 $	140,029 $	140,030 $	1,736,245
Acquisition costs		6,000	45,000	-	-	-	-	51,000
Royalty received under option agreements		-	(55,000)	-	(10,000)	-	-	(65,000)
Balance: 31 Dec 2023	$	264,957 $	225,307 $	687,870 $	264,052 $	140,029 $	140,030 $	1,722,245
							$	2,522,590
Balance: 31 Dec 2023	**$**	**264,957 $**	**225,307 $**	**687,870 $**	**264,052 $**	**140,029 $**	**140,030 $**	**1,722,245**
Additions	**$**	**248,908 $**	**- $**	**- $**	**- $**	**- $**	**- $**	**248,998**
Funds received under option agreements		**(300,000)**	**(20,000)**	**-**	**-**	**-**	**-**	**(320,000)**
Balance: 30 Sep 2024	**$**	**213,865 $**	**205,307 $**	**687,870 $**	**264,052 $**	**140,029 $**	**140,030 $**	**1,651,153**
Total							**$**	**2,451,498**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Table 5 Schedule of Exploration and Evaluation expense

Exploration and evaluation costs Canada, Quebec	Casa South	Troillus	Trecesson	East West	Total
Historic expenses through 01 Jan 2023	$ 2,101,385	$ 339,249	$ 696,681	$ 66,034	$ 3,203,349
Expenses for the year ended 31 Dec 2023					
Surface exploration	23,824	-	517,712	-	541,536
Reporting	12,424	-	39	-	12,463
Claim maintenance	16,797	-	1,328	-	18,125
	$ 53,045	$ -	$ 519,079	$ -	$ 572,124
Expenses incurred through 31 Dec 2023	$ 2,154,430	$ 339,249	$ 1,215,760	$ 66,034	$ 3,775,473
For the 9 month ended 30 Sep 2024					
Surface exploration	**-**	**-**	**6,748**	**-**	**6,748**
Claim maintenance	**$ 5,492**	**$ -**	**$ 2,207**	**$ -**	**$ 7,699**
Balance: 30 Sep 2024	**$ 2,159,922**	**$ 339,249**	**$ 1,224,715**	**$ 66,034**	**$ 3,789,920**

Exploration and evaluation costs USA, Nevada	New York Canyon	Mindora	Golden Arrow	Buckskin Rawhide East	Buckskin Rawhide West	Koegal Rawhide	Other	Total
Historic expenses through 2022	$ 115,783	$ 313,055	$1,409,300	$ 6,165	$ 22,494	$ 44,798	$ 208,776	$2,120,371
For the year ended 31 Dec 2023								
Surface exploration	$ 37,247	$ 15,809	$ 21,692	$ 550	$ -	$ 13,987	$ 2,438	$ 91,723
Infrastructure	1,684	60	17,314	-	-	-	-	19,058
Claim maintenance	34,547	262	106,282	4,583	-	7,790		153,464
	73,478	16,131	145,288	5,133	-	21,777	2,438	264,245
Incurred through 31 Dec 2023	$ 196,016	$ 359,006	$1,812,032	$ 12,956	$ 26,268	$ 73,004	$ 216,244	$2,695,526
For the 9 months ended 30 Sep 2024								
Surface exploration	**$ 6,329**	**$ 420**	**$ 8,845**	**$ -**	**$ 210**	**$ -**	**$**	**$ 15,804**
Reporting	**-**	**-**	**16,959**	**-**	**-**	**-**	**-**	**16,959**
Claim maintenance	**194**	**-**	**20,503**	**5,813**	**-**	**-**	**-**	**26,510**
	6,523	**420**	**46,307**	**5,813**	**210**	**-**	**-**	**59,273**
	$ 202,539	**$ 359,246**	**$1,858,339**	**$ 18,769**	**$ 24,478**	**$ 73,004**	**$ 216,244**	**$2,754,799**

USA, NEVADA PROPERTIES

a) Golden Arrow Property, Nevada

The Company has a 100% interest in the Golden Arrow Property, an advanced stage exploration property totalling about 10,000 acres in size, including:

- 494 unpatented lode mining claims, consisting of
  - 185 unpatented mining claims are leased,
  - 309 unpatented mining claims are owned, and
- 17 patented lode mining claims.

