FORM 5A

ANNUAL LISTING SUMMARY

Introduction

The requirement to file this Form 5A does not apply to NV Issuers. NV Issuers must file a Form 51-102F2 Annual Information Form.

This Annual Listing Summary must be posted on or before the day on which the Issuer's annual financial statements are to be filed under the Securities Act. This statement is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by the Exchange Policies.

General Instructions

(a) Prepare this Annual Listing Summary using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the following items must be in narrative form. When the answer to any item is negative or not applicable to the Issuer, state it in a sentence. The title to each item must precede the answer.

(b) The term "Issuer" includes the Listed Issuer and any of its subsidiaries.

(c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

Listed Issuer Name: LIVE ENERGY CORP. **Website:** n/a **Listing Statement Date:** March 28, 2022 **Description(s) of listed securities(symbol/type):** **Symbol**: "LIVE" **Type**: Common Shares
Brief Description of the Issuer's Business: The Issuer is engaged in the acquisition, exploration and development of natural resource properties.
Description of additional (unlisted) securities outstanding Warrants – 1,100,000
Jurisdiction of Incorporation: British Columbia
Fiscal Year End: October 31

Date of Last Shareholders' Meeting and Date of Next Shareholders' Meeting (if scheduled): The last Shareholders' meeting was held on May 16, 2023, the next meeting is May 9, 2024.		
Financial Information as at: October 31, 2023 and October 31, 2022		
	2023	**2022**
Cash	**317,979**	**352,052**
Current Assets	**396,792**	**-**
Non-current Assets	**1,198,252**	**1,156,030**
Current Liabilities	**52,866**	**87,507**
Non-current Liabilities	**-**	**-**
Shareholders' equity	**1,542,178**	**1,428,128**
Revenue	**-**	**-**
Net Income	**-**	**-**
Net Cash Flow from Operations	**(157,938)**	**(117,659)**

SUPPLEMENTARY INFORMATION

The supplementary information set out below must be provided when not included in the Schedules. If the required details are included in Schedule A or B, provide specific reference to the page or note.

1. Related party transactions

Provide disclosure of all transactions with a Related Person, including those previously disclosed on Form 10. Include in the disclosure the following information about the transactions with Related Persons:

(a) A description of the relationship between the transacting parties. Be as precise as possible in this description of the relationship. Terms such as affiliate, associate or related company without further clarifying details are not sufficient.

(b) A description of the transaction(s), including those for which no amount has been recorded.

(c) The recorded amount of the transactions classified by financial statement category.

(d) The amounts due to or from Related Persons and the terms and conditions relating thereto.

(e) Contractual obligations with Related Persons, separate from other contractual obligations.

(f) Contingencies involving Related Persons, separate from other contingencies.

With respect to related party transactions for information supplementary to that contained in the notes to the audited consolidated financial statements, which are attached hereto, please refer page 9 of the Issuer's Management's Discussion & Analysis for the 12-month period ended October 31, 2023, as filed with securities regulatory authorities and attached to this Form 5A - Annual Listing Summary as Appendix B.

2. Summary of securities issued and options granted during the period.

Provide the following information for the Listed Issuer's fiscal year:

(a) summary of securities issued during the period November 1, 2022 to October 31, 2023

Date of Issue	Type of Security (common shares, convertible debentures, etc.)	Type of Issue (private placement, public offering, exercise of warrants, etc.)	Number	Price	Total Proceeds	Type of Consideration (cash, property, etc.)	Describe relationship of Person with Issuer (indicate if Related Person)	Commission Paid
August 14, 2023	Common Shares	Exercise of Warrants	500,000	$0.10	$50,000	Cash	Non-related	Nil
August 16, 2023	Common Shares	Exercise of Warrants	500,000	$0.10	$50,000	Cash	Non-related	Nil
September 27, 2023	Common Shares	Debt Settlement	200,000	$0.70	$140,000	Settlement of Debt	Private company owned by the CEO of the Issuer, Adrian Smith.	Nil

(b) summary of options granted during the period November 1, 2022 to October 31, 2023

Date	Number	Name of Optionee if Related Person and relationship	Generic description of other Optionees	Exercise Price	Expiry Date	Market Price on date of Grant
The Issuer did not grant options during the period						

3. Summary of securities as at the end of the reporting period.

Provide the following information in tabular format as at the end of the reporting period:

(a) description of authorized share capital including number of securities outstanding for each class, dividend rates on preferred shares and whether or not cumulative, redemption and conversion provisions,

As at October 31, 2023, the authorized capital of the Issuer consisted of an unlimited number of common shares without par value, and without any special rights or restrictions, of which 12,697,667 common shares were issued and outstanding.

The holders of common shares are entitled to receive notice of and to attend all meetings of the shareholders of the Issuer and are entitled to one vote in respect of each common share held at such meetings. Subject to the rights, if any at the time, of shareholders holding shares with special rights as to dividends (none of which are authorized or outstanding at the date of this Quarterly Listing Statement), holders of common shares of the Issuer are entitled to dividends as and when declared by the directors. Subject to the rights of holders of any shares ranking in priority to or on a parity with the common shares, the holders of common shares are entitled to participate ratably in any distribution of property or assets upon the liquidation, winding-up or other dissolution of the Issuer.

(b) description of options, warrants and convertible securities outstanding, including number or amount, exercise or conversion price and expiry date, and any recorded value, and

The Company adopted a 10% rolling stock option plan (the “Option Plan”) which was approved by shareholders on July 20, 2018. Options granted under the Option Plan may have a maximum term of 10 years. The exercise price of options granted under the Option Plan shall be determined by the Company’s directors, provided that such price shall not be lower than the closing share price on the day before the grant date less the applicable discount permitted under CSE policies. Stock options granted under the Option Plan may be subject to vesting terms that are set at the discretion of the directors at the time of grant.

As at October 31, 2023, there were no options outstanding.

As at October 31, 2023, there were no warrants outstanding

Convertible Securities:

As at October 31, 2023, there were no other convertible securities outstanding.

(c) number of shares in each class of shares subject to escrow or pooling agreements or any other restriction on transfer.

As at October 31, 2023, there were no Common shares of the Issuer subject to a prescribed escrow agreement pursuant to National Policy 46-201.

4. List the names of the directors and officers and include the position(s) held and the date of appointment, as at the date this report is signed and filed.

Name	Position with Issuer	Date of Appointment
Adrian Smith	Director, Chief Executive Officer and President	June 21, 2019
James Henning	Chief Financial Officer	February 15, 2022
Kostantinos Tsoutsis	Director	June 21, 2019
Brett Matich	Director	February 16, 2021
Leah Dionne	Corporate Secretary	June 16, 2021

5. Financial Resources

a) State the business objectives that the Issuer expects to accomplish in the forthcoming 12-month period;
With respect to the Issuer's business objections for information supplementary to that contained in the notes to the audited consolidated financial statements, which are attached hereto, please refer to page 2 of the Management's Discussion & Analysis for the fiscal year ended October 31, 2023, as filed with securities regulatory authorities and attached to this Form 5A - Annual Listing Summary as Schedule B.

b) Describe each significant event or milestone that must occur for the business objectives in (a) to be accomplished and state the specific time period in which each event is expected to occur and the costs related to each event;
With respect to the Issuer's business objectives for information supplementary to that contained in the notes to the audited condensed consolidated financial statements, which are attached hereto, please refer to page 2 - 7 of the Management's Discussion & Analysis for the fiscal year ended October 31, 2023, as filed with securities regulatory authorities and attached to this Form 5A - Annual Listing Summary as Schedule B.

c) Disclose the total funds available to the Issuer and the following breakdown of those funds:

(i) the estimated consolidated working capital as of the most recent month end prior to filing the Listing Statement, and working capital at October 31, 2023 was $343,926.

(ii) the total other funds, and the sources of such funds, available to be used to achieve the objectives and milestones set out in paragraphs (a) and (b); Nil and

(iii) describe in reasonable detail and, if appropriate, using tabular form, each of the principal purposes, with approximate amounts, for which the funds available described under the preceding paragraph will be used by the Issuer N/A

6. Status of Operations

During the fiscal year, did the Listed Issuer

(a) reduce or impair its principal operating assets; or

(b) cease or substantively reduce its business operations with respect to its stated business objectives in the most recent Listing Statement?

No.

7. Business Activity

a) Activity for a mining or oil and gas Listed Issuer

(i) For the most recent fiscal year, did the Listed Issuer have positive cash flow, significant revenue from operations, or $50,000 in exploration or development expenditures?

The Company did not have positive cash flows, significant revenue from operations or incur $50,000 of exploration and evaluation expenditures.

(ii) If the response to (i) above is “no”, for the three most recent fiscal years did the Listed Issuer have an aggregate of $100,000 in exploration or development expenditures?

Yes, the Company incurred exploration and development expenditures of $106,877 during the year ended October 31, 2022.

b) Activity for industry segments other than mining or oil & gas

(i) For the most recent fiscal year, did the Listed Issuer have positive cash flow, or $100,000 in revenue from operations or $100,000 in development expenditures?

N/A

(ii) If the response to (i) above is “no”, for the three most recent fiscal years, did the Listed Issuer have either $200,000 in operating revenues or $200,000 in expenditures directly related to the development of the business?

N/A

SCHEDULE A: AUDITED ANNUAL FINANCIAL STATEMENTS

SCHEDULE B: MANAGEMENT DISCUSSION AND ANALYSIS

SCHEDULE "A"

LIVE ENERGY MINERALS CORP.
(FORMERLY GOLD TREE RESOURCES LTD.)

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FISCAL YEARS ENDED OCTOBER 31, 2023 AND 2022

Independent Auditor's Report

To the Shareholders of Live Energy Minerals Corp.

Opinion

We have audited the consolidated financial statements of Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.) (the "Company"), which comprise the consolidated statements of financial position as at October 31, 2023 and 2022, and the consolidated statements of loss and comprehensive loss, cash flows and changes in shareholders' equity for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policy information (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at October 31, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 to the financial statements, which describes events or conditions that indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters, that in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Except for the matter described in the Material Uncertainty Related to Going Concern section, we have determined that there are no other key audit matters to communicate in our report.

