GMV MINERALS INC.
Consolidated Financial Statements
For the Nine Months Ended March 31, 2023 and 2022
(Expressed in Canadian dollars)

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The financial statements and all information in the quarterly report are the responsibility of the Board of Directors and management. These financial statements have been prepared by management in accordance with International Financial Reporting Standards. Management maintains the necessary systems of internal controls, policies and procedures to provide assurance that assets are safeguarded and that the financial records are reliable and form a proper basis for the preparation of financial statements.

The Board of Directors ensures that management fulfills its responsibilities for financial reporting and internal control through an Audit Committee. This committee, which reports to the Board of Directors, meets with the independent auditors and reviews the financial statements.

The condensed consolidated interim financial statements for the nine months ended March 31, 2023 and 2022 are unaudited and prepared by Management.

The Company's independent auditor has not performed a review of these condensed consolidated interim financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

"Ian Klassen" (signed)
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Ian Klassen
President, CEO and Director

"Michele Pillon" (signed)
..................……………………......

Michele Pillon
Chief Financial Officer

Vancouver, British Columbia
May 29, 2023

GMV MINERALS INC.
Condensed Consolidated Interim Statements of Financial Position
As at March 31, 2023 and June 30, 2022
(Expressed in Canadian Dollars)

	March 31, 2023	June 30, 2022
	$	$
Assets		
Current		
Cash and cash equivalents	**150,699**	411,923
Amounts receivable	**4,495**	4,131
Prepaid expenses (Note 6)	**-**	6,804
	155,194	422,858
Reclamation Deposits (Note 3)	**61,474**	61,474
Resource Property Interests (Note 4)	**6,648,319**	6,564,251
	6,864,987	7,048,583
Liabilities		
Current		
Accounts payable and accrued liabilities	**209,511**	102,623
Equity		
Capital Stock (Note 5)	**27,456,110**	27,456,110
Contributed Surplus	**4,924,997**	4,924,997
Accumulated Other Comprehensive Income foreign currency translation adjustment	**116,711**	116,711
Deficit	**(25,842,342)**	(25,551,858)
	6,655,476	6,945,960
	6,864,987	7,048,583

Nature of Operations and Going Concern (Note 1)
Commitments (Note 7)

Approved by the Board:

"Ian Klassen" Director
Ian Klassen

"Alistair MacLennan" Director
Alistair MacLennan

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

GMV MINERALS INC.
Consolidated Statements of Comprehensive Loss
For the Nine Months Ended March 31, 2023 and 2022
(Expressed in Canadian Dollars)

		Three Months ended March 31,			Nine Months Ended March 31,	
		2023	2022		**2023**	2022
Administrative expenses						
Management	**$**	**46,500**	53,500	**$**	**139,500**	188,500
Legal and accounting		**23,757**	40,073		**85,807**	101,005
Shareholder & investor relations		**7,569**	546		**19,905**	57,024
Rent		**4,500**	4,500		**13,500**	13,500
Travel and entertainment		**375**	296		**7,312**	3,014
Consulting fees		**700**	-		**6,278**	-
Office and miscellaneous		**4,321**	2,534		**8,575**	11,921
Regulatory and transfer agent fees		**7,509**	7,205		**11,315**	11,537
Loss before Other Items		**(95,231)**	(108,654)		**(292,192)**	(386,501)
Other Income (Expenses)						
Foreign exchange gain (loss)		**-**	(733)		**90**	(377)
Interest and other		**715**	25		**1,618**	1,060
		715	(708)		**1,708**	683
Comprehensive Loss for the Period	**$**	**(94,516)**	(109,362)	**$**	**(290,484)**	(385,818)
Loss per share, basic and diluted	**$**	**(0.00)**	(0.00)	**$**	**(0.00)**	(0.00)
Weighted average number of common shares outstanding		**75,345,165**	70,845,165		**75,345,165**	70,529,996

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

GMV MINERALS INC.
Consolidated Statements of Changes in Equity
For the Nine Months Ended March 31, 2023 and 2022
(Expressed in Canadian Dollars)

