

GMV MINERALS INC.
Consolidated Financial Statements
For the Six Months Ended December 31, 2025 and 2024
(Expressed in Canadian dollars)

<u>Index</u>	<u>Page</u>
Management Report	
Condensed Consolidated Interim Statements of Financial Position	1
Condensed Consolidated Interim Statements of Comprehensive Loss	2
Condensed Consolidated Interim Statements of Changes in Equity	3
Condensed Consolidated Interim Statements of Cash Flows	4
Notes to the Condensed Consolidated Interim Financial Statements	5-14

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 six months ended December 31, 2025 and 2024 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

Vancouver, British Columbia
February 28, 2026

“Michele Pillon” (signed)

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Michele Pillon
Chief Financial Officer

GMV MINERALS INC.
Condensed Consolidated Interim Statements of Financial Position
As at December 31, 2025 and June 30, 2025
(Expressed in Canadian Dollars)

	December 31, 2025	June 30, 2025
	\$	\$
Assets		
Current		
Cash and cash equivalents	4,467,458	509,258
Amounts receivable	11,086	7,652
Prepaid expenses (Note 6)	18,483	31,610
	4,497,027	548,520
Reclamation Deposits (Note 3)	67,266	21,564
Resource Property Interests (Note 4)	7,521,501	7,376,300
	12,085,794	7,946,384
Liabilities		
Current		
Accounts payable and accrued liabilities	19,620	96,582
Equity		
Capital Stock (Note 5)	35,100,816	30,465,978
Contributed Surplus	5,982,308	5,647,508
Accumulated Other Comprehensive Income foreign currency translation adjustment	490,795	494,073
Deficit	(29,507,745)	(28,757,757)
	12,066,174	7,849,802
	12,085,794	7,946,384

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 Six Months Ended December 31, 2025 and 2024
(Expressed in Canadian Dollars)

	Three Months ended		Six Months Ended	
	December 31,		December 31,	
	2025	2024	2025	2024
Administrative expenses				
Share-based compensation	\$ -	-	\$ 334,800	-
Management & Directors fees	72,500	46,250	121,000	92,500
Legal and accounting	64,540	33,827	87,040	67,964
Shareholder & investor relations	21,275	22,222	44,480	42,287
Rent	6,266	6,253	12,513	11,568
Travel and entertainment	2,454	2,927	9,294	4,553
Consulting fees	15,000	-	15,000	-
Office and miscellaneous	22,839	22,087	34,269	34,007
Regulatory and transfer agent fees	31,223	5,310	32,865	8,506
Loss before Other Items	(236,097)	(138,876)	(691,261)	(261,385)
Other Income (Expenses)				
Write-off of exploration costs	(2,918)	-	(60,668)	-
Foreign exchange gain (loss)	(882)	4,232	(801)	6,074
Interest and other revenue	978	1,683	2,742	6,269
	(2,822)	5,915	(58,727)	12,343
Comprehensive Loss for the Period	\$ (238,919)	(132,961)	\$ (749,988)	(249,042)
Loss per share, basic and diluted	\$ (0.00)	(0.00)	\$ (0.00)	(0.00)
Weighted average number of common shares outstanding	99,780,455	91,570,696	98,570,696	91,570,696

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

GMV MINERALS INC.
Consolidated Statements of Changes in Equity
For the Six Months Ended December 31, 2025 and 2024
(Expressed in Canadian Dollars)

	Issued Capital		Contributed	Deficit	Foreign	Equity
	Shares	Amount	Surplus		Currency	
		\$	\$	\$	Translation	\$
					Adjustment	
					\$	
Balance, July 1, 2024	91,570,696	29,750,978	5,473,815	(27,229,885)	523,778	8,518,686
Net loss	-	-	-	(249,042)	-	(249,042)
Other comprehensive loss	-	-	-	-	(4,753)	(4,753)
Balance, December 31, 2024	91,570,696	29,750,978	5,473,815	(27,478,927)	519,025	8,264,891
Balance, July 1, 2025	98,570,696	30,465,978	5,647,508	(28,757,757)	494,073	7,849,802
Shares issued for cash (net of costs)	22,652,500	4,316,265	-	-	-	4,316,265
Shares issued for warrant exercise	1,357,150	298,573	-	-	-	298,573
Share issued for option exercise	70,000	20,000	-	-	-	20,000
SBC on option grant	-	-	334,800	-	-	334,800
Net loss	-	-	-	(749,988)	-	(749,988)
Other comprehensive loss	-	-	-	-	(3,278)	(3,278)
Balance, December 31, 2025	122,650,346	35,100,816	5,982,308	(29,507,745)	490,795	12,066,174

