

Galway Metals Inc.

**Condensed Interim Consolidated Financial Statements
For the Three and Six Months Ended June 30, 2025 and 2024
(Expressed in Canadian Dollars)
(Unaudited)**

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying unaudited condensed interim consolidated financial statements of Galway Metals Inc. (the "Company") are the responsibility of management and the Board of Directors.

The unaudited condensed interim consolidated financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the unaudited condensed interim consolidated financial statements. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the statement of financial position date. In the opinion of management, the unaudited condensed interim consolidated financial statements have been prepared within acceptable limits of materiality and are in accordance with International Accounting Standard 34 - Interim Financial Reporting using accounting policies consistent with International Financial Reporting Standards appropriate in the circumstances.

Management has established processes, which are in place to provide it with sufficient knowledge to support management representations that it has exercised reasonable diligence in that (i) the unaudited condensed interim consolidated financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of, and for the periods presented by, the unaudited condensed interim consolidated financial statements and (ii) the unaudited condensed interim consolidated financial statements fairly present in all material respects the financial condition, results of operations and cash flows of the Company, as of the date of and for the periods presented by the unaudited condensed interim consolidated financial statements.

The Board of Directors is responsible for reviewing and approving the unaudited condensed interim consolidated financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the unaudited condensed interim consolidated financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the unaudited condensed interim consolidated financial statements together with other financial information of the Company for issuance to the shareholders.

Management recognizes its responsibility for conducting the Company's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

NOTICE TO READER

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

Galway Metals Inc.
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Canadian Dollars)
(Unaudited)

As at	June 30, 2025	December 31, 2024
Assets		
Current assets		
Cash and cash equivalents	\$ 7,622,444	\$ 7,009,394
Prepays and deposits	69,181	130,477
HST receivable	226,855	219,441
	7,918,480	7,359,312
Non-current assets		
Resource property costs (Note 3)	10,921,854	10,894,794
Property and equipment (Note 4)	185,513	189,119
	\$ 19,025,847	\$ 18,443,225
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities (Note 11)	\$ 477,923	\$ 514,575
Flow-through premium liability (Note 10)	996,688	1,061,496
Current portion of note payable (Note 12)	75,000	72,115
	1,549,611	1,648,186
Non-current liabilities		
Provision for claim (Note 13)	694,501	651,856
	2,244,112	2,300,042
Shareholders' Equity		
Common shares (Note 5)	79,974,101	76,468,469
Shares to be issued	91,070	91,070
Contributed surplus	12,406,445	11,022,745
Accumulated other comprehensive income	21,014	28,253
Deficit	(75,710,895)	(71,467,354)
	16,781,735	16,143,183
	\$ 19,025,847	\$ 18,443,225

Nature of Operations and Going Concern (Note 1)
Subsequent Event (Note)

Approved by the Board "Robert Hinchcliffe" Director
"Peter Gula" Director

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

Galway Metals Inc.
Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian Dollars)
(Unaudited)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2025	2024	2025	2024
Expenses				
Administrative expenses (Note 8)	\$ 463,276	\$ 345,088	\$ 879,336	\$ 680,674
Stock-based compensation (Note 6)	342,889	78,317	867,300	156,634
Gain on foreign exchange	34,233	(1,243)	33,307	(5,513)
Exploration and evaluation expenses (Note 9)	1,275,155	912,893	2,561,262	1,728,847
Amortization of property, plant and equipment	2,652	3,398	5,304	6,360
	2,118,205	1,338,453	4,346,509	2,567,002
Other Income				
Interest income	(29,527)	(44,425)	(80,805)	(87,026)
Change in claim provision (Note 13)	21,998	-	42,645	-
Premium on flow-through shares	-	-	(64,808)	(481,862)
Net Loss	\$ (2,110,676)	\$ (1,294,028)	\$ (4,243,541)	\$ (1,998,114)
Comprehensive Loss				
Items that will be reclassified subsequently into income:				
Cumulative translation adjustment	\$ (6,053)	\$ 453	\$ (7,239)	\$ 1,339
Comprehensive loss	\$ (2,116,729)	\$ (1,293,575)	\$ (4,250,780)	\$ (1,996,775)
Loss per share - basic and diluted	\$ (0.02)	\$ (0.02)	\$ (0.04)	\$ (0.03)
Weighted average number of common shares outstanding - basic and diluted	99,467,157	84,916,713	97,431,349	78,515,978

