
STANDARD URANIUM LTD.

Consolidated Financial Statements

April 30, 2023 and 2022

(Expressed in Canadian Dollars)

INDEPENDENT AUDITORS' REPORT

To the Shareholders and Directors of Standard Uranium Ltd.

Opinion

We have audited the consolidated financial statements of Standard Uranium Ltd. and its subsidiaries (the "Company") which comprise the consolidated statements of financial position as at April 30, 2023 and 2022, and the consolidated statements of loss and comprehensive loss, changes in shareholders' equity and cash flows for the years then ended, and the related notes comprising a summary of significant accounting policies and other explanatory information (together, the "Financial Statements").

In our opinion, the accompanying Financial Statements present fairly, in all material respects, the financial position of the Company as at April 30, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Basis for Opinion

We conducted our audits in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audits of the Financial Statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 of the accompanying Financial Statements, which describes matters and conditions that indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements for the year ended April 30, 2023. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

In addition to the matter described in the Material Uncertainty Related to Going Concern section, we have determined the matter described below to be the key audit matter to be communicated in our auditors' report:

Assessment of Impairment Indicators on Exploration and Evaluation Assets ("E&E Assets")

We draw attention to Notes 2(d), 2(g) and 6 of the Financial Statements. The carrying amount of E&E Assets amounted to \$17,612,058 as at April 30, 2023. E&E Assets are assessed for impairment if (i) the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed, (ii) substantive expenditure on further exploration for and evaluation of mineral resources in a specific area is neither budgeted nor planned, (iii) exploration for and evaluation of mineral resources in a specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities, (iv) sufficient data exists to determine technical feasibility and commercial viability, and (v) facts and circumstances suggest that the carrying amount exceeds the recoverable amount.

We identified the assessment of impairment indicators of E&E Assets as a key audit matter due to the significance of the E&E Assets and the judgments made by management in their assessment of impairment indicators related to E&E Assets, which in turn led to additional auditor judgment, subjectivity, and effort in performing procedures to evaluate audit evidence relating to the judgments made by management in this area that could give rise to the requirement to prepare an estimate of the recoverable amount of the E&E Assets.

Our audit response to the key audit matter was as follows:

- We assessed the status of the Company's rights to explore by discussing with management if any rights were not expected to be renewed, confirmed the good standing of option agreements pertaining to the E&E Assets, and verified on a sample basis, the status of the underlying claims comprising the E&E Assets;
- We assessed the Company's ability and plans to make substantive expenditures on further exploration for and evaluation of mineral resources based on the Company's available funds and history of raising funds through private placements when needed;
- We assessed whether exploration and evaluation activities in areas of exploration have not led to the discovery of commercially viable quantities of mineral resources and assessed whether the Company has decided to abandon or discontinue exploration activities by inspecting Board of Directors minutes, reading press releases and relying on other evidence obtained in other areas of the audit, and;
- We assessed whether facts and circumstances suggest that the Company has achieved commercial viability or that the carrying amount may exceed the recoverable amount by inspecting Board of Directors minutes, reading press releases and relying on other evidence obtained in other areas of the audit.

Other Information

Management is responsible for the other information, which comprises the information included in the Company's Management Discussion & Analysis to be filed with the relevant Canadian securities commissions.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the Financial Statements in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board, and for such internal control as management determines is necessary to enable the preparation of Financial Statements that are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are, therefore, the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditors' report is Waseem Javed.

Manning Elliott LLP

CHARTERED PROFESSIONAL ACCOUNTANTS

Vancouver, British Columbia

August 24, 2023

STANDARD URANIUM LTD.

Consolidated Statements of Financial Position

(Expressed in Canadian dollars)

	As at April 30, 2023	As at April 30, 2022
	\$	\$
Assets		
Current assets		
Cash	28,029	477,351
Amounts receivable (Note 3)	154,718	170,998
Prepaid expenses (Note 4)	181,159	104,894
Total current assets	363,906	753,243
Non-current assets		
Deposits (Note 5)	277,939	219,331
Exploration and evaluation assets (Note 6)	17,612,058	11,423,802
Total assets	18,253,903	12,396,376
Liabilities and shareholders' equity		
Current liabilities		
Accounts payable and accrued liabilities	697,197	179,416
Flow-through share premium liability (Note 7)	106,336	-
Total current liabilities	803,533	179,416
Deferred tax liability (Note 12)	1,536,000	791,000
Total liabilities	2,339,533	970,416
Shareholders' equity		
Share capital (Note 8)	20,480,771	15,320,867
Contributed surplus (Note 8)	3,043,376	1,808,963
Deficit	(7,609,777)	(5,703,870)
Total shareholders' equity	15,914,370	11,425,960
Total liabilities and shareholders' equity	18,253,903	12,396,376

Nature of and continuance of operations (Note 1)

Commitments (Note 13)

Subsequent events (Note 14)

Approved on behalf of the Board on August 24, 2023:

/s/ Jon Bey/s/ Blair Jordan*The accompanying notes are an integral part of these consolidated financial statements*

STANDARD URANIUM LTD.