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

GMV MINERALS INC.
Consolidated Statements of Cash Flows
For the Six Months Ended December 31, 2025 and 2024
(Expressed in Canadian Dollars)

Cash provided by (used for)	For the Three Months ended December 31,		For the Six Months Ended December 31,	
	2025	2024	2025	2024
Operating activities				
Loss for the period	\$ (238,919)	(132,961)	\$ (749,988)	(249,042)
Items not affecting cash:				
Share-based compensation	-	-	334,800	-
<hr/>				
Net change in non-cash working capital:				
Accounts receivable	(5,578)	(6,665)	(3,434)	(1,369)
Prepaid expenses	(9,972)	36,780	13,127	65,713
Accounts payable and accrued liabilities	(51,944)	(225,163)	(76,962)	(80,245)
	(306,413)	(328,009)	(482,457)	(264,943)
<hr/>				
Investing activities				
Exploration and evaluation asset costs	(28,823)	(51,047)	(145,201)	(383,582)
Purchase of reclamation bond	(45,612)	-	(45,702)	-
Redemption of E&E bond	-	-	-	42,145
	(74,435)	(51,047)	(190,903)	(341,437)
<hr/>				
Financing activities				
Proceeds from private placement (net of costs)	4,316,265	-	4,316,265	-
Proceeds from exercise of warrants	154,000	-	298,573	-
Proceeds from exercise of options	20,000	-	20,000	-
	4,490,265	-	4,634,838	-
<hr/>				
Change in cash during the period	4,109,417	(379,056)	3,961,478	(606,380)
Effects of foreign exchange	(3,368)	-	(3,278)	-
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Cash and cash equivalents, beginning of period	361,409	577,048	509,258	804,372
Cash and cash equivalents, end of period	\$ 4,467,458	197,992	\$ 4,467,458	197,992

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

GMV MINERALS INC.
Notes to the Consolidated Financial Statements
For the Six Months Ended December 31, 2025 and 2024
(Expressed in Canadian Dollars)

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 #1050 – 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 in southeast Arizona and north central Nevada.

The Company is in the process of exploring its principal mineral property in 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 \$749,988 (2024: \$249,042) for the six months ended December 31, 2025, and has an accumulated deficit of \$29,509,745 as at December 31, 2025 (June 30, 2025 - \$28,757,757), 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 uncertainties 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.

GMV MINERALS INC.
Notes to the Consolidated Financial Statements
For the Six Months Ended December 31, 2025 and 2024
(Expressed in Canadian Dollars)

2. BASIS OF PREPARATION

(a) Statement of Compliance

These consolidated interim financial statements have been prepared in accordance the International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”).

These consolidated interim financial statements were reviewed by the Audit Committee and approved and authorized for issuance by the Board of Directors on February 27, 2026.

(b) Consolidation and Measurement

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 six months ended December 31, 2025, and 2024, GMV Guyana was inactive.

These consolidated interim financial statements are prepared on an accrual basis and are based on historical costs except for certain financial instruments which are measured at fair value as explained in the accounting policies set out in Note 4. The consolidated interim financial statements are presented in Canadian dollars unless otherwise noted. The preparation of consolidated interim financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgment in applying the Company’s accounting policies. 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, 2025.

3. RECLAMATION DEPOSITS

As at December 31, 2025, the Company had \$67,266 (US\$49,078) (2024 - \$19,860 (US\$15,000)) in trust as a reclamation security deposit with the Arizona State Land Department for its exploration and evaluation assets on the Mexican Hat property in Arizona, US.

