# BEYOND LITHIUM INC. (FORMERLY BEYOND MINERALS INC.)

# **CONDENSED INTERIM FINANCIAL STATEMENTS**

**THREE MONTHS ENDED MARCH 31, 2023** 

# (EXPRESSED IN CANADIAN DOLLARS) (UNAUDITED)

#### **NOTICE TO READER**

The accompanying unaudited condensed interim financial statements of Beyond Lithium Inc. (Formerly Beyond Minerals Inc.) (the "Company") have been prepared by and are the responsibility of management. The unaudited condensed interim financial statements have not been reviewed by the Company's auditors.

Condensed Interim Statements of Financial Position (Expressed in Canadian Dollars)

(Unaudited)

"Craig Gibson"

Director

	As at March 31, 2023	As at December 31, 2022
ASSETS		
Current assets		
Cash and cash equivalents	\$ 821,338	\$ 351,219
Prepaid expenses Sales tax recoverable	164,311 50,875	15,655 36,694
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Total assets	\$ 1,036,524	\$ 403,568
Current liabilities  Accounts payable and accrued liabilities (note 9)  Total liabilities	\$ 127,200 427,200	\$ 26,170
Total liabilities	127,200	26,170
Shareholders' equity Share capital (note 5) Contributed surplus (note 6) Deficit	3,345,272 275,277 (2,711,225)	1,015,012 91,857 (729,471)
Total shareholders' equity	909,324	377,398
Total liabilities and shareholders' equity	\$ 1,036,524	\$ 403,568
Nature of operations and going concern (note 1) Subsequent events (note 11)		
Approved on behalf of the Board:		

"Allan Frame"

Director

# Beyond Lithium Inc. (Formerly Beyond Minerals Inc.) Condensed Interim Statements of Loss and Comprehensive Loss

Condensed Interim Statements of Loss and Comprehensive Loss (Expressed in Canadian Dollars)

(Unaudited)

	Three Months Ended March 31,			
	2023	2022		
Operating expenses Exploration and evaluation expenditures (note 3) General and administrative expenses (note 4)	\$ 1,483,473 498,281	\$ - 21,486		
Net and comprehensive loss for the period	\$ (1,981,754)	\$ (21,486)		
Net loss per share - basic and diluted (note 8)	\$ (0.10)	\$ (0.00)		
Weighted average number of common shares outstanding - basic and diluted (note 8)	19,988,437	12,325,000		

**Condensed Interim Statements of Cash Flows** 

(Expressed in Canadian Dollars)

(Unaudited)

Three Months Ended March 31,			
	2023		2022
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\$(1,	981,754)	\$	(21,486)
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	,		
(*	148,656)		(31,022)
	(14,181)		2,266
	101,030		8,775
	568,345)		(41,467)
1,	085,500		-
	(60,895)		-
	13,859		-
1,	038,464		-
	470,119		(41,467)
;	351,219		466,513
\$	821,338	\$	425,046
\$	13.564	\$	_
·	1,	\$ (1,981,754)  1,303,310 171,906  (148,656) (14,181) 101,030 (568,345)  1,085,500 (60,895) 13,859 1,038,464  470,119 351,219 \$ 821,338	\$(1,981,754) \$ 1,303,310 171,906  (148,656) (14,181) 101,030 (568,345)  1,085,500 (60,895) 13,859 1,038,464  470,119 351,219 \$821,338 \$

# Beyond Lithium Inc. (Formerly Beyond Minerals Inc.) Condensed Interim Statements of Changes in Shareholders' Equity

(Expressed in Canadian Dollars)

(Unaudited)