Other Information

Management is responsible for the other information. The other information comprises the information included in Management's Discussion and Analysis.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Barry Hartley.

DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS
Vancouver, BC

February 21, 2024

Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.)
Consolidated Statements of Financial Position
(Expressed in Canadian dollars)

As at,	October 31, 2023	October 31, 2022
	$	$
ASSETS		
Current assets		
Cash	317,979	352,052
Short-term investment (Note 7)	65,217	-
Taxes receivable	13,596	7,553
	396,792	359,605
Exploration and evaluation assets (Note 6)	1,198,252	1,156,030
Total assets	1,595,044	1,515,635
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities	31,137	40,024
Accrued liabilities	21,416	31,382
Due to related parties (Note 9)	313	16,101
Total liabilities	52,866	87,507
SHAREHOLDERS' EQUITY		
Share capital (Note 8)	1,880,001	1,640,001
Deficit	(337,823)	(211,873)
Total shareholders' equity	1,542,178	1,428,128
Total liabilities and shareholders' equity	1,595,044	1,515,635

Nature of operation and going concern (Note 1)

Approved on behalf of the Board of Directors on February 21, 2024:

"Adrian Smith"	*"Kosta Tsoutsis"*
Adrian Smith, Director	Kosta Tsoutsis, Director

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

Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.)
Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian dollars)

	Year ended October 31, 2023 $	2022 $
Expenses		
General administrative and office	3,225	11,186
Accounting fees	59,632	84,018
Transfer agent and filing fees	22,773	32,666
Legal fees	4,098	31,371
Marketing fees	2,854	-
Professional fees (Note 9)	24,672	20,550
Loss before other item	(117,254)	(179,791)
Other item		
Unrealized loss on investment (Note 7)	(8,696)	-
Net and comprehensive loss	(125,950)	(179,791)
Loss per share - basic and diluted	(0.01)	(0.01)
Weighted average number of common shares outstanding – basic and diluted	17,250,090	14,482,953

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

Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.)
Consolidated Statements of Cash Flows
(Expressed in Canadian dollars)

	Year ended October 31, 2023	2022
	$	$
Cash flows from operating activities		
Net loss for the year	(125,950)	(179,791)
Unrealized loss on investment	8,696	-
Net change in non-cash working capital		
Taxes receivable	(6,043)	(7,553)
Accounts payable and accrued liabilities	(18,853)	56,406
Due to related parties	(15,788)	13,279
Cash used in operating activities	(157,938)	(117,659)
Cash flows from financing activities		
Proceeds from exercise of warrants	100,000	10,000
Proceeds from option payment	50,000	-
Cash provided by financing activities	150,000	10,000
Cash flows from investing activities		
Exploration and evaluation expenditures	(26,135)	(126,877)
Cash used in investing activities	(26,135)	(126,877)
Decrease in cash	(34,073)	(234,536)
Cash, beginning	352,052	586,588
Cash, ending	317,979	352,052

SUPPLEMENTAL DISCLOSURE	$	$
Shares issued for settlement of debt	140,000	-
Fair value of investment received for option agreement	73,913	-
Shares issued for exploration and evaluation assets	-	150,000
Shares issued for acquisition	-	765,000

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

Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.)
Consolidated Statements of Changes in Shareholders' Equity
For the Years ended October 31, 2023 and 2022
(Expressed in Canadian dollars)

	Number of shares	Amount - $ -	Deficit - $ -	Total equity - $ -
Balance, October 31, 2021	12,965,501	715,001	(32,082)	682,919
Shares issued for acquisition of 1314836 BC Ltd. (Notes 5,6 and 8)	3,000,000	765,000	-	765,000
Shares for conversion of special warrants (Note 8)	355,000	-	-	-
Shares for option payment (Notes 5 and 8)	600,000	150,000	-	150,000
Shares for exercise of warrants (Note 8)	100,000	10,000	-	10,000
Net and comprehensive loss	-	-	(179,791)	(179,791)
Balance, October 31, 2022	17,020,501	1,640,001	(211,873)	1,428,128
Shares for exercise of warrants (Note 8)	1,000,000	100,000	-	100,000
Shares issued for settlement of debt (Notes 6 and 8)	200,000	140,000	-	140,000
Net and comprehensive loss	-	-	(125,950)	(125,950)
Balance, October 31, 2023	18,220,501	1,880,001	(337,823)	1,542,178

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.) (the "Company") was incorporated under the Business Corporations Act of British Columbia on June 21, 2019. The Company is in the business of exploring resource properties. The Company's resource properties are located in British Columbia, Canada and Nevada, USA. On March 28, 2022, the Company was approved for its listing on the Canadian Securities Exchange ("CSE") under the stock symbol "GTX". On March 1, 2023, the Company changed its name to "Live Energy Minerals Corp." from "Gold Tree Resources Ltd." and began trading on the Canadian Securities Exchange ("CSE") under the new stock symbol "LIVE". The Company's head office, principal address and records of office is 21 - 2986 Coast Meridian Road, Port Coquitlam, BC, V3B 3M8.

These consolidated financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. As at October 31, 2023, the Company had not advanced its resource properties to commercial production and is not able to finance day to day activities through operations. The Company had excess of current assets over current liabilities of $343,926 as at October 31, 2023 (October 31, 2022 – $272,098), and an accumulated deficit of $337,823 (October 31, 2022 - $211,873). The Company's continuation as a going concern is dependent upon its ability to achieve successful results from its exploration activities, to attain profitable operations and to generate funds raise equity capital or borrowings sufficient to meet current and future obligations. These factors indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern. Management intends to finance operating costs over the next twelve months with loans from directors and private placements of common shares. These consolidated financial statements do not reflect any adjustments that may be necessary if the Company is unable to continue as a going concern and such adjustmetns could be material.

2. BASIS OF PREPARATION

Statement of Compliance

The consolidated financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). The financial statements were authorized for issue by the Board of Directors on February 21, 2024.

Basis of Measurement

These consolidated financial statements have been prepared on a historical cost basis, except for financial instruments classified as fair value through profit or loss ("FVTPL") or fair value through other comprehensive income ("FVTOCI"), which are stated at their fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

The consolidated financial statements are presented in Canadian dollars, which is also the functional currency of the Company and its subsidiaries.

Basis of Consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries, 1314836 BC Ltd. and Lithium Valley Holdings Corp ("LVH"). The financial statements of the subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. All inter-company balances, transactions, income and expenses have been eliminated upon consolidation.

2. BASIS OF PREPARATION (CONTINUED)

Sources of Estimation Uncertainty

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

i) Realization of exploration and evaluation assets

The Company assesses its exploration and evaluation assets for possible impairment if there are events or changes in circumstances that indicate that carrying values of assets may not be recoverable, at each reporting period. The assessment of any impairment of exploration and evaluation assets is dependent upon estimates of recoverable amounts that take into account factors such as reserves, economic and market conditions, timing of cash flows and useful lives of assets and their related salvage values.

ii) Site restoration obligations

Provisions are recorded when a present legal or constructive obligation exists as a result of past events where it is possible that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the amount of obligation can be made.

Restoration liabilities include an estimate of the future cost associated with the reclamation of the property and equipment, discounted to its present value, and capitalized as part of the cost of assets. The estimated costs are based on the present value of the expenditure expected to be incurred. Changes in the discount rate, estimated timing of reclamation costs, or cost estimates are dealt with prospectively by recording a change in estimate, and corresponding adjustment to equipment. The accretion on the reclamation provision is included in the reclamation liability.

As at October 31, 2023, the Company is not aware of any environmental concerns relating to its exploration and evaluation asset that may result in a liability to the Company.

iii) Valuation of 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 could materially affect the fair value estimate and the Company’s earnings and equity reserves, and therefore the existing models do not necessarily provide an accurate single measure of the actual fair value of the Company’s stock options and warrants.

iv) Income taxes

In assessing the probability of realizing income tax assets, management makes estimates related to expectations of future taxable income, applicable tax opportunities, expected timing of reversals of existing temporary differences and likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified. Changes in economic conditions, metal prices and other factors could result in revisions to the estimates of the benefits to be realized or the timing of utilizing losses.

Critical Accounting Judgments

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

2. BASIS OF PREPARATION (CONTINUED)

Critical Accounting Judgments (continued)

i) Assessment of going concern

The assessment of the Company's ability to continue as a going concern and to raise sufficient funds to pay for its ongoing operating expenditures, meet its liabilities for the ensuing year, and to fund planned and contractual exploration programs, involves significant judgment based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances.

ii) Business combinations and asset acquisitions

Judgment is required to determine if the Company's acquisitions represent business combinations or asset purchases. More specifically, management concluded that the Company's acquisition did not qualify as business combinations, as the assets acquired were not an integrated set of activities with inputs and processes capable of producing outputs. For acquisitions that represented the purchase of assets, no goodwill was recognized on the transactions and acquisition costs were capitalized to the assets purchased rather than expensed. As the Company concluded that the acquisition was an asset acquisition, an allocation of the purchase price to the individual identifiable assets acquired, including intangible assets, and liabilities assumed based on their fair values at the date of purchase was required. The fair values of the net assets acquired were calculated using significant estimates and judgments. If estimates or judgments differed, this could result in a materially different allocation of net assets on the consolidated statement of financial position.

In a business combination, substantially all identifiable assets, liabilities and contingent liabilities acquired are recorded at the date of acquisition at their respective fair values. One of the most significant areas of judgment and estimation relates to the determination of the fair value of these assets and liabilities, including the fair value of contingent consideration, if applicable. If any intangible assets are identified, depending on the type of intangible asset and the complexity of determining its fair value, an independent external valuation expert may develop the fair value, using appropriate valuation techniques, which are generally based on a forecast of the total expected future net cash flows. These valuations are linked closely to the assumptions made by management regarding the future performance of the assets concerned and any changes in the discount rate applied. In certain circumstances where estimates have been made, the Company may obtain third-party valuations of certain assets, which could result in further refinement of the fair-value allocation of the purchase prices.