GMV MINERALS INC.
Notes to the Consolidated Financial Statements
For the Six Months Ended December 31, 2025 and 2024
(Expressed in Canadian Dollars)

4. RESOURCE PROPERTY INTERESTS

	June 30, 2025	Additions	December 31, 2025
	\$	\$	\$
Mexican Hat Property			
Acquisition cost additions:			
Cash	384,514	20,940	405,454
Warrants issued	16,797	-	16,797
	401,311	20,940	422,251
Exploration costs incurred:			
Assaying	571,013	-	571,013
Claim maintenance fees	268,179	-	268,179
Consulting	1,019,622	89,422	1,109,044
Drilling	2,804,250	-	2,804,250
Field expenses	198,295	10,464	208,759
Food and lodging	171,970	3,340	175,310
Freight	35,608	-	35,608
Geological consulting	662,672	2,930	665,602
Legal fees	567,303	18,105	585,408
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	314,004	-	314,004
	6,974,989	124,262	7,099,250
Total	7,376,300	145,202	7,521,501

	June 30, 2025	Additions	December 31, 2025
	\$	\$	\$
Daisy Creek Property			
Acquisition cost additions:			
Cash	154,093	-	-
Shares issued	210,000	-	-
	364,093	-	-
Exploration costs incurred:			
Assaying	21,129	-	-
Claim maintenance fees	66,075	48,289	48,289
Drilling	171,069	-	-
Engineering consulting	31,663	-	-
Field expenses (personnel, food/lodging)	31,930	-	-
Geological consulting	50,723	-	-
Legal fees	12,790	12,379	12,379
Reclamation bond	10,305	-	-
Travel costs	11,805	-	-
	407,489	60,668	60,668
Total	771,582	60,668	60,668
Impairment of exploration costs	(771,582)	-	(60,668)
Balance, December 31, 2025	-	-	-

GMV MINERALS INC.
Notes to the Consolidated Financial Statements
For the Six Months Ended December 31, 2025 and 2024
(Expressed in Canadian Dollars)

4. RESOURCE PROPERTY INTERESTS (continued)

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 term has been extended for additional 10 years period, from December 14, 2022 to December 13, 2032.

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

- (a) Cash payment of \$40,000 (paid).
- (b) Issued 100,000 common share purchase warrants (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.

Daisy Creek Lithium Project

On May 15, 2023, the Company entered into an option agreement with Western Property Holdings, LLC for the exclusive option to acquire the Daisy Creek Property, Nevada, consisting of 82 lode mining claims. The property is located in Lander County in north central Nevada. The claims are located near several operating gold mines and access to power, water and paved highways are nearby.

During August 2023, the Company staked 83 additional lode claims adjacent to its land position at the Daisy Creek Lithium project in Lander County, Nevada. The Company now controls or owns a total of 165 lode claims

In order to exercise the Option, the Company must make the following cash payments and share issuances over a three-year period:

1. Pay to the Optionor up to US\$350,000 over a three-year period, of which \$50,000 has been paid and remainder to be paid as follows:
 - a) US\$100,000 on or before the first anniversary of the approval date (the date this option agreement is accepted for filing by TSX Venture Exchange which is June 12, 2023). Paid on June 6, 2024.
 - b) US\$100,000 on or before the second anniversary of the approval date; and
 - c) US\$100,000 on or before the third anniversary of the approval date.
2. Issue to the Optionor up to 6,500,000 common shares of the Company of which 1,000,000 have been issued and remainder has to be issued as follows:
 - a) 1,000,000 shares on or before the first anniversary of the approval date; Shares issued on June 6, 2024
 - b) 1,000,000 shares on or before the second anniversary of the approval date; and
 - c) 3,500,000 shares on or before the third anniversary of the approval date.

GMV MINERALS INC.
Notes to the Consolidated Financial Statements
For the Six Months Ended December 31, 2025 and 2024
(Expressed in Canadian Dollars)

4. RESOURCE PROPERTY INTERESTS (continued)

3. Company to incur minimum expenditure of US\$1,250,000 in exploration and development expenditures on the Daisy Creek Lithium Property as follows:
- a) US\$250,000 on or before the first anniversary of the approval date; and
 - b) US\$500,000 on or before the second anniversary of the approval date;
 - c) US\$500,000 on or before the second anniversary of the approval date;

On March 21, 2024, the Company announced that it had reached a mutual agreement with Western Property Holdings, LLC (“WPH”), as optionor, to amend the Option Agreement dated May 15, 2023 between the Company, as optionee, and WPH (the “Option Agreement”) for the Company’s option to acquire a 100% interest in the Daisy Creek Project, Nevada, on the terms which were previously announced on May 16, 2023, as follows:

- 1) The first cash option payment due on or before June 12, 2024 has been reduced from US\$100,000 to US\$10,000 (paid on June 6, 2024), and the parties have agreed to defer payment of the balance until June 12, 2026 (now US\$190,000 in total);
- 2) The first share installment due on or before June 12, 2024 has been reduced from 1,000,000 common shares to 500,000 common shares of the Company (issued on June 6, 2024), and the parties have agreed to defer issuance of the balance until June 12, 2026 (now 4,000,000 common shares in total); and
- 3) The parties have agreed to defer the minimum work requirements of US\$250,000 due on or before June 12, 2024 until June 12, 2026 (now US\$750,000 in total).

