TRISTAR GOLD, INC.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
(Unaudited)
(Expressed in United States Dollars)

For the three and nine month periods ended September 30, 2024 and 2023

Reader's Note: These condensed consolidated interim financial statements for the three and nine month periods ended September 30, 2024 and 2023, of TriStar Gold, Inc. have been prepared by management and have not been reviewed by the Company's auditor.

TriStar Gold, Inc.

Condensed Consolidated Interim Statements of Financial Position
(Unaudited)
(Expressed in United States Dollars)

	September 30, 2024	December 31, 2023
Assets		
Current assets:		
Cash and cash equivalents (Note 6)	**$ 1,304,687**	$ 3,766,073
Accounts receivable	**19,347**	47,655
Prepaid expenses	**76,237**	89,598
Total current assets	**1,400,271**	3,903,326
Non-current assets:		
Mineral properties and deferred expenditures (Note 7)	**27,822,701**	26,517,768
Property and equipment, net (Note 8)	**3,329**	7,182
Total non-current assets	**27,826,030**	26,524,950
Total assets	**$ 29,226,301**	$ 30,428,276
Liabilities and Shareholders' equity		
Current liabilities:		
Accounts payable and accrued liabilities	**$ 215,582**	$ 312,704
Total current liabilities	**215,582**	312,704
Non-current liabilities:		
Provisions (Note 9)	**208,000**	219,837
Warrants liability (Note 10)	**1,115,553**	361,164
Total non-current liabilities	**1,323,553**	581,001
Total liabilities	**1,539,135**	893,705
Shareholders' equity:		
Share capital (Note 11)	**57,870,319**	57,870,319
Capital reserve (Note 11, Note 12 and Note 13)	**4,420,529**	4,091,468
Accumulated deficit	**(34,603,682)**	(32,427,216)
Total shareholders' equity	**27,687,166**	29,534,571
Total liabilities and shareholders' equity	**$ 29,226,301**	$ 30,428,276

Nature of Operations and Going Concern (Note 2)
Commitments and Contingencies (Note 17)

Approved on behalf of the Board of Directors.

Director: "Nicholas Appleyard"
Director: "Jessica Van Den Akker"

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

TriStar Gold, Inc.

Condensed Consolidated Interim Statements of Comprehensive Loss
(Unaudited)

(Expressed in United States Dollars)

	Three months ended		Nine months ended	
	September 30, 2024	September 30, 2023	**September 30, 2024**	September 30, 2023
Expenses:				
General and administrative (Note 8, Note 9, Note 14, and Note 16)	**$ 648,490**	$ 336,217	**$ 1,384,167**	$ 1,100,637
Foreign exchange (gain) losses	**(2,682)**	31,641	**93,985**	44,441
	645,808	367,858	**1,478,152**	1,145,078
Other income (expenses):				
Warrants liability fair value change (Note 10)	**462,853**	306,707	**(754,389)**	460,011
Gain on sale of equipment	**-**	-	**-**	2,000
Bank charges	**(1,778)**	(2,093)	**(4,690)**	(5,463)
Interest income	**13,657**	31,275	**60,765**	86,883
	474,732	335,889	**(698,314)**	543,431
Net loss and comprehensive loss for the period	**$ (171,076)**	$ (31,969)	**$ (2,176,466)**	$ (601,647)
Basic and diluted loss per share (Note 15)	**$ (0.00)**	$ (0.00)	**$ (0.00)**	$ (0.00)
Basic and diluted weighted-average number of shares outstanding (Note 15)	**279,928,441**	262,698,494	**279,928,441**	257,679,674

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

TriStar Gold, Inc.

Condensed Consolidated Interim Statements of Changes in Shareholders' Equity
(Unaudited)

(Expressed in United States Dollars)

	Common Shares		Capital Reserve	Deficit and Accumulated Other Comprehensive Loss	Total Shareholders' Equity
	Number	Amount			
Balance at December 31, 2023	**279,928,441**	**$ 57,870,319**	**$ 4,091,468**	**$ (32,427,216)**	**$ 29,534,571**
Stock-based compensation (Note 12, Note 13 and Note 14)	-	-	329,061	-	329,061
Net loss and comprehensive loss for the period	-	-	-	(2,176,466)	(2,176,466)
Balance at September 30, 2024	**279,928,441**	**$ 57,870,319**	**$ 4,420,529**	**$ (34,603,682)**	**$ 27,687,166**

	Common Shares		Capital Reserve	Deficit and Accumulated Other Comprehensive Loss	Total Shareholders' Equity
	Number	Amount			
Balance at December 31, 2022	255,128,672	$ 55,922,758	$ 4,073,531	$ (31,719,758)	$ 28,276,531
Shares issued on financing, net of share issue cost (Note 11)	24,799,769	1,947,561	-	-	1,947,561
Stock-based compensation (Note 12, Note 13 and Note 14)	-	-	11,958	-	11,958
Net loss and comprehensive loss for the period	-	-	-	(601,647)	(601,647)
Balance at September 30, 2023	279,928,441	$ 57,870,319	$ 4,085,489	$ (32,321,405)	$ 29,634,403

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

TriStar Gold, Inc.