3. SIGNIFICANT ACCOUNTING POLICIES

Financial Instruments

Classification

The Company classifies its financial instruments in the following categories: at FVTPL, FVTOCI or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Financial Instruments (continued)

The following table shows the classification of the Company's financial instruments under IFRS 9:

Financial assets/liabilities	Classification
Cash	FVTPL
Short-term investment	FVTPL
Accounts payable	Amortized cost
Due to related parties	Amortized cost

Measurement

Financial assets and liabilities at amortized cost.

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment.

Financial assets and liabilities at FVTPL

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the consolidated statements of loss and comprehensive loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the consolidated statements of loss and comprehensive loss in the period in which they arise.

Derecognition

Financial assets

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity. Gains and losses on derecognition are generally recognized in the consolidated statements of loss and comprehensive loss.

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire. The Company also derecognizes a financial liability when the terms of the liability are modified such that the terms and / or cash flows of the modified instrument are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

Gains and losses on derecognition are generally recognized in profit or loss.

Cash

Cash consists of bank deposits or highly liquid investments that are readily convertible to known amounts of cash with original maturities of 90 days or less and which are subject to an insignificant risk of change in value.

Exploration and Evaluation Assets ('E&E")

Once the legal right to explore a property has been acquired, costs directly related to E&E expenditures are capitalized, in addition to the acquisition costs. These direct expenditures include such costs as materials used, surveying costs, drilling costs and payments made to contractors during the exploration phase. The costs are accumulated by exploration area and are not depleted pending determination of technical feasibility and commercial viability. Costs not directly attributable to E&E activities, including general and administrative overhead costs, are expensed in the period in which they occur.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Exploration and Evaluation Assets ('E&E") (continued)
The Company may acquire or dispose of properties pursuant to the terms of option agreements. Due to the fact that options are exercisable entirely at the discretion of the optionee, the amounts payable or receivable are not recorded. Option payments are recorded as E&E assets or recoveries when the payments are made or received.

When a project is deemed to no longer have commercially viable prospects to the Company, E&E expenditures in respect of that project are deemed to be impaired. As a result, those E&E expenditures, in excess of estimated recoveries, are written off to the consolidated statement of loss and comprehensive loss. The Company assesses E&E assets for impairment when facts and circumstances suggest that the carrying amount of an asset may exceed its recoverable amount.

Impairment of Non-Financial Assets
At the end of each reporting period the carrying amounts of the assets are reviewed to determine whether there is any indication that those assets are impaired. Impairment is recognized when the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. The impairment loss is recognized in the profit or loss for the period.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount had no impairment loss been recognized. A reversal of an impairment loss is recognized in profit or loss.

Reclamation Obligations
The Company recognizes the fair value of a legal or constructive liability for a reclamation obligation in the period in which it is incurred and when a reasonable estimate of fair value can be made. The carrying amount of the related long-lived asset is increased by the same amount as the liability. Changes in the liability for a reclamation obligation due to the passage of time will be measured by applying an interest method of allocation. The amount will be recognized as an increase in the liability and a financing expense in the consolidated statements of loss and comprehensive loss. Changes resulting from revisions to the timing or the amount of the original estimate of undiscounted cash flows are recognized as an increase or a decrease to the carrying amount of the liability and the related long-lived asset.

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, warrants and options are classified as equity instruments. Incremental costs directly attributable to the issue of new shares, warrants and options are recognized as a deduction from equity.

Valuation of Equity Units issued in Private Placements
Proceeds received on the issuance of units, consisting of common shares and warrants, are first allocated to the fair value of the common shares with any residual value then allocated to warrants. The fair value of the common shares is determined by the closing quoted bid price on the issue date. The balance, if any, is allocated to the attached warrants and recorded in reserves.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Share-based Payments

Where equity-settled share options are awarded to employees, the fair value of the options at the date of grant is recognized in profit or 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 profit or loss over the remaining vesting period.

Where equity instruments are granted to non-employees, they are recorded at the fair value of the goods or services received in profit or 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.

All equity-settled share-based payments are reflected in reserves, until exercised. Upon exercise, shares are issued from treasury and the amount reflected in reserves 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 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.

Loss per Share

Basic loss per common share is computed by dividing the net loss for the year by the weighted average number of common shares outstanding for the period. Diluted per share amounts reflect the potential dilution that could occur if securities or other contracts to issue common shares were exercised or converted to common shares. The treasury stock method is used to determine the dilutive effect of stock options and other dilutive instruments. Under the treasury stock method, the weighted average number of common shares outstanding used in the calculation of diluted loss per share assumes that the deemed proceeds received from the exercise of stock options, share purchase warrants and their equivalents would be used to repurchase common shares of the Company at the average market price during the period.

Income Taxes

Income tax on the income or loss for the years presented comprises current and deferred tax. Income tax is recognized in income or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax expense is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous periods.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Income Taxes (continued)
Deferred income tax is recognized using the asset and liability method of accounting for income taxes. Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities, and their respective tax basis. Deferred tax assets and liabilities are measured using enacted or substantively enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in profit or loss in the period that includes the enactment date. Deferred tax assets also result from unused loss carry-forwards, resource related tax pools and other deductions. A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Foreign Currency Translation
Transactions in foreign currencies are recorded at the rates of exchange prevailing on the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated into Canadian dollars at the rate of exchange prevailing at the statement of financial position date.

Non-monetary items are translated at the rate of exchange in effect when the assets were acquired, or obligations incurred. Non-monetary items measured at fair value are reported at the exchange rates in effect at the time of the transaction. Exchange differences arising from the translations are recorded as a gain or loss on foreign currency translation in profit or loss.

The assets and liabilities of foreign operations are translated into Canadian dollars at period-end exchange rates and their revenue and expense items are translated at exchange rates prevailing at the date of the transactions. The resulting exchange rate differences are recognized in profit or loss.

Provisions
Provisions are recorded when a present legal or constructive obligation exists as a result of past events where it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the statement of financial position date, taking into account the risk and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

New Standards and Interpretations
Accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company’s consolidated financial statements.

4. FINANCIAL RISK AND CAPITAL MANAGEMENT

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

(Expressed in Canadian dollars)

4. FINANCIAL RISK AND CAPITAL MANAGEMENT (CONTINUED)

Credit Risk

Credit risk is the risk of loss due to the counterparty's inability to meet its obligations. The Company's exposure to credit risk is on its cash. Risk associated with cash is managed through the use of major banks which are high credit quality financial institutions as determined by rating agencies. Credit risk is assessed as low.

Foreign Exchange Risk

Foreign currency risk is the risk that the fair values or future cash flows of a financial instrument will fluctuate as they are denominated in currencies that differ from the respective functional currency. The Company's functional currency is the Canadian dollar, and all its assets and liabilities are in the Company's functional currency, therefore the Company is currently not exposed to foreign currency risk.

Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in satisfying financial obligations as they become due. The Company manages its liquidity risk by forecasting cash flows from operations and anticipated investing and financing activities. The Company's objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements. The Company assessed its liquidity risk as high.

The following is an analysis of the contractual maturities of the Company's non-derivative financial liabilities at October 31, 2023 and October 31, 2022:

October 31, 2023	Within 60 days $	Between 61-90 days $	More than 90 days $	Total $
Accounts payable	788	-	30,349	31,137
Related parties	-	-	313	313
	788	-	30,662	31,450

October 31, 2022	Within 60 days $	Between 61-90 days $	More than 90 days $	Total $
Accounts payable	40,024	-	-	40,024
Related parties	16,101	-	-	16,101
	56,125	-	-	

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company is not exposed to interest rate risk.

There were no changes in the Company's approach to risk management during the reporting period.

Capital Management

The Company defines its capital as shareholders' equity. It manages its capital structure and makes adjustments to it based on the funds available to the Company in order to support future business opportunities. 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.

(Expressed in Canadian dollars)

4. FINANCIAL RISK AND CAPITAL MANAGEMENT (CONTINUED)

The Company is dependent upon external financing or the sale of assets to fund activities. In order to carry out future projects and pay for administrative costs, the Company will spend its existing working capital and raise additional funds as needed. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. The approach to capital management has not changed since the prior year, and the Company is not subject to externally imposed capital requirements.

Fair value

The fair value of the Company's financial assets and liabilities approximates the carrying amount.

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 cash and short-term investment are measured at fair value level 1.

5. ACQUISITION OF 1314836 BC LTD.

On July 7, 2022, the Company acquired, through the purchase of 1314836 BC Ltd. ("1314836"), the McDermitt Lithium Property (the "McDermitt Property") located in Nevada, USA.

Under the terms of the agreement, the Company issued 3,000,000 common shares with a fair value of $765,000 to the shareholders of 1314836.