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\$1,000,000 to the Optionor at any time prior to the commencement of commercial production.

On May 14, 2025, the Company gave notice to terminate the Option Agreement with Western Property Holdings, LLC.

GMV MINERALS INC.
Notes to the Consolidated Financial Statements
For the Six Months Ended December 31, 2025 and 2024
(Expressed in Canadian Dollars)

5. SHARE CAPITAL

- (a) **Authorized** - Unlimited common shares, without par value
- (b) **Issued and Outstanding** – **122,650,346** (See Consolidated Statements of Changes in Equity)

During the six-month period ended December 31, 2025, the Company issued 1,357,150 common shares for exercise of warrants priced at \$0.22 and 70,000 shares for exercise of options priced at \$0.30 and \$0.25, for gross proceeds of \$318,573.

During the period, the Company closed a non-brokered private placement with the issuance of 22,652,500 units of the Company priced at \$0.20 per Unit for aggregate gross proceeds of \$4,530,500.

Each Unit consists of one common share in the capital of the Company and one half of a Common Share purchase warrant. Each full Warrant entitles the holder to acquire one additional Common Share at an exercise price of C\$0.35 per Common Share for a period of 30 months after closing. No insiders participated in the Offering.

The Company paid an aggregate of \$214,235 in cash and issue 1,071,175 non-transferable finder's warrants as finder's fees in connection with this Offering. The finder warrants are exercisable at \$0.20 per full warrant for a period of 30 months.

During the year ended June 30, 2025, the Company closed a non-brokered private placement with the issuance of 6,750,000 units at a price of \$0.10 per unit for gross proceeds of \$675,000. Each Unit consisted of one common share of the Company and one common share purchase warrant. Each Warrant entitles the holder to purchase one common share at a price of \$0.15 for a period of three years after closing. The fair value allocated to the warrants was \$nil as per the residual value method. No finder's fees were paid on the issuance.

The Company also issued 250,000 shares upon the exercise of warrants for gross proceeds of \$40,000.

- (c) **Warrants**

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

	Number of warrants	Weighted-Average Exercise Price
Balance, June 30, 2024	18,355,691	\$0.21
Balance, December 31, 2024	18,355,691	0.21
Balance, June 30, 2025	23,716,531	0.19
Exercised	(1,357,150)	0.22
Granted	11,326,250	0.35
Granted	1,071,175	0.20
Balance, December 31, 2025	34,756,806	\$0.23

GMV MINERALS INC.
Notes to the Consolidated Financial Statements
For the Six Months Ended December 31, 2025 and 2024
(Expressed in Canadian Dollars)

5. SHARE CAPITAL (continued)

(c) **Warrants** (continued)

Additional information regarding warrants outstanding as at December 31, 2025 is as follows:

Exercise Price	Number of Warrants	Expiry Date
\$0.25	2,706,667	April 21, 2026
\$0.16	4,250,000	June 24, 2026
\$0.22	8,652,714	June 8, 2026
\$0.15	6,750,000	April 2, 2028
\$0.35	11,326,250	June 19, 2028
\$0.20	1,071,175	June 19, 2028
	34,756,806	

The fair value of the finders' warrants outstanding as at December 31, 2025, was determined to be \$154,881.

(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 fair value of the stock options issued was calculated using the Black-Scholes model with the following weighted average assumptions and resulting fair values:

	2025	2024
Share price	\$0.11	\$0.15
Risk-free interest rate	2.58%	3.62%
Expected dividend yield	0%	0%
Expected forfeiture rate	0%	0%
Expected stock price volatility	131%	109.44%
Expected life in years	5	5

Option pricing models require the input of highly subjective assumptions, particularly as to the expected price volatility of the stock. Changes in these assumptions can materially affect the fair value estimate and therefore it is management's view that the existing models do not necessarily provide a single reliable measure of the fair value of the Company's stock option and warrant grants.