Consolidated Statements of Loss and Comprehensive Loss

(Expressed in Canadian dollars)

	Year ended April 30, 2023	Year ended April 30, 2022
	\$	\$
Expenses		
Consulting fees (Note 9)	425,038	461,757
Filing fees	75,790	102,729
General and administrative	634,119	530,218
Insurance	41,144	31,759
Investor relations	354,292	278,728
Professional fees	182,878	113,949
Rent (Note 9)	91,476	67,258
Share-based compensation (Note 8)	185,377	418,488
Loss before other income	1,990,114	2,004,886
Other income		
Settlement of flow-through share premium liability (Note 7)	(805,134)	(371,877)
Loss before income tax	1,184,980	1,633,009
Income tax expense		
Deferred income tax expense (Note 12)	745,000	643,000
Net loss and comprehensive loss	(1,929,980)	2,276,009
Basic and diluted loss per share	\$(0.01)	\$(0.02)
Weighted average number of shares outstanding		
– basic and diluted	162,346,831	111,180,639

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

STANDARD URANIUM CORP.Consolidated Statements of Changes in Shareholders' Equity
(Expressed in Canadian dollars)

	Share capital		Contributed surplus	Deficit	Total
	Number	Amount			
Balance, April 30, 2021	92,758,453	\$ 8,900,070	\$ 1,569,500	\$ (3,430,837)	\$ 7,038,733
Common shares issued for cash	19,650,645	5,000,000	-	-	5,000,000
Flow-through liability premium	-	(283,845)	-	-	(283,845)
Share issuance costs	-	(422,013)	-	-	(422,013)
Share issuance costs - broker's warrants	-	(148,770)	148,770	-	-
Common shares issued on exercise of options and warrants	6,883,852	2,275,425	(324,819)	-	1,950,606
Fair value of options expired	-	-	(2,976)	2,976	-
Share based compensation	-	-	418,488	-	418,488
Net loss and comprehensive loss	-	-	-	(2,276,009)	(2,276,009)
Balance, April 30, 2022	119,292,950	15,320,867	1,808,963	(5,703,870)	11,425,960
Common shares issued for cash	62,803,675	6,886,525	933,350	-	7,819,875
Flow-through liability premium	-	(911,470)	-	-	(911,470)
Share issuance costs	-	(675,392)	-	-	(675,392)
Share issuance costs - broker's warrants	-	(139,759)	139,759	-	-
Fair value of options expired	-	-	(24,073)	24,073	-
Share based compensation	-	-	185,377	-	185,377
Net loss and comprehensive loss	-	-	-	(1,929,980)	(1,929,980)
Balance, April 30, 2023	182,096,625	20,480,771	3,043,376	(7,609,777)	15,914,370

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

STANDARD URANIUM LTD.

Consolidated Statements of Cash Flows

(Expressed in Canadian dollars)

	Year ended April 30, 2023	Year ended April 30, 2022
	\$	\$
Cash provided by (used in):		
Operating activities		
Net loss	(1,929,980)	(2,276,009)
Item not effecting cash:		
Share-based compensation	185,377	418,488
Settlement of flow-through share premium liability	(805,134)	(371,877)
Deferred income tax expense	745,000	643,000
Changes in non-cash working capital items:		
Amounts receivable	16,280	117,139
Prepaid expenses	(76,265)	59,342
Accounts payable and accrued liabilities	82,099	(31,594)
Net cash used in operating activities	(1,782,623)	(1,441,511)
Investing activities		
Exploration and evaluation assets	(5,752,574)	(6,473,507)
Deposit	(58,608)	353,565
Net cash used in investing activities	(5,811,182)	(6,119,942)
Financing activities		
Proceeds from private placements, net of issuance costs	7,144,483	4,577,987
Proceeds from exercise of warrants	-	1,950,606
Net cash provided by financing activities	7,144,483	6,528,593
Change in cash	(449,322)	(1,032,860)
Cash, beginning	477,351	1,510,211
Cash, ending	28,029	477,351
Supplemental Disclosures:		
Interest and Income taxes paid	-	-

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

STANDARD URANIUM LTD.

Notes to the Consolidated Financial Statements
For the years ended April 30, 2023 and 2022
(Expressed in Canadian dollars)

1. Nature and continuance of operations

Standard Uranium Ltd. (the “Company”) was incorporated in the province of British Columbia on November 20, 2017. The Company is engaged in the exploration and evaluation of resource properties. The Company’s registered office is #918 - 1030 West Georgia Street, Vancouver, British Columbia, V6E 2Y3.

These consolidated financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. As at April 30, 2023, the Company has not generated any revenue and has incurred losses since inception. The Company’s continuation as a going concern is dependent on its ability to generate future cash flows and/or obtain additional financing. Management intends to finance operating costs over the next twelve months with cash on hand and private placements of common stock. There is a risk that additional financing will not be available on a timely basis or on terms acceptable to the Company. 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 reflect any adjustments that may be necessary if the Company is unable to continue as a going concern.

2. Significant accounting policies

(a) Basis of preparation

The consolidated financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and interpretations of the IFRS Interpretations Committee (“IFRIC”). The consolidated financial statements have been prepared on an accrual basis and are based on historical costs modified where applicable. The consolidated financial statements are presented in Canadian dollars, which is the functional currency of the Company and its subsidiaries.

(b) Basis of consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries. Control exists when the Company is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Inter-company balances and transactions, and any unrealized income and expenses arising from inter-company transactions, are eliminated in preparing the consolidated financial statements.

Name of subsidiary	Place of incorporation	Ownership interest
Standard Uranium Holdings (Saskatchewan) Ltd.	Canada	100%
Standard Uranium (Saskatchewan) Ltd.	Saskatchewan	100%

STANDARD URANIUM LTD.

Notes to the Consolidated Financial Statements
For the years ended April 30, 2023 and 2022
(Expressed in Canadian dollars)

2. Significant accounting policies (continued)

(c) Use of estimates and assumptions

The preparation of financial statements in accordance with IFRS requires the Company to make estimates and assumptions concerning the future. The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised. Estimates and assumptions where there is significant risk of material adjustments to assets and liabilities in future accounting periods include:

- Fair value of share-based payments and broker's warrants using the Black-Scholes Option Pricing Model.

