
PALISADES GOLDCORP LTD.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

FOR THE THREE AND NINE MONTHS ENDED
SEPTEMBER 30, 2025 AND 2024

(Unaudited - Expressed in Canadian Dollars)

PALISADES GOLDCORP LTD.
Condensed Interim Consolidated Statements of Financial Position
(Unaudited - Expressed in Canadian Dollars)

	Note	September 30, 2025 \$	December 31, 2024 \$
ASSETS			
Current assets			
Cash and cash equivalents		8,208,956	207,497
Bullion	10	498,265	-
Receivables		67,129	-
Investments	5	164,482,437	4,118,241
Restricted investments	5,9	70,006,500	-
Prepaid expenses and deposits		2,242,880	7,526
Total current assets		245,506,167	4,333,264
Non-current assets			
Investment in New Found Gold Corp.	7	-	112,370,841
Deferred transaction costs	4	-	492,798
Exploration and evaluation assets	8	8,881,927	-
Property and equipment		183,905	-
Reclamation bonds	8	671,815	-
Total non-current assets		9,737,647	112,863,639
Total Assets		255,243,814	117,196,903
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	10	221,068	389,000
Debt	9	16,735,557	-
Total current liabilities		16,956,625	389,000
Non-current liabilities			
Deferred tax liability		51,694,214	22,559,332
Total non-current liabilities		51,694,214	22,559,332
EQUITY			
Share capital	11	65,258,098	32,520,798
Equity portion of convertible debt	9	499,259	-
Contributed surplus	11	49,046,678	46,803,829
Retained earnings		71,788,940	14,923,944
Total equity		186,592,975	94,248,571
Total Equity and Liabilities		255,243,814	117,196,903

NATURE OF OPERATIONS (Note 1)

These condensed interim consolidated financial statements are authorized for issue by the Board of Directors on November 10, 2025. They are signed on the Company's behalf by:

"Gregor Gregersen" , Director
"Elizabeth Harrison" , Director

PALISADES GOLDCORP LTD.
Condensed Interim Consolidated Statements of Income (Loss) and Comprehensive Income (Loss)
(Unaudited - Expressed in Canadian Dollars)

		Three months ended September 30, 2025 \$	Three months ended September 30, 2024 \$	Nine months ended September 30, 2025 \$	Nine months ended September 30, 2024 \$
	Note				
Income					
Net gains – investments	5,6	94,663,060	1,259,655	106,459,804	1,088,393
Net gains - restricted investments	5,9	27,351,000	-	24,957,000	-
Interest income		3,695	766	50,379	8,156
Total income		122,017,755	1,260,421	131,467,183	1,096,549
Expenses (recoveries)					
Consulting and salaries	10	379,565	234,250	1,686,576	707,165
Corporate development		146,012	32,027	230,940	101,037
Foreign exchange (gain)/loss		(50,533)	396	14,064	686
Exploration and evaluation	8	284,332	-	486,320	-
Depreciation		2,379	-	6,342	-
Interest	9	604,877	-	869,909	-
Gain on loss of significant influence over investee	7	-	-	(18,535,917)	-
Loss from equity investment	7	-	7,734,577	3,091,956	13,721,526
Loss (gain) on dilution of equity interest	7	-	(237,891)	44,281	(549,298)
Impairment loss on equity investment	7	-	-	35,357,436	29,699,485
Office and sundry		31,301	23,606	124,920	77,295
Professional fees		301,809	60,519	753,908	617,115
Share-based compensation	10,11	1,170,291	-	2,242,849	-
Transfer agent and regulatory fees		3,908	13,241	32,863	27,478
Travel		26,040	10,545	71,486	16,987
Total expenses		2,899,981	7,871,270	26,477,932	44,419,476
Other loss					
Settlement of legal claim		-	-	-	(15,554,783)
Total other loss		-	-	-	(15,554,783)
Income (loss) before income taxes		119,117,774	(6,610,849)	104,989,251	(58,877,710)
Income tax expense (recovery)					
Deferred		32,298,202	(1,823,227)	29,134,882	(15,872,386)
Net income (loss) and comprehensive income (loss) for the period		86,819,572	(4,787,622)	75,854,369	(43,005,324)
Income (loss) per share (\$)					
Income (loss) per share (\$) – basic	12	1.35	(0.10)	1.22	(0.90)
Income (loss) per share (\$) – diluted	12	1.21	(0.10)	1.17	(0.90)
Weighted average number of shares outstanding					
Basic	12	64,467,636	47,903,977	62,085,947	47,905,436
Diluted	12	71,828,603	47,903,977	65,505,848	47,905,436

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

PALISADES GOLDCORP LTD.
Condensed Interim Consolidated Statements of Cash Flows
(Unaudited - Expressed in Canadian Dollars)

	Nine months ended September 30, 2025 \$	Nine months ended September 30, 2024 \$
Cash flows from operating activities		
Income (loss) for the period	75,854,369	(43,005,324)
Items not affecting cash:		
Interest accrued on debt	773,939	-
Depreciation	6,342	-
Net gains - investments	(106,459,804)	(1,088,393)
Net gains - restricted investments	(24,957,000)	-
Deferred income tax (recovery)	29,134,882	(15,872,386)
Settlement of legal claim	-	15,552,577
Loss (gain) on dilution of equity interest	44,281	(549,298)
Loss from equity investment	3,091,956	13,721,526
Gain on loss of significant influence over investee	(18,535,917)	-
Impairment loss from equity investment	35,357,436	29,699,485
Share-based compensation	2,242,849	-
Unrealized foreign exchange gain	(29,926)	-
	(3,476,593)	(1,541,813)
Adjustments for:		
Proceeds on disposal of investments	137,332,541	4,295,697
Purchases of investments	(139,754,523)	(3,303,942)
Purchases of bullion	(498,265)	-
Decrease in other receivables	38,586	-
Decrease in margin overdraft	(1,693,762)	-
Increase in prepaid expenses and deposits	(2,233,572)	(13,983)
Increase in accounts payable and accrued liabilities	(218,305)	8,582
Net cash used in operating activities	(10,503,893)	(555,459)
Cash flows from investing activities		
Transaction costs paid in PIL acquisition	(843,216)	-
Cash received as part of acquisition of PIL	405,211	-
Net cash used in investing activities	(438,005)	-
Cash flows from financing activities		
Proceeds from issuance of convertible debt, net of issuance costs	8,209,079	-
Proceeds from issuance of non-convertible debt	8,251,800	-
Issuance of common shares in a private placement, net of issuance costs	2,482,478	-
Net cash provided by financing activities	18,943,357	-
Net increase (decrease) in cash and cash equivalents	8,001,459	(555,459)
Cash and cash equivalents at beginning of period	207,497	838,113
Cash and cash equivalents at end of period	8,208,956	282,654

SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS (Note 13)

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

PALISADES GOLDCORP LTD.**Condensed Interim Consolidated Statements of Changes in Equity***(Unaudited - Expressed in Canadian Dollar)*

	Number of shares	Amount \$	Treasury Shares \$	Equity portion of convertible debt \$	Contributed surplus \$	Retained earnings \$	Total equity \$
Balance at December 31, 2023	48,003,977	32,716,793	(195,995)	-	46,803,829	95,428,774	174,753,401
Shares re-purchased and cancelled (Note 11)	(100,000)	(195,995)	195,995	-	-	-	-
Total comprehensive loss for the period	-	-	-	-	-	(43,005,324)	(43,005,324)
Balance at September 30, 2024	47,903,977	32,520,798	-	-	46,803,829	52,423,450	131,748,077
Balance at December 31, 2024	47,903,977	32,520,798	-	-	46,803,829	14,923,944	94,248,571
Shares issued to acquire PIL (Note 4)	15,127,294	30,254,822	-	-	-	-	30,254,822
Shares issued in a private placement (Note 11)	1,436,365	2,482,478	-	-	-	-	2,482,478
Return of Capital Transaction (Note 11)	-	-	-	-	-	(18,989,373)	(18,989,373)
Convertible debt – equity portion (Note 9)	-	-	-	499,259	-	-	499,259
Share-based compensation	-	-	-	-	2,242,849	-	2,242,849
Total comprehensive income for the period	-	-	-	-	-	75,854,369	75,854,369
Balance at September 30, 2025	64,467,636	65,258,098	-	499,259	49,046,678	71,788,940	186,592,975

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

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

1. NATURE OF OPERATIONS

Palisades Goldcorp Ltd. (the “Company”) was incorporated on August 30, 2019 as Palisades Acquisitions Corp. under the Business Corporations Act in the Province of British Columbia. The address of the Company’s registered office is 700 West Georgia Street, 25th Floor, Vancouver, British Columbia, Canada, V7Y 1B3. On September 24, 2019 the Company changed its name to Palisades Goldcorp Ltd. On February 6, 2023, the Company completed an initial public offering and listed on the TSX Venture Exchange (“TSXV”) as a Tier 2 issuer under the symbol “PALI”.

The Company is a resource investment company and merchant bank focused on junior companies in the resource and mining sector. The Company seeks to acquire equity participation in pre-IPO and early stage public resource companies with undeveloped or undervalued high-quality projects. The Company focuses on companies that are in need of financial resources to realize their full potential, are undervalued in capital markets and/or operate in jurisdictions with low to moderate local political risk. The Company also holds interests in mineral property exploration and development projects in Nevada, USA and Elliot Lake, Ontario, Canada.

2. BASIS OF PREPARATION

a) Statement of compliance

The Company’s condensed interim consolidated financial statements have been prepared in accordance with IFRS® Accounting Standards as issued by the International Accounting Standards Board (“IASB”), as applicable to interim financial reports including International Accounting Standards 34 “Interim Financial Reporting” issued by the IASB. These condensed consolidated interim financial statements do not include all the information and note disclosures required by IFRS Accounting Standards for annual financial statements and should be read in conjunction with the annual financial statements for the year ended December 31, 2024, which have been prepared in accordance with IFRS Accounting Standards.

b) Basis of presentation

The condensed consolidated interim financial statements have been prepared on a historical cost basis, except for investments measured at fair value, and are presented in Canadian dollars.

c) Basis of consolidation

These condensed consolidated interim financial statements include the accounts of the Company and its wholly-owned subsidiaries, which except for Palisades Goldcorp Ltd., is from the date of acquisition of control on February 6, 2025 to September 30, 2025 (see Note 4). Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of a Company to obtain benefits from its activities. All significant intercompany transactions and balances have been eliminated.

	Place of Incorporation	Principal activity
Palisades Goldcorp Ltd.	British Columbia, Canada	Investment company
Palisades Investments Ltd. (formerly Radio Fuels Energy Corp.) (“PIL”)	British Columbia, Canada	Investment company
Radio Fuels Resources Corp.	British Columbia, Canada	Holding company
2362907 Ontario Inc.	Ontario, Canada	Holding Company
Made in America Ltd.	British Columbia, Canada	Holding company
Big Casino Corp.	Delaware, USA	Exploration company
Battle Mountain Gold LLC	Nevada, USA	Exploration company
Brownstone Ventures (US) Inc.	Delaware, USA	Exploration company

At December 31, 2024, the Company had no subsidiaries, and the financial statements included accounts of one Company, being Palisades Goldcorp Ltd.

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

2. BASIS OF PREPARATION (continued)

d) Critical accounting judgments, estimates and assumptions

The preparation of the consolidated financial statements in conformity with IFRS Accounting Standards requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated statements and reported amounts of revenues and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Uncertainty about these judgments, estimates and assumptions could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in future periods. In preparing these condensed consolidated interim financial statements, the significant estimates and critical judgments were the same as those applied to the annual financial statements as at and for the year ended December 31, 2024, with the addition of the following:

Asset acquisition versus business combination

Management applied judgment with respect to whether the acquisition of PIL (see Note 4) was an asset acquisition or a business combination. The assessment required management to assess the inputs, processes and outputs acquired at the time of acquisition. Pursuant to the assessment, PIL acquisition was determined to be an asset acquisition since no processes were acquired.

Equity instruments issued in PIL acquisition

The Company issued equity instruments to acquire net assets of PIL (see Note 4). When shares (or other equity instruments) are issued without cash consideration, the transaction is recognized at the fair value of the assets received. In the event that the fair value of the assets cannot be reliably determined, the Company will recognize the transaction at the fair value of the equity instruments issued. In case of PIL acquisition, the value of the acquired exploration and evaluation assets could not be measured reliably. As a result, the Company estimated it based on the value of the consideration paid (Note 4).

Impairment of exploration and evaluation assets

Management is required to assess impairment in respect to the Company's mineral property interests. The triggering events are defined in IFRS 6. In making the assessment, management is required to make judgments on the status of each project and the future plans towards finding commercial reserves. The carrying value of each exploration and evaluation asset is reviewed regularly for conditions that may suggest impairment. This review requires significant judgment. Factors considered in the assessment of asset impairment include, but are not limited to, whether there has been a significant adverse change in the legal, regulatory, accessibility, title, environmental or political factors that could affect the property's value; whether there has been an accumulation of costs significantly in excess of the amounts originally expected for the property's acquisition, development or cost of holding; and whether exploration activities produced results that are not promising such that no more work is being planned in the foreseeable future. If impairment is determined to exist, a formal estimate of the recoverable amount is performed and an impairment loss is recognized to the extent that the carrying amount exceeds the recoverable amount.