	Issued Capital Shares	Issued Capital Amount $	Contributed Surplus $	Deficit $	Foreign Currency Translation Adjustment $	Equity $
Balance, July 1, 2021	**69,829,540**	**26,932,510**	**4,834,997**	**(25,066,730)**	**204,400**	**6,905,177**
Shares issued for warrant exercises	990,625	158,500	-	-	-	158,500
Shares issued for option exercises	25,000	7,500	-	-	-	7,500
Net loss	-	-	-	(385,818)	-	(385,818)
Other comprehensive loss	-	-	-		42,351	42,351
Balance, March 31, 2022	**70,845,165**	**27,098,510**	**4,834,997**	**(25,452,548)**	**246,751**	**6,727,710**
Balance, July 1, 2022	**75,345,165**	**27,456,110**	**4,924,997**	**(25,551,858)**	**116,711**	**6,945,960**
Net loss	-	-	-	(290,484)	-	(290,484)
Balance, March 31, 2023	**75,345,165**	**27,456,110**	**4,924,997**	**(25,842,342)**	**116,711**	**6,655,476**

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

GMV MINERALS INC.
Consolidated Statements of Cash Flows
For the Nine Months Ended March 31, 2023 and 2022
(Expressed in Canadian Dollars)

Cash provided by (used for)		For the Three Months ended March 31, 2023	2022		For the Nine Months Ended March 31, 2023	2022
Operating activities						
Loss for the period	$	**(94,516)**	(109,362)	$	**(290,484)**	(385,818)
Net change in non-cash working capital:						
Accounts receivable		**8,695**	10,533		**(364)**	(1,994)
Prepaid expenses		**-**	20,374		**6,804**	62,034
Accounts payable and accrued liabilities		**66,642**	(14,713)		**106,888**	(19,894)
		(19,179)	(93,168)		**(177,156)**	(345,672)
Investing activities						
Exploration and evaluation asset costs		**(31,378)**	(81,248)		**(84,068)**	(1,045,214)
Financing activities						
Proceeds from exercise of warrants		**-**	-		**-**	158,500
Proceeds from exercise of options		**-**	-		**-**	7,500
		-	-		**-**	166,000
Change in cash during the period		**(50,557)**	(174,716)		**(261,224)**	(1,224,886)
Foreign exchange effect on cash		**-**	42,351		**-**	42,351
Cash and cash equivalents, beginning of period		**201,256**	190,391		**411,923**	1,240,861
Cash and cash equivalents, end of period	$	**150,699**	58,326	$	**150,699**	58,326

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

1. NATURE OF OPERATIONS AND GOING CONCERN

GMV Minerals Inc. (the "Company" or "GMV") was incorporated on May 18, 2006 under the Business Corporations Act of British Columbia. The Company's shares are listed for trading on the TSX Venture Exchange under the symbol GMV.

The address of the Company's corporate office and principal place of business is #280 – 1090 West Georgia Street, Vancouver, British Columbia, V6E 3V7.

The Company is in the exploration stage and its principal business activity is the sourcing and exploration of mineral properties.

The Company is in the process of exploring its principal mineral properties in SE Arizona and has not yet determined whether the properties contain ore reserves that are economically recoverable. The recoverability of amounts shown for mineral properties and related deferred exploration costs is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain necessary financing to complete the development and upon future profitable production or proceeds from the disposition thereof.

The Company incurred a net loss of $290,484 (2022: $385,818) for the nine months ended March 31, 2023 and has an accumulated deficit of $25,842,342 (June 30, 2022 - $25,551,858), which has been funded primarily by the issuance of equity. The Company's ability to continue as a going concern is uncertain and is dependent upon the generation of profits from mineral properties, obtaining additional financing or maintaining continued support from its shareholders and creditors. While the Company has been successful in obtaining financing in the past, there is no assurance that such financing will continue to be available or be available on favourable terms in the future. An inability to raise additional financing may impact the future assessment of the Company as a going concern. In the event that additional financial support is not received or operating profits are not generated, the carrying values of the Company's assets may be adversely affected. These factors indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

These consolidated financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in the accompanying consolidated financial statements. In assessing the appropriateness of the going concern assumption management is required to consider all available information about the future, which is at least, but not limited to, 12 months from the consolidated statement of financial position date. Management has carried out an assessment of the going concern assumption and has concluded that it is appropriate that the consolidated financial statements are prepared on a going concern basis. Accordingly, these consolidated financial statements do not reflect any adjustments to the carrying value of assets and liabilities, or the impact on the consolidated statement of comprehensive loss and consolidated statement of financial position classifications that would be necessary were the going concern assumption not appropriate.

In March 2020, the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. The Company's operations have not been drastically impacted by the pandemic. Management of the Company continues to monitor the situation and is following the protocols and rules set in place by the provincial and federal governments.

2. BASIS OF PREPARATION

These condensed consolidated interim financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. As a result, certain disclosures included in the annual financial statements prepared in accordance with IFRS have been condensed or omitted. Accordingly, these condensed consolidated interim financial statements should be read in conjunction with the Company's audited consolidated annual financial statements for the year ended June 30, 2022. In preparation of these condensed consolidated interim financial statements, the Company has consistently applied the same accounting policies as disclosed in Note 2 to the audited consolidated annual financial statements for the year ended June 30, 2022.