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

Galway Metals Inc.
Condensed Interim Consolidated Statements of Changes in Shareholders' Equity
(Expressed in Canadian Dollars)
(Unaudited)

	Share Capital	Shares to be Issued	Contributed Surplus	Accumulated Other Comprehensive Income (Loss)	Deficit	Total
Balance, December 31, 2023	\$ 68,612,908	\$ 91,070	\$ 9,738,217	\$ 26,679	\$ (65,692,636)	\$ 12,776,238
Cumulative translation adjustment	-	-	-	1,339	-	1,339
Shares issued on private placement	4,519,984	-	-	-	-	4,519,984
Costs of issue	(195,331)	-	-	-	-	(195,331)
Issuance of warrants	(785,693)	-	785,693	-	-	-
Flow-through share premium	(866,132)	-	-	-	-	(866,132)
Stock-based compensation	-	-	156,634	-	-	156,634
Net loss for the period	-	-	-	-	(1,998,114)	(1,998,114)
Balance, June 30, 2024	\$ 71,285,736	\$ 91,070	\$ 10,680,544	\$ 28,018	\$ (67,690,750)	\$ 14,394,618
Balance, December 31, 2024	\$ 76,468,469	\$ 91,070	\$ 11,022,745	\$ 28,253	\$ (71,467,354)	\$ 16,143,183
Cumulative translation adjustment	-	-	-	(7,239)	-	(7,239)
Shares issued on private placement	4,175,550	-	-	-	-	4,175,550
Costs of issue	(153,518)	-	-	-	-	(153,518)
Issuance of warrants	(516,400)	-	516,400	-	-	-
Stock-based compensation	-	-	867,300	-	-	867,300
Net loss for the period	-	-	-	-	(4,243,541)	(4,243,541)
Balance, June 30, 2025	\$ 79,974,101	\$ 91,070	\$ 12,406,445	\$ 21,014	\$ (75,710,895)	\$ 16,781,735

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

Galway Metals Inc.
Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Canadian Dollars)
(Unaudited)

For the Six Months Ended June 30,	2025	2024
Cash provided by (used in):		
Operating activities		
Net loss for the period	\$ (4,243,541)	\$ (1,998,114)
Items not affecting cash:		
Amortization of property, plant and equipment	5,304	6,360
Share-based compensation (Note 6)	867,300	156,634
Premium on flow-through shares	(64,808)	(481,862)
Accretion of note payable	2,884	2,968
Change in claim provision (Note 13)	42,645	-
Changes in current assets and liabilities:		
Prepays and deposits	61,296	(33,219)
HST receivable	(7,414)	123,806
Accounts payable and accrued liabilities	(38,349)	121,158
	(3,374,683)	(2,102,269)
Investing activities		
Resource property acquisition costs	(27,060)	(79,919)
	(27,060)	(79,919)
Financing activities		
Net proceeds from issuance of shares	4,022,032	4,324,653
	4,022,032	4,324,653
Unrealized foreign exchange loss	(7,239)	1,339
Net change in cash and cash equivalents	613,050	2,143,804
Cash and cash equivalents, beginning of period	7,009,394	3,347,986
Cash and cash equivalents, end of period	\$ 7,622,444	\$ 5,491,790

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

Galway Metals Inc.
Notes to Condensed Interim Consolidated Financial Statements
(Expressed in Canadian Dollars)
For the Six Months Ended June 30, 2025 and 2024
(Unaudited)

1. Nature of Operations and Going Concern

Galway Metals Inc. ("the Company") was incorporated pursuant to the Business Corporations Act (New Brunswick) on May 9, 2012, and continued to the Province of Ontario on July 21, 2015. The Company's head office is located at 82 Richmond Street East, Toronto, Ontario, M5C 1P1.

The Company is in the process of exploring the Clarence Stream and Estrades gold and polymetallic projects, located in New Brunswick and Quebec, respectively, and has not yet determined whether its mineral properties contain mineral reserves that are economically recoverable. The continuing operations of the Company and the underlying value and recoverability of the amounts shown for mineral properties are entirely dependent upon the existence of economically recoverable mineral reserves, the ability to obtain the necessary financing to complete the exploration and development of the mineral property interests and on future profitable production or proceeds from the disposition of the mineral property interests.

The Company's common shares trade on the TSX Venture Exchange under the symbol "GWM".