(d) Significant judgments

The preparation of financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgments applying to the Company's consolidated financial statements include:

- The assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty;
- The recoverability and measurement of deferred tax assets, provisions for restoration and;
- Impairment of exploration and evaluation assets.

(e) Cash

Cash includes cash at bank.

(f) Restoration, rehabilitation, and environmental obligations

The Company recognizes liabilities for statutory, contractual, constructive or legal obligations associated with the retirement of long-term assets, when those obligations result from the acquisition, construction, development or normal operation of the assets. The net present value of future restoration cost estimates arising from the decommissioning of plant and other site preparation work is capitalized to exploration and evaluation assets along with a corresponding increase in the restoration provision in the period incurred. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value. The restoration asset will be depreciated on the same basis as other assets.

The increase in the restoration provision due to the passage of time is recognized as interest expense.

The net present value of restoration costs arising from subsequent site damage that is incurred on an ongoing basis during production are charged to the statement of comprehensive loss in the period incurred.

The costs of restoration projects that were included in the provision are recorded against the provision as incurred. The costs to prevent and control environmental impacts at specific properties are capitalized in accordance with the Company's accounting policy for exploration and evaluation assets.

STANDARD URANIUM LTD.

Notes to the Consolidated Financial Statements
For the years ended April 30, 2023 and 2022
(Expressed in Canadian dollars)

2. Significant accounting policies (continued)

(g) Exploration and evaluation expenditures

Exploration and evaluation expenditures include the costs of acquiring licenses, costs associated with exploration and evaluation activities, and the fair value (at acquisition date) of exploration and evaluation assets acquired in a business combination. Exploration and evaluation expenditures are capitalized as exploration and evaluation assets in the consolidated statements of financial position.

Government tax credits received are recorded as a reduction to the cumulative costs incurred and capitalized on the related property.

Exploration and evaluation assets are assessed for impairment if (i) sufficient data exists to determine technical feasibility and commercial viability, and (ii) facts and circumstances suggest that the carrying amount exceeds the recoverable amount. Once the technical feasibility and commercial viability of the extraction of resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to mining property and development assets within property, plant and equipment.

Recoverability of the carrying amount of any exploration and evaluation assets is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

(h) Farm outs

The Company does not record any expenditure made by the farmee on its account. It also does not recognize any gain or loss on its exploration and evaluation farm out arrangements but reallocates any costs previously capitalized in relation to the whole interest as relating to the partial interest retained and any consideration received directly from the farmee is credited against costs previously capitalized. If the consideration exceeds amounts previously capitalized, any excess is recorded in the consolidated statements of loss and comprehensive loss.

(i) Income taxes

Current income tax

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in other comprehensive income or equity is recognized in other comprehensive income or equity and not in profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred income tax

Deferred income tax is provided using the asset and liability sheet method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. The carrying amount of deferred income tax assets is reviewed at the end of each reporting period and recognized only to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

STANDARD URANIUM LTD.

Notes to the Consolidated Financial Statements
For the years ended April 30, 2023 and 2022
(Expressed in Canadian dollars)

2. Significant accounting policies (continued)

(i) Income taxes (continued)

Deferred income tax assets and deferred income tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

(j) Flow-through shares

The resource expenditure deductions for income tax purposes related to exploration and development activities funded by flow-through share arrangements are renounced to investors in accordance with Canadian tax legislation. On issuance, any premium recorded on the flow-through share, being the difference in price over a common share with no tax attributes, is recognized as a liability. As expenditures are incurred, the deferred income tax liability associated with the renounced tax deductions is recognized through profit or loss with a pro-rata portion of the deferred premium.

(k) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets – Classification

The Company classifies its financial assets in the following categories:

- Those to be measured subsequently at fair value (either through Other Comprehensive Income (“OCI”), or through profit or loss), and
- Those to be measured at amortized cost.

The classification depends on the Company’s business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses are either recorded in profit or loss or OCI.

Fair value hierarchy

The following table summarizes the fair value hierarchy under which the Company’s financial instruments are valued.

Level 1 - Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 - Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3 - Inputs for the asset or liability that are not based upon observable market data.

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values.

STANDARD URANIUM LTD.

Notes to the Consolidated Financial Statements
For the years ended April 30, 2023 and 2022
(Expressed in Canadian dollars)

2. Significant accounting policies (continued)

(k) Financial instruments (continued)

Financial assets - Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss ("FVTPL"), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss. Financial assets are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Subsequent measurement of financial assets depends on their classification. There are three measurement categories under which the Company classifies its debt instruments:

- **Amortized cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included as finance income using the effective interest method.
- **Fair value through OCI ("FVOCI"):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains and losses, interest revenue, and foreign exchange gains and losses which are recognized in profit or loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other gains (losses). Interest income from these financial assets is included as finance income using the effective interest method.
- **Fair value through profit or loss:** Assets that do not meet the criteria for amortized cost or FVOCI are measured at FVTPL. A gain or loss on an investment that is subsequently measured at FVTPL is recognized in profit or loss and presented net within other gains(losses) in the Statement of Loss and Comprehensive Loss in the period in which it arises.

Cash and other accounts receivable are measured at amortized cost. The Company has not designated any financial assets as FVTPL and FVOCI.

Financial liabilities

The Company classifies its financial liabilities into the following categories:

- Financial liabilities at FVTPL; and
- Amortized cost.

A financial liability is classified as at FVTPL if it is classified as held-for-trading or is designated as such on initial recognition. Directly attributable transaction costs are recognized in profit or loss as incurred. The fair value changes to financial liabilities at FVTPL are presented as follows:

- the amount of change in the fair value that is attributable to changes in the credit risk of the liability is presented in OCI; and
- the remaining amount of the change in the fair value is presented in profit or loss.

