

# **GOLDEN SHIELD RESOURCES INC.**

**Consolidated Financial Statements**

**For the three months ended October 31, 2025 and 2024**

(Expressed in Canadian dollars)

**Notice of Disclosure of Non-auditor Review of the Condensed Interim Consolidated Financial Statements for the Three Ended October 31, 2025 and 2024**

Pursuant to National Instrument 51-102 *Continuous Disclosure Obligations*, part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators, if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the interim financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements of Golden Shield Resources Inc. for the interim periods ended October 31, 2025 and 2024, have been prepared in accordance with International Accounting Standard 34 *Interim Financial Reporting*, as issued by the International Accounting Standards Board, and are the responsibility of the Company's management.

The independent auditors, Smythe LLP, have not performed a review of these unaudited condensed interim consolidated financial statements.

January 1, 2026



**GOLDEN SHIELD RESOURCES INC.**  
**Consolidated Statements of Loss and Comprehensive Loss**  
(Unaudited - Expressed in Canadian dollars, except number of shares)

	Note	Three months ended October 31,	
		2025	2024
		\$	\$
<b>Operating expenses</b>			
Bank fees		173	986
Consulting fees		-	9,000
Director and management fees	9	22,500	15,000
Exploration and evaluation	6,9	-	79,546
Filing fees		6,365	7,821
General and administrative		132	24,773
Insurance		11,351	18,620
Marketing		3,576	4,064
Professional fees	9	41,999	72,836
Share-based compensation	8(f),9	-	30,083
		<b>(86,096)</b>	<b>(262,729)</b>
<b>Other income (expenses)</b>			
Change in fair value of securities held for trading	5	11,667	833
Foreign exchange gain (loss)		40,452	(9,835)
Interest expense	7	(1,000)	-
Interest income		-	6,731
<b>Net loss and comprehensive loss</b>		<b>(34,977)</b>	<b>(265,000)</b>
<b>Net loss per share:</b>			
Basic and diluted		<b>(0.00)</b>	<b>(0.04)</b>
<b>Weighted average number of common shares:</b>			
Basic and diluted		<b>13,199,179</b>	<b>6,602,846</b>

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

**GOLDEN SHIELD RESOURCES INC.**  
**Consolidated Statements of Cash Flows**  
(Unaudited - Expressed in Canadian dollars)

	Three months ended	
	2025	October 31, 2024
	\$	\$
<b>Operating activities</b>		
Net loss	(34,977)	(265,000)
Adjustments for:		
Share-based compensation	-	30,083
Interest expenses	1,000	-
Change in fair value of securities held for trading	(11,667)	(833)
Changes in non-cash working capital:		
GST receivable	(3,592)	32,350
Prepaid expenses	(25,682)	137,081
Accounts payable and accrued liabilities	(150,893)	268,846
<b>Cash used in operating activities</b>	<b>(225,811)</b>	<b>202,527</b>
Net change in cash and cash equivalents	(225,811)	202,527
Cash and cash equivalents, beginning of period	428,865	175,894
<b>Cash and cash equivalents, end of period</b>	<b>203,054</b>	<b>378,421</b>
<b>Supplemental cash flow information:</b>		
Cash interest paid	-	-
Cash income tax paid	-	-

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

**GOLDEN SHIELD RESOURCES INC.****Consolidated Statements of Changes in Shareholders' Equity**

(Unaudited - Expressed in Canadian dollars, except number of shares)

	<b>Common shares (Note 1(c))</b>	<b>Share capital</b>	<b>Reserves</b>	<b>Deficit</b>	<b>Total shareholders' equity</b>
	<b>#</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
Balance, July 31, 2024	6,602,846	19,500,324	2,291,289	(20,257,607)	1,534,006
Share-based compensation	-	-	30,083	-	30,083
Net loss and comprehensive loss	-	-	-	(265,000)	(265,000)
Balance, October 31, 2024	6,602,846	19,500,324	2,321,372	(20,522,607)	1,299,089
Shares issued pursuant to private placement	4,943,000	741,450	-	-	741,450
Shares issued pursuant to settlement of liabilities	1,653,333	537,333	-	-	537,333
Share-based compensation	-	-	(29,547)	-	(29,547)
Reclassification of expired stock options from reserve to deficit	-	-	(1,145,669)	1,145,669	-
Reclassification of expired warrants from reserve to deficit	-	-	(206,031)	206,031	-
Net loss and comprehensive loss	-	-	-	(1,042,459)	(1,042,459)
Balance, July 31, 2025	13,199,179	20,779,107	940,125	(20,213,366)	1,505,866
Net loss and comprehensive loss	-	-	-	(34,977)	(34,977)
<b>Balance, October 31, 2025</b>	<b>13,199,179</b>	<b>20,779,107</b>	<b>940,125</b>	<b>(20,248,343)</b>	<b>1,470,889</b>