These condensed interim consolidated financial statements have been prepared on the basis that the Company is a going concern, which contemplates the realization of its assets and the settlement of its liabilities in the normal course of operations. Certain principal conditions and events are prevalent which indicate that there could be significant doubt about the Company's ability to continue as a going concern for a reasonable period of time. These include recurring operating losses. Furthermore, additional funding may be required to carry on the exploration and evaluation of the Company's mineral properties. The ability of the Company to continue operations is dependent upon obtaining the necessary financing to complete the development of its properties if they are proven successful and/or the realization of proceeds from the sale of one or more of its properties. As at June 30, 2025, the Company had deficit of \$75,675,660 (December 31, 2024 - \$71,467,354). Net loss for the six months ended June 30, 2025 was \$4,215,545 (six months ended June 30, 2024 - \$1,996,775). This condition raises material uncertainties which cast significant doubt as to whether the Company will be able to continue as a growing concern. These consolidated financial statements do not include any adjustments related to the carrying values and classifications of assets and liabilities that would be necessary should the Company be unable to continue as a going concern. These adjustments could be material.

2. Accounting Policies

Statement of Compliance

These unaudited condensed interim financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by IASB and interpretations issued by IFRIC. These unaudited condensed interim consolidated financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended December 31, 2024.

These unaudited condensed interim consolidated financial statements were authorized for issuance by the Board of Directors of the Company on August 29, 2025.

Galway Metals Inc.
Notes to Condensed Interim Consolidated Financial Statements
(Expressed in Canadian Dollars)
For the Six Months Ended June 30, 2025 and 2024

2. Accounting Policies (Continued)

Basis of Presentation

In the preparation of these unaudited condensed interim consolidated financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of expenses during the period. Actual results could differ from these estimates.

Basis of Consolidation

These condensed interim consolidated financial statements incorporate the financial statements of the Company and its wholly owned subsidiaries, Galway Resources US Inc, and Nyak Resources Inc. All intercompany transactions, balances, income and expenses are eliminated upon consolidation.

Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the chief executive officer of the Company. The Company has determined that it has one operating segment, the acquisition, exploration and development of mineral resource properties in Canada.

3. Resource Property Costs

	Six Ended June 30, 2025	Year Ended December 31, 2024
<u>Clarence Stream Project, New Brunswick, Canada</u>		
Balance, beginning of period	\$ 8,938,441	\$ 8,273,138
Acquisition costs	26,117	665,303
Balance, end of period	\$ 8,964,558	\$ 8,938,441
<u>Estrades Project, Quebec, Canada</u>		
Balance, beginning of period	\$ 1,956,352	\$ 1,929,345
Acquisition costs	944	27,007
Balance, end of period	\$ 1,957,296	\$ 1,956,352
Total Resource Property Costs, End of Period	\$ 10,921,854	\$ 10,894,793

i) **Clarence Stream Project, New Brunswick, Canada**

On August 3, 2016 Galway entered into an Option Agreement to acquire a 100% undivided interest in Wolfden Resources Corporation's Clarence Stream property in south-western New Brunswick, Canada. In conjunction with this acquisition, Galway acquired Jubilee Gold Exploration Ltd.'s Birneys Lake property, which is adjacent on the south side of Wolfden's Clarence Stream property, and the Company staked a significant number of additional claims both to the east and west of Clarence Stream.

Galway Metals Inc.
Notes to Condensed Interim Consolidated Financial Statements
(Expressed in Canadian Dollars)
For the Six Months Ended June 30, 2025 and 2024

5. Resource Property Costs (Continued)

i) Clarence Stream Project, New Brunswick, Canada (Continued)

Cash payments for the initial Clarence Stream acquisitions will be \$3.5 million over three years plus 1% Net Smelter Return (NSR) royalties on portions of the project, with Galway retaining rights to acquire most of the NSR's. Galway has completed cash payments of \$2.75 million of the \$3.5 million total.

Jubilee: Galway acquired the Birneys Lake project at Clarence Stream for \$200,000 (paid) plus a 1% NSR royalty with a buyback option for half (0.5%) at any time for \$500,000.

Globex: Subsequent to the original acquisition on August 3, 2016, Galway Acquired 100% of the Lower Tower Hill Property from Globex Mining Enterprises for 86,667 shares plus a 2.5% Gross Metal Royalty on those claims.

Wolfden: Galway has the option to acquire 100% of Wolfden's interest in the Clarence Stream property by making the following payments:

- \$750,000 upon closing (2016 - paid)
- \$750,000 upon the first anniversary of closing (2017 - paid)
- \$1.0 million upon the second anniversary of closing (paid July 10, 2018)
- \$750,000 upon the third anniversary of closing (paid July 2019)
- 1% NSR royalty with a full buyback option at any time for \$2.0 million.