Condensed Consolidated Interim Statements of Cash Flows

(Unaudited)

(Expressed in United States Dollars)

	For the three months ended		For the nine months ended	
	September 30, 2024	September 30, 2023	**September 30, 2024**	September 30, 2023
Operating activities				
Net loss for the period	**$ (171,076)**	$ (31,969)	**$ (2,176,466)**	$ (601,647)
Adjustments to reconcile net loss to net cash used in operating activities:				
Depreciation (Note 8 and Note 14)	**155**	424	**721**	1,424
Stock-based compensation (Note 12, Note 13 and Note 14)	**323,082**	5,979	**329,061**	11,958
Gain on sale of equipment	**-**	-	**-**	(2,000)
Warrants liability fair value change (Note 10)	**(462,853)**	(306,707)	**754,389**	(460,011)
Changes in non-cash operating working capital:				
Accounts receivable	**43,261**	(1,620)	**28,308**	16,643
Prepaid expenses	**2,069**	(20,223)	**13,361**	38,438
Accounts payable and accrued liabilities	**(8,473)**	46,164	**(97,122)**	32,835
Provisions (Note 9)	**8,875**	(35,765)	**(11,837)**	(19,553)
Net cash used in operating activities	**(264,960)**	(343,717)	**(1,159,585)**	(981,913)
Investing activities				
Mineral properties acquisition and exploration (Note 7)	**(432,802)**	(519,530)	**(1,301,224)**	(1,639,872)
Gain on sale of equipment	**-**	-	**-**	2,000
Purchase of equipment (Note 8)	**-**	(1,965)	**(577)**	(3,767)
Net cash used in investing activities	**(432,802)**	(521,495)	**(1,301,801)**	(1,641,639)
Financing activities				
Net proceeds from financing (Note 11)	**-**	2,341,746	**-**	2,341,746
Net cash provided by financing activities	**-**	2,341,746	**-**	2,341,746
Net increase (decrease) in cash and cash equivalents	**(697,762)**	1,476,534	**(2,461,386)**	(281,806)
Cash and cash equivalents, beginning of period	**2,002,449**	3,219,974	**3,766,073**	4,978,314
Cash and cash equivalents, end of period	**$ 1,304,687**	$ 4,696,508	**$ 1,304,687**	$ 4,696,508

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

1. Corporate Information

TriStar Gold, Inc. ("TriStar" or the "Company") was incorporated on May 21, 2010, in British Columbia, Canada. The Company is listed on the TSX Venture Exchange ("TSX"), under the symbol TSG.V and on the OTCQX, under the symbol TSGZF. The address of the Company's corporate office and principal place of business is 7950 E Acoma Drive, Suite 209, Scottsdale, Arizona, United States, 85260.

TriStar was created to hold certain existing Brazauro Resources Corporation ("Brazauro") assets as a result of an Arrangement Agreement (the "Arrangement") between Brazauro and Eldorado Gold Corporation ("Eldorado"). Under the "spin out" Arrangement, Brazauro transferred certain Brazilian mineral exploration properties and Eldorado provided a cash contribution for working capital of $10 million to TriStar. The completion of the Arrangement occurred on July 20, 2010.

2. Nature of Operations and Going Concern

TriStar's primary business focus is the acquisition, exploration and development of precious metal prospects in the Americas, including its current focus on advancing the exploration success of Castelo de Sonhos ("CDS") located in the Tapajós Gold District of Brazil's northerly Pará State. The Company is concentrating its exploration activities on the CDS property because the Company believes CDS has the potential to host several million ounces of gold.

The Company's current properties are in the exploration stage and have not yet been proven to be commercially developable. The continued operations of the Company and the recoverability of the amounts shown for mineral property are dependent upon the existence of economically recoverable mineral reserves, the ability of the Company to obtain necessary financing to complete the exploration and development of such properties, and the future profitable production from or disposition of such properties.

The Company has no source of revenue. Its ability to continue as a going concern and meet its commitments as they become due, including completion of the exploration and development of its mineral property interests and to meet its general and administrative expenses, is dependent on the Company's ability to obtain the necessary financing. The Company relies primarily on the sale of its treasury securities to fund its operations and the Company's cash position is currently insufficient to maintain operations for an additional twelve months. Management must raise additional capital to finance operations. Although the Company has been successful in raising funds in the past, there can be no assurance that adequate funding will be available in the future, or available under terms favorable to the Company.

For the three month period ended September 30, 2024, the Company reported a net loss of $171,076 (September 30, 2023: net loss $31,969). The Company's accumulated deficit at September 30, 2024, was $34,603,682 (December 31, 2023: $32,427,216). The unaudited condensed consolidated interim financial statements ("consolidated financial statements") have been prepared by management in accordance with International Financial Reporting Standards ("IFRS") applicable to a going concern, which assumes that the Company will be able to meet its obligations and continue its operations for one year, however, adverse financial conditions may cast substantial doubt upon the validity of this assumption.

These consolidated financial statements do not include any additional adjustments to the recoverability and classification of certain recorded asset amounts, classification of certain liabilities and changes to the Condensed Consolidated Interim Statements of Comprehensive Loss that may be necessary if the Company was unable to continue as a going concern.

3. Basis of Presentation

Statement of Compliance

The consolidated financial statements for the three and nine month periods ended September 30, 2024 and 2023, have been prepared in accordance with IAS 34, *Interim Financial Reporting* ("IAS 34"). Accordingly, certain information and disclosures normally included in annual financial statements prepared in accordance with IFRS, as issued by the International Accounting Standards Board ("IASB") in effect at September 30, 2024, have been omitted or condensed.

3. Basis of Presentation (continued)

These consolidated financial statements were authorized for issuance by the Board of Directors of the Company on November 26, 2024.

Basis of measurement

These consolidated financial statements have been prepared on a historical cost basis, as modified by the revaluation of available-for-sale financial assets, and financial assets and financial liabilities at fair value through profit or loss. These consolidated financial statements are presented in United States dollars ("U.S. dollars"), unless otherwise noted.

4. Material Accounting Policies

These consolidated financial statements have been prepared on the basis of accounting policies and methods of computation consistent with those applied in the Company's December 31, 2023, audited annual consolidated financial statements. The accompanying unaudited condensed consolidated interim financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended December 31, 2023.