Management determined that there were no indicators of impairment at September 30, 2025. Refer to Note 8 for further information.

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

2. BASIS OF PREPARATION (continued)

d) Critical accounting judgments, estimates and assumptions

Existence of significant influence

An associate is an entity over which the investor has significant influence but not control and that is neither a subsidiary nor an interest in a joint venture. Significant influence is presumed to exist where the Company has between 20% and 50% of the voting rights, but can also arise where the Company has less than 20%, if the Company has the power to participate in the financial and operating policy decisions affecting the entity. The Company's share of the net assets and net earnings or loss is accounted for in the financial statements using the equity method of accounting. Any distributions received from the associate reduce the carrying amount of the investment. Significant judgment is required to determine whether significant influence exists. Based on the analysis of the shareholdings in New Found Gold Corp. ("New Found") and other factors such a representation on the Board and management, it was concluded that on June 3, 2025 the Company has lost its significant influence over New Found. As result, the Company has reclassified its investment in New Found from equity investments in associates (Note 7) to investments (Note 5) and restricted investments (Note 9) carried at fair value through profit and loss.

Convertible debt

Significant judgment is required to determine if the entire amount of the convertible debt received should be classified as a liability or if the conversion feature should be classified as a component of equity. Based on the analysis of the terms of the secured convertible notes issued in May 2025 (Note 9), it was concluded that the conversions feature represents a component of equity. Refer to Note 9 for details of the valuation assessment performed at the date of the issuance and at September 30, 2025.

3. MATERIAL ACCOUNTING POLICIES

The policies applied in these condensed interim consolidated financial statements are the same as those applied in the most recent annual consolidated financial statements and were consistently applied to all the periods presented, with the addition of the following:

Foreign currencies

The presentation and functional currency of the Company and its subsidiaries is considered to be the Canadian dollar. Transactions in currencies other than the Canadian dollar are recorded at the rates of exchange prevailing on the dates of transactions. At the end of each reporting period, monetary assets and liabilities that are denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. As the Canadian dollar is the presentation and functional currency of all entities, net foreign exchange gains or losses are recorded in the consolidated statement of loss and comprehensive loss in the period they are incurred.

Exploration and evaluation assets

Costs incurred before the Company has obtained the legal right to explore are expensed as incurred. Once the legal right to explore has been acquired, the Company capitalizes the costs of acquiring rights or licenses, including those purchased from other parties or staked directly by the Company, until such time as the lease expires, it is abandoned, sold or considered impaired in value. Indirect administrative costs and costs of surveying, exploratory drilling, sampling, materials, fuel, equipment rentals or payments to contractors are expensed as incurred. Once the technical feasibility and commercial viability of extracting a mineral resource are demonstrable and economically recoverable reserves are developed, any direct exploration costs of the related property are capitalized as development costs.

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

3. MATERIAL ACCOUNTING POLICIES (continued)

Exploration and evaluation properties are not amortized during the exploration and evaluation stage.

The Company does not have revenue from mining operations. The Company recognizes gains or losses on the sale of exploration and evaluation assets in accordance with the terms of the purchase and sale agreements. Gains or losses are recognized when a mining option is executed and the cost is derecognized in accordance with the percentage interest sold.

At each reporting date the carrying amounts of the Company's exploration and evaluation assets are reviewed to determine whether there is any indication that those assets are impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss for the period.

For the purposes of impairment testing, exploration and evaluation assets are allocated to cash generating units ("CGU") to which the exploration activity relates. Each of the Company's properties is considered to be a separate CGU. Where an impairment loss subsequently reverses, the carrying amount of the asset (or CGU) is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or CGU) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Convertible debt

The Company's convertible notes issued are classified as compound financial instruments, each comprised of both a financial liability component for the Company's obligation to deliver cash for the principal and interest as they become due, and an equity component for a conversion option that provides the holder the right to convert the principal into a fixed number of the Company's common shares.

On initial recognition, the fair value of the financial liability component is determined using a market rate for an equivalent non-convertible instrument. This amount is classified as a financial liability measured at amortized cost (net of transaction costs) and subsequently measured using the effective interest rate ("EIR") method until it is extinguished on conversion or redemption. The residual amount of gross proceeds is allocated to the equity component, reflecting the value of the holder's conversion option. The equity component is not subsequently remeasured.

Transaction costs are apportioned between the liability and equity components of the convertible notes, based on the allocation of the gross proceeds to the liability and equity components when the instruments are initially recognised.

Upon conversion, the carrying amount of a convertible note is reclassified to equity with no gain or loss recognized.

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

4. ACQUISITION OF PIL

On February 6, 2025, the Company completed the acquisition of all the issued and outstanding shares of Palisades Investments Ltd. (formerly Radio Fuels Energy Corp.) ("PIL") and subsidiaries by way of a plan of arrangement under the *Canada Business Corporations Act*. Under the terms of the arrangement agreement, each PIL share was exchanged for 0.060538 of the Company's common shares, which resulted in the Company issuing 15,127,294 shares with a total fair value of \$30,254,822 to former shareholders of PIL. In addition, each PIL warrant outstanding is now exercisable for 0.060538 of the Company's shares. The Palisades warrants began trading on the TSX Venture Exchange on February 10, 2025 under the symbol "PALI.WT". As a result of the acquisition, the Company obtained control over PIL assets, including its investment portfolio and mineral property portfolio. The Company incurred \$846,075 in legal fees in connection with the acquisition.

The transaction was accounted for as an asset acquisition. Since the consideration was mainly in the form of equity instruments, the transaction was accounted for under IFRS 2 Share-based payment.

The fair value of the acquired cash, receivables, prepaid expenses, investments, reclamation bonds, property and equipment, accounts payable and accrued liabilities, and margin overdraft was based on their estimated fair values on the acquisition date. The value of the acquired exploration and evaluation assets could not be measured reliably. As a result, the Company estimated it based on the value of the consideration paid, being the fair value (market price) of the shares issued as of the date of the issuance. The warrants issued to the former shareholders of PIL were determined to have minimal value. The Company determined the total value of the consideration paid and allocated the difference between the value of consideration paid and the value of other net identifiable assets acquired to exploration and evaluation assets.