This acquisition did not meet the definition of a business under IFRS 3; therefore, the acquisition of 1314836 was treated as an acquisition of assets. The fair value of the assets acquired as at the date of acquisition were as follows:

Consideration		
Fair value of 3,000,000 common shares issued (Notes 5 and 8)	$	765,000
Net assets acquired		
Exploration and evaluation assets	$	765,000

(Expressed in Canadian dollars)

6. EXPLORATION AND EVALUATION ASSETS

	Skygold Property $	McDermitt Lithium Property $	Total $
Acquisition costs			
Balance, October 31, 2021	28,000	-	28,000
Additions	170,000	765,000	935,000
Balance, October 31, 2022	198,000	765,000	963,000
Additions	140,000	-	140,000
Option payments received	-	(123,913)	(123,913)
Balance, October 31, 2023	338,000	641,087	979,087
Exploration costs			
Balance, October 31, 2021	86,153	-	86,153
Geological	17,137	9,488	26,625
Travel	11,221	69,031	80,252
Balance, October 31, 2022	114,511	78,519	193,030
Assays	944	-	944
Geological	8,000	15,043	23,043
Sampling	45	-	45
Travel	2,103	-	2,103
Balance, October 31, 2023	125,603	93,562	219,165
Total costs October 31, 2022	312,511	843,519	1,156,030
Total costs October 31, 2023	463,603	734,649	1,198,252

Skygold Property

On September 10, 2019 ("Effective Date"), the Company entered into an Option Agreement, and amendments on September 9, 2020, September 9, 2021, September 9, 2022, and October 13, 2023 (the "Option Agreement") with Divitiae Resources Ltd. ("Divitiae"), a related party being a company controlled by the CEO, to acquire a 100% legal and beneficial interest in the Skygold Property ("Property"), subject to 1.5% Net Smelter Return. In order to maintain the Option Agreement in good standing and earn a 100% right, title and undivided interest in and to the Property, the Company will pay certain amounts to the Divitiae, issue common shares and complete minimum work expenditures as follows:

(a) make cash payments to Divitiae, as follows:
- (i) $8,000 within six months of the Effective Date (paid);
- (ii) an additional $10,000 on or before February 28, 2021 (paid);
- (iii) an additional $20,000 on or before February 28, 2022 (paid);
- (iv) an additional $40,000 on or before June 30, 2023 (settled via issuance of shares, Notes 8 and 9);
- (v) an additional $100,000 on or before the fourth anniversary of the Effective Date settled via issuance of shares, Notes 8 and 9);

(b) allot and issue to Divitiae, as fully paid and non-assessable, 2,000,000 common shares, as follows:
- (i) 100,000 shares on or before February 28, 2021 (issued);
- (ii) an additional 200,000 shares on or before February 28, 2022 (issued, Note 8);
- (iii) an additional 400,000 shares on or before the third anniversary of the Effective Date (issued, Note 8);
- (iv) an additional 1,300,000 shares on or before September 30, 2024*;

*On October 13, 2023, the Company entered into an Amendment Agreement where the share issuance on or before the fourth anniversary of the effective date was amended to be paid on or before September 30, 2024.

6. EXPLORATION AND EVALUATION ASSETS (CONTINUED)

Skygold Property (Continued)

(c) complete minimum work expenditures on the Property as follows:
- (i) $20,000 on or before February 28, 2021 (completed);
- (ii) $40,000 on or before February 28, 2022 (completed); and
- (iii) $60,000 on or before the third anniversary of the Effective Date (completed).

Upon exercise of the option, Divitiae is entitled to receive a royalty equal to 1.5% of the net smelter returns ("NSR") from the property. The Company may repurchase 1% of the NSR from Divitiae for $1,000,000.

McDermitt Lithium Property

On July 7, 2022, the Company acquired, through the purchase of 1314836 (Note 5), the McDermitt Property which is comprised of 315 lode claims located in Humboldt County, Nevada, USA.

On September 15, 2023, the Company, and its wholly-owned subsidiary, LVH, entered into an Exploration and Option to Enter a Joint Venture Agreement (the "Agreement") with respect to the Company's McDermitt Lithium East Project located in Nevada (the "Project") with US Critical Metals Corp. ("USCM"), a company listed on the Canadian Securities Exchange and its wholly-owned Nevada subsidiary, US Energy Metals Corp. ("USEM"), to provide USEM with an option to acquire up to a 50% interest in the Project and a further option to acquire an additional 25% interest for an aggregate total of 75% interest in the Project. The term of the Agreement shall continue to and including September 15, 2029, and, if USEM completes its initial Earn-In Obligation, thereafter until the parties execute and deliver the conditions unless this Agreement is otherwise terminated or extended.

Subject to USEM's right (a) to accelerate performance of its Earn-In Obligation under this Agreement; (b) to terminate this Agreement; and (c) to extend the time for performance of its obligations, USEM agrees to incur expenditures for exploration and development work and to deliver the cash and share consideration (collectively the "Earn-In Obligation") as follows:

(a) Incur exploration and development work expenditures, as follows:
- (i) An initial $1,500,000 expenditures on or before the second anniversary of the effective date ("Second Year Deadline"); and
- (ii) An additional $3,000,000 expenditures on or before the sixth anniversary of the effective date ("Phase 1 Deadline");

(b) make cash payments, as follows:
- (i) Claim Fee Reimbursement: Within 10 business days of later of both: (1) execution of the Agreement by all parties; and (2) receipt by USCM, from LVH, of proof of payment of the claim maintenance fees for the claims for the period September 1, 2023 to August 30, 2024 (the "Fees"), pay to LVH the amount of Fees that they incurred (the "Claim Fee Reimbursement")(received);
- (ii) $50,000 within 5 business days after the CSE's approval of USCM's execution of this Agreement (received); and
- (iii) $100,000 within 10 business days after the Second Year Deadline if USEM elects to continue this Agreement in effect after the Second Year Deadline;

(Expressed in Canadian dollars)

6. EXPLORATION AND EVALUATION ASSETS (CONTINUED)

(c) issue common shares to the Company, as follows:
- (i) shares of USCM having a value of $100,000 on the CSE's approval of USCM's execution of this Agreement (received, Note 7);
- (ii) Shares of USCM having a value of $200,000 within 10 business days after the Second Year Deadline if USEM elects to continue this Agreement in effect after the Second Year Deadline;
- (iii) shares of USCM having a value of $1,000,000 within 10 business days after USEM elects to exercise its option and right to increase its participating interest in the Joint Venture to 75%.

Upon USEM having completed the initial Earn-In Obligation above, USEM shall be deemed to have exercised its option to earn a 50% interest in the Project and to form the joint venture with LVH. USEM shall have the option to elect to increase its interest by an additional 25% by incurring additional exploration and development work expenditures of $5,000,000.

7. SHORT-TERM INVESTMENT

The Company received 434,782 USCM common shares on October 4, 2023 and recorded at a fair value of $73,913 pursuant to the Agreement dated September 15, 2023 (Note 6). As at October 31, 2023, the Company fair value of the common shares was $65,217, resulting in an unrealized loss on investment of $8,696.

	October 31, 2023 $	October 31, 2022 $
USCM 434,782 common shares (October 31, 2022- Nil common shares)	65,217	-

8. SHARE CAPITAL

Authorized

An unlimited number of common shares without par value.

Issued

Year ended October 31, 2023:

During the year ended October 31, 2023, the Company issued 1,000,000 common shares pursuant to the exercise of 1,000,000 warrants for gross proceeds of $100,000. The Company's share price on the dates of exercise was $0.65.

On September 27, 2023, the Company issued 200,000 common shares valued at $0.70 per share to settle $140,000 of accounts payable (Note 6).

Year ended October 31, 2022:

On September 10, 2022, the Company issued 400,000 common shares with a fair value of $130,000 pursuant to the terms of the Skygold Option Agreement (Note 6).

On July 7, 2022, the Company issued 3,000,000 common shares with a fair value of $765,000 pursuant to the acquisition of 1314836 (Notes 5 and 6).

On May 5, 2022, the Company issued 100,000 common shares, pursuant to the exercise of warrants for total proceeds of $10,000. The Company's share price on the date of exercise was $0.20.

(Expressed in Canadian dollars)

8. SHARE CAPITAL (CONTINUED)

Issued (continued)

Year ended October 31, 2022 (continued):

On February 28, 2022, the Company issued 200,000 common shares at a fair value of $20,000, pursuant to the terms of the Skygold Option Agreement (Note 6).

On December 1, 2021, the 355,000 special warrants were converted into 355,000 common shares of the Company for $Nil proceeds.

Escrow

At October 31, 2023, 1,825,200 shares were held in escrow (2022 – 3,042,000). These shares will be released as 15% every six months after the date that the common shares were listed on the CSE.

Warrants

	Number of Warrants		Weighted average exercise price
Outstanding, October 31, 2021	5,200,000	$	0.10
Exercised	(100,000)		(0.10)
Outstanding, October 31, 2022	5,100,000	$	0.10
Exercised	(1,000,000)		(0.10)
Expired	(4,100,000)		(0.10)
Outstanding, October 31, 2023	-		-

In addition, at October 31, 2021, the Company had 355,000 special warrants outstanding, which are exercisable for $Nil proceeds. These special warrants will be converted into common shares of the Company upon successful listing on the CSE or 18 months from the date of issuance of the special warrants. On December 1, 2021, the 355,000 special warrants were converted into common shares of the Company for $Nil proceeds.

9. RELATED PARTY TRANSACTIONS

Related party balances

As at October 31, 2023, Company had amounts due to related parties of $313 (October 31, 2022 - $16,101), which was payable to directors and officers of the Company. The amounts are unsecured, non-interest bearing and due on demand.

Related party transactions

Management fees charged by a company controlled by a director totaled $6,000 during the year ended October 31, 2023 (October 31, 2022 - $4,250).

On September 27, 2023, the Company issued 200,000 common shares valued at $0.70 per share to settle $140,000 of accounts payable to Divitiae, a related party to the Company (Notes 6 and 8).

(Expressed in Canadian dollars)

10. SEGMENTED INFORMATION

As at October 31, 2023 and October 31, 2022, the Company conducts all of its operations in one business segment being the exploration of resource properties, in two geographic locations being Canada and the United States. During the year ended October 31, 2022, the Company acquired the McDermitt Property in Humbold County, Nevada, USA as a result of the purchase of 1314836 (Notes 5 and 6). The Company's operations are geographically located in Canada and the United States as follows:

	As at	
	October 31, 2023 $	October 31, 2022 $
Non-current Assets		
Canada	463,603	312,511
United States	734,649	843,519
Total	1,198,252	1,156,030

11. INCOME TAXES

A reconciliation of income taxes at statutory rates with the reported taxes is as follows:

	October 31, 2023 $	October 31, 2022 $
Loss before income taxes	(125,950)	(179,791)
Statutory tax rate	27%	27%
Expected income tax recovery	(34,007)	(48,543)
Non-deductible items and other	2,871	-
Change in valuation allowance	31,136	48,543
Total income tax recovery	-	-

The significant components of the Company's deferred income tax asset unrecognized are as follows:

	October 31, 2023 $	October 31, 2022 $
Non-capital loss carry-forwards	89,000	57,700
Share issuance costs	165	329
	89,165	58,029
Valuation allowance	(89,165)	(58,029)
Net deferred tax asset	-	-

The Company has non-capital carry forward losses of $388 that expire in 2039, $6,679 that expire in 2040, $26,235 that expire in 2041, $179,881 that expire in 2042, and $116,448 that expire in 2043.