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

## **1. NATURE OF OPERATIONS AND GOING CONCERN**

### **a) Nature of operations**

Golden Shield Resources Inc. (the "Company") was incorporated pursuant to the provisions of the Business Corporations Act (British Columbia) on January 29, 2018. The Company's head office and principal address is Suite 750, 1095 West Pender Street, Vancouver, British Columbia, V6E 2M6.

The Company is in the business of acquiring, exploring, and developing mineral properties, primarily those containing gold and associated base and precious metals. The Company will be required to obtain additional financing to explore and develop its future resource properties. The Company is listed on the Canadian Securities Exchange (the "CSE") under the stock symbol "GSRI", on the OTCQB Venture Market under stock symbol "GSRFF", on the Frankfurt Stock Exchange under stock symbol "4LE0".

### **b) Going concern**

These consolidated financial statements for the three months ended October 31, 2025 and 2024 (the "financial statements") have been prepared based on accounting principles applicable to a going concern, which assumes that the Company will be able to continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business. The Company is a resource exploration-stage company, which does not generate any revenue and has been relying on debt and equity financing to fund its operations. The Company has had losses since inception and as at October 31, 2025, had an accumulated deficit of \$20,248,343 (July 31, 2025 - \$20,213,366) and a working capital deficit of \$67,850 (July 31, 2025 - \$32,873). The Company will require additional financing, either through equity or debt financing, sale of assets, joint venture arrangements, or a combination thereof to meet its current obligations, administrative costs and to continue to explore and develop its exploration and evaluation assets. There is no assurance that sufficient future funding will be available on a timely basis or on terms acceptable to the Company. These conditions indicate the existence of material uncertainties that may cast significant doubt on the Company's ability to meet its obligations as they come due, and accordingly, the appropriateness of the use of accounting principles applicable to a going concern is in significant doubt.

Should the Company be unable to continue as a going concern, asset and liability realization values may be substantially different from their carrying values. These financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. Such adjustments could be material.

### **c) Share consolidation**

On April 21, 2025, the Company consolidated its issued outstanding shares on a ratio of ten (10) to one (1) new post-consolidated common share (the "Share Consolidation"). All current and comparative references to the number of common shares, weighted average number of common shares, loss per share, stock options and warrants have been recast to give effect to this Share Consolidation.

## **2. BASIS OF PREPARATION**

### **a) Statement of compliance**

These financial statements were approved by the Board of Directors and authorized for issue on January 1, 2026.

These financial statements have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IASB").

### **b) Basis of presentation**

These financial statements have been prepared on a historical cost basis, except for certain financial instruments classified as financial instruments at fair value through profit or loss, which are measured at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

## **GOLDEN SHIELD RESOURCES INC.**

### **Notes to the Consolidated Financial Statements**

**For the three months ended October 31, 2025 and 2024**

(Unaudited - Expressed in Canadian dollars, except where noted)

## **2. BASIS OF PREPARATION (continued)**

### **c) Functional and presentation currency**

These financial statements have been prepared in Canadian dollars, which is the Company's and its subsidiaries' functional and presentation currency. The functional currency is the currency of the primary economic environment in which an entity operates. References to "CAD" or "\$" are to Canadian dollars.

### **d) Basis of consolidation**

These financial statements include the accounts of the Company and its subsidiaries. Subsidiaries are included in the financial statements from the date control commences until the date control ceases. Control exists where the parent entity has power over the investee and is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. All intercompany transactions and balances are eliminated on consolidation.