The purchase price allocation is summarized below:

Value of equity instruments issued	\$ 30,254,822
Transaction costs	846,075
Total consideration	31,100,897
Assets	
Cash	405,211
Receivables	105,715
Prepaid expenses	1,782
Investments	23,108,198
Exploration and evaluation assets	8,881,927
Reclamation bonds	641,893
Property and equipment	190,246
Other assets	2,859
Liabilities	
Accounts payable and accrued liabilities	(543,172)
Margin overdraft	(1,693,762)
Total net assets acquired	\$ 31,100,897

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

5. FINANCIAL INSTRUMENTS HIERARCHY AND INVESTMENTS

The Company's financial assets and liabilities are measured and recognized according to a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities and the lowest priority to unobservable inputs. The three levels of fair value hierarchy are as follows:

Level 1 – Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.

Level 2 – Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability.

Level 3 – Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

The Company's equity and warrant investments and restricted investments according to the fair value hierarchy are as follows as at September 30, 2025:

Investments and Restricted investments	Level 1 \$	Level 2 \$	Level 3 \$	Total fair value \$
Equities	87,093,707	-	467,475	87,561,182
Warrants	781,018	76,140,237	-	76,921,255
Investments	87,874,725	76,140,237	467,475	164,482,437
Restricted investments (Note 9)	70,006,500	-	-	70,006,500
Total	157,881,225	76,140,237	467,475	234,488,937
Denominated in foreign currencies	3,007,587	825,979	467,475	4,301,041
Percentage denominated in foreign currencies	2%	1%	100%	2%

The Company's equity and warrant investments according to the fair value hierarchy are as follows as at December 31, 2024:

Investments	Level 1 \$	Level 2 \$	Level 3 \$	Total fair value \$
Equities	2,796,076	-	-	2,796,076
Warrants	-	1,322,165	-	1,322,165
Total	2,796,076	1,322,165	-	4,118,241
Percentage denominated in foreign currencies	-%	-%	-%	-%

Other than for certain non-listed warrants becoming listed on quoted exchanges and being transferred to Level 1 of the fair value hierarchy, there were no movements between levels during the nine months ended September 30, 2025 or the fiscal year ended December 31, 2024.

Warrants held by the Company are classified at fair value through profit or loss, with any gains or losses arising on remeasurement recognized in profit or loss. Within Level 2, the Company includes warrants that do not have a quoted market price and are valued using a Black-Scholes option pricing model using assumptions including risk free interest rate, expected dividend yield, expected volatility and expected remaining life of the warrant which are supported by observable market conditions.

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)***5. FINANCIAL INSTRUMENTS HIERARCHY AND INVESTMENTS (continued)**

Within Level 3, the Company includes private company investments which are not quoted on an exchange. The key assumptions used in the valuation of these investments include, but are not limited to, the value at which a recent financing was done by the investee, company-specific information, liquidation analysis, trends in general market conditions, the share performance of comparable publicly-traded companies and a strategic review. A +/- 10% change on the fair value of these investments will result in a corresponding +/- \$46,747 (December 31, 2024 - \$ Nil) change to the total fair value of these investments. The sensitivity analysis is intended to reflect the uncertainty inherent in the valuation of these investments under current market conditions, and its results cannot be extrapolated due to non-linear effects that changes in valuation assumptions may have on the fair value of these investments.

Furthermore, the analysis does not indicate a probability of such changes occurring and it does not necessarily represent the Company's view of expected future changes in the fair value of these investments.

The following tables represent the changes in fair value measurements of equity investments, warrant investments, and restricted investments:

	Level 1	Level 2	Level 3	Total
Balance, December 31, 2024	\$ 2,796,076	\$ 1,322,165	\$ -	\$ 4,118,241
Reclassified to investments on loss of significant influence over New Found (Note 7)	92,413,085	-	-	92,413,085
Acquired in PIL acquisition (Note 4)	18,539,203	4,568,995	-	23,108,198
Purchases of equities	139,304,493	-	450,030	139,754,523
Sales of equities	(137,332,541)	-	-	(137,332,541)
Net gains (losses) – equities, warrants, and restricted investments	61,150,282	70,249,077	17,445	131,416,804
Return of Capital Transaction (Note 11)	(18,989,373)	-	-	(18,989,373)
Balance, September 30, 2025	\$ 157,881,225	\$ 76,140,237	\$ 467,475	\$ 234,488,937

	Level 1	Level 2	Level 3	Total
Balance, December 31, 2023	\$ 3,822,870	\$ 1,908,297	\$ 1,993,438	\$ 7,724,605
Purchases of equities	5,841,931	-	-	5,841,931
Purchases of special warrants	-	200,100	-	200,100
Sales of equities	(7,624,030)	-	-	(7,624,030)
Net gains (losses) – equities, warrants, and restricted investments	755,305	(786,232)	(1,993,438)	(2,024,365)
Balance, December 31, 2024	\$ 2,796,076	\$ 1,322,165	\$ -	\$ 4,118,241

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)***5. FINANCIAL INSTRUMENTS HIERARCHY AND INVESTMENTS (continued)**

(i) Fair Value of Equities Held

		September 30, 2025
	Quantity	\$
New Found Gold Corp.	36,604,430	121,160,663
Freeman Gold Corp.	25,133,334	5,655,000
Argenta Silver Corp.	7,408,350	4,889,511
Tier One Silver Inc.	20,370,000	3,157,350
Other ¹		22,705,158
Total equities held		157,567,682

		December 31, 2024
	Quantity	\$
GoGold Resources Inc.	350,000	388,500
Impact Silver Corp.	2,177,000	457,170
Minera Alamos Inc.	1,000,000	250,000
Southern Silver Exploration Corp.	1,500,000	277,500
Other ¹		1,422,906
Total equities held		2,796,076

1. Aggregate of all equity investments held with individual fair values of less than \$3 million (2024 - \$0.2 million).

(ii) Fair Value of Warrants Held

		September 30, 2025
	Quantity	\$
Silver Storm Mining Ltd.	58,130,692	7,535,193
Ucore Rare Metals Inc.	1,500,000	6,736,639
Talisker Resources Ltd.	5,550,000	5,038,025
Other ²		57,611,398
Total warrants held ¹		76,921,255

		December 31, 2024
	Quantity	\$
Provenance Gold Corp.	1,528,444	214,633
Other ²		1,107,532
Total warrants held ¹		1,322,165

1. The cost of warrants acquired through participation in private placements of units are allocated between common shares and common share purchase warrants based on the residual value method. Under this method, the purchase price is allocated to common shares based on the fair value of a common share at the date of the transaction and any residual remaining is allocated to common share purchase warrants.