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Notes to the Consolidated Financial Statements
For the years ended April 30, 2023 and 2022
(Expressed in Canadian dollars)

2. Significant accounting policies (continued)

(k) Financial instruments (continued)

The Company does not designate any financial liabilities at FVTPL. The Company measures its accounts payable at amortized cost.

Other non-derivative financial liabilities are initially measured at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these liabilities are measured at amortized cost using the effective interest method.

Impairment (k) Financial instruments

The Company recognizes a loss allowance for expected credit losses on its financial assets when necessary. The amount of expected credit losses is updated at each reporting period to reflect changes in credit risk since initial recognition of the respective financial instruments.

(l) Share capital

Common shares

Common shares are classified as equity. Transaction costs directly attributable to the issue of common shares and stock options are recognized as a deduction from equity, net of any tax effects.

Equity units

Proceeds received on the issuance of units, comprised of common shares and warrants, are allocated using the residual value method. Under the residual value method, proceeds are allocated to the common shares up to their fair value, determined by reference to the quoted market price of the common shares on the issuance date, and the remaining balance, if any, to reserve for the warrants.

(m) Loss per share

Basic loss per share is calculated by dividing net loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the reporting period. Diluted loss per share is determined by adjusting the net loss attributable to common shares and the weighted average number of common shares outstanding, for the effects of all dilutive potential common shares.

(n) Share-based payments

Share-based payments to employees are measured at the fair value of the instruments issued and amortized over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instrument issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is credited to the share-based payment reserve. The fair value of options is determined using the Black-Scholes Option Pricing Model. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted, shall be based on the number of equity instruments that eventually vest.

STANDARD URANIUM LTD.

Notes to the Consolidated Financial Statements
For the years ended April 30, 2023 and 2022
(Expressed in Canadian dollars)

2. Significant accounting policies (continued)

- (o) Amendments to standards adopted during the year

Certain amendments to standards are effective for the first time for the Company's annual reporting period commencing May 1, 2022. These amendments had no impact on the Company.

- (p) Accounting standards issued but not yet effective

A number of new standards, and amendments to standards and interpretations, are not yet effective for the year ended April 30, 2023, and have not been applied in preparing these consolidated financial statements. Management does not expect the impact of any such new standards and amendments to have any significant impact on its consolidated financial statements.

3. Amounts receivable

Amounts receivable consist of GST receivable in the amount of \$110,467 (2022: \$170,998) and other receivables of \$44,251 (2022: \$Nil).

4. Prepaid expenses

Prepaid expenses consist of prepayments for services to be rendered within the next 12 months of operations.

	As at April 30, 2023	As at April 30, 2022
	\$	\$
Consulting services	-	14,167
Conferences	23,000	32,899
Investor relations and marketing prepayments	137,123	30,820
Others	21,036	27,008
Balance, ending	181,159	104,894

5. Deposits

The Company's deposit as at April 30, 2023 and 2022 relate to long term exploration deposits for services to be rendered in connection with its exploration and evaluation assets.

6. Exploration and evaluation assets

Davidson River property:

The Company has an option to acquire 90% interest in the Davidson River Property for an aggregate sum of \$1,000,000 and the issuance of 1,000,000 common shares of the Company. The Company has paid \$325,000 as at April 30, 2023, of which \$100,000 was paid during the year ended April 30, 2023 (2022 - \$75,000) and is required to pay an additional \$675,000 over a period of five years from the date the Company was listed on a stock exchange.

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6. Exploration and evaluation assets (continued)

The Company was also required to issue 1,000,000 common shares on the date the Company was listed on a stock exchange. These common shares were issued during the year ended April 30, 2021 and had a total fair value of \$270,000. In addition, the Company has the right to acquire the remaining 10% interest in the Davidson River Property for the sum of \$10,000,000 if exercised within one year of March 1, 2018, and increased thereafter by inflation, expiring February 28, 2028.

Eastern Athabasca Basin Project:

The Company has staked 3 different projects in the Eastern Athabasca region and is targeting high-grade unconformity-related mineralization on the 100%-owned Atlantic, Canary, and Ascent projects.

Sun Dog property:

The Company holds a 100%-interest in the Sun Dog property located along the northwestern edge of the Athabasca Basin.

Costs incurred with respect to the properties is as follows:

	Davidson River Property	Eastern Athabasca Basin Project	Sun Dog Property	Total
Acquisition Costs				
Balance, April 30, 2021	420,000	9,098	10,395	439,493
Cash payment	75,000	-	-	75,000
Balance, April 30, 2022	495,000	9,098	10,395	514,493
Cash payment	100,000	-	-	100,000
Balance, April 30, 2023	\$ 595,000	\$ 9,098	\$ 10,395	\$ 614,493
Deferred Exploration Costs				
Balance, April 30, 2021	4,510,802	-	-	4,510,802
Drilling	3,424,836	-	636,856	4,061,692
Consulting	309,053	74,632	343,575	727,260
Camp and fuel	957,256	-	652,299	1,609,555
Balance, April 30, 2022	\$ 9,201,947	\$ 74,632	\$ 1,632,730	\$ 10,909,309
Drilling	2,228,698	-	814,526	3,043,224
Consulting	365,089	198,104	524,808	1,088,001
Camp and fuel	482,373	143,452	739,153	1,364,978
Geophysics	82,282	434,403	75,368	592,053
Balance, April 30, 2023	\$ 12,360,389	\$ 850,591	\$ 3,786,585	\$ 16,997,565
Total				
Balance, April 30, 2022	\$ 9,696,947	\$ 83,730	\$ 1,643,125	\$ 11,423,802
Balance, April 30, 2023	\$ 12,955,389	\$ 859,689	\$ 3,796,980	\$ 17,612,058

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7. Flow-through share premium liability

- a) On August 10, 2021, the Company completed a private placement whereby the Company issued 11,353,812 flow-through units for gross proceeds of approximately \$3,008,760. Each flow-through unit consisted of one flow-through common share and one-half share purchase warrant exercisable at a price of \$0.36 per common share for a period of three years (Note 8(e)). The flow-through shares were issued at a premium of \$0.025 per flow-through share, calculated as the difference in the price per flow-through unit and the price of a standard unit sold as part of the same offering, as tax deductions generated by the eligible expenditures will be passed through to the shareholders of the flow-through shares once the eligible expenditures are incurred and renounced.