5. Critical Accounting Judgments and Key sources of estimation uncertainty

The preparation of the Company's consolidated financial statements in conformity with IFRS requires management to make estimates based on assumptions about future events that affect the reported amount of assets and liabilities and disclosures of contingent assets or liabilities at the date of the financial statements, and the reported amounts of income and expenses during the reported periods.

The estimates and associated assumptions are based upon historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results could differ from those estimates.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized prospectively in the period in which the estimate is revised.

Material areas that require estimates and assumptions as the basis for determining the reported amounts include, but are not limited to, the following:

Going concern. Management considers whether there exists any events or conditions that may cast doubt on the Company's ability to continue as a going concern. Considerations take into account all available information about the future including the availability of debt and equity financing as well as the Company's working capital balance and future cash commitments.

Functional currency. The functional currency of each of the Company's entities is measured using the currency of the primary economic environment in which that entity operates. The functional currency of all entities within the group is the U.S. dollar. Functional currency of each of the entities was determined based on the currency that mainly influences sales prices for goods and services, labor, material and other costs and the currency in which funds from financing activities are generated.

Impairment of assets. Management assesses each cash generating unit ("CGU") at each reporting period to determine whether any indication of impairment exists. In addition, management assesses a CGU for impairment if events or changes in circumstances indicate that the carrying value may not be recoverable. Where an indicator of impairment exists, a formal estimate of the recoverable amount is made which is considered to be the higher of the fair value less costs to sell and its value in use. These assessments require the use of estimates and assumptions such as future capital requirements and assessments of preliminary assay results. Fair value is determined as the amount that could be obtained from the sale of the asset in an arm's-length transaction between knowledgeable and willing parties.

(Expressed in United States Dollars)

5. Critical Accounting Judgments and Key Sources of Estimation Uncertainty (continued)

Fair value of derivative financial instruments (Warrants Liability). Management assesses the fair value of the Company's financial derivatives in accordance with the accounting policy stated in Note 4 to the consolidated audited financial statements. Fair values of warrants have been measured using the Black-Scholes model, taking into account the terms and conditions upon which the warrants are granted. These calculations require the use of estimates and assumptions. Changes in assumptions concerning volatilities, interest rates and expected life could have significant impact on the fair valuation attributed to the Company's financial derivatives. When these assumptions change or become known in the future, such differences will impact asset and liability carrying values in the period in which they change or become known.

Fair value of stock options and stock-based compensation. Management assesses the fair value of stock options granted in accordance with the accounting policy stated in Note 4 to the consolidated audited financial statements. The fair value of the options granted is measured using the Black-Scholes model, taking into account the terms and conditions upon which the options are granted. Changes in assumptions concerning volatilities, interest rates and expected life could have significant impact on the fair valuation attributed to the Company's stock options.

Mineral resources. The Company estimates its measured and indicated and inferred mineral resources for Castelo de Sonhos based upon information compiled by Qualified Persons, as defined in National Instrument 43-101. Information relative to geological data on the size, depth, grade and shape of the mineralized body requires complex geological and geo-statistical judgements to interpret data, which judgements themselves contain significant estimates and assumptions.

Changes in the measured and indicated and inferred mineral resources may impact the carrying value of mineral properties and deferred expenditures.

Provisions. Provisions recognized in the consolidated financial statements involve judgments on the occurrence of future events which could result in a material outlay for the Company. In determining whether an outlay will be material, the Company considers the expected future cash flows based on facts, historical experience and probabilities associated with such future events. Uncertainties exist with respect to estimates made by management and as a result, the actual expenditure may differ from amounts currently reported.

6. Cash and Cash Equivalents

Cash and cash equivalents include:

	Balance at September 30, 2024	Balance at December 31, 2023
Cash:		
Cash at bank	**$ 415,263**	$ 954,277
Investment accounts	**889,424**	2,811,796
Total	**$ 1,304,687**	$ 3,766,073

As at September 30, 2024 the investment accounts include Redeemable Short Term Investment Certificates with a total balance of $874,144 (December 31, 2023: $2,797,570) with an annual interest rate between 3.95% and 4.75% (December 31, 2023: between 4.75% and 5.00%) and maturity date of less than a year, and saving accounts with a total balance of $15,280 (December 31, 2023: $14,226).

7. Mineral Properties and Deferred Expenditures

Although the Company has taken steps to verify title to mineral properties in which it has an interest, these procedures cannot guarantee the Company's title to all of its properties. Such properties may be subject to prior mineral rights applications with priority, prior unregistered agreements or transfers or indigenous land claims, and title may be affected by undetected defects. Certain of the mineral rights held by the Company are held under applications for mineral rights or renewal of mineral rights and, until final approval of such applications is received, the Company's rights to such mineral rights may not materialize and

(Expressed in United States Dollars)

7. Mineral Properties and Deferred Expenditures (continued)

the exact boundaries of the Company's properties may be subject to adjustment. The Company does not maintain title insurance on its properties.

Castelo de Sonhos Property (Brazil)

On November 9, 2010, the Company entered into an agreement with a third-party vendor to acquire 100% of the mineral rights to the Castelo de Sonhos property in Brazil. Pursuant to this agreement and subsequent amendments (three such amendments were agreed to), between 2010 and 2016, the Company made monetary payments totaling $2,750,000 and issued the vendors a total of 2,000,000 common shares of the Company.

All agreed fixed price payments have been made. However, under the Second Amending Agreement, the Company agreed to pay the vendor $3,600,000 out of production from the property over and above its royalty. At its option, TriStar may pay to the vendor $1,500,000 on or prior to the making of a construction decision in lieu of the payment out of production.