SCHEDULE "B"

LIVE ENERGY MINERALS CORP.
(FORMERLY GOLD TREE RESOURCES LTD.)

Management's Discussion and Analysis

For the years ended October 31, 2023 and 2022

(Expressed in Canadian Dollars)

This management's discussion and analysis provides an analysis of our financial situation which will enable the reader to evaluate important variations in our financial situation for the year ended October 31, 2023, compared to the year ended October 31, 2022. This report prepared as at February 21, 2024 intends to complement and supplement our financial statements (the "financial statements") as at October 31, 2023 and should be read in conjunction with the financial statements and the accompanying notes.

Our financial statements and the management's discussion and analysis are intended to provide a reasonable base for the investor to evaluate our financial situation.

Our financial statements have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS"). All dollar amounts contained in this MD&A are expressed in Canadian dollars, unless otherwise specified.

Where we say "we", "us", "our", the "Company" or "Live Energy", we mean Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.) and/or its subsidiaries, as it may apply.

OVERVIEW AND DESCRIPTION OF BUSINESS

Live Energy Minerals Corp. (formerly Gold Tree Resources Ltd.) (the "Company") was incorporated under the Business Corporations Act of British Columbia on June 21, 2019. The Company is in the business of exploring resource properties. The Company's resource properties are located in British Columbia, Canada and Nevada, USA. The Company's head office, principal address and records of office is 21 - 2986 Coast Meridian Road, Port Coquitlam, BC, V3B 3M8. On March 28, 2022, the Company was approved for its listing on the Canadian Securities Exchange ("CSE") under the stock symbol "GTX". On March 1, 2023, the Company changed its name to "Live Energy Minerals Corp." from "Gold Tree Resources Ltd." and begin trading on the Canadian Securities Exchange ("CSE") under the new stock symbol "LIVE".

On July 7, 2022, the Company acquired, through the purchase of 1314836 BC Ltd. ("1314836"), the McDermitt Lithium Property (the "McDermitt Property") located in Nevada, USA.

CORPORATE DEVELOPMENTS AND SIGNIFICANT TRANSACTIONS AND FACTORS AFFECTING RESULTS OF OPERATIONS

Acquisition – 1314836 BC LTD.

On July 7, 2022, the Company acquired, through the purchase of 1314836, the McDermitt Property located in Nevada, USA.

Under the terms of the agreement, the Company issued 3,000,000 common shares with a fair value of $0.255 per share to the shareholders of 1314836.

This acquisition did not meet the definition of a business under IFRS 3; therefore the acquisition of 1314836 was treated as an acquisition of assets. The fair value of the assets acquired as at the date of acquisition were as follows:

Consideration		
Fair value of 3,000,000 common shares issued	$	**765,000**
Net assets acquired		
Exploration and evaluation assets	$	**765,000**

The acquisition of 1314836 is a strategic acquisition of a key North American property located within one of the most sought-after lithium basins in North America, which already hosts two of the largest lithium deposits in the USA. The Company sees the potential to host a large-scale and long-life source of lithium at this site and is located within favourable mining jurisdictions with significant domestic demand.

CORPORATE DEVELOPMENTS AND SIGNIFICANT TRANSACTIONS AND FACTORS AFFECTING RESULTS OF OPERATIONS (CONTINUED)

Skygold Property

On September 10, 2019 ("Effective Date"), the Company entered into an Option Agreement, and amendments on September 9, 2020, September 9, 2021, September 9, 2022, and October 13, 2023 (the "Option Agreement") with Divitiae Resources Ltd. ("Divitiae"), a related party to the Company, to acquire the 100% legal and beneficial interest in the Skygold Property ("Property"), subject to 1.5% Net Smelter Return. In order to maintain the Option Agreement in good standing and earn a 100% right, title and undivided interest in and to the Property, the Company will pay certain amounts to the Divitiae, issue common shares and complete minimum work expenditures as follows:

(a) make cash payments to Divitiae, as follows:
- (i) $8,000 within six months of the Effective Date (paid);
- (ii) an additional $10,000 on or before February 28, 2021 (paid);
- (iii) an additional $20,000 on or before February 28, 2022 (paid);
- (iv) an additional $40,000 on or before June 30, 2023 (settled via issuance of shares);
- (v) an additional $100,000 on or before the fourth anniversary of the Effective Date (settled via issuance of shares);

(b) allot and issue to Divitiae, as fully paid and non-assessable, 2,000,000 common shares, as follows:
- (i) 100,000 shares on or before February 28, 2021 (issued);
- (ii) an additional 200,000 shares on or before February 28, 2022 (issued);
- (iii) an additional 400,000 shares on or before the third anniversary of the Effective Date (issued);
- (iv) an additional 1,300,000 shares on or before September 30, 2024*;

*On October 13, 2023, the Company entered into an Amendment Agreement where the share issuance on or before the fourth anniversary of the effective date was amended to be paid on or before September 30, 2024.

(c) complete minimum work expenditures on the Property as follows:
- (i) $20,000 on or before February 28, 2021 (completed);
- (ii) $40,000 on or before February 28, 2022 (completed); and
- (iii) $60,000 on or before the third anniversary of the Effective Date (completed).

Upon exercise of the option, Divitiae is entitled to receive a royalty equal to 1.5% of the net smelter returns ("NSR") from the property. The Company may repurchase 1% of the NSR from Divitiae for $1,000,000.

On September 19, 2022, the Company announced the results from the initial exploration program on its Skygold Project. Key highlights include:

- Highly anomalous concentration in till heavy mineral concentrate of up to 420.79 g/t (see Table 1) in sample SG-22-Til-04, collected to the northeast of Frost Lake. This result expands the pre-existing anomaly "B" to approximately 1,600 meters by 1,100 meters (See Figure 1). Anomaly "B" is now composed of both pristine and reshaped gold in till anomalies identified by the Company in 2019, including pristine grain samples up to 4.58 g/t gold in sample SGHM-19-20, and 180 pristine grains in sample SGHM-19-19.
- Additional regional scale faulting identified through geological mapping and airborne magnetic data forms a direct correlation with anomaly "B" which also presents a favorable environment for gold deposition.

CORPORATE DEVELOPMENTS AND SIGNIFICANT TRANSACTIONS AND FACTORS AFFECTING RESULTS OF OPERATIONS (CONTINUED)

Skygold Property (continued)

Figure 1 - Plan view map of till sample locations and associated anomalies:

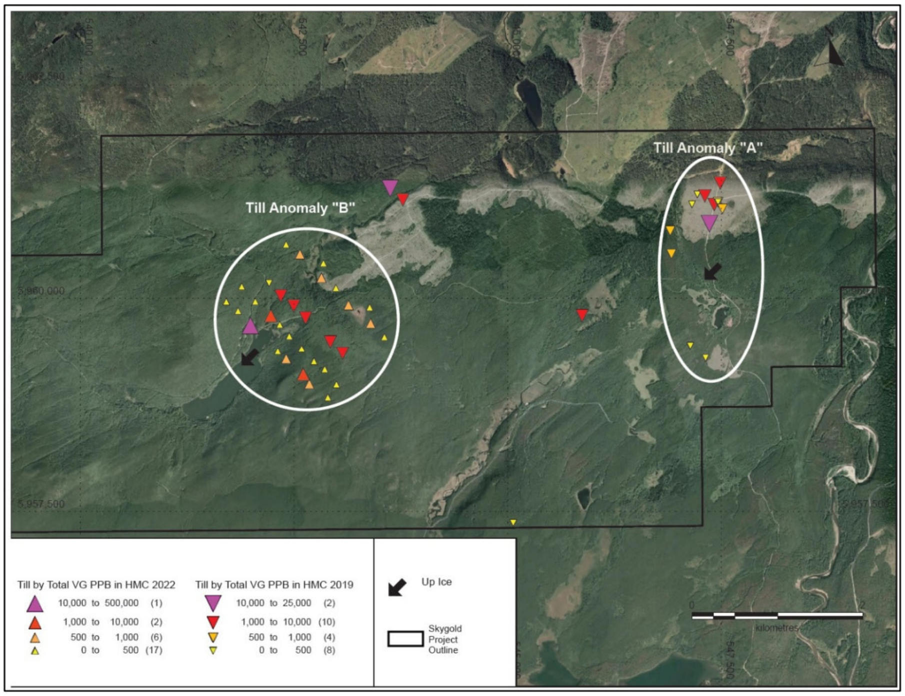

Table 1 – Gold Grain in Till Summary 2022:

Sample Number	Number of Visible Gold Grains				Nonmag HMC Weight (g)*	Calculated PPB Visible Gold in HMC			
	Total	Reshaped	Modified	Pristine		Total	Reshaped	Modified	Pristine
SG-22-TIL-00	51	39	10	2	28.4	785	753	31	1
SG-22-TIL-01	41	39	1	1	35.6	1,028	1,018	<1	10
SG-22-TIL-02	31	26	5	0	35.2	544	531	13	0
SG-22-TIL-03	8	6	2	0	30.0	216	208	9	0
SG-22-TIL-04	22	20	2	0	24.8	420,790	420,775	15	0
SG-22-TIL-05	7	5	2	0	29.2	497	235	262	0
SG-22-TIL-06	39	24	12	3	32.4	574	453	119	3
SG-22-TIL-07	33	18	8	7	32.0	100	72	23	6
SG-22-TIL-08	24	13	4	7	30.0	586	527	22	38
SG-22-TIL-09	13	10	3	0	36.4	256	252	4	0
SG-22-TIL-10	18	16	2	0	35.6	925	914	11	0
SG-22-TIL-11	14	9	3	2	35.2	345	342	3	<1
SG-22-TIL-12	7	6	0	1	26.4	582	579	0	3
SG-22-TIL-13	41	24	11	6	30.4	296	217	45	35
SG-22-TIL-14	30	20	7	3	35.6	387	374	11	2
SG-22-TIL-15	28	18	9	1	33.2	209	195	14	<1
SG-22-TIL-16	5	5	0	0	38.0	66	66	0	0
SG-22-TIL-17	37	28	5	4	34.0	413	352	55	5
SG-22-TIL-18	49	32	12	5	30.8	483	380	95	8
SG-22-TIL-19	29	10	12	7	32.4	441	85	347	9
SG-22-TIL-20	28	9	13	6	34.0	489	342	72	75
SG-22-TIL-21	11	3	5	3	31.6	299	286	10	3
SG-22-TIL-22	5	5	0	0	28.8	404	404	0	0
SG-22-TIL-23	30	22	5	3	32.4	1,808	1,787	14	7
SG-22-TIL-24	5	2	3	0	26.4	144	5	138	0
SG-22-TIL-25	27	19	8	0	33.6	182	170	13	0

CORPORATE DEVELOPMENTS AND SIGNIFICANT TRANSACTIONS AND FACTORS AFFECTING RESULTS OF OPERATIONS (CONTINUED)

McDermitt Lithium Property

On July 7, 2022, the Company acquired, through the purchase of 1314836, the McDermitt Property which is comprised of 315 lode claims located in Humboldt County, Nevada, USA.