The total flow-through share premium liability related to the 11,353,812 flow-through shares was calculated to be \$283,845 and represents the Company's obligation to spend \$3,008,760 on eligible expenditures.

- b) On June 27, 2022, the Company completed a private placement whereby the Company issued 18,065,846 flow-through units for gross proceeds of approximately \$2,348,560. Each flow-through unit consisted of one flow-through common share and one-half share purchase warrant exercisable at a price of \$0.13 per common share for a period of two years (Note 8(a)). The flow-through shares were issued at a premium of \$0.02 per flow-through share, calculated as the difference in the price per flow-through unit and the price of a standard unit sold as part of the same offering, as tax deductions generated by the eligible expenditures will be passed through to the shareholders of the flow-through shares once the eligible expenditures are incurred and renounced.

The total flow-through share premium liability related to the 18,065,846 flow-through shares was calculated to be \$361,317 and represents the Company's obligation to spend \$2,348,560 on eligible expenditures.

- c) On July 14, 2022, the Company completed a private placement whereby the Company issued 3,177,116 flow-through units for gross proceeds of approximately \$413,026. Each flow-through unit consisted of one flow-through common share and one-half share purchase warrant exercisable at a price of \$0.13 per common share for a period of two years (Note 8(b)). The flow-through shares were issued at a premium of \$0.02 per flow-through share, calculated as the difference in the price per flow-through unit and the price of a standard unit sold as part of the same offering, as tax deductions generated by the eligible expenditures will be passed through to the shareholders of the flow-through shares once the eligible expenditures are incurred and renounced.

The total flow-through share premium liability related to the 3,177,116 flow-through shares was calculated to be \$63,542 and represents the Company's obligation to spend \$413,025 on eligible expenditures.

- d) On September 29, 2022, the Company completed a private placement whereby the Company issued 8,944,400 flow-through units for gross proceeds of approximately \$1,162,772. Each flow-through unit consisted of one flow-through common share and one-half share purchase warrant exercisable at a price of \$0.17 per common share for a period of two years (Note 8(c)). The flow-through shares were issued at a premium of \$0.02 per flow-through share, calculated as the difference in the price per flow-through unit and the price of a standard unit sold as part of the same offering, as tax deductions generated by the eligible expenditures will be passed through to the shareholders of the flow-through shares once the eligible expenditures are incurred and renounced.

The total flow-through share premium liability related to the 8,944,400 flow-through shares was calculated to be \$178,888 and represents the Company's obligation to spend \$1,162,772 on eligible expenditures.

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7. Flow-through share premium liability (continued)

- e) On October 21, 2022, the Company completed a private placement whereby the Company issued 15,386,154 flow-through units for gross proceeds of approximately \$2,000,200. Each flow-through unit consisted of one flow-through common share and one-half share purchase warrant exercisable at a price of \$0.17 per common share for a period of two years (Note 8(d)). The flow-through shares were issued at a premium of \$0.02 per flow-through share, calculated as the difference in the price per flow-through unit and the price of a standard unit sold as part of the same offering, as tax deductions generated by the eligible expenditures will be passed through to the shareholders of the flow-through shares once the eligible expenditures are incurred and renounced.

The total flow-through share premium liability related to the 15,386,154 flow-through shares was calculated to be \$307,723 and represents the Company's obligation to spend \$2,000,200 on eligible expenditures.

Expenditures related to the use of flow-through unit proceeds are included in exploration and evaluation assets but are not available as a tax deduction to the Company as the tax benefits of these expenditures are renounced to the investors.

As of April 30, 2023, the Company has \$691,189 of eligible expenditures remaining to incur. A continuity schedule of the Company's outstanding balance for the years ended April 30, 2023 and 2022 are as follows:

Balance as at April 30, 2021	\$	88,032
Recognition of flow-through premium – August 10, 2021 financing		283,845
Settlement of flow-through premium		(371,877)
Balance as at April 30, 2022	\$	-
Recognition of flow-through premium – June 27, 2022 financing		361,317
Recognition of flow-through premium – July 14, 2022 financing		63,542
Recognition of flow-through premium – September 29, 2022 financing		178,888
Recognition of flow-through premium – October 21, 2022 financing		307,723
Settlement of flow-through premium		(805,134)
Balance as at April 30, 2023	\$	106,336

8. Share capital

Authorized share capital:

Unlimited common shares without par value.

Issued and outstanding:

At April 30, 2023, there were 182,096,625 (2022: 119,292,950) common shares issued and fully paid common shares outstanding. At April 30, 2023, the total number of common shares held in escrow were 9,416,571 (2022: 16,483,017).

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8. Share capital (continued)

During the year ended April 30, 2023:

- (a) On June 27, 2022, the Company completed a private placement whereby the company issued 7,306,900 units at \$0.11 per unit and 18,065,846 flow-through units for \$0.13 per unit for gross proceeds of \$3,152,319 (Note 7(b)). Each unit is comprised of one common share and one-half of one share purchase warrant and each flow-through unit is comprised of one flow-through common share and one-half of one share purchase warrant. Each whole warrant is exercisable to purchase one additional common share of the Company at a price of \$0.17 for a period of two years, subject to acceleration provisions. The Company allocated proceeds of \$507,455 to the common share purchase warrants using the residual value method.