The Golden Arrow Property has the following underlying obligations:

- 6 unpatented claims are subject to an advance royalty payment of $25,000 per year and a 3% NSR upon production (2% can be purchased for $200,000). Advance royalty payments since 2019 have been withheld due to ownership obligations by the other party (probate requirements) totalling $150,000.
- 185 unpatented claims, plus area of influence around them, are subject to an advance royalty payments of $25,000 per year and a 3% NSR upon production, of which 1% can be purchased for $1 million. Advance royalty payments since 2021 have been withheld due to ownership obligations by the other party (title transfer of the property), and $75.000 has been withheld.
- 17 patented mining claims are subject to a 1% NSR.

b) New York Canyon Property, Nevada

The Company has a 100% interest in the approximately 7,400-acre New York Canyon Property, subject to underlying royalties. The property includes:

- 21 patented mineral claims acquired from Searchlight Resources Inc.
- 60 unpatented mining claims acquired from Searchlight Resources Inc.
- 92 unpatented claims staked by the Company
- 189 claims acquired from Kennecott Exploration Company
- 6 unpatented claims acquired from Western Geoscience Inc.

The New York Canyon property has the following underlying obligations

- 18 patented claims are subject to a 1.75% NSR royalty (capped at $2,000,000) and a $0.50 per metric tonne royalty for decorative stone shipped or sold from the property (capped at $500,000)
- 60 unpatented claims are subject to a 2% NSR (1% may be purchased for $1,000,000)
- 146 unpatented claims are subject to a 1% NSR royalty capped at $100,000,000.

Kennecott Joint Venture Agreement

In February of 2020, the Company signed an Earn-In with Option to Joint Venture Agreement with Kennecott Exploration Company ("Kennecott") whereby Kennecott could earn up to a 75% interest in the New York Canyon Property. In September of 2023, Emergent announced that Kennecott had elected to terminate the agreement, effective 29 June 2023. Pursuant to the exit terms Kennecott had to:

- Provide exploration results from the 2023 drill program on the property (complete),
- Transferred all other exploration data from the past year exploration programs (complete).
- transfer to Emergent; 266 claims staked as part of the agreement (complete).

Kennecott also agreed to transfer 368 additional unpatented claims, which they had staked outside of the area of influence in the agreement, in return for a 1% NSR (capped at $100,000,000). In addition, for the 368 claims, the Company reimbursed Kennecott for the claim maintenance fees for the year 2023/2024.

York Claim Acquisition

On 21 February 2024 the Company announced it has further expanded its New York Canyon property in Nevada by acquiring six unpatented lode claims (the Yorkie claims) from Western Geoscience Inc. (WGI). The property was expanded to 21 patented claims and 792 unpatented mining claims totalling about 16,000 acres (6,500 hectares). Emergent acquired the claims for $66,000, with an initial payment of $12,000 to WGI with six additional monthly payments of $9,000 due 15 February 2024 and continuing through July 15 2024 (all paid). In addition, Emergent granted WGI a 2-per-cent net smelter royalty (NSR) on the claims, capped at $1.75 million.

Ivanhoe transaction

On 01 March, the Company entered into an option agreement for purchase or sale of the New York Canyon Property to Ivanhoe Electric ("IE"). Emergent granted IE the option ("Option") to acquire

100% of the property. The term of the Option (the "Option Term") will be approximately 18 months ending on 01 August 2025.

In consideration for the Option, IE will pay Emergent $300,000 (paid) upon signing of the Agreement (the "Option Payment"), of which approximately $157,000 will be used by Emergent to satisfy certain land payment obligations in respect of the property. IE will have the exclusive right to conduct exploration on the property during the Option Term. IE will be responsible for claim maintenance payments during the Option Term.