On July 21, 2020, the Company closed an agreement dated July 15, 2020 with an arm's length third party royalty holder to buy back a two percent (2.0%) net smelter returns royalty (the "Royalty") on the Wolfden option covering certain mineral claims at the Company's Clarence Stream property in southwest New Brunswick. The mineral claims fully cover the South, North and George Murphy Zones, the gap area between the George Murphy and Richard Zones, and potential extensions to these zones and other prospective targets. The original option agreement allowed only for buyback of one percent (1.0%) of the royalty for \$500,000 for each 0.5%. Galway was able to negotiate with the royalty holder to purchase the royalty in its entirety. Under terms of the Agreement, Galway Metals will pay a total purchase price of \$3,000,000 in six equal annual instalments of \$500,000, with each partial payment representing the purchase of one-sixth (1/6) of the Royalty. Pursuant to the Agreement, on closing Galway issued 144,928 common shares (ascribed a fair value of \$500,000 on the date of issuance) in the capital of the Company to the royalty holder, which represented the first Partial Payment. Each subsequent \$500,000 partial payment shall be paid as follows: (i) \$125,000 in cash (paid); and, (ii) the remaining \$375,000, at the sole election of the Company, shall be paid either in cash, through the issuance of shares or a combination thereof as shall equal \$375,000 with the shares valued at a deemed price equal to the higher of: (A) the closing price of the Shares on the TSX Venture Exchange ("TSXV") on the day that is two (2) business days prior to the date of the respective share issuance, and (B) the lowest price of shares that shall be acceptable to the TSXV. (308,642 shares issued with an ascribed fair value of \$375,000) The shares will be subject to the statutory hold periods of four months and one day.

In July 2021, the Company settled the second installment through a cash payment of \$125,000 and the issuance of 925,926 common shares ascribed a fair value of \$375,000. In July 2022, the Company settled the third installment through a cash payment of \$125,000 and the issuance of 308,642 common shares in settlement of the remaining \$375,000 third instalment obligation. In July 2023, the Company settled the fourth installment through a cash payment of \$125,000 and the issuance of 1,056,838 common shares in settlement of the remaining \$375,000 fourth instalment obligation. In August 2024, the Company settled the fifth and sixth installments through a cash payment of \$125,000 and the issuance of 806,452 common shares (ascribed a fair value of \$366,936) in settlement of the remaining instalment obligation.

Galway Metals Inc.
Notes to Condensed Interim Consolidated Financial Statements
(Expressed in Canadian Dollars)
For the Six Months Ended June 30, 2025 and 2024

5. Resource Property Costs (Continued)

ii) Estrades Project, Quebec, Canada

On July 27, 2020, Galway entered into an agreement with an arm's length third party royalty holder to buy back a one percent (1.0%) net smelter returns royalty. This was a separate royalty and is in addition to the royalty purchase noted above. The mineral claims subject to the royalty cover the Jubilee Zone, parts of the Richard Zone and other prospective properties. Under terms of the agreement, the Company paid a total purchase price of \$580,000 comprised of a cash payment of \$100,000 and 133,333 common shares (ascribed a fair value of \$620,000 on the date of issuance).

On August 25, 2020, the Company optioned 5 claim groups consisting of a total of 79 claim units. The Company is required to pay the vendor an aggregate of \$500,000, divided in seven (7) equal installments of \$71,429. The first payment was made upon the approval of the TSX Venture Exchange ("TSXV"), with each subsequent payment occurring on or before the anniversary of this agreement for the following six years. The first payment shall, and at the sole election of the Company, each subsequent payment may be paid either in cash, or 80% in cash and 20% in Galway shares. As such, each payment will be comprised of \$57,143 in cash and \$14,286 worth of Galway shares or in cash, with the Galway shares valued at a deemed price equal to the higher of: (A) the closing price of the Galway shares on the TSXV on the day that is two (2) business days prior to the date of the respective share issuance, and (B) the lowest price of Galway shares that shall be acceptable to the TSXV. The Galway shares will be subject to the statutory hold periods of four months and one day. For the first share issuance, a total of 3,175 Galway shares were issued, and were ascribed a fair value of \$12,476 on the date of issuance. On August 8, 2022, the Company paid \$71,429 in settlement of its 2022 obligation. On August 2, 2023, the Company paid \$71,429 in settlement of its 2023 obligation. In August 2024, the Company paid \$71,429 in settlement of its 2024 obligation.