	Number of Sharesl	Share Capital		Contributed Surplus	Deficit	Total
Balance, December 31, 2021 Net loss for the period	12,325,000 -	\$ 716,991 -	\$	60,750 -	\$ <b>(289,745)</b> \$ (21,486)	<b>487,996</b> (21,486)
Balance, March 31, 2022	12,325,000	\$ 716,991	\$	60,750	\$ (311,231) \$	466,510
Balance, December 31, 2022 Shares issued to acquire mineral properties (note 3)	<b>15,408,333</b> 4,551,000	\$ <b>1,015,012</b> 1,303,310	\$	91,857 -	\$ (729,471) \$	<b>377,398</b> 1,303,310
Shares issued in private placements (note 5) Share issue costs Warrants exercised	5,275,000 - 125,725	1,085,500 (74,459) 15,909	)	- 13,564 (2,050)	- - -	1,085,500 (60,895) 13,859
Share-based compensation (note 6) Net loss for the period	- -	-		171,906 -	- (1,981,754)	171,906 (1,981,754)
Balance, March 31, 2023	25,360,058	\$ 3,345,272	\$	275,277	\$ (2,711,225) \$	909,324

Notes to Condensed Interim Financial Statements
Three Months Ended March 31, 2023
(Expressed in Canadian Dollars)
(Unaudited)

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

Beyond Lithium Inc. (formerly Beyond Minerals Inc.) (the "Company") was incorporated on October 8, 2019, under the laws of Canada. The Company is primarily engaged in the business of acquiring and exploring mineral properties.

The head office, principal address, and records office of the Company are located at 360 Main Street, Suite 3000, Winnipeg, Manitoba, R3C 4G1.

The common shares of the Company commenced trading on the Canadian Securities Exchange ("CSE") on April 13, 2022 under the symbol "BY" and on the OTCQB Venture Market on September 9, 2022 under the symbol "BYDMF".

On May 15, 2023, the Company changed its name from "Beyond Minerals Inc." to "Beyond Lithium Inc."

#### **Going Concern**

In order to carry out future exploration activities, the Company will need to raise additional financing. Although the Company has been successful in raising funds to date, there can be no assurance that adequate funding will be available in the future, or available under terms favorable to the Company.

These unaudited condensed interim financial statements have been prepared on a going concern basis, which assumes continuity of operations and realization of assets and settlement of liabilities in the normal course of business. However, the Company is exploration-focused and is subject to the risks and challenges of companies in the same sector. These risks include, but are not limited to, the challenges of securing adequate capital given exploration, development and operational risks inherent in the mining industry as well as global economic, precious and base metal price volatility; all of which are uncertain under current market conditions. As a result of these risks, there is no assurance that the Company's funding initiatives will continue to be successful and these unaudited condensed interim financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and financial position classifications that would be necessary were the going concern assumption inappropriate. These adjustments could be material.

The Company has incurred losses in previous years, with net loss of \$1,981,754 for the three months ended March 31, 2023 (three months ended March 31, 2022 - \$21,486) and has an accumulated deficit of \$2,711,225 as at March 31, 2023 (December 31, 2022 - \$729,471). The continuing operations of the Company are dependent on its ability to continue to raise adequate financing and to commence profitable operations in the future and repay its liabilities arising from normal operations as they come due. These conditions indicate that material uncertainties exist that may cast significant doubt on the Company's ability to continue as a going concern.

The Company's unaudited condensed interim financial statements were authorized for issue by the Board of Directors on May 30, 2023.

Notes to Condensed Interim Financial Statements Three Months Ended March 31, 2023 (Expressed in Canadian Dollars) (Unaudited)

#### 2. BASIS OF PRESENTATION

#### **Statement of Compliance**

These unaudited condensed interim financial statements have been prepared on a historical cost basis, except for certain financial instruments that have been measured at fair value. These unaudited condensed interim financial statements are presented in Canadian dollars which is the functional currency of the Company. In addition, these unaudited condensed interim financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the IFRS Interpretations Committee ("IFRIC"). These unaudited condensed interim financial statements have been prepared in accordance with International Accounting Standard 34 - Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements.

The policies applied in these unaudited condensed interim financial statements are based on IFRS issued and outstanding as of May 30, 2023, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these unaudited condensed interim financial statements as compared with the most recent annual financial statements as at and for the year ended December 31, 2022. Any subsequent changes to IFRS that are given effect in the Company's annual financial statements for the year ending December 31, 2023 could result in restatement of these unaudited condensed interim financial statements.