Under the original agreement, the vendors had the right to receive a payment equal to $1.00 per ounce should a gold deposit with proven and probable reserves in excess of 1 million troy ounces be identified and the property owner will retain a 2% Net Smelter Return ("NSR") royalty, half of which can be purchased by TriStar (purchase right subsequently transferred to Royal Gold) at any time and which purchase amount will be calculated based on the proven and probable reserves identified by a feasibility study.

On August 2, 2019, the Company, through its subsidiary Mineracao Castelo de Sonhos Ltda., entered into a Royalty Agreement with RG Royalties, LLC ("RG"), a subsidiary of Royal Gold, Inc. Under the Royalty Agreement TriStar sold and granted to RG a newly created 1.5% NSR royalty on the CDS property for the purchase price of $7,250,000. Additionally, as part of the agreement, for a total consideration of $250,000 the Company has granted International Royalty Corporation ("IRC"), a wholly-owned subsidiary of RG, a total of 19,640,000 common share purchase warrants, each entitling IRC to purchase one common share of TriStar Gold Inc. at an exercise price of Can$0.25 per common share for a period of five years. All payments have been received pursuant to this agreement.

Mineral properties and deferred expenditures were as follows:

	Balance at December 31, 2023	**Additions**	**Balance at September 30, 2024**
Castelo de Sonhos Properties:			
Acquisition costs	**$ 3,303,945**	$ -	**$ 3,303,945**
Exploration costs	**29,352,233**	1,304,933	**30,657,166**
Total Deferred Expenditures	**32,656,178**	1,304,933	**33,961,111**
Sale of Royalty	**(6,138,410)**	-	**(6,138,410)**
Total Carrying Amount	**$ 26,517,768**	$ 1,304,933	**$ 27,822,701**

	Balance at December 31, 2022	Additions	Balance at September 30, 2023
Castelo de Sonhos Properties:			
Acquisition costs	$ 3,303,945	$ -	$ 3,303,945
Exploration costs	27,091,844	1,641,940	28,733,784
Total Deferred Expenditures	30,395,789	1,641,940	32,037,729
Sale of Royalty	(6,138,410)	-	(6,138,410)
Total Carrying Amount	$ 24,257,379	$ 1,641,940	$ 25,899,319

During the periods ended September 30, 2024 and 2023, the additions to exploration costs include the following:

(Expressed in United States Dollars)

7. Mineral Properties and Deferred Expenditures (continued)

	Three months ended		Nine months ended	
	September 30, 2024	September 30, 2023	**September 30, 2024**	September 30, 2023
Castelo de Sonhos Properties:				
Camp costs (Note 8)	**$ 88,012**	$ 114,680	**$ 252,462**	$ 374,282
Wages, salaries and benefits costs (Note 16)	**222,447**	234,055	**657,499**	700,353
Geological analysis costs	**7,252**	3,533	**11,945**	58,415
Licenses and permits costs	**44,602**	55,546	**140,895**	152,673
Engineering and economic costs	**66,848**	101,242	**200,146**	313,482
Other costs	**4,842**	11,304	**41,986**	42,735
Total Exploration Costs	**$ 434,003**	$ 520,360	**$ 1,304,933**	$ 1,641,940

8. Property and Equipment

During the nine-month period ended September 30, 2024, depreciation expenses in the amount of $3,709 were reported in Mineral properties and deferred expenditures (Note 7) under camp costs of the exploration cost of the Castelo de Sonhos project (September 30, 2023: $2,068).

Property and equipment were as follows:

	Balance at December 31, 2023	Additions	**Balance at September 30, 2024**
Cost:			
Furniture	**$ 2,464**	$ -	**$ 2,464**
Office equipment	**22,200**	-	**22,200**
Vehicles	**208,540**	-	**208,540**
Field equipment	**90,884**	577	**91,461**
Total costs	**324,088**	577	**324,665**
Accumulated Depreciation:			
Furniture	**(2,464)**	-	**(2,464)**
Office equipment	**(21,016)**	(930)	**(21,946)**
Vehicles	**(208,540)**	-	**(208,540)**
Field equipment	**(84,886)**	(3,500)	**(88,386)**
Total accumulated depreciation	**(316,906)**	(4,430)	**(321,336)**
Total net book value	**$ 7,182**	$ (3,853)	**$ 3,329**

	Balance at December 31, 2022	Additions	Disposals	Balance at September 30, 2023
Cost:				
Furniture	$ 2,464	$ -	$ -	$ 2,464
Office equipment	21,647	552	-	22,199
Vehicles	234,941	-	(26,401)	208,540
Field equipment	83,928	3,215	-	87,143
Total costs	342,980	3,767	(26,401)	320,346
Accumulated Depreciation:				
Furniture	(2,464)	-	-	(2,464)
Office equipment	(19,073)	(1,487)	-	(20,560)
Vehicles	(234,941)	-	26,401	(208,540)
Field equipment	(81,934)	(2,006)	-	(83,940)
Total accumulated depreciation	(338,412)	(3,493)	26,401	(315,504)
Total net book value	$ 4,568	$ 274	$ -	$ 4,842

9. Provisions

The provision represents the Company estimates of the taxes it may have to pay on a possible contingent liability for labor severance obligations in Brazil. The Company is uncertain about the amount or timing of any outflows of funds, if any were to occur.

The following table presents the changes in the Provision:

	Three months ended		Nine months ended	
	September 30, 2024	September 30, 2023	**September 30, 2024**	September 30, 2023
Balance at beginning of the period	**$ 199,125**	$ 244,099	**$ 219,837**	$ 227,887
Change in provision estimate	**8,875**	(35,765)	**(11,837)**	(19,553)
Balance at end of the period	**$ 208,000**	$ 208,334	**$ 208,000**	$ 208,334

Each reporting period the Company reviews estimated amounts and other assumptions used in the valuation of the provision to reflect events, changes in circumstances and new information available. Changes in these estimates and assumptions may have a corresponding impact on the value of the provision. The changes in the provision estimate are reported in general and administrative expenses (Note 14) and the foreign exchange effects, which accounted for the variation in the provision, are included in foreign exchange gains and losses.