On August 18, 2016, Galway acquired an undivided 100% ownership interest in the former producing, Estrades mine, related Newiska concessions, and adjacent Casa Berardi claims in western Quebec, Canada.

In order to consolidate the Estrades, Newiska and Casa Berardi claim blocks, Galway completed deals with Mistango River Resources Inc., CR Capital Corporation, First Quantum Minerals Ltd., Globex Mining Enterprises Inc. and a private company, plus the Company staked additional claims. Galway Staked additional claims along the Estrades and Newiska felsic rhyolite horizons. Subsequent to the original acquisition on August 18, 2016, Galway acquired 34 claims adjacent to its Estrades, Newiska and Casa Berardi concessions from GREG Exploration, Inc. for \$34,000.

Cash payment for all the properties Galway acquired, including the Estrades, Newiska and Casa Berardi claims, was \$1.35 million. In addition, Galway issued 266,667 units, valued at \$0.75, with each unit comprised of a share and a three-year warrant exercisable at \$1.56. The 266,667 common share component was valued at \$122,297 and the warrant component was valued at \$77,703 using the Black-Scholes pricing model and applying the relative fair value allocation to the share and warrant components. The following assumptions were used in the Black-Scholes model for initial warrant valuation: a risk-free rate of 0.57%, an expected life of 3 years, an expected volatility of 102.46% and an expected dividend yield of 0%. The Company has also agreed to issue three royalties on portions of the properties.

Galway Metals Inc.
Notes to Condensed Interim Consolidated Financial Statements
(Expressed in Canadian Dollars)
For the Six Months Ended June 30, 2025 and 2024

5. Resource Property Costs (Continued)

ii) Estrades Project, Quebec, Canada (Continued)

Mistango River Resources:	Cash payment of \$700,000 (2016 - paid), plus a 1% NSR royalty on portions of three claims. This royalty has a buyout option at any time for \$1 million. On May 8, 2019, Galway purchased the 1% NSR royalty for \$75,000.
CR Capital:	Cash payment of \$150,000 (2016 - paid) on CR Capital's property in which it held an approximate 64.6% interest.
First Quantum Minerals:	No cash or share payment. First Quantum exchanged its approximate 35.4% minority interest in CR Capital's property for a 2% NSR royalty. There is no buyout option on this royalty. First Quantum's share of the CR Capital property hosts a portion of the East Zone and the Newiska Block.
Private Company:	\$300,000 (2016 - paid) cash and 266,667 units as described above, subject to regulatory approval. The private company held rights to all historic data on the Estrades property.
Globex Mining Enterprises:	\$200,000 (2016 - paid) cash and a 1% Gross Metal Royalty (similar to an NSR royalty). There is no buyout option on this royalty.
Greg Exploration:	Subsequent to the original acquisition on August 18, 2016, Galway acquired 34 claims adjacent to its Estrades, Newiska and Casa Berardi concessions from GREG Exploration, Inc. for \$34,000.
Radisson Mining:	Subsequent to the original acquisition on August 18, 2016, Galway acquired 14 additional claims adjacent to its Estrades and Newiska concessions from Radisson Mining Resources Inc. for 50,000 shares (ascribed a fair value of \$42,000) plus 25,000 share purchase warrants exercisable during a two-year period from February 5, 2018 at \$1.50 per warrant. There are pre-existing NSR royalties of 2.0% on portions of Mistango's and Globex's Casa Berardi claims. On Globex's claims, 1.5% of the 2.0% royalty can be purchased at any time for \$1.5 mm.

On February 5, 2018, the Company acquired 14 additional claims adjacent to its Estrades polymetallic VMS property located in the northern Abitibi of western Quebec. The claims were purchased from Radisson Mining Resources Inc. for 50,000 (ascribed a fair value of \$42,000) shares plus 25,000 share purchase warrants exercisable during a two-year period from the day of closing at \$1.50 per warrant.

The fair value of the 25,000 warrants issued was \$8,483 as calculated using the Black-Scholes option pricing model with the following assumptions: a 24 months expected average life; share price of \$0.84; 102.67% expected volatility; risk free interest rate of 1.82%; and an expected dividend yield of 0%. Volatility is calculated based on the changes in historical stock prices over the expected life of the warrants.

On May 8, 2019, Galway purchased the 1% NSR royalty from Mistango River Resources for \$75,000. Original terms included a cash payment of \$700,000, plus a 1% NSR royalty on portions of three claims with a buyout option at any time for \$1 million.