Should IE elect to exercise its Option to purchase the property, the purchase price will be $2.0 million (the "Purchase Price") which includes the Option Payment of $300,000 and remaining purchase price of $1,700,000 (the "Remaining Purchase Price"). A total of $700,000 of the Remaining Purchase Price will be paid in cash (the "Cash Payment"). A total of $1.0 million of the Remaining Purchase Price will be paid in common stock of IE (the Share Payment"), to be issued at the higher of (1) the IE 19 September 2023, follow-on public offering price of $13.50 per share or (2) the 30-day volume weighted average price determined on the date of exercise notice, but subject to stock exchange rules as well as a possible cash top-up in certain circumstances based on IE's future share price.

On closing of the exercise of the Option, Emergent will reserve a 1% Net Smelter Royalty (the "Production Royalty") on claims within the property that are not already encumbered with a royalty of 1% or greater from previous owners. However, IE will have the right prior to the commencement of commercial production, to buy-out the Production Royalty for a purchase price of US$2.0 million in cash and/or IE shares (the "Royalty Buyout"). IE shall also retain a first right of refusal to acquire the Production Royalty in the event that Emergent wishes to sell, assign, or transfer the Production Royalty to an unaffiliated third party.

The transaction will occur between IE's subsidiary Ivanhoe Electric Nevada Holdings Inc. and Emergent's subsidiary Golden Arrow Mining Corporation.

In September 2024, due to an increase in annual claim maintenance fees from $165 per unpatented claims per year to $200 per unpatented claims per year, IE and the Company agreed to reduce the size of the unpatented claim package at New York Canyon from 972 unpatented claims to the current 347 unpatented claims.

c) Mindora Property, Nevada

The Company has an 100% interest in the Mindora Property, a 2,900-acre exploration property consisting of:

- 12 unpatented claims (The Mindora Claims) acquired from Nevada Sunrise LLC,
- 18 unpatented claims (The Mindora Extension Property) acquired from BL Exploration LLC, and
- 117 unpatented claims staked by Emergent.

The Mindora Properties have the following obligations:

- On the Mindora Extension Property there is a $20,000 Advance minimum royalty per year and a 2% net smelter royalty ("NSR"). AMR is due annually on or before 15 June (up to date). Any AMR paid shall be credited against the royalty.
- If Emergent does not exercise the first option described above, Emergent would still retain a second option to acquire half of the 2% NSR by making a payment of $500,000 after the 5th anniversary and before the 9th anniversary of the Closing Date.
- The Company retains a first option to acquire half of the 2% NSR by making a payment of $200,000 on or before the 5th anniversary of the Closing Date (23 December 2024).

On 20 July 2023 the Company completed an option to purchase agreement with Lahontan Gold Corp. ("Lahontan"). Lahontan, subject to certain terms and conditions. Lahontan will have the option to acquire a 100% interest in the Mindora property by paying $1,800,000 in cash and/or share payments (50% of the payments may be in shares at Lahontan 's election) and $1,400,000 in work expenditure on the property over a seven-year period. Lahontan can accelerate the payments by completing the purchase price at any time. Claim maintenance fees are paid by Lahontan.

Commitment		Cash or shares			Work expenditures
On signing letter of intent	$	10,000	(paid)	$	-
19 July 2024		20,000	(paid)		-
By 31 December 2024		-			150,000
19 July 2025		25,000			-
By 31 December 2025		-			150,000
19 July 2026		25,000			-
By 31 December 2026		-			200,000
19 July 2027		30,000			-
By 31 December 2027		-			200,000
19 July 2028		30,000			-
By 31 December 2028		-			200,000

19 July 2029	40,000	-
By 31 December 2029	-	250,000
19 July 2030	1,620,000	250,000
	$ 1,800,000	1,400,000

d) Buckskin Rawhide East Property, Nevada

The Company has a 100% interest in:

- 48 unpatented mineral claims, totalling 960 acres, making up Buckskin Rawhide East Property.