On September 15, 2023, the Company, and its wholly-owned subsidiary, Lithium Valley Holdings Corp. ("LVH"), entered into an Exploration and Option to Enter a Joint Venture Agreement (the "Agreement") with respect to the Company's McDermitt Lithium East Project located in Nevada (the "Project") with US Critical Metals Corp. ("USCM"), a company listed on the Canadian Securities Exchange and its wholly-owned Nevada subsidiary, US Energy Metals Corp. ("USEM"), to provide USEM with an option to acquire up to a 50% interest in the Project and a further option to acquire an additional 25% interest for an aggregate total of 75% interest in the Project. The term of the Agreement shall continue to and including September 15, 2029, and, if USEM completes its initial Earn-In Obligation, thereafter until the parties execute and deliver the conditions unless this Agreement is otherwise terminated or extended.

Subject to USEM's right (a) to accelerate performance of its Earn-In Obligation under this Agreement; (b) to terminate this Agreement; and (c) to extend the time for performance of its obligations, USEM agrees to incur expenditures for exploration and development work and to deliver the cash and share consideration (collectively the "Earn-In Obligation") as follows:

(a) Incur exploration and development work expenditures, as follows:
  - (i) An initial $1,500,000 expenditures on or before the second anniversary of the effective date ("Second Year Deadline"); and
  - (ii) An additional $3,000,000 expenditures on or before the sixth anniversary of the effective date ("Phase 1 Deadline");

(b) make cash payments, as follows:
  - (i) Claim Fee Reimbursement: Within 10 business days of later of both: (1) execution of the Agreement by all parties; and (2) receipt by USCM, from LVH, of proof of payment of the claim maintenance fees for the claims for the period September 1, 2023 to August 30, 2024 (the "Fees"), pay to LVH the amount of Fees that they incurred (the "Claim Fee Reimbursement")(received);
  - (ii) $50,000 within 5 business days after the CSE's approval of USCM's execution of this Agreement (received); and
  - (iii) $100,000 within 10 business days after the Second Year Deadline if USEM elects to continue this Agreement in effect after the Second Year Deadline;

(c) issue common shares to the Company, as follows:
  - (i) shares of USCM having a value of $100,000 on the CSE's approval of USCM's execution of this Agreement (received);
  - (ii) Shares of USCM having a value of $200,000 within 10 business days after the Second Year Deadline if USEM elects to continue this Agreement in effect after the Second Year Deadline;
  - (iii) shares of USCM having a value of $1,000,000 within 10 business days after USEM elects to exercise its option and right to increase its participating interest in the Joint Venture to 75%.

On April 24, 2023, the Company announced preliminary sampling results with lithium (Li) concentrations up to 1907 ppm Li at its McDermitt Lithium East Project. This promising project spans 6508 acres in Nevada's McDermitt Caldera, strategically situated in the same basin as the Thacker Pass lithium deposit, which is being developed by Lithium Americas Corp. Live Energy's preliminary sampling program involved near surface claystone (rock) and soil samples from surface and historical shallow trenches in the project area. Results demonstrated lithium levels ranging from 40 ppm to an impressive 1907 ppm Lithium, with the highest values found in the shallow trenches where intracaldera lake sediments have been exposed.

CORPORATE DEVELOPMENTS AND SIGNIFICANT TRANSACTIONS AND FACTORS AFFECTING RESULTS OF OPERATIONS (CONTINUED)

The Company capitalized the following costs during the years ended October 31, 2023 and October 31, 2022:

	Skygold Property $	McDermitt Lithium Property $	Total $
Acquisition costs			
Balance, October 31, 2021	28,000	-	28,000
Additions	170,000	765,000	935,000
Balance, October 31, 2022	198,000	765,000	963,000
Additions	140,000		140,000
Option payments received	-	(123,913)	(123,913)
Balance, October 31, 2023	338,000	641,087	979,087
Exploration costs			
Balance, October 31, 2021	86,153	-	86,153
Geological	17,137	9,488	26,625
Travel	11,221	69,031	80,252
Balance, October 31, 2022	114,511	78,519	193,030
Assays	944	-	944
Geological	8,000	15,043	23,043
Sampling	45	-	45
Travel	2,103	-	2,103
Balance, October 31, 2023	125,603	93,562	219,165
Total costs October 31, 2022	312,511	843,519	1,156,030
Total costs October 31, 2023	463,603	734,649	1,198,252

Analysis of the locally derived till material indicates that a previously unidentified felsic intrusion is present a short distance up-ice from (to the southwest of) the sites where the gold-rich till samples (SGHM-19-19 & SGHM-19-20) were collected.

Share Capital Activity

During the year ended October 31, 2023, the Company issued 1,000,000 common shares pursuant to the exercise of 1,000,000 warrants for gross proceeds of $100,000. The Company's share price on the dates of exercise was $0.65.

On September 27, 2023, the Company issued 200,000 common shares valued at $0.70 per share to settle $140,000 of accounts payable pursuant to a debt settlement agreement dated September 19, 2023.

On September 10, 2022, the Company issued 400,000 common shares with a fair value of $130,000 pursuant to the terms of the Skygold Option Agreement.

On July 7, 2022, the Company issued 3,000,000 common shares with a fair value of $765,000 pursuant to the acquisition of 1314836.

On May 5, 2022, the Company issued 100,000 common shares, pursuant to the exercise of warrants for total proceeds of $10,000. The Company's share price on the date of exercise was $0.20.

On February 28, 2022, the Company issued 200,000 common shares at a fair value of $20,000, pursuant to the terms of the Skygold Option Agreement.

On December 1, 2021, the 355,000 special warrants were converted into 355,000 common shares of the Company for $Nil proceeds.

OVERALL PERFORMANCE

The Company holds the Option Agreement with Divitiae and the mineral claims for the McDermitt Property. The Company has no earnings and therefore finances exploration and development activities from the issuance of shares. The key determinants of the Company's operating results are the following:

(a) success of its exploration and development programs and putting these into production;
(b) the state of capital markets, which affects the ability of the Company to finance its exploration activities;
(c) the market price of gold and silver; and
(d) political and social issues which have affected and could further affect the ability of the Company to conduct exploration and mine development activities on its projects in Canada.

All of the balances set out in this and following sections, including the Summary of quarterly results conform to IFRS standards.

The Company, and its wholly-owned subsidiary, Lithium Valley Holdings Corp., entered into an Exploration and Option to Enter Joint Venture Agreement dated September 14, 2023 with respect to the Company's McDermitt Lithium East Project located in Nevada (the "Project") with US Critical Metals Corp. ("USCM"), a company listed on the Canadian Securities Exchange and its wholly-owned Nevada subsidiary, US Energy Metals Corp., to provide USCM with an option to acquire up to a 50% interest in the Project and a further option to acquire an additional 25% interest for an aggregate total of 75% interest in the Project.

SELECTED ANNUAL INFORMATION

	As at October 31, 2023 ($)	As at October 31, 2022 ($)	As at October 31, 2021 ($)
Total revenues	-	-	-
Net loss	(125,950)	(179,791)	(25,625)
Comprehensive loss	(125,950)	(179,791)	(25,625)
Net loss per share	(0.01)	(0.01)	(0.00)
Total assets	1,595,044	1,515,635	700,741
Total liabilities	(52,866)	(87,507)	(17,822)

SUMMARY OF QUARTERLY RESULTS

Quarter Ended	Total Assets ($)	Revenue ($)	Comprehensive loss for the period ($)	Loss per Share (Basic & Diluted) ($)
July 31, 2021	192,462	-	(15)	(0.00)
October 31, 2021	700,741	-	(17,022)	(0.00)
January 31, 2022	691,688	-	(9,053)	(0.00)
April 30, 2022	673,153	-	(59,145)	(0.00)
July 31, 2022	1,392,975	-	(19,568)	(0.00)
October 31, 2022	1,515,635	-	(92,025)	(0.01)
January 31, 2023	1,489,560	-	(19,380)	(0.00)
April 30, 2023	1,431,703	-	(31,530)	(0.00)
July 31, 2023	1,427,317	-	(25,963)	(0.00)
October 31, 2023	1,595,044	-	(49,077)	(0.00)

Fluctuations in assets are mostly due to cash from financing activities and the acquisition of exploration and evaluation assets during a specific quarter. The amount and timing of expenses and availability of capital resources vary substantially from quarter to quarter, depending on the availability of funding from investors or collaboration partners.

SUMMARY OF QUARTERLY RESULTS (CONTINUED)

During the period ended July 31, 2022, total assets increased by $524,153 as a result of the acquisition of 1314836. The Company's expenditure for the period remains low as the Company focuses its effort to explore its exploration properties.

For the three months ended October 31, 2023 and 2022:

The Company recorded a net loss of $49,077 for the three months ended October 31, 2023 compared to a net loss of $92,025 for the corresponding period in 2022. Some of the significant charges to operations are as follows:

- Accounting fees of $29,084 (2022 - $65,103) decreased this period due to the monthly accounting fees charged in the prior period compared to the current period. In the comparative period, the Company recorded the audit accrual and the annual fees owed the accountants.
- Transfer agent fees of $2,990 (2022 - $24,738) decreased due to the reduction in share capital activity in the current period compared to the prior period.