These consolidated interim financial statements include the accounts of the Company and its wholly owned subsidiaries, GMV Guyana Resources Inc. ("GMV Guyana") and GMV Minerals (Nevada) LLC ("GMV Nevada"). GMV Nevada was incorporated on May 30, 2014 under the laws of the State of Nevada. All material inter-company balances and transactions have been eliminated upon consolidation. During the nine months ended March 31, 2023 and 2022, GMV Guyana was inactive.

These unaudited condensed consolidated interim financial statements were approved by the Board of Directors on May 29, 2023.

3. RECLAMATION DEPOSITS

As at March 31, 2023, the Company had $19,329 (US$15,000) (2021 - $18,591 (US$15,000)) in trust as a reclamation security deposit with the Arizona State Land Department and $42,145 (US$32,706) (2021 - $40,536 (US$32,706)) with the Bureau of Land Management Arizona for its exploration and evaluation assets on the Mexican Hat property in Arizona, US.

(Expressed in Canadian Dollars)

4. RESOURCE PROPERTY INTERESTS

	June 30, 2022	Additions	March 31, 2023
Mexican Hat Property	$	$	$
Acquisition cost additions:			
Cash	265,010	24,534	**289,544**
Warrants issued	16,797	-	**16,797**
	281,807	24,534	**306,341**
Exploration costs incurred:			
Assaying	571,013	-	**571,013**
Claim maintenance fees	191,064	13,008	**204,072**
Consulting	969,885	16,819	**986,704**
Drilling	2,804,250	-	**2,804,250**
Field expenses	168,550	7,000	**175,550**
Food and lodging	132,500	9,706	**142,206**
Freight	35,608	-	**35,608**
Geological consulting	657,522	-	**657,522**
Legal fees	452,387	13,001	**465,338**
Mapping	7,428	-	**7,428**
Share-based payments	135,890	-	**135,890**
Site personnel	124,189	-	**124,189**
Travel	76,105	-	**76,105**
Trenching	4,711	-	**4,711**
Vehicle rental	13,750	-	**13,750**
Effect of movements in exchange rates	(62,408)	-	**(62,408)**
	6,282,444	59,534	**6,341,978**
Total	6,564,251	84,068	**6,648,319**

Mexican Hat Property

On May 14, 2014, the Company entered into a binding agreement with Norman A. Pearson to secure a 100% interest in a mining lease originally dated December 14, 2002. The Company has the exclusive right and privilege to explore and mine for certain material and the right to use the surface of the property as may be required for all purposes related to the prospecting, exploration, development and production of minerals from the property. The property consists of 40 unpatented lode mining claims situated in Cochise County, Arizona, USA. The lease remains in effect for the period that the claims are maintained in good standing.

The Company made the following payments to acquire the 100% interest in the mining lease:

(a) Cash payment of $40,000 (paid).
(b) 50,000 common share purchase warrants at an exercise price of $0.50 for a period of 24 months from the date of the agreement (issued).
(c) 50,000 common share purchase warrants at an exercise price of $1.00 for a period of 24 months from the date of the agreement (issued).

On April 27, 2015, the Company acquired 2 claims adjacent to the existing Mexican Hat Property. The mining property lease agreement was fully assigned to the Company. On November 13, 2015, the Company acquired an additional 2 claims adjacent to the existing Mexican Hat Property.

In March 2017, the Company acquired a 100% interest in six new exploration permits at the Arizona State Land Department (ASLD). These permits further extend the north and northwest boundaries of its Mexican Hat gold exploration project located in S.E. Arizona. The Company's land position is approximately 2,693 acres.

(Expressed in Canadian Dollars)

5. SHARE CAPITAL

(a) **Authorized -** Unlimited common shares, without par value

(b) **Issued and Outstanding** – **75,345,165** (See Consolidated Statements of Changes in Equity)

On June 23, 2022, the Company closed a non-brokered private placement with the issuance of 4,500,000 units at a price of $0.10 per unit for gross proceeds of $450,000. Each unit consisted of one common share and one share purchase warrant. Each warrant entitles the unit holder to purchase one common share at a price of $0.16 per share at any time within 24 months of the closing. In conjunction with this non-brokered placement, the Company paid $2,400 in cash and issued 24,000 warrants for finder's fees. The Company estimated the fair value of warrants to be $90,000.