In connection with the private placement, the Company paid broker fees of \$246,119 in cash and issued 1,522,364 broker's warrants with a fair value of \$52,866. Each broker's warrant is exercisable into one additional common share of the Company at a price of \$0.11 for a period of two years. The Company additionally incurred financing advisory and legal fees directly related to the offering in the total amount of \$77,552 which is included as share issuance cost.

- (b) On July 14, 2022, the Company completed a private placement whereby the company issued 3,177,116 flow-through units for \$0.13 per unit for gross proceeds of \$413,026 (Note 7(c)). Each flow-through unit is comprised of one flow-through common share and one-half of one share purchase warrant. Each whole warrant is exercisable to purchase one additional common share of the Company at a price of \$0.17 for a period of two years, subject to acceleration provisions. The Company allocated proceeds of \$63,542 to the common share purchase warrants using the residual value method.

In connection with the private placement, the Company paid broker fees of \$26,101 in cash and issued 190,627 broker's warrants with a fair value of \$6,634. Each broker's warrant is exercisable into one additional common share of the Company at a price of \$0.11 for a period of two years. The Company additionally incurred financing advisory and legal fees directly related to the offering in the total amount of \$29,289 which is included as share issuance cost.

- (c) On September 29, 2022, the Company completed a private placement whereby the company issued 9,173,259 units at \$0.11 per unit and 8,944,400 flow-through units for \$0.13 per unit for gross proceeds of \$2,171,830 (Note 7(d)). Each flow-through unit is comprised of one flow-through common share and one-half of one share purchase warrant. Each whole warrant is exercisable to purchase one additional common share of the Company at a price of \$0.17 for a period of two years, subject to acceleration provisions. The Company allocated proceeds of \$362,353 to the common share purchase warrants using the residual value method.

In connection with the private placement, the Company paid broker fees of \$101,462 in cash and issued 876,786 broker's warrants with a fair value of \$31,039. Each broker's warrant is exercisable into one additional common share of the Company at a price of \$0.11 for a period of two years. The Company additionally incurred financing advisory and legal fees directly related to the offering in the total amount of \$12,437 which is included as share issuance cost.

- (d) On October 21, 2022, the Company completed a private placement whereby the company issued 750,000 units at \$0.11 per unit and 15,386,154 flow-through units for \$0.13 per unit for gross proceeds of \$2,082,700 (Note 7(e)). Each flow-through unit is comprised of one flow-through common share and one-half of one share purchase warrant. Each whole warrant is exercisable to purchase one additional common share of the Company at a price of \$0.17 for a period of two years, subject to acceleration provisions. The Company allocated proceeds of \$Nil to the common share purchase warrants using the residual value method.

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8. Share capital (continued)

In connection with the private placement, the Company paid broker fees of \$120,012 in cash and issued 923,169 broker's warrants with a fair value of \$49,220. Each broker's warrant is exercisable into one additional common share of the Company at a price of \$0.11 for a period of two years. The Company additionally incurred financing advisory and legal fees directly related to the offering in the total amount of \$62,420 which is included as share issuance cost.

During the year ended April 30, 2022:

- (e) On August 10, 2021, the Company completed a private placement whereby the company issued 8,296,833 units at \$0.24 per unit and 11,353,812 flow-through units for \$0.265 per unit for gross proceeds of \$5,000,000 (Note 7(a)). Each unit is comprised of one common share and one-half of one share purchase warrant and each flow-through unit is comprised of one flow-through common share and one-half of one share purchase warrant. Each whole warrant is exercisable to purchase one additional common share of the Company at a price of \$0.36 for a period of three years, subject to acceleration provisions.

In connection with the private placement, the Company paid broker fees of \$328,874 in cash and issued 1,056,000 broker's warrants with a fair value of \$148,770. Each broker's warrant is exercisable into one additional common share of the Company at a price of \$0.24 for a period of three years. The Company additionally incurred financing advisory and legal fees directly related to the offering in the total amount of \$93,139 which is included as share issuance cost.

- (f) The Company issued 6,883,852 common shares in connection with the exercise of stock options and common share purchase warrants for proceeds of \$1,950,606, with a fair value of \$324,819 that was reclassified from reserve to share capital.

Reserves:

The share-based payment reserve records items recognized as stock-based compensation expense and other share-based payments until such time that the stock options or warrants are exercised, at which time the corresponding amount will be transferred to share capital.

Options:

The Company has a stock option plan whereby a maximum of 10% of the issued and outstanding common shares of the Company may be reserved for issuance pursuant to the exercise of stock options. The terms of the granted options are fixed by the Board of Directors and are not to exceed ten years. The exercise price of options are determined by the Board of Directors, but shall not be less than the closing price of the Company's common shares on the day preceding the option grant date, less any discount permitted by the Exchange. Options granted under the plan may vest immediately on grant, or over a period as determined by the Board of Directors or, in respect of options granted for investor relations services, as prescribed by Exchange policy.