For the years ended October 31, 2023 and 2022:

The Company recorded a net loss of $125,950 for the year ended October 31, 2023 compared to a net loss of $179,791 for the corresponding period in 2022. Some of the significant charges to operations are as follows:

- Accounting fees of $59,632 (2022 - $84,018) decreased this period due to the monthly accounting fees charged in the prior period compared to the current period.
- Legal fees of $4,098 (2022 - $31,371) decreased this period due to decrease overall activity in the current year compared to the prior year. In the prior year, the Company acquired a new subsidiary which led to the overall increase of legal fees.
- Transfer agent fees of $22,773 (2022 - $32,666) decreased due to the reduction in share capital activity in the current period compared to the prior period.
- Unrealized loss on investment of $8,969 (2022 - $Nil) increased as the Company received 434,782 USCM common shares during the year pursuant to the Agreement dated September 15, 2023.

LIQUIDITY AND CAPITAL RESOURCES

The financial statements have been prepared on a going-concern basis, which assumes the realization of assets and liquidation of liabilities in the normal course of business. Continuing operations, as intended, are dependent on management's ability to raise required funding through future equity issuances, its ability to acquire resource property or business interests and develop profitable operations or a combination thereof, which is not assured, given today's volatile and uncertain financial markets. The Company may revise exploration and development programs depending on its working capital position.

As at October 31, 2023, the Company had working capital of $343,926 (October 31, 2022 - $272,098) which primarily consisted of cash of $317,979 (October 31, 2022 - $352,052). Current liabilities, being accounts payable and accrued liabilities of $52,553 (October 31, 2022 - $71,406) and due to related parties of $313 (October 31, 2022 - $16,101). Refer to the Financial Statements for more information on the use of cash in operating, investing and financing activities for the year ended October 31, 2023.

Other than the above-mentioned current liabilities, the Company has no short-term capital spending requirements and future plans and expectations are based on the assumption that the Company will realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. There can be no assurance that the Company will be able to obtain adequate financing in the future or if available that such financing will be on acceptable terms.

LIQUIDITY AND CAPITAL RESOURCES (CONTINUED)

If financing is not available when required, the Company may be required to delay, scale back or eliminate various programs and may be unable to continue in operation. The Company may seek such additional financing through debt or equity offerings. Any equity offering will result in dilution to the ownership interests of the Company's shareholders and may result in dilution to the value of such interests. The Company's future revenues, if any, are expected to be from the mining and sale of mineral products or interests related there to. The economics of developing and producing mineral products are affected by many factors including the cost of operations, variations in the grade of ore mined, and the price of metals.

Depending on the price of metals, the Company may determine that it is impractical to continue commercial production. The price of metals has fluctuated widely in recent years and is affected by many factors beyond the Company's control including changes in international investment patterns and monetary systems, economic growth rates, political developments, the extent of sales or accumulation of reserves by governments and shifts in private supplies of and demands for metals.

The supply of metals consists of a combination of mine production, recycled material, and existing stocks held by governments, producers, financial institutions and consumers. If the market price for metals falls below the Company's full production costs and remains at such levels for any sustained period of time, the Company will experience losses and may decide to discontinue operations or development of other projects or mining at one or more of its properties at that time.

LIQUIDITY AND CAPITAL RESOURCES – CASH FLOW

OPERATING ACTIVITIES:

Cash used in operating activities for year ended October 31, 2023 was $157,938 as compared to $117,659 in the comparative period. Fluctuations in operating activities is attributed to a higher number of expenditures occurring in the prior period compared to the current period.

INVESTING ACTIVITIES:

Cash used in investing activities for the year ended October 31, 2023 was $26,135 as compared to $126,877 in the prior period, resulted from exploration and evaluation expenditures.

FINANCING ACTIVITIES:

Cash provided by financing activities for the year ended October 31, 2023 was $150,000 as compared to $10,000 in the prior period pursuant to the exercise of warrants.

TRANSACTIONS WITH RELATED PARTIES

The Directors and Executive Officers of the Company are as follows:

Adrian Smith	Chief Executive Officer and President
James Henning	Chief Financial Officer
Brett Matich	Director
Kostantinos Tsoutsis	Director
Gerald Kelly	Former Director (resigned on September 17, 2023)

The Company incurred the following related party transactions, with associated persons or corporations, which were undertaken in the normal course of operations and were measured at the exchange amount as follows:

TRANSACTIONS WITH RELATED PARTIES (CONTINUED)

a) Key management includes directors, executive officers and officers which constitutes the management team. The Company did not pay or accrue compensation in form of consulting fees to companies controlled by directors, executive officers and officers.

Related party balances

As at October 31, 2023, Company had amounts due to related parties of $313 (October 31, 2022 - $16,101), which was payable to directors and officers of the Company. The amounts are unsecured, non-interest bearing and due on demand.

Related party transactions

Management fees charged by a company controlled by a director totaled $6,000 during the year ended October 31, 2023 (October 31, 2022 - $4,250).

On September 27, 2023, the Company issued 200,000 common shares valued at $0.70 per share to settle $140,000 of accounts payable to Divitiae, a related party to the Company.

FINANCIAL INSTRUMENTS AND RISKS

The Company's financial instruments consist of cash, subscriptions receivable, and due to related parties. The fair value of these financial instruments approximates their carrying values, unless otherwise noted.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk arises from the non-performance by counterparties of contractual financial obligations. The Company's exposure to credit risk includes cash. The Company reduces its credit risk by maintaining its bank accounts at large international financial institutions. The maximum exposure to credit risk is equal to the fair value or carrying value of the financial assets. The Company has assessed credit risk as low.

Liquidity risk

Liquidity risk is the risk that the Company will not have sufficient liquidity to meet its financial obligations as they come due. The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company cautions that there are no cash flows from operations. The Company feels that its current cash holdings is adequate to meet its anticipated short-term obligations.

Historically, the Company's sole source of funding has been the issuance of equity securities for cash, primarily through private placements. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding. As at October 31, 2023, the Company had a cash balance of $317,979 (October 31, 2022 - $352,052) to settle current liabilities of $52,866 (October 31, 2022 - $87,507).

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign currency and price risk.

FINANCIAL INSTRUMENTS AND RISKS (CONTINUED)

Market risk (continued)

a) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in the market interest rates. The Company has no material exposure at October 31, 2023 to interest rate risk through its financial instruments.

b) Foreign currency risk

Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The Company does not have any financial instruments denominated in a foreign currency as at October 31, 2023. Foreign currency risk is assessed as low.

c) Price risk

The Company's exposure to price risk with respect to commodity and equity prices is minimal due to the fact that the Company is still in the exploration stage with no earnings. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company intends to closely monitor commodity prices of gold and other precious and base metals, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company when warranted.

OTHER INFORMATION

Off Balance Sheet Items

The Company has no off-balance sheet arrangements.

Going Concern

These financial statements have been prepared on a going-concern basis, which assumes the realization of assets and liquidation of liabilities in the normal course of business. Several material uncertainties lend significant doubt on the validity of this assumption. The Company has incurred losses since inception and has no current source of revenue. Continuing operations, as intended, are dependent on management's ability to raise required funding through future equity issuances, its ability to acquire resource property or business interests and develop profitable operations or a combination thereof, which is not assured given the volatile and uncertain financial markets.

These financial statements do not include any adjustments 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. At October 31, 2023, the Company had a deficit of $337,823 (October 31, 2022 – $211,873) and a working capital of $343,926 (October 31, 2022 - $272,098). There can be no assurance that the Company will be able to continue to raise funds, in which case the Company may be unable to meet its obligations. Should the Company be unable to continue as a going concern, the net realizable values of its assets may be materially less than the amounts recorded on the statements of financial position.

OTHER INFORMATION (CONTINUED)

Management of capital

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue suitable business opportunities and to maintain a flexible capital structure for its projects for the benefit of its stakeholders. As the Company is in the exploration stage and has not achieved commercial operations from its projects, its principal source of funds is from the issuance of common shares.

In the management of capital, the Company includes the components of shareholders' equity (deficiency). The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, enter into joint venture property arrangements, acquire or dispose of assets or adjust the amount of cash and cash equivalents and investments.

In order to facilitate the management of its capital requirements, the Company prepares monthly and annual expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The annual and updated budgets are approved by the Board of Directors. The Company's investment policy is to invest its cash in highly liquid short-term interest-bearing investments with maturities of three months or less from the original date of acquisition, selected with regards to the expected timing of expenditures from continuing operations. The Company is uncertain as to whether its current capital resources will be sufficient to carry its exploration and development plans and operations through its current operating period and, accordingly, management is reviewing the timing and scope of current exploration plans and is also pursuing other financing alternatives to fund the Company's operations. The Company is not currently subject to externally imposed capital requirements. There are no changes in the Company's approach to capital management.

Outstanding Share Data

The table below presents the Company's common share data as of the date of this MD&A:

	Number
Common Shares, issued and outstanding	18,220,501
Warrants	Nil

RISKS AND UNCERTAINTIES

Early Stage – Need for Additional Funds

The Company has no history of profitable operations and its present business is at an early stage. As such, the Company is subject to many risks common to such enterprises, including undercapitalization, cash shortages and limitations with respect to personnel, financial and other resources and the lack of revenues. There is no assurance that the Company will be successful in achieving a return on shareholders' investments and the likelihood of success must be considered in light of its early stage of operations. The Company has no source of operating cash flow and no assurance that additional funding will be available to it for further exploration and development of its projects when required. Although the Company has been successful in the past in obtaining financing through the sale of equity securities, there can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favorable, especially in today's volatile and uncertain financial markets. Failure to obtain such additional financing could result in the delay or indefinite postponement of further exploration and development of its properties.

RISKS AND UNCERTAINTIES (CONTINUED)

Exploration and Development

Exploration for minerals is a speculative venture involving substantial risk. There is no certainty that the expenditures made by the Company and/or its subsidiaries will result in discoveries of commercial metal reserves.