During the year ended June 30, 2022, the Company issued 990,625 shares for the exercise of warrants priced at $0.16 for gross proceeds of $158,500 and 25,000 shares for the exercise of options priced at $0.30 for gross proceeds of $7,500.

During the year ended June 30, 2021, the Company issued 11,351,250 shares for the exercise of warrants priced at $0.15 and $0.16 for gross proceeds of $1,736,550 and issued 840,000 shares for the exercise of options at various prices for gross proceeds of $109,000.

(c) **Warrants**

The following table summarizes the continuity of the Company's warrants.

	Number of warrants	Weighted-Average Exercise Price
Balance, June 30, 2021	4,120,542	$0.22
Exercised	(990,625)	0.16
Expired	(1,593,750)	0.16
Balance, March 31, 2022	1,536,167	0.28
Granted	4,500,000	0.16
Granted	24,000	0.16
Balance, June 30, 2022	**6,060,167**	**0.20**
Expired	(729,167)	0.35
Balance, March 31, 2023	**5,331,000**	**$0.18**

Additional information regarding warrants outstanding as at March 31, 2023 is as follows:

Exercise Price	Number of Warrants	Expiry Date
$0.30	300,000	May 25, 2023
$0.30	507,000	April 23, 2023
$0.16	4,500,000	June 24, 2024
$0.16	24,000	June 24, 2024
	5,331,000	

(Expressed in Canadian Dollars)

5. SHARE CAPITAL (Continued)

(d) Stock Options

The Company has adopted an incentive stock option plan for granting options to directors, employees and consultants, under which the total outstanding options are limited to 10% of the issued outstanding common shares of the Company. The exercise prices shall be determined by the board, but shall, in no event, be less than the closing market price of the Company's shares on the grant date, less the maximum discount permitted under the TSX Venture Exchange's policies. Options granted may not exceed a term of five years. All options vest upon grant unless otherwise specified by the Board of Directors.

The following table summarizes the continuity of the Company's stock options. All of these options vested upon grant.

	Number of Options	Weighted-Average Exercise Price
Balance, June 30, 2021	5,405,000	$0.29
Exercised	(25,000)	0.30
Expired	(650,000)	0.30
Expired	(805,000)	0.60
Expired	(300,000)	0.25
Balance, March 31, 2022	**3,625,000**	**0.35**
Balance, June 30, 2022	**3,625,000**	**0.22**
Balance, March 31, 2023	**3,625,000**	**$0.22**

As at March 31, 2023, the weighted average remaining contractual life of the options was 2.36 years (2021 – 2.53 years). Additional information regarding options outstanding and exercisable as at March 31, 2023 is as follows:

Exercise Price $	Number of Shares	Expiry Date
0.15	500,000	June 3, 2024
0.15	1,350,000	April 21, 2025
0.30	1,475,000	November 9, 2025
0.25	300,000	February 8, 2026
	3,625,000	

6. RELATED PARTY TRANSACTIONS AND BALANCES

Included in accounts payable and accrued liabilities is $192,325 (2022 - $Nil) accrued for management and accounting fees owing to directors and officers of the Company. In order to preserve the Company's cash balance, management is not drawing a salary at this time. During the nine months ended March 31, 2023 and 2022, the Company had the following related party transactions and balances:

(a) The Company paid and/or accrued $85,500 (2022 - $134,500) in management fees to a company controlled by an officer of the Company.

(b) The Company accrued $54,000 (2022 - $54,000) in management fees to a company controlled by a director of the Company.

(c) The Company accrued $49,500 (2022 - $58,500) to a company controlled by an officer of the Company for accounting fees.

(Expressed in Canadian Dollars)

(d) The Company paid $13,500 (2022 - $13,500) to a company controlled by an officer of the Company for rent.

The Company has identified its directors and senior officers as its key management personnel. No post-employment benefits, other long-terms benefits and termination benefits were made during the nine months ended March 31, 2023 and 2022. Short-term key management compensation consists of the following for the period ended March 31, 2023 and 2022:

	2023	2022
Management fees	**$ 139,500**	$ 188,500
Accounting fees	**49,500**	58,500
	$ 189,000	$ 247,000

7. COMMITMENTS

The Company has agreements with certain members of senior management. In the event that there is a change of control as defined by the agreements, the Corporation is committed to pay severance payments of salary which amounts to $252,000 (2022 - $354,000).

8. MANAGEMENT OF CAPITAL

The Company defines capital as all components of Equity. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company is not subject to any externally imposed capital requirements.