#### 3. EXPLORATION AND EVALUATION EXPENDITURES

#### **Eastchester-Fabie Property**

On March 8, 2021, the Company entered into a Mineral Property Purchase Agreement (the "Purchase Agreement") with Reyna Silver Corp. (the "Vendor") setting out the terms and conditions upon which the Company acquired a 100% undivided interest in and to the 37 non-contiguous mining claims comprising the Eastchester-Fabie polymetallic project (the "Property"), located approximately 35 kilometres northwest of Rouyn-Noranda, in the province of Quebec. Pursuant to the Purchase Agreement on March 12, 2021, the Company issued 1,000,000 common shares in the share capital of the Company valued at \$50,000 to the Vendor and granted the Vendor a 1% net smelter return royalty ("NSR") on the Property pursuant to the terms and conditions of a Net Smelter Returns Royalty Agreement.

	Three Mor	nths E ch 31,	
	2023		2022
Exploration and evaluation expenditures			
Geological consulting	\$ 900	\$	-

Notes to Condensed Interim Financial Statements Three Months Ended March 31, 2023 (Expressed in Canadian Dollars) (Unaudited)

#### 3. EXPLORATION AND EVALUATION EXPENDITURES (CONTINUED)

#### **Various Ontario Lithium Properties**

	Three Mon Marc	iths Ended th 31,
	2023	2022
Exploration and evaluation expenditures		
Mining claims and acquisition	\$ 1,473,310	\$ -
Geological consulting	9,263	-
	\$ 1,482,573	\$ -

#### Favourable Lake Greenstone Belt

On September 2, 2022, the Company announced that it had staked 114 claims covering an area of 2,220 hectares located approximately 190 kilometres north of Red Lake, in the Borland Lake, Favourable Lake, and Gorman River areas of Northwestern Ontario. The claims are situated within and adjacent to the Favourable Lake greenstone belt, which surrounds the historic Berens River Mine.

#### Peggy Group Lithium Property

On January 24, 2023, the Company entered into a purchase agreement pursuant to which the Company acquired a 100% undivided interest in the Peggy Group Lithium property, located approximately 80 kilometres north of Sioux Lookout, in the province of Ontario. Pursuant to the agreement, the Company paid to the vendor aggregate cash consideration of \$125,000 (paid), issued 2,500,000 common shares (valued at \$500,000) of the Company, and assumed a 1.5% NSR on the claims comprising the Property, one-third of which may be repurchased by the Company for \$600,000.

#### North Trout Lake Lithium Property

On February 28, 2023, the Company acquired a 100% undivided interest in the North Trout Lake lithium property located approximately 30 kilometres southwest of Sandy Lake, in the province of Ontario. Pursuant to the purchase agreement, the Company paid to the vendors aggregate cash consideration of \$45,000 (paid), issued a total of 171,000 common shares (valued at \$70,110) of the Company, and granted the vendors a 2% NSR on the property, one-half of which may be repurchased by the Company for \$1,200,000. In addition, the Company shall pay the vendors a \$1,000,000 milestone payment, payable in cash or shares at the option of the Company, in the event the Company files a mineral resource estimate disclosing a deposit or orebody exceeding 5,000,000 metric tonnes with an average grade equal to 1% lithium oxide or greater.

Notes to Condensed Interim Financial Statements Three Months Ended March 31, 2023 (Expressed in Canadian Dollars) (Unaudited)

#### 3. EXPLORATION AND EVALUATION EXPENDITURES (CONTINUED)

#### **Greenfield Lithium Properties**

On March 30, 2023, the Company was granted the exclusive right and option to acquire a 100% interest in 57 high potential greenfield lithium properties via a series of multi-property option agreements (the "Option Agreements"). Pursuant to the Option Agreements, in order to acquire a 100% interest in the properties, the Company is required to:

- within 5 business days of the date of the Option Agreements, make cash payment of \$420,000 (paid subsequent to March 31, 2023) and issue 1,880,000 common shares (issued, valued at \$733,200);
- on or before the first anniversary of the date of the Option Agreements, make cash payment of \$590,000 and issue 2,490,000 common shares;
- on or before the second anniversary of the date of the Option Agreements, make cash payment of \$1,080,000 and issue 3,210,000 common shares; and
- on or before the third anniversary of the date of the Option Agreements, by make cash payment of \$1,260,000 and issue 3,745,000 common shares.