The claims are inlying claims to Rawhide Mining LLC's ("RMC") operating Rawhide Mine. The Buckskin Rawhide Property is leased to RMC, owners of the Rawhide Mine, under the following terms:

- The Lease Term is 20 years (start date of 01 June 2013)
- Advance royalty payments will be $10,000 per year, paid by RMC to Emergent, with the first payment due at signing and subsequent payments due on the anniversary of the Lease Agreement.
- During the Lease Term, RMC will make all underlying claim fees to keep the claims in good standing.
- RMC will conduct a minimum of $250,000 in exploration activities by the end of Year 1.
- RMC will conduct an additional minimum of $250,000 in exploration activities by the end of Year 3, for a total of $500,000 in exploration activities by the end of Year 3.
- RMC will have the option of earning a 100% interest in the property by bringing it into commercial production.
- Upon bringing the property into commercial production, RMC will make "Bonus Payments" to Emergent. Bonus Payments will be $15 per ounce of gold when the price of gold ranges between $1,200 per ounce and $1,799 per ounce. If the price of gold exceeds $1,800 per ounce, the Bonus Payment will increase to $20 per ounce.

After meeting its exploration requirements, should RMC elect to drop the property or decide not to advance it, the property will be returned to Emergent. Should Emergent subsequently advance the property into production, RMC shall then be entitled to the same type of bonus payments as contemplated above.

Under the terms of the lease agreement, RMC was to complete $500,000 in exploration related expenditures on the property by the third anniversary or 01 June 2016. However, as at 01 June 2016, RMC had completed only $325,000 in exploration activities on the property. On 01 June 2016, RMC and Emergent mutually agreed to amend the original Lease Agreement whereby RMC would pay Emergent $175,000, in seven quarterly payments of $25,000, starting 01 June 2016, to keep the Lease Agreement in good standing. These payments were in lieu of completing the $175,000 in exploration work required in the Lease Agreement.

Emergent received the $10,000 annual advance royalty payment for the Buckskin Rawhide Property from RMC during the year ended 31 December 2023 (2022 - $10,000)

e) Buckskin Rawhide West Property, Nevada

The Company has a 100% interest in the Buckskin Rawhide West Property consisting of 21 unpatented claims totalling about 420 acres. The property is adjacent to and west of the Rawhide Mine property. The property is subject to a 2% Net Smelter Royalty, which can be purchased at any time for $1.0 million.

f) Koegel Rawhide, Nevada

Emergent has a 100% interest in the Koegel Rawhide Property, which consists of:

- 19 unpatented lode mining claims (the RHT and GEL claims) totalling 380 acres, acquired from Jeremy C. Wire, located 4.0 miles south of Emergent's Buckskin Rawhide East Property
- 17 additional unpatented lode claims totalling 340 acres.

The property is subject to a 2% Net Smelter Royalty, which can be purchased at any time for $1.0 million.

CANADA, QUEBEC PROPERTIES

a) Casa South Property, Quebec

The Company has a 100% interest in the Casa South Property, an early-stage exploration property, adjacent to Hecla Mining Corporation's operating Casa Berardi Mine. It consists of 236 mineral claims totalling about 13,200 hectares. It consists of:

- 204 mineral claims acquired from Greg Explorations Inc. et al
- 32 mineral claims staked by the Company

The 204 claims are subject to a 1.5% NSR, of which 0.5% can be purchased by Emergent for CDN$500,000.

b) Trecesson Property, Quebec

The Company has a 100% interest in the Trecsson Property, an early-stage exploration property near Amos, QC. The property consists of:

- 50 mineral claims initially acquired from the bankruptcy of Knick Exploration Inc.
- 35 claims subsequently staked by the Company.