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8. Share capital (continued)

A continuity schedule of the Company's outstanding stock options for the years ended April 30, 2023 and 2022 is as follows:

	April 30, 2023		April 30, 2022	
	Number outstanding	Weighted average exercise price	Number outstanding	Weighted average exercise price
Outstanding, beginning of year	9,671,667	\$ 0.20	5,730,000	\$ 0.18
Granted	1,570,000	0.10	4,245,000	0.22
Exercised	-	-	(233,333)	0.21
Expired	(262,500)	0.22	(70,000)	0.25
Outstanding, end of year	10,979,167	\$ 0.18	9,671,667	\$ 0.20
Exercisable, end of year	10,589,445	\$ 0.18	8,788,334	\$ 0.21

At April 30, 2023, the Company had outstanding stock options exercisable to acquire common shares of the Company as follows:

Expiry date	Options outstanding	Options exercisable	Exercise price	Remaining contractual life (years)
June 30, 2023	150,000	150,000	\$ 0.15	0.17
June 30, 2023	400,000	400,000	\$ 0.20	0.17
June 30, 2023	100,000	66,667	\$ 0.25	0.17
January 5, 2026	600,000	600,000	\$ 0.20	2.69
July 2, 2025	2,730,000	2,730,000	\$ 0.20	2.18
June 1, 2026	1,069,167	712,778	\$ 0.25	3.09
February 7, 2027	2,760,000	2,760,000	\$ 0.20	3.78
January 18, 2028	1,570,000	1,570,000	\$ 0.10	4.72
May 4, 2030	1,600,000	1,600,000	\$ 0.15	7.02
Totals	10,979,167	10,589,445	\$ 0.18	3.85

The Company calculates the fair value of the stock options granted using the Black-Scholes Option Pricing Model. The Black-Scholes Option Pricing Model inputs for options granted and vested during the years ended April 30, 2023 and 2022 are as follows:

Grant Date	Expiry Date	Exercise Price	Risk-Free Interest Rate	Expected Life	Volatility Factor	Dividend Yield	Fair Value
June 1, 2021	June 1, 2026	\$0.25	0.51%	3 years	72%	0%	\$0.11
June 1, 2021	December 31, 2021	\$0.25	0.32%	0.5 years	80%	0%	\$0.05
February 7, 2022	February 7, 2027	\$0.20	1.43%	3 years	79%	0%	\$0.09
January 18, 2023	January 18, 2028	\$0.10	3.24%	3 years	83%	0%	\$0.05

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8. Share capital (continued)

The risk-free interest rate is based on the Canadian government bond rate for a similar term as the expected life of the stock options. The annualized volatility is based on comparable companies' historical share prices. The options granted on June 1, 2021 vest in thirds, one-third immediately, and one-third each year for the subsequent two years. The other options granted during the year ended April 30, 2022 and 2023 vest immediately.

Total expense arising from share-based compensation recognized related to the options granted and vested during the year ended April 30, 2023 was \$112,192 (2022 - \$418,488), using the Black-Scholes Option Pricing Model.

On May 27, 2022, 250,000 stock options expired unexercised and the fair value of \$22,110 was reclassified to deficit. On November 30, 2022, an additional 12,500 stock options expired unexercised and the fair value of \$1,963 was reclassified to deficit.

Restricted Share Units:

On October 22, 2022, the Company established a Restricted Share Units ("RSU") plan which provides for the issuance of RSUs in such amounts as approved by the Board of Directors. The RSUs are awarded in the nature of a bonus for services rendered that, upon settlement, entitles the recipient to acquire shares, to receive the cash equivalent, or a combination thereof, at the discretion of the Board. RSUs settled in common shares are equity-settled and the related share-based compensation expense is measured at the fair value based on the Company's share price on grant date, subject to vesting criteria.

During the year ended April 30, 2023, the Company granted 2,550,000 RSUs, which had a fair value of \$0.10 per RSU, and become fully vested on the first anniversary of the grant date. The Company recognized share-based compensation of \$73,185 related to the vesting of RSUs in the period.

A continuity schedule of the Company's outstanding restricted stock units for the year ended April 30, 2023 and 2022 are as follows:

	April 30, 2023		April 30, 2022	
	Number	Weighted	Number	Weighted
	outstanding	average fair	outstanding	average fair
		value		value
Outstanding, beginning of year	-	-	-	-
Granted	2,550,000	0.10	-	-
Outstanding, end of year	2,550,000	\$ 0.10	-	-

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8. Share capital (continued)

Warrants:

A continuity schedule of the Company's outstanding common share purchase warrants for the years ended April 30, 2023 and 2022 is as follows:

	April 30, 2023		April 30, 2022	
	Number	Weighted	Number	Weighted
	outstanding	average	outstanding	average
		exercise price		exercise price
Outstanding, beginning of year	36,089,099	\$ 0.30	31,858,296	\$ 0.28
Granted	34,914,783	0.16	10,881,322	0.35
Exercised	-	-	(6,650,519)	0.29
Expired	(4,581,000)	0.25	-	-
Outstanding and exercisable, end of year	66,422,882	\$ 0.23	36,089,099	\$ 0.30

At April 30, 2023, the Company had outstanding common share purchase warrants exercisable to acquire common shares of the Company as follows:

Grant Date	Number	Exercise Price	Expiry Date
March 24, 2020	15,660	0.25	March 24, 2024
April 20, 2020	6,060	0.25	April 20, 2024
May 5, 2020	5,203,338	0.25	May 4, 2024
June 26, 2020	8,590,749	0.30	June 25, 2023
June 26, 2020	978,625	0.20	June 25, 2023
October 21, 2020	721,845	0.20	October 21, 2023
October 21, 2020	5,110,500	0.30	October 21, 2023
August 10, 2021	9,825,322	0.36	August 10, 2024
August 10, 2021	1,056,000	0.24	August 10, 2024
June 27, 2022	12,686,373	0.17	June 27, 2024
June 27, 2022	1,522,364	0.11	June 27, 2024
July 14, 2022	1,588,558	0.17	July 14, 2024
July 14, 2022	190,627	0.11	July 14, 2024
September 29, 2022	9,058,829	0.17	September 29, 2024
September 29, 2022	876,786	0.11	September 29, 2024
October 21, 2022	8,068,077	0.17	October 21, 2024
October 21, 2022	923,169	0.11	October 21, 2024
Total	66,422,882		

The Company allocates the fair value to share purchase warrants issued as part of units with common shares using the residual method. The fair value of share purchase warrants granted as compensation to finders and consultants is calculated using the Black-Scholes Option Pricing Model.