GMV MINERALS INC.
Notes to the Consolidated Financial Statements
For the Six Months Ended December 31, 2025 and 2024
(Expressed in Canadian Dollars)

5. SHARE CAPITAL (continued)

(d) **Stock Options** (continued)

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, 2024	6,825,000	0.20
Balance, December 30, 2024	6,825,000	0.20
Balance, June 30, 2025	7,350,000	0.16
Granted	1,325,000	0.30
Exercised	(50,000)	0.30
Exercised	(20,000)	0.25
Expired	(1,425,000)	0.30
Balance, December 31, 2025	7,180,000	\$0.20

As at December 31, 2025, the weighted average remaining contractual life of the options was 2.42 years (2024 – 4.90 years). Additional information regarding options outstanding and exercisable as at December 31, 2025 is as follows:

Exercise Price	Number of Shares	Expiry Date
\$		
0.25	280,000	February 8, 2026
0.20	2,050,000	April 24, 2028
0.15	1,650,000	March 28, 2029
0.15	1,875,000	April 2, 2030
0.30	1,325,000	September 28, 2030
	7,180,000	

GMV MINERALS INC.
Notes to the Consolidated Financial Statements
For the Six Months Ended December 31, 2025 and 2024
(Expressed in Canadian Dollars)

6. RELATED PARTY TRANSACTIONS AND BALANCES

During the six months ended December 31, 2025 and 2024, the Company had the following related party transactions and balances:

- (a) The Company incurred \$102,000 (2024 - \$67,500) in management fees to a company controlled by an officer of the Company.
- (b) The Company incurred \$25,000 (2024 - \$25,000) in director fees during the period.
- (c) The Company paid \$55,000 (2024 - \$42,000) to a company controlled by an officer of the Company for accounting fees.
- (d) Accounts payable include \$Nil (2024 - \$6,000) in amounts owing to directors and companies controlled by directors and officers of the Company. This amount is unsecured, non-interest bearing and due on demand.

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 six months ended December 31, 2025, and 2024. Short-term key management compensation consists of the following for the period ended December 31, 2025, and 2024:

	2025	2024
Management fees	\$ 102,000	\$ 67,500
Directors' fees	25,000	25,000
Accounting fees	55,000	42,000
Share-based payments	294,400	-
	\$ 476,400	\$ 134,500

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 \$234,000 (2024 - \$219,000).

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.

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

GMV MINERALS INC.
Notes to the Consolidated Financial Statements
For the Six Months Ended December 31, 2025 and 2024
(Expressed in Canadian Dollars)

9. RISK AND FINANCIAL INSTRUMENTS

The Company's consolidated financial instruments consist of cash and cash equivalents, amount due from related party, and accounts payable. As at December 31, 2025, 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 number 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 December 31, 2025 relating to cash and cash equivalents of \$4,467,458. 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 December 31, 2025, the Company has cash and cash equivalents balance of \$4,467,458 to settle its short-term liabilities of \$19,620.

(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.

GMV MINERALS INC.
Notes to the Consolidated Financial Statements
For the Six Months Ended December 31, 2025 and 2024
(Expressed in Canadian Dollars)

9. RISK AND FINANCIAL INSTRUMENTS (continued)

(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 December 31, 2025, 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 \$1,000.

(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 six months ended December 31, 2025, 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

The Company has entered into an agreement with Machai dated January 15, 2026, pursuant to which Machai will lead the Company's marketing, advertising, and public awareness activities and deploy a comprehensive digital media marketing program including multi-platform digital campaigns, social media amplification, and targeted investor communications.

Machai will provide digital marketing services with branding, content and data optimization to assist the Company to create in-depth marketing campaigns, tracking, organizing and executing the services through search engine optimization, search engine marketing, lead generation, digital marketing, social media marketing, email marketing, and brand marketing. The services will be conducted in accordance with the applicable policies of the TSX Venture Exchange.

Machai has been engaged by the Company for a 5-month period commencing immediately. In consideration for the services provided, the Company has paid Machai C\$300,000 plus GST out of its general working capital account.

The Company has also granted stock options to purchase up to 300,000 common shares of the Company to Machai, exercisable at a price of \$0.25 per share until January 18, 2028 in accordance with the Company's stock option plan and applicable regulatory policies.