Obligations related to the properties are:

- The property is partially subject to underlying royalties to Exploration Carat, Group Leblanc, and Robert-Audet, each a 2% NSR applicable to separate individual claims blocks.
- Emergent may buy back 1% of each NSR for CDN$1,000,000 million at any time.

c) Troilus North Royalty Interest, Quebec

Emergent acquired a 1% royalty on the Troilus North Property from CAT Strategic Metals in 2020. The Troilus North Property is adjacent to Troilus Gold Corporation's Troilus Mine Property. Under the terms of the royalty:

Troilus Gold retains first option to acquire this 0.5% of this royalty for a cash payment of CDN$500,000 and

- a second option to acquire the remaining 0.5% of this royalty for an additional cash payment of CDN$500,000.

d) East West Property Royalty, Quebec

In 2022, Emergent sold the East-West property to O3 Mining Inc. ("O3") to O3 Mining Inc. The Company retains a 1% net smelter returns ("NSR") royalty over the East West Property. O3 may elect to buy back the Royalty for:

- CDN$500,000 if the Buy-Back Right is exercised within the first three years from the date of the Definitive Agreement (03 May 2025)
- CDN$1,000,000 if the Buy-Back Right is exercised within the fourth and fifth years from the date of the Definitive Agreement.

8) RELATED PARTY TRANSACTIONS

Related party transactions and balances, not disclosed elsewhere in the interim condensed consolidated financial statements, are as follows:

Table 6 Schedule of related party transactions

Principal Position	Fiscal Period	Fees (i)	Benefits and allowances	Share-based awards	Amounts Payable
CEO, President – D. Watkinson*1	Y 2023	120,000	78,000	56,907	233,038
	Q3 2024	112,500	18,000	9,839	403,787
CFO, Director – G. Smith*1	Y 2023$	- $	- $	- $	
	Q3 2024	63,000	-	-	70,757
Director – A MacRitchie	Y 2023	-	-	21,340	-
	Q3 2024	-	-	3,625	-
Director – V. Garibaldi	Y 2023	-	-	21,340	-
	Q3 2024	-	-	3,625	-
Director – J. Davy	Y 2023	-	-	21,340	-
	Q3 2024	-	-	3,625	-

*1Included in related payable are certain payments made by the parties on behalf of the company, these are in the normal course of business.

9) SHARE CAPITAL

a) Authorized:

Unlimited common shares without par value.

Unlimited preference shares without par value

b) Common shares, issued and fully paid

During the nine months ended 30 September 2024

- No activity to report

During the year ended 31 December 2023

- On 1 February 2023, a warrant holder exercise 25,000 share purchase warrants at CND$0.15 per warrant resulting in 25,000 shares issued from the capital of the company.
- On 19 June 2023 a warrant holder exercised 333,333 share purchase warrants at CND$0.15 per warrant resulting in 333,333 shares issued from the capital of the company.
- On 23 October 2023, Emergent closed a non-brokered private placement of 1,680,000 units at a price of CND $0.10 per unit raising gross proceeds of CND $168,000. Each unit consisted of one common share in the capital of the company and one whole nontransferable common share purchase warrant. Each warrant is exercisable to acquire one share at an

exercise price of CND $0.12 per share for a period of 24 months from the date of issuance. Warrant liability of $66,028 was calculated based on Black-Sholes model (risk-free rate: 4.72%, volatility: 128%; expected life: 2 years) and $56,662 was allocated to share capital. Further, Emergent paid finder's fees of $4,015 and issued 33,600 finder's warrants. Each whole warrant exercisable to acquire one common share at CDN $0.12 for a period of 24 months.

- On 20 December 2023 the Company closed a non-brokered flow-through private placement of 2,900,000 flow through common shares at a price of CND $0.14 dollars per share for gross proceeds of CDN $406,000. $217,528 was allocated to share capital based on fair value of the common shares and $87,708 was allocated to flow-through premium. The company paid finders fees of CDN$32,480 and issued 232,000 share purchase warrants in connection with the subscription. Each finder's warrant is exercisable to acquire one common share in the capital of the company at an exercise price of CND $0.14 per common share until 20 December 2025, which is 24 months from the date of issuance.

c) Warrants

Warrant activity is as follows:

Table 7 Schedule of warrant activity

Warrant activity	30 Sep 2024	Weighted avg exercise price	31 Dec 2023	Weighted avg exercise price
Balance – beginning of period	**13,983,158**	$ 0.39	12,995,891	$ 0.27
Granted	**-**	-	1,945,600	0.12
Expired	**(5,455,333)**	0.42	(600,000)	1.00
Exercised	**-**	-	(358,333)	0.15
Balance – end of period	**8,527,825**	$ 0.27	13,983,158	$ 0.39