Galway Metals Inc.
Notes to Condensed Interim Consolidated Financial Statements
(Expressed in Canadian Dollars)
For the Six Months Ended June 30, 2025 and 2024

4. Property and Equipment

Cost	Building	Vehicle	Total
Balance, December 31, 2023	\$ 202,117	\$ 28,515	\$ 230,632
Additions	-	9,783	9,783
Balance, December 31, 2024	\$ 202,117	\$ 38,298	\$ 240,415
Additions	-	-	-
Balance, June 30, 2025	\$ 202,117	\$ 38,298	\$ 240,415
Accumulated Depreciation			
Balance, December 31, 2023	\$ 25,194	\$ 14,257	\$ 39,451
Depreciation	7,074	4,771	11,845
Balance, December 31, 2024	\$ 32,268	\$ 19,028	\$ 51,296
Depreciation	3,396	1,908	5,304
Balance, June 30, 2025	\$ 35,664	\$ 20,936	\$ 56,600
Carrying Value			
At December 31, 2024	\$ 169,849	\$ 19,270	\$ 189,119
At June 30, 2025	\$ 166,453	\$ 17,362	\$ 183,815

5. Share Capital

Authorized: Unlimited number of common shares
Unlimited number of preferred shares issuable in series, the terms of which may be fixed by the Board of Directors before the issuance thereof

Common shares issued:

	Number of Shares	Amount
Balance, December 31, 2023	74,906,180	\$ 68,612,908
Shares issued on private placement	10,010,553	\$ 4,519,984
Costs of issue	-	\$ (195,331)
Issuance of warrants	-	\$ (785,693)
Flow-through share premium	-	\$ (866,132)
Balance, June 30, 2024	84,916,733	\$ 71,285,736
Balance, December 31, 2024	95,395,561	\$ 76,468,469
Shares issued on private placement	11,985,000	\$ 4,175,550
Costs of issue	-	\$ (153,518)
Issuance of warrants	-	\$ (516,400)
Balance, June 30, 2025	107,380,561	\$ 79,974,101

On May 30, 2025, the Company issued 7,350,000 flow-through shares of the Corporation ("FT Shares") under the terms of a non-brokered private placement at a price of \$0.36 per FT Share and 4,635,000 units of the Corporation ("Units") at a price of \$0.33 per Unit for aggregate gross proceeds to the Corporation of \$4,175,550. Each Unit consists of one common share of the Corporation, and one common share purchase warrant (a "Warrant"). Each Warrant will entitle the holder to acquire one non-flow-through common share of the Corporation for an exercise price of \$0.50 per share for a period of 3 years from the closing date of the private placement.

Galway Metals Inc.
Notes to Condensed Interim Consolidated Financial Statements
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For the Six Months Ended June 30, 2025 and 2024

5. Share Capital (Continued)

In connection with this private placement, the Company incurred finders fees and costs aggregating \$153,518.

The 4,635,000 warrants issued in conjunction with this private placement, with an exercise price of \$0.50 for three years from the date of issuance. The fair value of the warrants was estimated at \$516,400 using the Black-Scholes option pricing model at \$0.111 per warrant using the relative value method, based on the following assumptions: an exercise price of \$0.50, underlying share price of \$0.38 per share, expected annualized volatility of 76.50%; risk free interest rate of 2.61%; expected dividend yield of 0%; and expected life of 3 years.

6. Stock Options

The following table reflects the continuity of stock options for the six months ended June 30, 2025 and 2024:

	Number of Stock Options	Weighted Average Exercise Price
Balance, December 31, 2023 and June 30, 2024	5,353,333	\$0.99
Balance, December 31, 2024 and June 30, 2025	9,285,002	\$0.77

The following table reflects the stock options outstanding as at June 30, 2025:

Expiry Date	Exercise Price	Weighted Average Life Remaining	Options Outstanding	Black-Scholes Value
September 21, 2026	\$ 1.53	1.23 years	251,666	391,782
April 24, 2027	\$ 0.84	1.82 years	108,333	83,753
November 16, 2027	\$ 1.05	2.38 years	233,333	192,214
November 5, 2028	\$ 0.525	3.35 years	216,667	103,090
August 21, 2029	\$ 0.990	4.15 years	116,668	130,399
May 21, 2030	\$ 1.260	4.89 years	200,001	200,554
January 21, 2030	\$ 0.960	4.56 years	83,334	162,099
January 27, 2030	\$ 0.900	4.58 years	49,999	15,352
February 18, 2030	\$ 0.990	4.64 years	83,333	77,400
November 12, 2030	\$ 3.660	5.37 years	93,333	349,752
November 16, 2030	\$ 3.840	5.38 years	391,667	1,438,202
February 2, 2031	\$ 3.480	5.60 years	50,000	162,540
March 30, 2031	\$ 2.820	5.75 years	6,667	17,794
June 2, 2031	\$ 2.970	5.93 years	50,000	131,136
June 7, 2033	\$ 0.47	7.94 years	675,000	284,918
December 12, 2028	\$ 0.35	3.45 years	1,225,000	313,845
April 10, 2029	\$ 0.35	3.78 years	450,000	115,020
December 11, 2029	\$ 0.530	4.45 years	5,000,000	2,236,000
	\$ 0.77	4.42 years	9,285,002	\$ 6,405,850