Upon acquiring a 100% interest in any of the properties, the Company shall grant the optionors a 2.0% NSR on such properties, one-half of each of which may be repurchased by the Company for \$1,200,000. In addition, the Company shall pay the optionors a \$1,000,000 milestone payment, payable in cash or shares at the option of the Company, for each initial mineral resource estimate filed by the Company in respect of a deposit comprising part of the properties that discloses a deposit or orebody exceeding 5,000,000 metric tonnes with an average grade equal to 1.0% Li<sub>2</sub>O or greater.

#### 4. GENERAL AND ADMINISTRATIVE EXPENSES

	Three Months Ended March 31,			
	2023		2022	
Consulting fees (note 9)	\$ 78,229	\$	-	
Insurance	490		-	
Marketing	124,132		-	
Office and administration	2,530		822	
Professional fees (note 9)	100,435		7,633	
Share-based compensation (notes 6 & 9)	171,906		-	
Stock exchange, authorities and communication (note 9)	20,559		13,031	
	\$ 498,281	\$	21,486	

Notes to Condensed Interim Financial Statements
Three Months Ended March 31, 2023
(Expressed in Canadian Dollars)
(Unaudited)

#### 5. SHARE CAPITAL

#### **Authorized share capital**

The authorized share capital consisted of an unlimited number of common shares. The common shares do not have a par value. All issued shares are fully paid.

#### Common shares issued

As at March 31, 2023, the total number of shares issued was 25,360,058 and valued at \$3,345,272. The change in issued share capital for the periods presented were as follows:

	Number of Shares	Share Capital	
Balance, December 31, 2021 and March 31, 2022	12,325,000	\$	716,991
Balance, December 31, 2022	15,408,333	\$	1,015,012
Common shares issued to acquire mineral property (note 3)	4,551,000		1,303,310
Common shares issued for private placements (i)	5,275,000		1,085,500
Share issue costs (i)	-		(74,459)
Warrants exercised	125,725		15,909
Balance, March 31, 2023	25,360,058	\$	3,345,272

(i) On February 15, 2023, the Company closed a non-brokered private placement of 5,275,000 common shares of the Company for gross proceeds of \$1,085,500 (the "Offering"), consisting of 3,750,000 common shares at a price of \$0.20 per share and an oversubscribed tranche of 1,525,000 common shares at a price of \$0.22 per share, for which price protection was obtained from the CSE. In connection with the Offering, the Company paid certain eligible third parties dealing at arm's length with the Company a cash commissions of \$27,839 and granted 137,040 non-transferable broker warrants exercisable at a price of \$0.25 or \$0.27 per share for a period of two years from the date of grant, expiring February 15, 2025. The fair value of the 137,040 broker warrants was determined to be \$13,564 using the Black-Scholes option pricing model with the following assumptions: stock price of \$0.20, dividend yield of 0%, expected volatility of 100%, risk free interest rate of 4.17% and expected life of 2 years.

Notes to Condensed Interim Financial Statements Three Months Ended March 31, 2023 (Expressed in Canadian Dollars) (Unaudited)

#### 6. STOCK OPTIONS

On November 1, 2021, the Board of Directors of the Company (the "Board") approved the establishment of the Company's incentive stock option plan (the "Stock Option Plan"), whereby the Board is authorized to grant stock options to directors, officers, employees and consultants of the Company or an affiliate of the Company, enabling them to acquire up to 10% of the issued and outstanding common shares of the Company. The stock options can be granted for a maximum term of 10 years.

The following table reflects the continuity of stock options for the periods ended March 31, 2023 and 2022:

	Number of Stock Options	_	hted Average Exercise Price
Balance, December 31, 2021 and March 31, 2022	1,125,000	\$	0.15
Balance, December 31, 2022 Granted (i)(ii)(iii)	<b>1,005,000</b> 1,235,000	\$	<b>0.15</b> 0.34
Balance, March 31, 2023	2,240,000	\$	0.25