Details of warrants outstanding are as follows:

Table 8 Schedule of outstanding warrants

Expiry Date		Exercise Price	30 Sep 2024 Outstanding	Weighted Average remaining life	31 Dec 2023 Outstanding	Weighted Average remaining life
20 Dec 2025	$	**0.14**	**232,000**	**1.22**	232,000	1.97
23 Oct 2025		**0.12**	**1,680,000**	**1.15**	1,680,000	1.81
23 Oct 2025		**0.12**	**33,600**	**1.06**	33,600	1.81
12 Dec 2024		**0.45**	**1,838,725**	**0.20**	1,838,725	0.95
30 Nov 2024		**0.26**	**1,508,750**	**0.17**	1,508,750	0.92
21 Oct 2024		**0.26**	**3,234,750**	**0.06**	3,234,750	0.81
31 May 2024		**-**	**-**	**-**	5,455,333	0.42
	$	**0.22**	**8,527,825**	**0.58**	13,983,158	0.83

Movement related to the warrant liability resulted from the private placement subscribers' warrants (finders warrants are excluded from derivative liability calculation), for warrants priced in Canadian dollars, is as follows:

Table 9 Warrant liability reconciliation

Warrant liability	30 Sep 2024 Number of Warrants		Fair Value	31 Dec 2023 Number of warrants		Fair Value
Balance – beginning of period	**13,287,058**	**$**	**247,422**	12,490,391	$	1,406,769
Issued	**-**		**-**	1,680,000		66,028
Exercised	**-**		**-**	(358,333)		-
Cancelled	**-**		**-**	-		-
Expiration and fair value adjustment	**(5,455,333)**		**(229,187)**	(525,000)		(1,225,375)
Balance – end of period	**8,527,825**	**$**	**18,235**	13,287,058	$	247,422

d) Summary of stock option activity

The company has a rolling stock option plan for its directors and employees to acquire common shares of the company at a price determined by the fair market value of the shares at the date of grant. The maximum aggregate number of common shares reserved for issuance pursuant to the plan is 10% of the issued and outstanding common shares.

Stock option activities are as follows:

Table 10 Schedule of stock option activity

Stock option activity	30 Sep 2024		Weighted Avg exercise price	31 Dec 2023		Weighted Avg exercise price
Balance – beginning of period	**2,297,500**	$	0.58	1,257,500	$	1.10
Granted	**-**		-	1,300,000		0.25
Forfeit	**(240,000)**		1.11	-		-
Cancel	**(126,000)**		0.25	-		-
Expired	**(55,000)**		2.00	(260,000)		1.50
Balance – end of period	**1,876,500**	$	0.51	2,297,500	$	0.58

Table 11 Schedule of outstanding options

Grant Date	Expiry Date		Exercise Price	30 Sep 2024 Outstanding	30 Sep 2024 Exercisable	31 Dec 2023 Outstanding
17 May 2019	17 May 2024	**$**	**2.00**	**-**	**-**	102,500
30 Jan 2020	30 Jan 2025	**$**	**0.90**	**257,500**	**257,500**	300,000
30 Nov 2020	30 Nov 2025	**$**	**0.90**	**495,000**	**490,000**	595,000
04 Jan 2023	04 Jan 2028	**$**	**0.25**	**1,124,000**	**753,080**	1,300,000
		$		**1,876,500**	**1,555,580**	2,297,500

The outstanding options have a weighted average remaining life of 2.49 years (31 December 2023 – 2.98 years).

e) Share-based payments

During the nine-month period year ended 30 September 2024, the Company granted Nil (Fiscal 2023 – 1,300,000) incentive stock options to consultants of the Company. Emergent recognized $20,717 (nine-months 2023 - $51,986) in share-based payments, from vesting.