Of the 9,285,002 options outstanding as at June 30, 2025, 3,647,501 (December 31, 2024 - 2,747,501) were exercisable.

Galway Metals Inc.
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7. Warrants

The following table reflects the continuity of warrants for the six months ended June 30, 2025 and 2024:

	Number of Warrants	Weighted Average Exercise Price
Balance, December 31, 2023	639,219	\$ 1.06
Issued	10,010,553	\$ 0.60
Expired	(439,218)	\$1.275
Balance, June 30, 2024	10,210,554	\$ 0.60
Balance, December 31, 2024	11,381,054	\$ 0.61
Issued	4,635,000	\$ 0.50
Expired	(200,001)	\$ 0.60
Balance, June 30, 2024	15,816,053	\$ 0.58

The following table reflects the warrants outstanding as at June 30, 2025:

Expiry Date	Exercise Price	Weighted Average Life Remaining	Warrants Outstanding	Black-Scholes Value
April 25, 2026	\$ 0.600	0.82 years	9,772,458	\$ 767,006
May 3, 2026	\$ 0.600	0.84 years	238,095	\$ 18,687
November 8, 2026	\$ 0.700	1.36 years	1,170,500	\$ 137,104
May 30, 2028	\$ 0.500	2.92 years	4,635,000	\$ 516,400
	\$ 0.580	1.47 years	15,816,053	\$ 1,439,197

8. Administrative Expenses

	Three Months Ended June 30,		Six Months Ended June 30,	
	2025	2024	2025	2024
Salaries and benefits	\$ 153,915	\$ 68,993	\$ 261,702	\$ 117,452
Office and general	42,247	26,272	83,915	72,559
Public company costs	61,561	45,108	198,395	110,035
Insurance	25,194	31,418	37,156	68,751
Professional fees	141,271	179,038	256,478	310,221
Travel expense	39,088	(5,741)	41,690	1,656
	\$ 463,276	\$ 345,088	\$ 879,336	\$ 680,674

Galway Metals Inc.
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9. Exploration Expenditures

Estrades Project

	Three Months Ended June 30,		Six Months Ended June 30,	
	2025	2024	2025	2024
Geological	\$ 95,387	\$ 117,177	\$ 99,821	\$ 170,166
Assays	-	-	-	-
Camp Support	5,464	9,210	18,002	22,958
Field supplies	3,554	-	4,210	-
Transportation	-	-	-	-
Engineering	-	3,125	-	9,250
Travel	838	-	838	-
	\$ 105,243	\$ 129,512	\$ 122,871	\$ 202,374

Clarence Stream Project

	Three Months Ended June 30,		Six Months Ended June 30,	
	2025	2024	2025	2024
Geological	\$ 336,667	\$ 298,382	\$ 730,071	\$ 639,289
Drilling	502,532	287,568	1,137,071	478,010
Assays	259,319	151,024	463,578	303,454
Travel	9,727	7,226	18,646	24,275
Camp support	35,810	10,162	54,958	32,408
Transportation	9,824	14,138	16,915	18,013
Field supplies	36,033	34,881	67,152	51,024
Grants	(20,000)	(20,000)	(50,000)	(20,000)
	\$ 1,169,912	\$ 783,381	\$ 2,438,391	\$ 1,526,473

Total Exploration Expenses	\$ 1,275,155	\$ 912,893	\$ 2,561,262	\$ 1,728,847
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10. Flow-through Premium Liability

(i) The Flow-Through Common Shares issued in the brokered private placement completed on April 27, 2023 were issued at a premium to the market price in recognition of the tax benefits accruing to subscribers. The flow-through premium was calculated to be \$600,003. The Company was committed to spend \$4,000,000 in eligible flow-through expenditures by December 31, 2023. As at December 31, 2024, the Company had renounced \$2,603,587 of eligible flow-through expenditures related to expenses incurred to December 31, 2023. During the year ended December 31, 2024, the Company incurred eligible expenditures sufficient to satisfy the expenditure requirement for this financing and subsequently filed the renouncement in February 2025 in accordance with established filing deadlines. Accordingly the flow-through premium liability for this financing was reduced to \$nil.