During the period of three and nine months ended September 30, 2024, included in the change in the provision estimate are $4,095 and $25,012; respectively, from effect of exchange rates (September 30, 2023: $9,128 and $9,588; respectively).

10. Warrants Liability

Warrants have their exercise prices denominated in Canadian dollars which is not the Company’s functional currency and therefore the warrants have been accounted for as a non-hedged derivative financial liability. The derivative liability is recorded at the estimated fair value though profit and loss at each reporting date based upon a Black-Scholes Option Pricing Model. At initial recognition when warrants are issued with the issuance of shares the Company allocates their full fair value as a warranty liability at issuance with the residual value of proceeds raised from the shares issued recorded in common shares. Subsequent changes in the fair value of the warrant’s liability are recorded in the Condensed Consolidated Interim Statement of Comprehensive Loss for the period. These activities are non-cash transactions and are excluded from the Consolidated Statements of Cash Flows.

During the nine months ended September 30, 2024, a total of 24,284,000 (September 30, 2023: nil) share purchase warrants with a weighted average exercise price of Can$0.28 expired unexercised. The estimated fair value of the warrant liability at expiry date was nil.

During the three months ended September 30, 2023, under a non-brokered private placement announced on August 2, 2023, the Company issued 12,399,885 share purchase warrants exercisable to acquire 12,399,885 shares at Can$0.20 per share and a three year term to maturity. The estimated fair value of the warrant liability at issuance was $394,186.

(Expressed in United States Dollars)

10. Warrants Liability (continued)

The following is a summary of changes in warrants:

	Number of Warrants	**Weighted Average Exercise Price**	**Amount**
Balance at December 31, 2023	**44,539,885**	**Can$0.25**	**$ 361,164**
Warrants expired	(24,284,000)	Can$0.28	-
Warrants liability fair value change	-	-	754,389
Balance at September 30, 2024	**20,255,885**	**Can$0.22**	**$ 1,115,553**

	Number of Warrants	Weighted Average Exercise Price	Amount
Balance at December 31, 2022	32,140,000	Can$0.27	$ 690,753
Warrants issued	12,399,885	Can$0.20	394,186
Warrants liability fair value change	-	-	(460,011)
Balance at September 30, 2023	44,539,885	Can$0.25	$ 624,928

As at September 30, 2024, outstanding warrants are as follows:

Number of Warrants	**Weighted Average Exercise Price**	**Issuance Date**	**Expiry Date**
3,928,000	Can$0.25	November 30, 2019	November 30, 2024
3,928,000	Can$0.25	March 31, 2020	March 31, 2025
6,369,116	Can$0.20	August 30, 2023	August 30, 2026
6,030,769	Can$0.20	September 5, 2023	September 5, 2026
20,255,885			

At September 30, 2024 and 2023, the fair value of the Company's warrants was estimated using the Black-Scholes option-pricing model with the following assumptions:

	September 30, 2024	September 30, 2023
Expected dividend yield	**0%**	0%
Expected volatility	**96.40% - 103.21%**	81.99% - 94.22%
Risk-free interest rate	**2.94%**	4.68%
Expected life	**0.2 – 2 years**	0.5 – 2.9 years
Share Price	**Can$0.20**	Can$0.105

11. Share Capital and Capital Reserve

The Company's authorized share capital consists of an unlimited number of common shares without par value. At September 30, 2024, the Company had 279,928,441 common shares outstanding, and a total of 29,390,885 common shares were reserved for issuance upon exercise of options and warrants outstanding.

(Expressed in United States Dollars)

11. Share Capital and Capital Reserve (continued)

On September 5, 2023, the Company closed the final tranche of a non-brokered private placement consisting of 24,799,769 units at the price of Can$0.13 per unit for gross proceeds of $2,365,748. Each unit consists of one common share and one half of a common share purchase warrant. The fair value of warrants issued in the amount of $394,186 was recorded in warrants liability. The Company deducted the amount of the fair value of warrants from the net proceeds and recorded the remaining amount of $1,971,563 in Common Shares.

12. Stock Option Plan

The Company maintains a stock option plan ("the Plan") for directors, senior officers, employees and consultants of TriStar and its subsidiaries. Under the terms of the Plan, the options are exercisable over periods of up to ten years, and the exercise price of each option equals the closing market price of the Company's stock on the trading day immediately before the date of grant. Any consideration paid by the option holder on the exercise of options is credited to share capital and offset against amounts previously recorded in capital reserve.

The number of shares which may be issued pursuant to options previously granted and those granted under the Plan shall not exceed 18,800,000 at the time of the grant. The options granted under the Plan vest at determination of the Board. In addition, the number of shares which may be reserved for issuance to any one individual may not exceed 5% of the issued and outstanding shares on a yearly basis.

The Plan will terminate when all of the options have been granted or when the Plan is otherwise terminated by TriStar. Any options outstanding when the Plan is terminated will remain in effect until they are exercised or they expire.