- (i) On February 15, 2023, the Company granted 650,000 stock options to certain consultants of the Company. The options are exercisable at a price of \$0.34 per share for a period of two years from the date of grant, expiring on February 15, 2025. The options vest 25% immediately and 25% every three months thereafter. The fair value was determined to be \$119,405 using the Black-Scholes option pricing model with the following assumptions: stock price of \$0.34, dividend yield of 0%, expected volatility of 100%, risk free interest rate of 4.17% and expected life of 2 years.
- (ii) On February 22, 2023, the Company granted 50,000 stock options to a consultant of the Company. The options are exerciable at a price of \$0.34 per share, expiring on February 15, 2025. The options vest in four equal tranches on each of the date of grant, May 15, 2023, August 15, 2023 and November 15, 2023. The fair value was determined to be \$8,760 using the Black-Scholes option pricing model with the following assumptions: stock price of \$0.33, dividend yield of 0%, expected volatility of 100%, risk free interest rate of 4.20% and expected life of 1.98 years.
- (iii) On February 22, 2023, the Company granted 535,000 stock options to a certain director and officer of the Company. The options vest immediately and are exercisable at a price of \$0.34 per share for a period of three years from the date of grant, expiring on February 22, 2026. The fair value was determined to be \$111,280 using the Black-Scholes option pricing model with the following assumptions: stock price of \$0.33, dividend yield of 0%, expected volatility of 100%, risk free interest rate of 3.94% and expected life of 3 years.

Notes to Condensed Interim Financial Statements Three Months Ended March 31, 2023 (Expressed in Canadian Dollars) (Unaudited)

#### 6. STOCK OPTIONS (CONTINUED)

The following table reflects the actual stock options issued and outstanding as at March 31, 2023:

Expiry Date	Exercise Price	Remaining Contractual Life (years)	Number of Options Outstanding	Number of Options Vested (exercisable)	Number of Options Unvested
November 1, 2024	\$ 0.15	1.59	865,000	865,000	-
February 15, 2025	0.34	1.88	700,000	175,000	525,000
April 12, 2025	0.15	2.04	140,000	140,000	-
February 22, 2026	0.34	2.90	535,000	535,000	-
	\$ 0.25	2.02	2,240,000	1,715,000	525,000

During the three months ended March 31, 2023, the Company recorded share-based compensation expense of \$171,906 (three months ended March 31, 2022 - \$nil) related to stock options.

#### 7. WARRANTS

The following table reflects the continuity of warrants for the periods ended March 31, 2023 and 2022:

	Number of Warrants	Weighted Average Exercise Price		
Balance, December 31, 2021 and March 31, 2022	2,999,000	\$	0.10	
Balance, December 31, 2022 Granted Exercised	<b>3,224,000</b> 137,040 (125,725)	\$	<b>0.10</b> 0.25 0.11	
Balance, March 31, 2023	3,235,315	\$	0.11	

The following table reflects the actual warrants issued and outstanding as at March 31, 2023:

Expiry Date	Exercise Price	Remaining Contractual Life (years)	Number of Warrants Outstanding
April 12, 2024	\$ 0.15	1.04	199,275
February 15, 2024	0.25	1.88	115,500
February 15, 2024	0.27	1.88	21,540
November 6, 2025	0.10	2.61	2,899,000
	\$ 0.11	2.48	3,235,315

Notes to Condensed Interim Financial Statements Three Months Ended March 31, 2023 (Expressed in Canadian Dollars) (Unaudited)

#### 8. LOSS PER SHARE

The calculation of basic and diluted loss per share for the three months ended March 31, 2023 was based on the net and comprehensive loss attributable to common shares of \$1,981,754 (three months ended March 31, 2022 – \$21,486) and the weighted average number of common shares outstanding for the three months ended March 31, 2023 of 19,988,437 (three months ended March 31, 2022 – 12,325,000). Diluted loss per share for the three months ended March 31, 2023 did not include the effect of 2,240,000 stock options and 3,235,315 warrants (three months ended March 31, 2022 – 1,125,000 stock options and 2,999,000 warrants) as they are anti-dilutive.

#### 9. RELATED PARTY TRANSACTIONS

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, excluding the Chief Financial Officer ("CFO") and the Corporate Secretary.