2. Aggregate of all warrant investments held with individual fair values of less than \$3 million (2024 - \$0.2 million).

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)***6. NET INVESTMENT GAINS**

Net investment gains consist of the following:

	Three months September 30, 2025 \$	Three months September 30, 2024 \$	Nine months September 30, 2025 \$	Nine months September 30, 2024 \$
Net realized gains on disposal of investments	344,763	169,702	2,619,676	206,461
Net change in unrealized gains on investments	94,318,297	1,089,953	103,840,128	881,932
Net investment gains	94,663,060	1,259,655	106,459,804	1,088,393

7. INVESTMENT IN NEW FOUND GOLD

At December 31, 2024, the investment in New Found Gold Corp. ("New Found") represented 21.64% of New Found's issued and outstanding common shares. The companies also had a director and officer in common, being the Director and Executive Chairman.

On June 3, 2025, upon completion of a private placement financing by New Found, the Company's % ownership in New Found has decreased to 19.69%. The companies also no longer have any directors or officers in common. As a result, it was concluded that the Company lost its significant influence over New Found on June 3, 2025. The Company has reclassified its investment in New Found from investments in associates to investments at fair value through profit or loss (Note 5).

The following table illustrates the summarised financial information of the Company's investment in New Found as at June 3, 2025 and December 31, 2024:

	June 3, 2025 \$	December 31, 2024 \$
Summarised Statement of Financial Position		
Current assets	13,983,086	29,751,410
Non-current assets	333,865,010	496,883,102
Current liabilities	(5,933,651)	(7,378,986)
Non-current liabilities	(69,454)	(69,320)
Net Assets	341,844,991	519,186,206
The Company's ownership interest	21.61%	21.64%
Share of New Found's net assets	73,877,168	112,370,841
Summarised Statement of Loss and Comprehensive Loss		
Revenues	-	-
Loss from continuing operations	(14,300,435)	(75,680,651)
Post-tax loss from discontinued operations	-	-
Net loss and comprehensive loss for year	(14,300,435)	(75,680,651)
Share of New Found's loss for the period from January 1, 2025 to June 3, 2025 and year ended December 31, 2024	(3,091,956)	(16,946,782)

PALISADES GOLDCORP LTD.**Notes to the Condensed Interim Consolidated Financial Statements**

For the three months and nine months ended September 30, 2025 and 2024

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)***7. INVESTMENT IN NEW FOUND GOLD (continued)**

The Company performed an impairment assessment on its investment in New Found at each period end. The assessment was based on the review of the recent share price history, review of the industry statistics and assessment of the current market conditions. At March 31, 2025, it was concluded that the investment in New Found was impaired and should be written-down to its estimated fair value of \$75,058,515. An impairment loss of \$35,357,436 was included in the consolidated income and comprehensive income for the nine months ended September 30, 2025. During the year ended December 31, 2024, the Company recognized an impairment loss on its investment in New Found of \$72,218,184, which was included in the loss and comprehensive loss for the year.

The following table illustrates the movement in investment in associate from December 31, 2023 to September 30, 2025:

Net Carrying amount – December 31, 2023	\$ 218,399,205
Transferred in settlement of legal claim	(15,552,577)
Share of loss from operations of associate	(16,946,782)
Loss on dilution of equity interest	(1,310,821)
Impairment loss	(72,218,184)
Net Carrying amount – December 31, 2024	\$ 112,370,841
Share of loss from operations of associate	(3,091,956)
Loss on dilution of equity interest	(44,281)
Impairment loss	(35,357,436)
Reclassified to investments (Note 5)	(51,230,307)
Reclassified to restricted investments (Note 5, 9)	(22,646,861)
Net Carrying amount – September 30, 2025	\$ -

The estimated fair value of investment in New Found at June 3, 2025 was \$92,413,085 (December 31, 2024 - \$112,370,841). As a result, the Company recognized a gain on its loss of significant influence of \$18,535,917 upon reclassification of investment in New Found from equity investments to investments and restricted investments carried at fair value through profit or loss.

8. EXPLORATION AND EVALUATION ASSETS

As a result of the acquisition of PIL (Note 4), the Company acquired a mineral property portfolio. The fair value of each project at the acquisition date was determined based on historical spending on each project and was subject to management's judgment. The schedule below summarizes the carrying costs of exploration and evaluation assets as September 30, 2025:

Exploration and evaluation assets	
Beginning of period, January 1, 2025	\$ -
Acquired in PIL acquisition (Note 4):	
Iron Point	5,794,944
Lewis-Hilltop	3,086,983
End of period, September 30, 2025	\$ 8,881,927

Exploration and evaluation costs incurred from February 6, 2025 to September 30, 2025 totaled \$486,320 and consisted of consulting and claim maintenance fees.

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

8. EXPLORATION AND EVALUATION ASSETS (continued)

Lewis-Hilltop Project

On February 6, 2025, through the acquisition of PIL and its subsidiary Made in America, the Company became party to an option agreement to earn a 100% interest in additional claims in the Lewis mining project area. The remaining outstanding payment under this option agreement is US\$250,000 due on March 28, 2026. The claims are subject to a 1% net smelter return ("NSR") royalty.

Iron Point Project

On February 6, 2025, through the acquisition of PIL and its subsidiary Made in America, the Company became party to an option agreement to earn a 100% interest in additional patented Claims (Silver King). Required payments under the agreement are US\$12,000 annually on October 24, 2025 through 2027 with a US\$120,000 payment on October 24, 2028. The Company granted a 2% NSR upon commencement of commercial production for minerals from these claims. The Company has the option of purchasing half of the 2% NSR for US\$1,000,000.

As at September 30, 2025, the Company has \$671,815 for reclamation bonds on deposit with the Bureau of Land Management ("BLM"). These bonds provide surface reclamation coverage for operations conducted by the Company on lands administered by the BLM. These bonds are fully refundable when the deposit is no longer needed.

Eco Ridge

On February 6, 2025, through the acquisition of PIL, the Company acquired 100% ownership of the Eco Ridge Project, near Elliot Lake, Ontario, Canada, which has an NI 43-101 resource of 39.9Mlbs of U308 Eq indicated and 67.2 Mlbs of U308 Eq inferred.

Other Nevada Projects

The Company also maintains additional projects in Nevada which resulted from the acquisition of PIL and have no carrying value, including Mill Creek, Carico Lake, Horse Mountain, Hilltop South, Buffalo Valley, and Crescent Valley.