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8. Share capital (continued)

The fair value of common share purchase warrants issued during the year ended April 30, 2023 and 2022 were estimated at the date of issuance using the Black-Scholes Option Pricing Model using the following assumptions:

Grant Date	Expiry Date	Exercise Price	Risk-Free Interest Rate	Expected Life	Volatility Factor	Dividend Yield	Fair Value
June 27, 2022	June 27, 2024	\$0.11	3.17%	2 years	79%	0%	\$0.03
July 14, 2022	July 14, 2024	\$0.11	3.27%	2 years	79%	0%	\$0.03
September 29, 2022	September 29, 2024	\$0.11	3.79%	2 years	80%	0%	\$0.04
October 21, 2022	October 21, 2024	\$0.11	4.16%	2 years	80%	0%	\$0.05
August 10, 2021	August 10, 2024	\$0.24	0.60%	3 year	73%	0%	\$0.14

9. Related party transactions and balances

The Company's related parties consist of its key management personnel. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, and consist of its directors, the Chief Executive Officer, the Chief Financial Officer and the VP Exploration.

During the year ended April 30, 2023 and 2022, compensation of key management personnel, including directors, was as follows:

	Year Ended April 30,	
	2023	2022
Salaries and consulting fees ⁽¹⁾	\$ 516,084	\$ 465,332
Rent	34,900	32,700
Stock-based compensation	123,304	282,669
Total	\$ 674,288	\$ 623,187

(1) Includes \$382,334 recorded in consulting fees and \$133,750 of salaries capitalized to exploration and evaluation assets (2022 - \$347,818 and \$117,514, respectively).

As of April 30, 2023, there was \$60,333 (2022: \$6,330) owing to certain directors and officers of the Company. The amounts owing are included in accounts payable, are unsecured, non-interest bearing, have no fixed terms of repayment and are due on demand. The Company also has prepaid \$5,850 (2022: \$16,892) to certain officers of the Company in connection with expenses to be incurred on behalf of the Company.

10. Financial instruments and risks

(a) Fair values

The fair value of cash, other accounts receivable and accounts payable approximate their carrying values due to the short-term to maturities of the financial instruments.

(b) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to interest rate risk.

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10. Financial instruments and risks (continued)

(c) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is in its cash. The risk in cash is managed through the use of a major financial institution which has a high credit quality as determined by rating agencies. Credit risk is assessed as low.

(d) Foreign exchange rate risk

Foreign exchange risk is the risk that the Company's financial instruments will fluctuate in value as a result of movements in foreign exchange rates. The Company has no assets or liabilities denominated in foreign currencies; therefore, is not exposed to foreign exchange risk.

(e) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company requires funds to finance its business development activities. In addition, the Company needs to raise equity financing to carry out its exploration programs. There is no assurance that financing will be available or, if available, that such financings will be on terms acceptable to the Company. Liquidity risk is assessed as high.

(f) Price risk

The Company is exposed to price risk with respect to commodity prices. The Company's ability to raise capital to fund exploration and development activities is subject to risks associated with fluctuations in the market price of commodities.

11. Capital management

The Company's capital structure consists of cash and share capital. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support acquisition and exploration of resource 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 dependent on external financing to fund its activities. In order to carry out 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 exploration and evaluation assets and seek to acquire interests in 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. There were no changes in the Company's approach to capital management since inception. The Company is not subject to externally imposed capital requirements.

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12. Income taxes

A reconciliation of the expected income tax recovery to the actual income tax recovery is as follows:

	2023	2022
	\$	\$
Net loss before income taxes	(1,184,980)	(1,633,009)
Statutory tax rate	27%	27%
Expected income tax recovery at the statutory tax rate	(320,000)	(441,000)
Permanent differences and other	(347,000))	12,000
Flow through shares adjustment	1,412,000	1,072,000
Income tax expense	745,000	643,000

Details of deferred tax assets and liabilities are as follows:

	2023	2022
	\$	\$
Loss carry-forwards	1,808,000	1,212,000
Exploration and evaluation assets	(3,657,000)	(2,243,000)
Share issuance costs	313,000	240,000
Net deferred tax liability	(1,536,000)	(791,000)

The Company has non-capital losses of approximately \$6,697,000 which begin expiring in 2037 and can be applied against income in the future years.

13. Commitments

Pursuant to the option agreement entered into between the Company and the counter party (Note 6) in connection with the Davidson River Property, the Company has the following commitments:

- Within twenty-four (24) months from the date the shares of the Company was listed on a stock exchange ("a Go Public Transaction"), pay the sum of \$100,000 (paid on June 20, 2022);
- Within thirty-six (36) months of a Going Public Transaction, pay the sum of \$125,000 (Subsequent to April 30, 2023, this payment has been deferred to December 31, 2023);
- Within forty-eight (48) months of a Going Public Transaction, pay the sum of \$200,000; and
- Within sixty (60) months of a Going Public Transaction, pay the sum of \$350,000.

14. Subsequent events

Subsequent to April 30, 2023:

- On June 30, 2023, 150,000 options with an exercise price of \$0.15, 400,000 options with an exercise price of \$0.20, and 100,000 options with an exercise price of \$0.25 expired unexercised.
- On June 25, 2023, 8,590,749 warrants with an exercise price of \$0.30 and 978,625 warrants with an exercise price of \$0.20 expired unexercised.