Condensed Interim
Consolidated Financial Statements

For the nine months ended June 30, 2023

(Unaudited – Expressed in US dollars)

Notice to Reader

These condensed interim consolidated financial statements of Pulsar Helium Inc. have been prepared by management and approved by the Board of Directors of the Company. In accordance with National Instrument 51-102 released by the Canadian Securities Administrators, the Company discloses that its external auditors have not reviewed these condensed interim consolidated financial statements, notes to the financial statements or the related quarterly Management Discussion and Analysis.

Pulsar Helium Inc.

Condensed Interim Consolidated Statements of Financial Position
(Unaudited – Expressed in US dollars)

	Note	June 30, 2023	September 30, 2022
ASSETS			
Current Assets			
Cash		$ 109,682	$ 92,264
Receivables		5,904	416
Prepaid expenses		67,864	13,036
		183,450	105,716
Exploration and evaluation assets	*4*	295,978	139,978
Deferred financing costs	*9*	54,540	-
		$ 533,968	$ 245,694
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIENCY)			
Current Liabilities			
Trade and other payables	*6*	$ 232,820	$ 156,649
Related party loan	*6*	-	120,000
		232,820	276,649
Shareholders' Equity (Deficiency)			
Share capital	*5*	2,592,178	465,882
Deficit		(2,291,030)	(496,837)
		301,148	(30,955)
		$ 533,968	$ 245,694
Nature of operations and going concern	*1*		
Subsequent events	*9*		

These condensed interim consolidated financial statements are approved for issue by the Board of Directors of the Company on August 29, 2023.

They are signed on the Company's behalf by:

"Thomas Abraham-James", Director

"Neil Herbert", Director

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

Pulsar Helium Inc.

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
(Unaudited – Expressed in US dollars)

	Note	Three months ended June 30, 2023	Three months ended June 30, 2022	Nine months ended June 30, 2023	Nine months ended June 30, 2022
Expenses					
Administration		$ 26,792	$ 2,525	$ 80,167	$ 2,594
Consulting fees	*6*	88,305	9,989	209,052	9,989
Director fees	*6*	13,750	-	27,500	-
Exploration and evaluation expenditures	*4*	145,841	32,775	421,109	32,775
Foreign exchange		6,446	5,332	11,405	4,648
Investor relations		194,084	-	593,128	-
Professional fees		214,198	7,772	325,929	33,963
Regulatory costs		22,838	-	22,838	-
Travel		28,996	5,017	103,065	5,017
		(741,250)	(63,410)	(1,794,193)	(88,986)
Gain on forgiveness of trade and other payables		-	11,000	-	11,000
Interest expense		-	(4,995)	-	(4,995)
Transaction costs		-	-	-	(23,381)
Loss and comprehensive loss for the period		$ (741,250)	$ (57,405)	$ (1,794,193)	$ (106,362)
Basic and diluted loss per common share		$ (0.01)	$ (57.41)	$ (0.03)	$ (121.00)
Weighted average number of common shares outstanding		59,539,304	1,000	53,206,115	879

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

Pulsar Helium Inc.
Condensed Interim Consolidated Statements of Cash Flows
(Unaudited – Expressed in US dollars)

	Nine months ended June 30, 2023	2022
OPERATING ACTIVITIES		
Loss for the period	$ (1,794,193)	$ (106,362)
Change in non-cash working capital items:		
Shares issued for consulting fees	-	9,989
Shares issued for interest expense	-	4,995
Gain on forgiveness of trade and other payables	-	(11,000)
Transaction costs	-	23,381
Investor relations	56,131	-
Change in non-cash working capital items:		
Funds held in trust	-	(301,190)
Receivables	(5,488)	-
Prepaid expenses	(18,464)	(13,388)
Trade and other payables	140,396	54,633
Net cash used in operating activities	(1,621,618)	(338,942)
INVESTING ACTIVITIES		
Exploration and evaluation assets	(206,000)	-
Net cash used in investing activities	(206,000)	-
FINANCING ACTIVITIES		
Proceeds from private placement	-	305,903
Special Warrants	2,049,289	-
Special Warrants issuance costs	(29,713)	-
Deferred financing costs	(54,540)	-
Related party loan	-	41,689
Repayment of related party loan	(120,000)	-
Net cash provided by financing activities	1,845,036	347,592
Increase in cash for the period	17,418	8,650
Cash, beginning of the period	92,264	919
Cash, end of the period	$ 109,682	$ 9,569
Non-cash investing and financing activities		
Issuance of shares for trade and other payables	$ 14,225	$ -
Share issue costs settled in Special Warrants	55,269	-
Prepaid expense settled in Special Warrants	67,134	-
Accrued exploration and evaluation assets	-	78,311
Supplementary information		
Interest paid	$ -	$ -
Income taxes paid	-	-

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

Pulsar Helium Inc.