A summary of the Company's subsidiaries included in these financial statements as at October 31, 2025 is as follows:

<b>Name of subsidiary</b>	<b>Country of incorporation</b>	<b>Percentage ownership</b>	<b>Functional currency</b>	<b>Principal activity</b>
1348135 B.C. Ltd	Canada	100%	CAD	Holding company
Aurous Guyana Inc. ("AGI")	Guyana	100%	CAD	Mining company
Aurous Holdings Inc.	Guyana	100%	CAD	Holding company
Manticore Resources Inc.	Guyana	100%	CAD	Mining company
Romanex Guyana Exploration Limited ("Romanex")	Guyana	100%	CAD	Mining company
StrataGold Guyana Inc.	Guyana	100%	CAD	Mining company

## **3. MATERIAL ACCOUNTING POLICIES**

In the preparation of these financial statements, the Company used the same accounting policies as in the Annual Financial Statements.

## **4. SIGNIFICANT ACCOUNTING JUDGMENTS AND SOURCES OF ESTIMATION UNCERTAINTY**

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, and expenses.

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances and which form the basis of making judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and further periods if the revision affects both current and future periods.

In the preparation of these financial statements, the Company used the same accounting estimates and judgments as those applied and disclosed in the Annual Financial Statements.

## **5. SECURITIES HELD FOR TRADING**

On November 26, 2024, Bullet Exploration Inc. ("Bullet") completed an amalgamation with 1492834 B.C. Ltd., a wholly-owned subsidiary of West Point Gold Corp. ("WPG"), forming a new entity named Gold79 Holding Two Corp. Pursuant to the transaction, each Bullet shareholder received one common share of WPG for every three common shares of Bullet held. As a result, the Company received 55,556 common shares of WPG in exchange for 166,667 common shares of Bullet previously held.

**GOLDEN SHIELD RESOURCES INC.****Notes to the Consolidated Financial Statements****For the three months ended October 31, 2025 and 2024**

(Unaudited - Expressed in Canadian dollars, except where noted)

**5. SECURITIES HELD FOR TRADING (continued)**

A summary of the Company's investment in securities held for trading is as follows:

	October 31, 2025		July 31, 2025	
	Number of shares	Fair value	Number of shares	Fair value
	#	\$	#	\$
WPG	55,556	31,111	55,556	19,444

As at October 31, 2025, securities held for trading include 55,556 common shares of WPG (July 31, 2025 - 55,556). The Company owns less than 10% interest in WPG and does not have an appointed representative as an officer or a member of the Board of Directors.

The securities held for trading are measured using Level 1 inputs of the fair value hierarchy and are measured at fair value using quoted prices in active markets for identical assets. Any changes in fair value are recognized in profit or loss as they occur. During the three months ended October 31, 2025, the Company recorded a gain on change in fair value of securities held for trading of \$11,667 (2024 - \$833).

**6. EXPLORATION AND EVALUATION**

As at October 31, 2025 and July 31, 2025, the carrying value of the Company's exploration and evaluation assets were \$1,538,739, representing acquisition cost paid to the prior shareholders of Romanex to acquire 100% interest in the Marudi Project. During the three months ended October 31, 2025 and year ended July 31, 2025, there were no additions to the Marudi Project (Note 7(a)).

A summary of the Company's exploration and evaluation expenses at the Marudi Project for the three months ended October 31, 2025 and 2024 is as follows:

	2025	2024
	\$	\$
Camp costs	-	38,966
Drilling <sup>(1)</sup>	-	(166,174)
General and administrative	-	106,063
Geological consulting	-	100,692
	-	79,546

(1) During the three months ended October 31, 2024, the Company sold a drill that was previously recorded as exploration and evaluation expenses during the year ended July 31, 2024 for \$300,000.

**a) Marudi Project**

During the year ended July 31, 2022, pursuant to an acquisition agreement with previous shareholders of Romanex, the Company paid \$1,384,219 to acquire 100% interest in the Marudi Project through the acquisition of all issued and outstanding common shares of Romanex. Consideration paid to the prior shareholders of Romanex was comprised of cash of \$516,374 and 1,212,074 common shares at fair value of \$867,845 (\$0.716 per share). In addition, the Company paid a land option deposit of \$154,520.

The Marudi Project is located in the Rupununi Mining District in southern Guyana. The project comprises the mining license ML1/2009. The Company is currently in progress of renewing the mining license.