9. DEBT

The carrying value of the Company's debt as of September 30, 2025 is presented below:

Description	September 30, 2025
	\$
Convertible Note A	4,252,472
Convertible Note B	4,033,041
Secured Note	8,450,045
	16,735,557

Convertible Notes

On May 21, 2025, the Company completed a non-brokered private placement of secured convertible notes (the "Convertible Notes") for aggregate gross proceeds of \$8,323,200. The Company issued two Convertible Notes, each in the principal amount of \$4,161,600, to a company controlled by a significant shareholder of the Company (see Note 10). The Convertible Notes accrue interest at 10% per annum payable every six months. Upon agreement of the Company and holder, the interest payment may be payable in common shares of the Company. In accordance with the adjustment provision contained in the Convertible Notes, as a result of the Return of Capital Transaction, the Convertible Notes are convertible at a price of \$1.24 per share (reduced from \$1.50 per share which was in effect before the Return of Capital Transaction).

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)***9. DEBT (continued)**

The Company has the option to repay the Convertible Notes at any time prior to maturity without penalty upon obtaining consent from the holder.

Convertible Note A is for a period of 6 months and can be extended for two additional periods of 6 months upon agreement of the Company and holder, and subject to the prior approval of TSX Venture Exchange. Convertible Note B is for a period of 12 months and may be extended for an additional 12-month period upon agreement of the Company and holder, and subject to the prior approval of the TSX Venture Exchange.

Each Convertible Note is secured by 6,650,000 New Found shares in the event that Palisades ceases to hold at least 20% of the issued and outstanding shares of New Found. During the quarter ended June 30, 2025, the Company's holding of the issued and outstanding share of New Found decreased to 19.69% and, as a result, the Company has pledged 13,300,000 of its New Found shares as security for its obligations under the terms of the Convertible Notes.

Should the conversion of the Convertible Notes result in the holder becoming a greater than 19.9% shareholder of Palisades, the Company will be required to seek prior approval of the TSX Venture Exchange and disinterested shareholders of the Company.

For Convertible Note A, \$4,022,700 of the gross proceeds was allocated to the liability component to reflect its fair value on initial recognition. This was calculated as the present value of the contractual principal and interest payments over the term of the notes at an EIR of 19.6%. The residual amount of \$138,900 was allocated to the equity component to reflect the value of the holder's conversion option. Transaction costs incurred of \$57,061 were allocated to the liability and equity components in proportion to the allocation of the gross proceeds with \$55,157 and \$1,904 allocated to the liability and equity components, respectively.

For Convertible Note B, \$3,794,300 of the gross proceeds was allocated to the liability component to reflect its fair value on initial recognition. This was calculated as the present value of the contractual principal and interest payments over the term of the notes at an EIR of 21.1%. The residual amount of \$367,300 was allocated to the equity component to reflect the value of the holder's conversion option. Transaction costs incurred of \$57,061 were allocated to the liability and equity components in proportion to the allocation of the gross proceeds with \$52,025 and \$5,036 allocated to the liability and equity components, respectively.

The continuity of the Convertible Notes issued for the period ended September 30, 2025 is presented below:

Convertible notes	Note A \$	Note B \$	Total \$
Gross proceeds from issuance of convertible notes	4,161,600	4,161,600	8,323,200
Amount allocated to equity component	(138,900)	(367,300)	(506,200)
Fair value of liability component at inception	4,022,700	3,794,300	7,817,000
Portion of transaction costs allocated to liability component	(55,157)	(52,025)	(107,182)
Interest expense	284,929	290,766	575,694
Carrying amount of liability component - September 30, 2025	4,252,472	4,033,041	8,285,512

Secured Note

On July 30, 2025, the Company received a loan (the "Secured Note") for gross proceeds of \$8,251,800. The Secured Note accrues interest at 15% per annum accruing annually from the date of the note. The Secured Note is for a period of twelve months and is secured by 7,850,000 New Found shares. No finder's fees were applicable. The Secured Note was issued to a company controlled by a significant shareholder of the Company (Note 10).

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

9. DEBT (continued)

The continuity of the Secured Note issued for the period ended September 30, 2025 is presented below:

Secured Note	Total \$
Gross proceeds from issuance of secured note	8,251,800
Interest expense	198,245
Carrying amount of liability - September 30, 2025	8,450,045

Restricted Investments

As at September 30, 2025, the Company has a total of 21,150,000 shares of New Found pledged against the outstanding debt with a carrying value of \$70,006,500. The Company recognized an unrealized gain on restricted investments of \$27,351,000 and \$24,957,000 in the consolidated statement of income (loss) and comprehensive income (loss) during the three and nine months ended September 30, 2025 (September 30, 2024 - \$ Nil and \$ Nil), respectively.

10. RELATED PARTY BALANCES AND TRANSACTIONS

All transactions with related parties have occurred in the normal course of operations and on terms and conditions that are similar to those of transactions with unrelated parties and are measured at the amount of consideration paid or received. A summary of the Company's related party transactions is as follows:

Debt

During the nine months ended September 30, 2025, the Company issued the Convertible Notes and the Secured Note to a company controlled by a significant shareholder of the Company (Note 9).

Purchase of Bullion

During the nine months ended September 30, 2025, the Company purchased gold, platinum and silver bullion with a total value of \$498,265, which approximates its market value at the date of the acquisition, from Silver Bullion SG, a company with shareholders in common, being Collin Kettell and Gregor Gregersen. There are no ongoing contractual commitments resulting from these transactions with related parties and the Company would be subject to customary transaction fees when such bullion is sold.

Key management personnel compensation

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers, or companies owned or controlled by them.

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)***10. RELATED PARTY BALANCES AND TRANSACTIONS (continued)**

Three months ended September 30, 2025	Position	Salaries and Consulting \$	Bonus \$	Share-based compensation \$	Total \$
Collin Kettell	Chairman and Chief Executive Officer	82,500	-	860,094	942,594
Philip O'Neill	Director and Chief Operating Officer	23,000	-	-	23,000
Jeff Stieber	Chief Financial Officer	32,601	-	72,345	104,947
Gregor Gregersen	Non-executive director	18,000	-	76,453	94,453
Elizabeth Harrison	Non-executive director	18,000	-	76,453	94,453
Bassam Moubarak	Former Chief Financial Officer and Director	67,500	-	-	67,500
Total		241,601	-	1,085,345	1,326,947