The following is a summary of the changes in options outstanding and exercisable:

	Number of Options Outstanding	Number of Options Vested	Weighted Average Exercise Price of Options (in Can$)
Balance at December 31, 2023	**6,285,000**	**6,210,000**	**$0.19**
Options granted	3,250,000	3,325,000	$0.19
Options expired	(400,000)	(400,000)	$0.17
Balance at September 30, 2024	**9,135,000**	**9,135,000**	**$0.19**

	Number of Options Outstanding	Number of Options Vested	Weighted Average Exercise Price of Options (in Can$)
Balance at December 31, 2022	6,085,000	6,085,000	$0.19
Options granted	300,000	150,000	$0.16
Options expired	(100,000)	(100,000)	$0.28
Balance at September 30, 2023	6,285,000	6,135,000	$0.19

During the period ended September 30, 2024, a total of 3,250,000 stock options exercisable to acquire 3,250,000 shares at Can$0.195 per share until August 28, 2029, were granted to directors, employees, and consultants of the Company. The total estimated fair value at the grant date of $323,082 was recorded in capital reserve.

During the period ended September 30, 2024, a total of 400,000 stock options (September 30, 2023: 100,000) granted to a consultant with an exercise price of Can$0.17 (September 30, 2023: Can$0.28) expired unexercised.

During the period ended September 30, 2023, a total of 300,000 stock options exercisable to acquire 300,000 shares at Can$0.16 per share until February 14, 2028, were granted to an investor relation consultant. The options vested over a period of one year at a rate of 75,000 every 3 months starting May 15, 2023. The total estimated fair value at the grant date was $23,916. A total of 75,000 stock options vested during the period ended September 30, 2024. Their total estimated fair value at the grant date of $5,979 was recorded in capital reserve.

(Expressed in United States Dollars)

12. Stock Option Plan (continued)

The weighted average fair value at grant date of options granted during the period ended September 30, 2024, was Can$0.13 per option (September 30, 2023: Can$0.11).

The fair value of options granted during the periods ended September 30, 2024 and 2023, has been estimated as of the date of grant using the Black-Scholes option-pricing model with the following assumptions:

	Nine months ended September 30, 2024	Nine months ended September 30, 2023
Expected dividend yield	0%	0%
Expected volatility	90.01%	82.25%
Risk-free interest rate	3%	2.99%
Expected life	5 years	5 years
Share price	Can$0.195	Can$0.16
Weighted average fair value of options granted	Can$0.13	Can$0.11

During the three and nine month periods ended September 30, 2024 and 2023, the estimated forfeiture rates were nil.

Option pricing models require the input of subjective assumptions including the expected price volatility, the expected life and forfeiture rate. Changes in these assumptions can materially affect the estimated fair value of the stock options granted. The expected price volatility used was based on the historic volatility of the Company's share price.

The following table summarizes information about stock options outstanding at September 30, 2024:

Grant Date	Options Outstanding	Options Vested	Exercise Price	Proceeds upon exercise of options outstanding (in Can$)	Fair Value of Options Outstanding	Weighted Average Remaining Life in Years	Expiration Date
11/27/2019	2,210,000	2,210,000	Can$0.20	442,000	239,373	0.1	11/26/2024
10/27/2020	200,000	200,000	Can$0.28	56,000	27,364	1.1	10/27/2025
10/28/2020	200,000	200,000	Can$0.28	56,000	28,328	1.1	10/27/2025
12/18/2020	300,000	300,000	Can$0.245	73,500	35,345	1.2	12/17/2025
01/19/2021	300,000	300,000	Can$0.27	81,000	42,032	1.3	01/18/2026
02/08/2021	300,000	300,000	Can$0.25	75,000	39,753	1.3	02/07/2026
10/01/2022	300,000	300,000	Can$0.125	37,500	17,900	3.1	09/30/2027
12/01/2022	1,775,000	1,775,000	Can$0.145	257,375	128,242	3.4	11/30/2027
02/15/2023	300,000	300,000	Can$0.16	48,000	23,916	3.3	02/14/2028
08/29/2024	3,250,000	3,250,000	Can$0.195	633,750	323,082	4.9	08/28/2029
	9,135,000	**9,135,000**		**$ 1,760,125**	**$ 905,335**	**2.8**	

13. Stock-based Compensation

During the nine-month period ended September 30, 2024, stock-based compensation expenses in the amount of $329,061 related to options granted to directors, employees, and consultants vested and were included in the consulting expense account (Note 14) reported in the Condensed Consolidated Interim Statements of Comprehensive Loss (September 30, 2023: $11,958). These amounts have been recorded as capital reserve (Note 11) in the Condensed Consolidated Interim Statements of Financial Position.

(Expressed in United States Dollars)

14. General and Administrative Expenses

General and administrative expenses consist of the following:

	Three months ended		Nine months ended	
	September 30, 2024	September 30, 2023	**September 30, 2024**	September 30, 2023
Consulting and professional fees (Notes 13 and Note 16)	**$ 254,834**	$ 61,266	**$ 368,085**	$ 175,903
Change in provisions (Note 9)	**4,780**	(26,637)	**13,174**	(29,141)
Depreciation (Note 8)	**155**	424	**723**	1,424
Insurance	**2,867**	3,627	**8,584**	9,363
Office	**10,188**	17,777	**32,151**	46,359
Rent	**6,906**	6,576	**20,718**	19,728
Salaries and benefits (Note 16)	**314,789**	187,382	**714,108**	580,664
Shareholder relations	**49,740**	68,863	**177,279**	243,525
Travel and meals	**4,231**	16,939	**49,345**	52,812
Total	**$ 648,490**	$ 336,217	**$ 1,384,167**	$ 1,100,637

15. Basic and Diluted Loss per Share

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

	Three months ended		Nine months ended	
	September 30, 2024	September 30, 2023	**September 30, 2024**	September 30, 2023
Numerator:				
Numerator for basic and diluted loss per share: Net loss for the period	**$ (171,076)**	$ (31,969)	**$ (2,176,466)**	$ (601,647)
Denominator:				
Initial balance of issued common shares	**279,928,441**	255,128,672	**279,928,441**	255,128,672
Effect of shares issued on financing	**-**	7,569,822	**-**	2,551,002
Denominator for basic and diluted loss per share: Basic and diluted weighted average number of commons shares	**279,928,441**	262,698,494	**279,928,441**	257,679,674
Basic and diluted loss per share	**$ (0.00)**	$ (0.00)	**$ (0.00)**	$ (0.00)

During the three and nine month periods ended September 30, 2024 and 2023, share purchase warrants and stock options out of the money were excluded from the computation of diluted loss per share as their inclusion would be antidilutive.