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**7. LOAN PAYABLE**

A summary of the Company's loan payable is as follows:

	October 31, 2025	July 31, 2025
	\$	\$
Opening balance	41,304	-
Additions	-	40,000
Interest expense	1,000	1,304
<b>Ending balance</b>	<b>42,304</b>	<b>41,304</b>

On April 3, 2025, the Company entered into a loan agreement with an arm's length party for \$40,000. The loan is unsecured, due on demand, and bears interest at 10.0% per annum accrued monthly and payable upon repayment of the loan or any portion thereof. During the three months ended October 31, 2025, the Company accrued interest expense of \$1,000 (2024 - \$nil) on the principal of the loan.

**8. SHARE CAPITAL**

**a) Authorized share capital**

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

**b) Issued and outstanding**

During the three months ended October 31, 2025, the Company had no share capital transactions.

During the year ended July 31, 2025, the Company had the following share capital transactions:

- On June 27, 2025, the Company closed a non-brokered private placement and issued 4,943,000 common shares at a price of \$0.15 per share for gross proceeds of \$741,450.
- On June 27, 2025, the Company settled \$248,000 of accounts payable through the issuance of 1,653,333 common shares. The fair value of shares issued was measured using the closing price on the date that the shares were issued of \$0.325 per share for a total fair value of \$537,333. As a result, the Company recorded a loss on settlement of liabilities \$289,333 (Note 11).

**c) Share purchase warrants**

During the three months ended October 31, 2025 and year ended July 31, 2025, the Company had no share purchase warrant issuances and exercises.

A summary of the Company's share purchase warrant activity is as follows:

	Number of warrants	Weighted average exercise price
	#	\$
Balance, July 31, 2024	1,150,000	4.00
Expired	(1,150,000)	4.00
<b>Balance, July 31, 2025 and October 31, 2025</b>	<b>-</b>	<b>-</b>

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**8. SHARE CAPITAL (continued)**

**d) Broker warrants**

During the years ended July 31, 2025 and 2024, the Company had no broker warrant issuances and exercises.

A summary of the Company's broker warrant activity is as follows:

	Number of warrants	Weighted average exercise price
	#	\$
Balance, July 31, 2024	104,387	4.00
Expired	(104,387)	4.00
<b>Balance, July 31, 2025 and October 31, 2025</b>	<b>-</b>	<b>-</b>

**e) Stock options**

The Company has a rolling stock option plan (the "Plan") whereby a maximum of 10% of the issued common shares will be reserved for issuance under the Plan. Options granted under the Plan vest immediately or over a period at the discretion of the Board of Directors.

Under the Plan, the number of shares reserved for issuance to any optionee will not exceed 5% of the then issued and outstanding shares unless the Company has obtained shareholder approval. The options are non-assignable and non-transferable and will be exercisable for a period of up to 10 years from the date of grant. The exercise price of an option will be set by the Board of Directors and cannot be less than the discounted market price, as defined in policies of the CSE and other applicable regulatory authorities.

A summary of the Company's stock options activity is as follows:

	Number of options outstanding	Weighted average exercise price
	#	\$
Balance, July 31, 2024	520,900	4.60
Cancelled	(204,575)	4.55
Expired	(316,325)	4.52
Balance, July 31, 2025	-	-
Granted	3,298,000	0.31
Cancelled	(1,978,085)	0.31
<b>Balance, October 31, 2025</b>	<b>1,319,915</b>	<b>0.31</b>

On September 22, 2025, the Company granted 3,298,000 stock options to directors and consultants of the Company. The stock options are exercisable at a price of \$0.31 per share until September 22, 2030 and vest in equal tranches every six months for a period of two years. On October 3, 2025, the Company announced the cancellation of 1,978,085 options granted on September 22, 2025.

**f) Restricted Stock Units**

During the years ended July 31, 2025 and 2024, the Company had no RSU issuances and exercises. On October 3, 2025, the Company granted 656,500 Restricted Stock Units ("RSUs") to directors and consultants of the Company. These RSUs will fully vest one year from the grant date.

**9. RELATED PARTY TRANSACTIONS**

The Company's related parties include key management personnel and companies controlled by key management personnel. Key management personnel are defined as those having authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company's key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers.