- (a) During the three months ended March 31, 2023, the Company paid professional fees of \$22,094 (three months ended March 31, 2022 \$3,019) and stock exchange, authorities and communication expense of \$4,160 (three months ended March 31, 2022 \$1,951) to corporations controlled by Carmelo Marrelli. Mr. Marrelli is the CFO of the Company. These services were incurred in the normal course of operations for general accounting and financial reporting matters, including disbursements. Included in the March 31, 2023 accounts payable and accrued liabilities is \$11,218 (December 31, 2022 \$2,532) due to corporations controlled by the CFO of the Company.
- (b) During the three months ended March 31, 2023, the Company incurred expenditures of \$10,000 (three months ended March 31, 2022 \$nil) to the Chief Executive Officer ("CEO") of the Company for consulting services.
- (c) During the three months ended March 31, 2023, the Company incurred expenditures of \$5,396 (three months ended March 31, 2022 \$644) to the former CEO of the Company for consulting services and disbursements related to general working capital purposes.
- (d) During the three months ended March 31, 2023, the Company incurred expenditures of \$103,407 (three months ended March 31, 2022 \$11,076) to MLT Aikins LLP for legal services, including disbursements, of which \$70,350 (three months ended March 31, 2022 \$11,076) was recorded in profit or loss, and \$33,057 (three months ended March 31, 2022 \$nil) was recorded as a reduction to share capital. Tom Provost is a lawyer at MLT Aikins LLP and is the Company's legal counsel, Corporate Secretary and a director. Included in the March 31, 2023 accounts payable and accrued liabilities is \$9,852 (December 31, 2022 \$624) due to MLT Aikins LLP.
- (e) During the three months ended March 31, 2023, the Company recorded share-based compensation expense of \$111,280 (three months ended March 31, 2022 \$nil) related to stock options granted to directors and officers of the Company.
- (f) Due to shareholders represents amounts that are due to shareholders of the Company from working capital advances and for operating expenses within the normal course of business. These amounts are unsecured, non-interest bearing and have no specific terms of repayment. These amounts are generally reimbursed in the regular course of business, and as such, any amounts are recorded as accounts payable and accrued liabilities. The total amount due to shareholders that beneficially owned or exercised control or direction over common shares of the Company carrying more than 10% voting rights attached to all common shares of the Company that is included in accounts payable and accrued liabilities as at March 31, 2023 is \$1,250 (December 31, 2022 \$1,250).

Notes to Condensed Interim Financial Statements Three Months Ended March 31, 2023 (Expressed in Canadian Dollars) (Unaudited)

#### 10. SEGMENTED INFORMATION

The Company's operations comprise a single reporting operating segment engaged in mineral exploration in Canada. As the operations comprise a single reporting segment, amounts disclosed in these unaudited condensed interim financial statements also represent segment amounts.

#### 11. SUBSEQUENT EVENTS

- (a) On May 15, 2023, the Company closed a non-brokered private placement of 2,764,600 flow-through shares of the Company at \$0.50 per share for gross proceeds of \$1,382,300. In connection with the private placement, the Company paid certain eligible third parties dealing at arm's length with the Company (i) cash commissions totaling \$88,225; and (ii) an aggregate of 176,449 broker warrants, each exercisable to acquire one common share of the Company for 2 years at an exercise price of \$0.50 per share.
- (b) On May 15, 2023, the Company changed its name from "Beyond Minerals Inc." to "Beyond Lithium Inc." Effective May 18, 2023, the Company's common shares began trading on the CSE under the new name.
- (c) On May 25, 2023, the Company granted 50,000 stock options (the "Options"), 1,450,000 stock appreciation rights (the "SARs"), and 535,000 restricted share units (the "RSUs") to certain directors, officers, and consultants of the Company subject to certain vesting requirements. Each Option is exercisable into one common share of the Company (the "Common Share") at a price of \$0.33 per share upon vesting, for a period of one year from the date of grant. Upon vesting, each SAR entitles the holder to receive Common Shares in an amount equal to the difference in the fair market value of the Common Shares on the date of grant (i.e., \$0.33 per share) and the market price of the Common Shares on the settlement date, for a period of one year from the date of grant. Each vested RSU entitles the holder to receive one Common Share.