Mining and development risks always accompany anticipated rewards, and uncertainties always exist where mineral properties are concerned. Uncertainties include the size, grade and recovery of naturally occurring mineral deposits. Although exploration and development efforts can outline a mineral deposit with a degree of certainty, ultimate grade and tonnages are never fully known until mining has been completed. Metal prices are also a significant factor in the development decision for a mineral property, as a mine may not be economically feasible in a period of depressed prices. Factors beyond the control of the Company may affect the marketability of any minerals discovered. Pricing is affected by numerous factors such as international economic and political trends, global or regional consumption and demand patterns, and increased production by current producers.

Operating Hazards and Risks

Mining operations involve many risks, which even a combination of experience, knowledge and careful evaluation may not be able to overcome. In the course of exploration, development and production of mineral properties, certain risks, and in particular, unexpected or unusual geological operating conditions including rock bursts, cave-ins, fires, flooding and earthquakes may occur. Operations in which the Company has a direct or indirect interest will be subject to all the hazards and risks normally incidental to exploration, development and production of metals, any of which could result in damage to or destruction of mines and other producing facilities, damage to life and property, environmental damage and possible legal liability for any or all damage.

Foreign Country and Political Risk

The Company might from time to time pursue mineral properties in unstable political or economic countries. The Company would be subject to certain risks, including currency fluctuations and possible political or economic instability in certain jurisdictions, which may result in the impairment or loss of mineral concessions or other mineral rights. Mineral exploration and mining activities may be affected in varying degrees by political instability and government regulations relating to the mining industry. Any changes in regulations or shifts in political attitudes may also adversely affect the Company’s business. Exploration may be affected in varying degrees by government regulations with respect to restrictions on future exploitation and production, price controls, export controls, foreign exchange controls, income taxes, expropriation of property, environmental legislation and mine and/or site safety. The Company does not presently own/pursue foreign exploration projects.

Competition and Agreements with Other Parties

The mining industry is intensely competitive in all its phases. The Company competes with other companies that have greater financial resources and technical capacity. Competition could adversely affect the Company’s ability to acquire suitable properties or prospects in the future.

The Company may, in the future, be unable to meet its share of costs incurred under agreements to which it is a party, and it may have its interest in the properties subject to such agreements reduced as a result. Also, if other parties to such agreements do not meet their share of such costs, the Company may not be able to finance the expenditures required to complete recommended programs.

RISKS AND UNCERTAINTIES (CONTINUED)

Environmental Regulations, Permits and Licenses

The Company's operations are subject to various laws and regulations governing the protection of the environment, exploration, development, production, taxes, labour standards, occupational health and safety, waste disposal, and other matters. Environmental legislation provides for restrictions and prohibitions on spills, releases or emissions of various substances produced in association with certain mining industry operations, such as seepage from tailings disposal areas, which would result in environmental pollution. A breach of such legislation may result in impositions of fines and penalties. In addition, certain types of operations require the submission and approval of environmental impact assessments. Environmental legislation is evolving in a direction of stricter standards, and enforcement, and higher fines and penalties for non-responsibility for companies including its directors, officers and employees. The cost of compliance with changes in governmental regulations has the potential to reduce the profitability for the Company and its directors, officers and employees. The Company intends to fully comply with all environmental regulations.

Failure to comply with applicable laws, regulations, and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in mining operations may be required to compensate those
suffering loss or damage by reason of mining activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations and, in particular, environmental laws.

Amendments to current laws, regulations and permits governing operations and activities of mining companies, or more stringent implementation thereof, could have a material adverse impact on the Company and cause increases in capital expenditures or productions costs or reduction in levels of productions at producing properties, or requirements abandonment, or delays in development of new mining properties.

Title Risks

Title to exploration and evaluation assets involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral properties. The Company has investigated title to all of its mineral properties and, to the best of its knowledge, title to all of its properties are in good standing.

Price Volatility of Public Stock

In recent years, securities markets have experienced extremes in price and volume volatility. The market price of securities of many early-stage companies, among others, have experienced fluctuations in price which may not necessarily be related to the operating performance, underlying asset values or prospects of such companies. It may be anticipated that any market for the Company's shares will be subject to market trends generally and the value of the Company's shares on a stock exchange may be affected by such volatility.

Economic Conditions

Unfavorable economic conditions may negatively impact the Company's financial viability as a result of increased financing costs and limited access to capital markets.

RISKS AND UNCERTAINTIES (CONTINUED)

Dependence on Management

The Company is very dependent upon the personal efforts and commitment of its existing management. To the extent that management's services would be unavailable for any reason, a disruption to the operations of the Company could result, and other persons would be required to manage and operate the Company.

Conflicts of Interest

The Company's directors and officers may serve as directors and officers or may be associated with other reporting companies or have significant shareholdings in other public companies. To the extent that such other companies may participate in business or asset acquisitions, dispositions, or ventures in which the Company may participate, the directors and officers of the Company may have a conflict of interest in negotiating and concluding terms respecting the transaction. If a conflict of interest arises, the Company will follow the provisions of the Business Corporations Act, British Columbia ("Corporations Act") in dealing with conflicts of interest.

These provisions state, where a director/officer has such a conflict, that the director/officer must at a meeting of the board, disclose his interest and refrain from voting on the matter unless otherwise permitted by the Corporations Act. In accordance with the laws of the Province of British Columbia, the directors and officers of the Company are required to act honestly, in good faith and in the best interests of the Company.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

Additional disclosure concerning the Company's general and administrative expenses and exploration and evaluation costs is provided in the Company's statement of loss and note disclosures contained in its financial statements for the year ended October 31, 2023.

Dividends

The Company has no earnings or dividend record and is unlikely to pay any dividends in the foreseeable future as it intends to employ available funds for mineral exploration and development. Any future determination to pay dividends will be at the discretion of the board of directors and will depend on the Company's financial condition, results of operations, capital requirements and such other factors as the board of directors deem relevant.

Management's Responsibility for Financial Statements

The information provided in this report, including the financial statements, is the responsibility of management. In the preparation of these statements, estimates are sometimes necessary to make a determination of future values for certain assets or liabilities. Management believes such estimates have been based on careful judgments and have been properly reflected in the accompanying financial statements.

Nature of the Securities

The purchase of the Company's securities involves a high degree of risk and should be undertaken only by investors whose financial resources are sufficient to enable them to assume such risks. The Company's securities should not be purchased by persons who cannot afford the possibility of the loss of their entire investment. Furthermore, an investment in the Company's securities should not constitute a major portion of an investor's portfolio.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE (CONTINUED)

Proposed Transactions

There are currently no significant proposed transactions except as otherwise disclosed in this MD&A. Confidentiality agreements and non-binding agreements may be entered into from time to time, with independent entities to allow for discussions of the potential acquisition and/or development of certain properties.

Approval

The Board of Directors oversees management's responsibility for financial reporting and internal control systems through an Audit Committee. This Committee meets periodically with management and annually with the independent auditors to review the scope and results of the annual audit and to review the financial statements and related financial reporting and internal control matters before the financial statements are approved by the Board of Directors and submitted to the shareholders of the Company. The Board of Directors of the Company has approved the financial statements and the disclosure contained in this MD&A. A copy of this MD&A will be provided to anyone who requests it.

Forward Looking Information

Certain statements in this document constitute "forward-looking statements" and are based on current expectations and involve risks and uncertainties, referred to above and or in Live Energy's financial statements for the year ended October 31, 2023, that could cause actual events or results to differ materially from estimated or anticipated events or results reflected in the forward-looking statements. Examples of such forward looking statements include statements regarding future anticipated results of exploration programs and development programs, including, but not limited to, the geology, grade and continuity of mineral deposits and conclusions of economic evaluations, and the possibility that future exploration, development or mining results will not be consistent with the Company's expectations, metal prices, demand for metals, currency exchange rates, political and operational risks inherent in mining or development activities, legislative factors relating to prices, taxes, royalties, land use, title and permits, importing and exporting of minerals, environmental protection, expenditures on property, plant and equipment, increases and decreases in reserves and/or resources and anticipated grades and recovery rates and are or may be based on assumptions and/or estimates related to future economic, market and other conditions.

This list is not exhaustive and should be considered carefully by prospective investors, who should not place undue reliance on such forward-looking statements. Factors that could cause actual results, developments or events to differ materially from those anticipated include, among others, the factors described or referred to elsewhere herein including, without limitation, under the heading "Risks and

Uncertainties" and/or the financial statements and include unanticipated and/or unusual events as well as actual results of planned exploration and development programs and associated risk. Many of such factors are beyond the Company's ability to control or predict. Actual results may differ materially from those anticipated. Readers of this MD&A are cautioned not to put undue reliance on forward looking statements due to their inherent uncertainty. Forward-looking statements are made based upon management's beliefs, estimates and opinions on the date the statements are made, which management believes are reasonable, and the Company undertakes no obligation to update forward-looking statements if these beliefs, estimates and opinions or other circumstances should change, except as otherwise required by applicable law. These forward-looking statements should not be relied upon as representing management's views as of any date subsequent to the date of this MD&A. Additional information, including interim and annual financial statements, the management information circulars and other disclosure documents, may also be examined and/or obtained through the Internet by accessing the Company's website at https://www.liveenergyminerals.com/.

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Form 5A Annual Listing Summary.

2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.

3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).

4. All of the information in this Form 5A Annual Listing Summary is true.

Dated February 21, 2024.

Adrian Smith
Name of Director or Senior Officer

"Adrian Smith"
Signature

Chief Executive Officer
Official Capacity

Issuer Details Name of Issuer LIVE Energy Corp.	For Year Ended October 31, 2023	Date of Report YY/MM/DD 2024/02/21
Issuer Address 810 – 789 West Pender Street		
City/Province/Postal Code Vancouver, BC V6C 1H2	Issuer Fax No. (604) 687-3141	Issuer Telephone No. (604) 687-2038
Contact Name Adrian Smith	Contact Position CEO	Contact Telephone No. 604-687-2038
Contact Email Address adrian@liveenergyminerals.com	Web Site Address N/A	