Three months ended September 30, 2024	Position	Salaries and Consulting \$	Bonus \$	Share-based compensation \$	Total \$
Collin Kettell	Chief Executive Officer and former Chairman	82,500	-	-	82,500
Bassam Moubarak	Chief Financial Officer	67,500	-	-	67,500
Gregor Gregersen	Non-executive director	18,000	-	-	18,000
Elizabeth Harrison	Non-executive director	18,000	-	-	18,000
William Hayden	Non-executive director	18,000	-	-	18,000
Total		204,000	-	-	204,000

Nine months ended September 30, 2025	Position	Salaries and Consulting \$	Bonus \$	Share-based compensation \$	Total \$
Collin Kettell	Chief Executive Officer	247,500	-	860,094	1,107,594
Philip O'Neill	Director and Chief Operating Officer	23,000	-	-	23,000
Jeff Stieber	Chief Financial Officer	32,601	-	72,345	104,947
Gregor Gregersen	Non-executive director	54,000	-	76,453	130,453
Elizabeth Harrison	Non-executive director	54,000	-	76,453	130,453
Bassam Moubarak	Former Chief Financial Officer and Director	742,500 ⁽¹⁾	50,000	-	792,500
Total		1,153,601	50,000	1,085,345	2,288,947

(1) Includes termination benefit of \$540,000 in accordance with the terms of the management services agreement with Bassam Moubarak, which was terminated on June 30, 2025.

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)***10. RELATED PARTY BALANCES AND TRANSACTIONS (continued)**

Nine months ended September 30, 2024	Position	Salaries and Consulting \$	Bonus \$	Share-based compensation \$	Total \$
Collin Kettell	Chief Executive Officer and former Chairman	165,000	-	-	165,000
Bassam Moubarak	Former Chief Financial Officer	135,000	-	-	135,000
Gregor Gregersen	Non-executive director	36,000	-	-	36,000
Elizabeth Harrison	Non-executive director	36,000	-	-	36,000
William Hayden	Non-executive director	36,000	-	-	36,000
Total		408,000	-	-	408,000

Under the terms of their management agreements, certain officers of the Company are entitled to benefits ranging from six to 24 months of base pay in the event of their agreements are terminated without cause or a change of control.

Included in accounts payable and accrued liabilities at September 30, 2025 was \$4,668 (December 31, 2024 - \$22,538) related to expense reimbursements and amounts owed to officers and directors of the Company. Related party payables are unsecured, non-interest bearing and have no specified terms of repayment.

11. SHARE CAPITAL*Authorized Share Capital*

At September 30, 2025 and December 31, 2024, the authorized share capital comprised an unlimited number of common shares. The common shares do not have a par value. All issued shares are fully paid.

Details of Common Shares Issued

On February 6, 2025, the Company issued 15,127,294 common shares with a total fair value of \$30,254,822 to acquire all of the issued and outstanding shares of PIL (see Note 4).

On March 4, 2025, the Company completed a non-brokered private placement financing consisting of 1,436,365 common shares of the Company at a price of \$1.74 per common share for aggregate gross proceeds of \$2,499,275. The Company paid \$16,797 in filing fees as part of share issuance costs.

Details of Common Shares Issued/Re-Purchased in 2024

There were no shares issued during the years ended December 31, 2024. During the year ended December 31, 2024, the Company cancelled and returned to treasury 100,000 of its previously repurchased shares.

Return of Capital Transaction

On September 17, 2025, the Company completed a return of capital transaction (the "Return of Capital Transaction") by way of a court-approved plan of arrangement in which each common shareholder of the Company of record as at the close of business on September 15, 2025 received 0.1052 common shares of New Found. The Return of Capital Transaction resulted in the distribution of 6,781,919 common shares of New Found with a value of \$18,989,373.

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)***11. SHARE CAPITAL (continued)***Warrants*

In accordance with the adjustment provisions contained in the warrant indenture, as a result of the Return of Capital Transaction, on September 17, 2025, the exercise price of each warrant was adjusted to entitle each warrant holder, upon exercise, to purchase 0.060538 of a Company share at an exercise price of \$0.40 (reduced from \$0.50 which was in effect before the Return of Capital Transaction). The continuity of the Company's warrants issued in conjunction with the acquisition of PIL for the nine months ended September 30, 2025 is as follows (see Note 4):

Expiry date	Exercise Price	Outstanding December 31, 2024	Issued	Exercised	Cancelled/ Expired	Outstanding September 30, 2025
December 15, 2026	\$0.40 ¹	-	31,903,511	-	-	31,903,511
		-	31,903,511	-	-	31,903,511
Weighted average contractual remaining life (years)		-	1.86	-	-	1.46

¹ The warrants are exercisable at \$0.40 for each 0.060538 common share of the Company.

The continuity of warrants for the nine months ended September 30, 2024 is as follows:

Expiry date	Exercise Price	Outstanding December 31, 2023	Issued	Exercised	Cancelled/ Expired	Outstanding September 30, 2024
October 11, 2024	\$2.48	356,983	-	-	-	356,983
		356,983	-	-	-	356,983
Weighted average contractual remaining life (years)		0.78	-	-	-	0.28

Share Option Plan

The Company has a share purchase option compensation plan that allows it to grant share purchase options to its officers, directors, employee and service providers based on the maximum number of eligible shares not exceeding 10% in the aggregate of the Company's outstanding common shares at the time of grant.

The continuity of share options for the nine months ended September 30, 2025 and 2024 is as follows:

	Nine months ended September 30, 2025		Nine months ended September 30, 2024	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
	#	\$	#	\$
Outstanding beginning of period	4,201,000	4.20	4,201,000	4.20
Granted	6,010,000	1.24	-	-
Cancelled	(4,271,000)	4.20	-	-
Outstanding end of period	5,940,000	1.24	4,201,000	4.20

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)***11. SHARE CAPITAL (continued)***Share Option Plan (continued)*

On September 17, 2025, and in accordance with the terms of the share option plan, the Board of Directors of the Company adjusted the exercise price of the 5,940,000 outstanding share options from \$1.50 to \$1.24 to give effect to the Return of Capital Transaction.

In June 2025, the Company cancelled 3,109,000 share options with an exercise price of \$4.20 and granted 2,650,000 share options to the same option holders for an exercise price \$1.50. The option holders were members of the Company's Board of Directors and in accordance with security regulations required disinterested shareholders' approval. The disinterested shareholders approved such grant in August 2025 and the Company recognized \$1,013,000 of share-based compensation expense during the three and nine months ended September 30, 2025 period as a result of this modification.