During the three and six month periods ended September 30, 2024 and 2023, stock options in the money were excluded from the computation of diluted loss per share as their inclusion would be antidilutive.

(Expressed in United States Dollars)

16. Related Party Transactions

Key management personnel compensation comprised:

	Three months ended		Nine months ended	
	September 30, 2024	September 30, 2023	**September 30, 2024**	September 30, 2023
Short term employee salaries and benefits (Note 14)	**$ 148,573**	$ 146,079	**$ 444,750**	$ 445,861
Consulting fees (Note 7 and Note 14)	**143,478**	141,261	**426,492**	423,319
Director fees	**27,000**	27,000	**81,000**	81,000
Stock-based compensation (Note 12, Note 13 and Note 14)	**278,348**	-	**278,348**	-
	$ 597,399	$ 314,340	**$ 1,230,590**	$ 950,180

For the period ended September 30, 2024, consulting fees, paid to officers for advisory service, in the amount of $393,498 (September 30, 2023: $389,875) were reported in Mineral properties and deferred expenditures (Note 7) under exploration cost of the Castelo de Sonhos project, and the amount of $32,994 (September 30, 2023: $33,444) was recorded in the consulting fees account (Note 14) in the Condensed Consolidated Interim Statements of Comprehensive Loss.

As of September 30, 2024, the total number of outstanding options held by directors and officers of the Company was 7,650,000 (September 30, 2023: 4,850,000).

During the nine month period ended September 30, 2024, the Company paid legal fees in the amounts of $25,918 to a company where one director has ownership interests (September 30, 2023: $23,830). These amounts were recorded in professional fees (Note 14) in the Condensed Consolidated Statement of Comprehensive Loss.

During the three months ended September 30, 2023, directors participated for a total of 846,231 units in the non-brokered private placement tranche closed on August 30, 2023 (September 30, 2024: nil).

Related party transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties and the Board of Directors.

17. Commitments and Contingencies

The Company leases offices in United States with an expiration date December 2024, for an estimated cost of $2,200 per month and is cancellable within three months’ notice.

The Company has various property access agreements related to its projects at an estimated cost of approximately $1,700 per month.

There are no material pending legal proceedings to which the Company or any of its subsidiaries is a party or to which any of their property is subject.

18. Segmented Information

Segments are defined as material components of an enterprise about which separate financial information is available and deemed relevant in managing the business. All of the Company's operations are within the mineral exploration sector. The Company's exploration operations are centralized whereby the Company's head office is responsible for the exploration results and for providing support in addressing local and regional issues. The Company's mineral properties are located in Brazil.

Information relating to each of the Company’s reportable segments is presented as follows:

(Expressed in United States Dollars)

18. Segmented Information (continued)

	September 30, 2024	September 30, 2023
Assets:		
Corporate Office	**$ 1,384,423**	$ 4,667,280
Mineral Exploration	**27,841,878**	26,070,979
Total assets	**$ 29,226,301**	$ 30,738,259

	September 30, 2024	September 30, 2023
Liabilities:		
Corporate Office	**$ 1,158,937**	$ 683,495
Mineral Exploration	**380,198**	420,361
Total liabilities	**$ 1,539,135**	$ 1,103,856

	Three months ended		Nine months ended	
	September 30, 2024	September 30, 2023	**September 30, 2024**	September 30, 2023
Net loss				
Corporate Office	**$ (141,068)**	$ (41,518)	**$ (2,098,307)**	$ (499,242)
Mineral Exploration	**(30,008)**	9,549	**(78,159)**	(102,405)
Total	**$ (171,076)**	$ (31,969)	**$ (2,176,466)**	$ (601,647)

Geographical information related to non-current assets is presented as follows:

	Brazil	Total
As at September 30, 2024		
Mineral properties and deferred expenditures (Note 7)	$ 27,822,701	$ 27,822,701
Property and equipment (Note 8)	3,329	3,329
Total non-current assets	**$ 27,826,030**	**$ 27,826,030**

	United States	Brazil	Total
As at September 30, 2023			
Mineral properties and deferred expenditures (Note 7)	$ -	$ 25,899,319	$ 25,899,319
Property and equipment (Note 8)	1,109	3,733	4,842
Total non-current assets	$ 1,109	$ 25,903,052	$ 25,904,161

19. Capital Management and Liquidity

The Company considers its cash and cash equivalents, common shares, stock options and warrants as capital. The Company's objective in managing capital is to maintain adequate levels of funding to support exploration of its mineral property interests, maintain corporate and administrative functions necessary to support organizational management oversight, and obtain funding sufficient for advancing the Company's investments.

The Company manages its capital structure in a manner that intends to provide sufficient funding for operational activities. Funds are primarily secured through equity capital obtained in private placements. There can be no assurances that the Company will be able to continue raising capital in this manner.

19. Capital Management and Liquidity (continued)

In order to facilitate management of its capital requirements, the Company prepares expenditure budgets that are updated as necessary with actual spending compared to budget on a monthly basis. The Company's investment policy, in general, is to invest short-term excess cash in highly liquid short-term interest-bearing investments with maturities of less than one year or that may be liquidated with no reduction in principal. This is to ensure working capital is available to meet the Company's short-term obligations while maximizing liquidity and preserving its invested balances.