10) CAPITAL MANAGEMENT

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition and exploration of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company defines capital that it manages as share capital.

Management reviews its capital management approach on an on-going basis and believes that this approach is reasonable and appropriate relative to the size of the Company.

The Company is in the business of mineral exploration and has no source of operating revenue. Operations are financed through the issuance of capital stock or liability instruments, or through the sale of equipment. Capital raised is held in cash in an interest-bearing bank account until such time as it is required to pay operating expenses or resource property costs. The Company is not subject to any externally imposed capital restrictions. Its objectives in managing its capital are to safeguard its cash and its ability to continue as a going concern, and to utilize as much of its available capital as possible for exploration activities. The Company's objectives have not changed during the period ended 30 September 2024.

11) SUBSEQUENT EVENTS

On 14 November 2024 the company completed the first tranche of a non-brokered private placement in connection with the closing of the second tranche of the offering, the Company has issued an aggregate of 9,800,000 units out of price of CDN$0.05 per unit for gross financings of CDN$490,000. Each unit consists of one common share and one whole non-transferable common share purchase warrant, each warrant will be exercisable to acquire one share at an exercise price of CDN$0.10 per share, for a period of 24 months from the date of issuance, subject to acceleration rights.

If, at any time after the date that is 4 months and one day after the date of issuance of the Warrants, the closing price of the Company's common shares on the TSX Venture Exchange (or such other stock exchange on which the common shares may be traded from time to time) is at or above CDN$0.15 per share for a period of 10 consecutive trading days (the"Triggering Event), in which event the Company may, within 5 days of the Triggering Event, accelerate the expiry date of the Warrants by giving notice thereof to the holders of the Warrants, by way of news release, and in such case the Warrants will expire on the first day that is 30 calendar days after the date on which such notice is given by the Company announcing the Triggering Event.

In connection with the First Tranche of the Offering, the Company paid finder's fees consisting of CDN$16,800 and issued 336,000 Share purchase warrants (the "Finder's Warrants") in connection with subscriptions from subscribers introduced to the First Tranche of the Offering by Ventum Financial Corp., Haywood Securities Inc., and Canaccord Genuity Corp. Each Finder's warrant is exercisable to acquire one Share of capital of the Company at an exercise price of CDB$0.10 per share until November 14, 2026, which is 24 months from the date of issuance. The Finder's Warrants will also be subject to the above acceleration clause.

On 19 November 2024 the company completed the 2nd and final tranche of a non brokered private placement in connection with the closing of the second tranche of the offering, the company has issued an aggregate of 9,862,487 units out of price of CDN$0.05 per unit for gross financings of CDN$493, 124. Each unit consists of one common share and one whole non-transferable common share purchase warrant, each warrant will be exercisable to acquire one share at an exercise price of CDN$0.10 per share, for a period of 24 months from the date of issuance, subject to acceleration rights.

If, at any time after the date that is 4 months and one day after the date of issuance of the Warrants, the closing price of the Company's common shares on the TSX Venture Exchange (or such other stock exchange on which the common shares may be traded from time to time) is at or above CDN$0.15 per share for a period of 10 consecutive trading days (the "Triggering Event), in which event the Company may, within 5 days of the Triggering Event, accelerate the expiry date of the Warrants by giving notice thereof to the holders of the Warrants, by way of news release, and in such case the Warrants will expire on the first day that is 30 calendar days after the date on which such notice is given by the Company announcing the Triggering Event.

In connection with the Second Tranche of the Offering, the Company paid finders fees consisting of CDN$25,865 and issue 517,300 Share purchase warrants (the "Finders Warrants) in connection with subscriptions from subscribers introduced to the Second Tranche of the Offering by Research Capital Corporation, Haywood Securities Inc., StephenAvenue Securities Inc., Leede Financial Inc., and Ventum Financial Corp. Each Finders warrant is exercisable to acquire one Share of capital of the Company at an exercise price of CDN$0.10 per share until November 19, 2026, which is 24 months from the date of issuance. The Finder's Warrants will also be subject to the above acceleration clause.