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(Unaudited - Expressed in Canadian dollars, except where noted)

**9. RELATED PARTY TRANSACTIONS (continued)**

A summary of the Company's related party transactions with key management personnel is as follows:

	Three months ended October 31,	
	2025	2024
	\$	\$
Director and management fees	22,500	15,000
Exploration and evaluation	-	54,990
Professional fees	-	30,000
Share-based compensation	-	20,005
	<b>22,500</b>	<b>119,995</b>

As at October 31, 2025, there was \$207,446 (July 31, 2025 - \$184,946) due to related parties and was included in accounts payable and accrued liabilities. The amounts due are unsecured, due on demand and are non-interest bearing.

On June 27, 2025, the Company issued 1,653,333 common shares to settle \$248,000 of balance owed to certain directors of the Company (Note 10(b)).

**10. CAPITAL MANAGEMENT**

The Company's capital structure consists of shareholders' equity and loan payable. The Company's objective when managing capital is to maintain adequate levels of funding to support current operations comprising the acquisition and development of its exploration and evaluation assets. The Company obtains funding through debt financing and the issuance of common shares. Future financings are dependent on market conditions and there can be no assurance the Company will be able to raise funds in the future.

There were no changes to the Company's approach to capital management during the three months ended October 31, 2025. The Company is not subject to externally imposed capital requirements.

**11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT**

The Company's financial instruments consist of cash and cash equivalents, securities held for trading, accounts payable and accrued liabilities and loan payable.

IFRS 13 *Fair value measurement* establishes a fair value hierarchy for financial instruments measured at fair value that reflects the significance of inputs used in making fair value measurements as follows:

- 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.

As at October 31, 2025 and July 31, 2025, securities held for trading were measured at fair value using level 1 inputs. The fair value of securities held for trading was measured based on the quoted market price of the related common shares at close of trading on each reporting date, and changes in fair value are recognized in profit or loss.

The carrying value of cash and cash equivalents, accounts payable and accrued liabilities and loan payable are measured at amortized cost and the fair value of these financial instruments approximates their carrying values due to the short-term nature of these instruments.

During the three months ended October 31, 2025, there were no transfers between categories in the fair value hierarchy.

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:

**11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)**

**a) Credit risk**

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the Company to incur a financial loss. The Company's primary exposure to credit risk is on its cash. As at October 31, 2025, the Company had cash of \$203,054 (July 31, 2025 - \$428,865). The Company manages its credit risk through the use of major financial institutions with high credit quality as determined by rating agencies. The Company assesses its credit risk as low.

**b) Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting its obligations associated with its financial liabilities. The Company is exposed to liquidity risk through its accounts payable and accrued liabilities and loan payable. The Company's liquidity and operating results may be adversely affected if its access to capital markets is hindered. The Company has no sources of revenue and has obligations to settle its accounts payable and accrued liabilities and loan payable over the next 12 months. Refer to Note 1 with respect to going concern matters. As at October 31, 2025, the Company had a working capital deficit of \$67,850 (July 31, 2025 - \$32,873) and assesses liquidity risk as high. The Company manages its liquidity risk by forecasting cash flows from operations and anticipated investing and financing activities.

**c) Foreign currency risk**

Foreign currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of the changes in the foreign exchange rates. The Company is exposed to foreign currency risk, as certain monetary financial instruments are denominated in United States dollars and Guyanese dollars.

A summary of the Company's financial assets and liabilities denominated in United States dollars and Guyanese dollars, presented in their Canadian dollar equivalents, is as follows:

	<b>October 31, 2025</b>	July 31, 2025
	<b>\$</b>	<b>\$</b>
Cash and cash equivalents	<b>4,692</b>	6,375
Accounts payable and accrued liabilities	<b>(178,591)</b>	(178,591)
	<b>(173,899)</b>	(172,216)

The Company has not entered into any foreign currency contracts to mitigate this risk. Assuming all other variables remain constant, an increase or a decrease of 10% of the US dollar and the Guyanese dollar against the Canadian dollar would result in an impact of approximately \$17,390 (July 31, 2025 - \$17,222) to the Company.

**d) Price risk**

Price risk is the risk of the Company realizing a loss as a result of a decline in value with respect to its equity investments. The Company is exposed to price risk through its securities held for trading. The Company assesses its price risk as low.