The exploration and evaluation assets in which the Company currently has an interest are in the exploration stage; as such the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

9. RISK AND FINANCIAL INSTRUMENTS

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

The Company’s consolidated financial instruments consist of cash and cash equivalents, amount due from related party, and accounts payable. As at March 31, 2023, the Company classifies its cash and term deposit as fair value through profit and loss, amount due from related party as amortized cost, and its accounts payable as amortized cost. The fair values of these financial instruments approximate their carrying values because of their current nature.

The Company classifies the fair value of these financial instruments according to the following hierarchy based on the amount of observable inputs used to value the instrument:

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and volume to provide pricing information on an ongoing basis. Cash and cash equivalents are classified under Level 1.

Level 2 – Fair value measurements are those derived from inputs other than quoted prices that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (derived from prices). The Company does not have any financial instruments classified under Level 2.

Level 3 – Valuations in the level are those with inputs for the asset or liability that are not based on observable market data. The Company does not have any financial instruments classified under Level 3.

(a) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Financial instruments which are potentially subject to credit risk for the Company consist primarily of cash and cash equivalents. The carrying amount of financial assets represents the maximum credit exposure. The Company has gross credit exposure at March 31, 2023 relating to cash and cash equivalents of $150,699. The cash and cash equivalents are held at a Canadian chartered bank and the Company considers the credit risk to be minimal.

(b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations as they come due. The Company's ability to continue as a going concern is dependent on management's ability to raise the required capital through future equity or debt issuances but there can be no assurance that such financing will be available on a timely basis under terms acceptable to the Company. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. As at March 31, 2023, the Company has cash and cash equivalents balance of $150,699 to settle its short-term liabilities of $209,511.

(c) Interest Rate Risk

The Company has cash balances and term deposits with interest based on the prime rate. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institution. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks.

(d) Foreign Currency Risk

The Company is exposed to foreign currency risk on fluctuations related to cash, accounts payable, and commitments that are denominated in a foreign currency. As at March 31, 2023, a 10% fluctuation in the foreign exchange rate of the United States dollar against the Canadian dollar would affect the Company's cash, account payable, and commitments by approximately $2,000.

(e) Commodity Price Risk

The Company's ability to raise capital to fund exploration or development activities is subject to risks associated with fluctuations in the market price of lithium. The Company closely monitors commodity prices to determine the appropriate course of actions to be taken.

During the nine-month period ended March 31, 2023, there were no transfers between level 1, level 2 and level 3 classified assets and liabilities.

(f) Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as market prices, foreign exchange rates and interest rates. In management's opinion, the Company is not exposed to significant market risk.

10. SEGMENTED DISCLOSURE

The Company has one operating segment: mineral exploration. The Company operates in one geographical segment, the United States of America ("USA"). Corporate administrative activities are conducted in Canada. All non-current assets of the Company are located in the USA, as disclosed in Notes 3 and 4.

11. SUBSEQUENT EVENTS

On April 23, 2023, 507,000 warrants priced at $0.35 per warrant expired unexercised and on May 25, 2023, 300,000 warrants priced at $0.30 per warrant expired unexercised.

On April 24, 2023, the Company announced that, subject to TSX Venture Exchange approval, it has granted incentive stock options to various directors, employees, advisors, and consultants to purchase up to 2,050,000 common shares exercisable for a period of five years at a price of $0.20 per share.

On May 16, 2023, the Company announced that it has entered into an option agreement dated May 15, 2023, with Western Property Holdings, LLC for the exclusive option to acquire the Daisy Creek Property located in Lander County in north central Nevada and consists of 82 lode mining claims comprising 1,694.12 acres which are located near several operating gold mines and access to power, water, and paved highways are nearby.

As per the terms of the Agreement, GMV Minerals is to pay a total of US$350,000 in cash ($50,000 of which has been paid), issue a total of 6,500,000 common shares, and expend $1.25 million in exploration and development expenditures over a period of three years. As additional consideration, upon exercise of the Option the Company will grant to the Optionor a 3.0% net smelter returns royalty (the "**NSR**") payable upon commencement of commercial production, and the Company may reduce the NSR by one-third (to a 2.0% NSR) upon the payment of US$1.0 million to the Optionor at any time prior to the commencement of commercial production.

The Company also announced that, subject to approval from the TSX Venture Exchange, a non-brokered private placement of up to 10,000,000 Units. The private placement offering will be at CAD$0.14 per Unit to raise gross proceeds of up to $1,400,000 and will consist of one common share in the capital of the Company and one full share purchase warrant. Each Warrant will be exercisable at CAD$0.22 to purchase an additional Common Share for a period of up to 24 months following the Closing Date.