20. Financial Instruments and Management of Financial Risk

The Company is exposed to potential loss from various risks including currency risk, interest rate risk, liquidity risk, market risk and commodity price risk.

Market Risks

The significant market risks to which the Company is exposed include commodity price risk and interest rate risk.

Credit Risk

Financial instruments that potentially subject the Company to credit risk consist of cash and cash equivalents, and accounts receivable. The Company invests any excess capital in short-term, highly liquid and highly-rated financial instruments such as cash and short-term guaranteed deposits, all held with Canadian and USA based financial institutions.

Liquidity Risk

The Company manages liquidity risk by maintaining sufficient cash and cash equivalents balances. Liquidity requirements are managed based on expected cash flow to ensure there is sufficient capital to meet short-term obligations. The Company estimates that its contractual obligations pertaining to accounts payable and accrued liabilities should be satisfied within one year.

Commodity Price Risk

The Company's ability to raise capital to fund exploration or development activities is subject to risk associated with fluctuations in the market price of gold. The Company does not have any sales revenue and accordingly no hedging or other commodity-based risks impact its operations.

Market prices for gold historically have fluctuated widely and are affected by numerous factors outside of the Company's control, including, but not limited to, levels of worldwide production, short-term changes in supply and demand, industrial and retail demand, central bank lending, and forward sales by producers and speculators. The Company has elected not to actively manage its commodity price risk.

Currency risk

The Company operates in USA, Canada, and Brazil. As a result, the Company has foreign currency exposure with respect to items not denominated in U.S. dollars. The three main types of foreign exchange risk of the Company can be categorized as follows:

Transaction exposure

The Company operates and incurs costs in different currencies. This creates exposure at the operational level, which may affect the Company's profitability as exchange rates fluctuate. The Company has not hedged its exposure to currency fluctuations.

(Expressed in United States Dollars)

20. Financial Instruments and Management of Financial Risk (continued)

Currency Risk (continued)

Exposure to currency risk

The Company is exposed to currency risk through the following assets and liabilities denominated in currencies other than the U.S. dollar: cash and cash equivalents, accounts receivables, prepaid expenses, accounts payables and other liabilities, provisions and warrants liability. The currencies of the Company's financial instruments and other foreign currency denominated liabilities, based on notional amounts, were as follows:

	September 30, 2024		December 31, 2023	
	Canadian dollar	**Brazilian Real**	Canadian dollar	Brazilian Real
Cash and cash equivalents	$ 1,139,932	$ 14,206	$ 2,841,818	$ 10,933
Accounts receivable	18,271	1,076	39,286	8,369
Prepaid expenses	72,095	568	78,404	8,378
Accounts payable and accrued liabilities	(37,894)	(172,199)	(45,726)	(204,996)
Provisions	-	(208,000)	-	(219,837)
Warrants liability	(1,115,553)	-	(361,164)	-
Net balance sheet exposure	**$ 76,851**	**$ (364,349)**	$ 2,552,618	$ (397,153)

Translation exposure

A strengthening of the U.S. dollar by 10% against the Canadian dollar and the Brazilian Real at September 30, 2024, with all other variables held constant would have increased the Company's before tax net loss by approximately $87,000 (September 30, 2023: $426,000) as a result of a change in value of the financial assets and liabilities denominated in those currencies.

Interest Rate Risk

Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

In respect of financial assets, the Company's policy is to invest cash at variable rates of interest in cash equivalents, in order to maintain liquidity, while preserving capital. The Company is exposed to interest rate risk on its short-term investments which were included in cash and cash equivalents at September 30, 2024. The short-term investment interest earned is based on prevailing one day to one year market savings interest rates which may fluctuate. Based on amounts as at September 30, 2024, a one percent change in the interest rate would change interest income by approximately $12,600 (September 30, 2023: $23,000). The Company has not entered into any derivative contracts to manage this risk.

21. Fair Value Measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Fair values are determined directly by reference to published price quotations in an active market, when available, or by using a valuation technique that uses inputs observed from relevant markets.

The fair value hierarchy categorizes into three levels the inputs to valuation techniques used to measure fair value.

(Expressed in United States Dollars)

21. Fair Value Measurements (continued)

- Level 1 inputs are unadjusted quoted prices in active markets for identical, unrestricted assets or liabilities that the entity can access at the measurement date.
- Level 2 inputs are quoted prices in markets that are not active, quoted prices for similar assets or liabilities in active markets, inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly (for example, interest rate and yield curves observable at commonly quoted interval and volatility measurements used to value option contracts), or inputs that are derived principally from or corroborated by observable market data or other means.
- Level 3 inputs are prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (i.e., supported by little or no market activity).

The fair value hierarchy gives the highest priority to Level 1 inputs and the lowest priority to Level 3 inputs.

As at September 30, 2024, the Company's assets and liabilities measured at fair value on a recurring basis were as follows:

	Level 1	Level 2	Level 3
Liabilities			
Warrants liability (Note 10)	$ -	$ 1,115,553	$ -
	$ -	**$ 1,115,553**	**$ -**

The following table provides the carrying value and the fair value of financial instruments at September 30, 2024:

	Carrying Amount	Fair Value
Financial assets		
Cash and cash equivalents (Note 6)	**$ 1,304,687**	**$ 1,304,687**
Accounts receivable	**19,347**	**19,347**
	$ 1,324,034	**$ 1,324,034**
Financial liabilities		
Accounts payable and accrued liabilities	**$ 215,582**	**$ 215,582**
Derivative instruments		
Warrants liability (Note 10)	**$ 1,115,553**	**$ 1,115,553**

22. Subsequent events

On November 26, 2024, a total of 2,210,000 stock options with an exercise price of Can$0.20 expired unexercised.