(ii) The Flow-Through Common Shares issued in the brokered private placements completed on April 26, 2024 and May 3, 2024 were issued at a premium to the market price in recognition of the tax benefits accruing to subscribers. The flow-through premium was calculated to be \$218,847. The Company is committed to spend \$4,519,984 in eligible flow-through expenditures by December 31, 2025. As of March 31, 2025, the Company had incurred approximately \$4,272,000 in eligible expenditures toward this commitment.

(iii) The Flow-Through Common Shares issued in the brokered private placements completed on November 8, 2024 were issued at a premium to the market price in recognition of the tax benefits accruing to subscribers. The flow-through premium was calculated to be \$843,108. The Company is committed to spend \$4,252,198 in eligible flow-through expenditures by December 31, 2025.

Galway Metals Inc.
Notes to Condensed Interim Consolidated Financial Statements
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10. Flow-through Premium Liability (Continued)

(iv) The Company is committed to spend 4,175,550 in eligible flow-through expenditures by December 31, 2026, pursuant to the Flow-Through private placement completed on May 30, 2025. There was no flow-through premium in relation to this financing.

11. Related Party Transactions

Remuneration of directors and officers included in administrative expenses are as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2025	2024	2025	2024
Remuneration paid for CEO and CFO services	\$ 150,372	\$ 72,122	\$ 262,692	\$ 72,122
Management fees paid to two directors	\$ -	\$ 7,500	\$ -	\$ 7,500

During the three and six months ended June 30, 2025, the Company expensed \$35,527 and \$63,751, respectively (three and six months ended June 30, 2024 - \$24,105 and \$66,633, respectively) to Marrelli Support Services Inc. ("Marrelli Support") and DSA Corporate Services L.P. ("DSA"), together known as the "Marrelli Group" for:

- (i) Robert D.B. Suttie, President of Marrelli Support, to act as Chief Financial Officer ("CFO") of the Company;
- (ii) Bookkeeping and office support services;
- (iii) Regulatory filing services
- (iv) Corporate secretarial services

The Marrelli Group is also reimbursed for out of pocket expenses.

As of June 30, 2025, the Marrelli Group was owed \$8,074 (December 31, 2024 - \$14,079). These amounts are included in accounts payable and accrued liabilities.

Included in accounts payable and accrued liabilities is \$35,235 (December 31, 2024 - \$302,163) payable to the Company's CEO.

During the three and six months ended June 30, 2025, the Company incurred \$nil (three and six months ended June 30, 2024 - \$7,500) pertaining to consulting services provided by two directors. As at June 30, 2025, \$nil (December 31, 2024 - \$nil) was included in accounts payable and accrued liabilities pertaining to these fees and ancillary expense reimbursements.

12. Note Payable

On June 18, 2021, the Company entered into an interest free \$300,000 promissory note in conjunction with an agreement to acquire certain surface rights for its Clarence Stream Project. The Company is obligated to pay \$75,000 on each of the four successive anniversary dates of the agreement. In 2022, 2023, and 2024 the first three payments were made under the terms of the agreement. The carrying value of the note has been discounted at an equivalent interest rate of 8%, representing the approximate market rate of a similar debt instrument, and subject to accretion over the life of the debt. The note is secured by a collateral mortgage made by the Company in favour of the lender, with the surface rights serving as collateral. As at June 30, 2025, the present value of the note was \$75,000 (December 31, 2024 - \$72,115), all of which (December 31, 2024 - \$72,115) was payable within the next twelve months.

13. Provision for Claim

Pursuant to a wrongful dismissal claim filed by a former employee against the Company, a \$743,116 provision for costs has been recorded as at June 30, 2025 (December 31, 2024 - \$743,116). The provision has been discounted based on an estimated time horizon of one year, using a discount rate of 14%. During the year ended December 31, 2024, the provision was amended upward by \$56,481 subject to changes in management estimates. The Company will continue to defend itself vigorously, with mediation efforts having commenced in early 2025.

14. Comparative Figures

Certain of the comparative figures have been reclassified to conform to the current year's presentation. Such reclassifications had no impact on previously reported comprehensive loss or deficit.