The following table summarizes information of share options outstanding as at September 30, 2025:

Date of expiry	Number of options outstanding	Number of options exercisable	Exercise price	Weighted average remaining contractual life
	#	#	\$	Years
June 6, 2030	5,165,000	4,661,000	1.24	4.7
September 1, 2030	775,000	77,500	1.24	4.9
	5,940,000	4,738,500	1.24	4.7

Options were priced based on the Black-Scholes option pricing model using the following weighted average assumptions to estimate the fair value of options granted:

	Nine months ended September 30,	
	2025	2024
Risk-free interest rate	2.94%	-
Expected option life in years	5	-
Expected share price volatility ⁽ⁱ⁾	67%	-
Grant date share price	\$1.13	-
Fair value of share purchase options granted	\$0.59	-
Expected forfeiture rate	Nil	-
Expected dividend yield	Nil	-

(i) The expected share price volatility is based on the average historical share price of comparable companies over the life of the option.

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

*(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)***12. BASIC AND DILUTED INCOME (LOSS) PER SHARE**

The following table sets forth the computation of basic and diluted income (loss) per share:

	Three months September 30,		Nine months ended September 30,	
	2025	2024	2025	2024
Net income (loss) and comprehensive income (loss) for the period	\$86,819,572	(\$4,787,622)	\$75,854,369	(\$43,005,324)
Convertible debt interest after tax	294,856	-	463,537	-
	87,114,428	(4,787,622)	76,317,906	(43,005,324)
Weighted average common shares:				
Basic	64,467,636	47,903,977	62,085,947	47,905,436
Effect of convertible debt (Note 9)	6,712,258	-	3,245,487	-
Effect of share options (Note 11)	648,709	-	174,414	-
Diluted	71,828,603	47,903,977	65,505,848	47,905,436
Basic income (loss) per share	\$1.35	(\$0.10)	\$1.22	(\$0.90)
Diluted income (loss) per share	\$1.21	(\$0.10)	\$1.17	(\$0.90)

Diluted income per common share for three and nine months ended September 30, 2025 did not include the effect of the Company's warrants as their effect were anti-dilutive. Diluted loss per share for the three and nine months ended September 30, 2024 did not include the effect of the Company's warrants and options as their effect were anti-dilutive.

13. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

	Nine months ended September 30, 2025	Nine months ended September 30, 2024
	\$	\$
Non-cash activities:		
Investments in shares of New Found Gold transferred in settlement of legal claim (Note 7)	-	15,552,578
Investments in shares of New Found Gold added on loss of significant influence over New Found (Note 5, 7)	64,084,085	-
Restricted investments in shares of NewFound Gold added on loss of significant influence over New Found (Note 7, 9)	28,329,000	-
Investments, exploration and evaluation assets and property and equipment received in acquisition of PIL (Note 4)	32,180,371	-
Non-cash Return of Capital distribution (Note 11)	(18,989,373)	-
Cash received for interest	4,017	-
Cash paid for interest	60,751	500

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

14. FINANCIAL RISK MANAGEMENT

The Company thoroughly examines the various financial instrument risks to which it is exposed and assesses the impact and likelihood of those risks. These risks may include credit risk, liquidity risk, currency risk, and interest rate risk. Where material, these risks are reviewed and monitored by the Board of Directors.

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company is not exposed to significant credit risk on its cash and cash equivalents since they are placed with major financial institutions that have high credit ratings. The Company's receivables consist mainly of goods and services tax receivable from the Government of Canada and the credit risk exposure of the Company's investments is represented by their values disclosed. There have been no changes in management's methods for managing credit risk since December 31, 2024.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has in place a planning and budgeting process to help determine the funds required to ensure the Company has the appropriate liquidity to meet its operating and growth objectives. Other than obtaining third party financing, the Company generates cash flow primarily from proceeds from the disposition of its investments and interest income. The Company invests in junior resource companies, which can at times be relatively illiquid. If the Company decides to dispose of securities of a particular issuer, it may not be able to do so at the time at favourable prices, or at all. Additionally, the amounts at which the Company's private company investments could be disposed of currently may differ from their carrying values since there is no active market to dispose of these investments. The Company has also relied on the issuance of shares and issuance debt instruments to fund its activities and may require doing so again in the future.

There were no changes in management's methods for managing liquidity risk since December 31, 2024.

At September 30, 2025, the Company has \$16,956,625 (December 31, 2024 - \$389,000) in current liabilities and cash of \$8,208,956 (December 31, 2024 - \$207,497) which is available to discharge these liabilities.

Market risk

Market risk is the risk that the fair value of, or future cash flows from, the Company's financial instruments will significantly fluctuate due to changes in market prices. The value of the financial instruments can be affected by changes in interest rates, foreign exchange rates, and equity and commodity prices. The Company is focused on junior companies in the resource and mining sector. Changes in the future pricing and demand of these commodities can have a material impact on the market value of the investments. The nature of such investments is normally dependent on the invested company being able to raise additional capital to further development and to determine the commercial viability of its resource properties. The value of each investment is also influenced by the outlook of the issuer and by general economic and political conditions. Management mitigates the risk of loss resulting from this concentration by monitoring the trading value of the investments on a regular basis. All securities present a risk of loss of capital. The maximum risk resulting from financial instruments is equivalent to their fair value.

There were no changes in management's methods for managing market risk since December 31, 2024. The Company manages market risk by having a portfolio that is not singularly exposed to any one issuer, although the Company's investment activities are concentrated on junior companies in the resource and mining sector. The Company also requires approval from the board of directors for purchases of investments over a certain cost threshold.

PALISADES GOLDCORP LTD.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months and nine months ended September 30, 2025 and 2024

(Unaudited - Expressed in Canadian Dollars Unless Otherwise Noted)

14. FINANCIAL RISK MANAGEMENT (continued)

Market risk (continued)

A 5% change in the future pricing and trading value of the Company's investments (with all other variables held constant) as at September 30, 2025, would change the Company's net income (loss) and comprehensive income (loss) by \$11,724,447 (December 31, 2024 - \$205,912).

(i) 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 market interest rates. The Company has convertible and secured notes that are subject to interest rates, however the impact of changes in rates on the Company's financial position is determined to be insignificant as such rates are fixed.

(ii) Foreign exchange 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 may have financial instruments denominated in foreign currencies such as the U.S. dollar, Australian dollar and the Singapore dollar. A change in the foreign exchange rate of the Canadian dollar versus another currency may increase or decrease the value of its financial instruments.

The Company does not hedge its exposure to fluctuations in foreign exchange rates.

There were no changes in management's methods for managing currency risk since December 31, 2024.

A 5% appreciation (depreciation) of the Company's investments held in foreign currencies relative to the Canadian dollar would increase (decrease) the Company's net income (loss) and comprehensive income (loss) by \$240,137 (December 31, 2024 - \$ Nil).