Condensed Interim Consolidated Statements of Shareholders' Equity (Deficiency)

(Unaudited – Expressed in US dollars)

	Number of Shares	Share Capital	Special Warrants	Deficit	Total Shareholders' Equity (Deficiency)
Balance, September 30, 2022	50,000,000	$ 465,882	$ -	$ (496,837)	$ (30,955)
Issuance of shares for trade and other payables	85,628	14,225	-	-	14,225
Special Warrants	-	-	2,141,784	-	2,141,784
Special Warrants issuance costs	-	-	(29,713)	-	(29,713)
Conversion of Special Warrants	13,258,802	2,112,071	(2,112,071)	-	-
Comprehensive loss for the period	-	-	-	(1,794,193)	(1,794,193)
Balance, June 30, 2023	63,344,430	$ 2,592,178	$ -	$ (2,291,030)	$ 301,148

	Number of Shares	Share Capital	Special Warrants	Deficit	Total Shareholders' Equity (Deficiency)
Balance, September 30, 2021	-	$ -	$ -	$ (19,443)	$ (19,443)
Incorporation shares	1,000	1,000	-	-	1,000
Elimination of Keewaydin share capital	-	(1,000)	-	-	(1,000)
Shares issued for consulting fees	8,000,000	9,989	-	-	9,989
Shares issued for interest expense	4,000,000	4,995	-	-	4,995
Private placement	4,900,000	305,903	-	-	305,903
Elimination of Invenir shares	(16,900,000)	-	-	-	-
Comprehensive loss for the period	-	-	-	(106,362)	(106,362)
Balance, June 30, 2022	1,000	$ 320,887	$ -	$ (125,805)	$ 195,082

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Pulsar Helium Inc. (the "Company" or "Pulsar") is a publicly traded company incorporated under the laws of British Columbia, Canada on June 30, 2022. The corporate office and registered and records office of the Company is located at Unit 1 – 15782 Marine Drive, White Rock, BC, Canada, V4B 1E6.

Effective August 15, 2023, the Company's common shares commenced trading on the TSX Venture Exchange ("TSX-V") under the symbol PLSR (Note 9).

The Company is engaged in the identification, acquisition, exploration and, if warranted, development of helium exploration projects in the United States of America ("USA") and Greenland.

These condensed interim consolidated financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. As at June 30, 2023, the Company had working capital deficiency of $49,370. Subsequent to June 30, 2023, the Company completed its initial public offering ("IPO") for gross proceeds of C$3,088,757 (Note 9). However, management estimates that its working capital and IPO proceeds may not provide the Company with sufficient financial resources to carry out currently planned operations and exploration through the next twelve months. Additional financing may be required by the Company to complete its strategic objectives and continue as a going concern. There is no assurance that the Company will be able to obtain adequate financing in the future or that such financing will be on terms acceptable to the Company. These material uncertainties may cast significant doubt upon the Company's ability to continue as a going concern.

2. BASIS OF PRESENTATION

Statement of compliance

These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard ("IAS") 34 Interim Financial Reporting using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board and the International Financial Reporting Interpretations Committee.

These condensed interim consolidated financial statements do not include all of the disclosures required for annual financial statements, and therefore should be read in conjunction with the annual consolidated financial statements for the period ended September 30, 2022.

Basis of measurement

These condensed interim consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair value. In addition, these condensed interim consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

2. BASIS OF PRESENTATION (continued)

Functional and presentation currency

These condensed interim consolidated financial statements are presented in US dollars, which is the parent company's functional currency, as well as the functional currency of its three wholly owned subsidiaries.

Use of estimates and judgments

The preparation of these condensed interim consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the period. Actual results could differ from these estimates.

Carrying value and recoverability of exploration and evaluation assets

Management has determined that acquisition costs incurred which were capitalized may have future economic benefits and may be economically recoverable. Management uses several criteria in its assessments of economic recoverability and probability of future economic benefits including geologic and other technical information, scoping and feasibility studies, accessibility of facilities and existing permits.

Going concern assumption

In the determination of the Company's ability to meet its ongoing obligations and future contractual commitments management relies on the Company's planning, budgeting and forecasting process to help determine the funds required to support the Company's normal operations for a period of one year. Changes in estimated cash use may alter the Company's ability to meet its ongoing obligations and future contractual commitments and could result in adjustments to the amounts and classifications of assets and liabilities should the Company be unable to continue as a going concern.

Determination of functional currency

The functional currency for each of the Company's subsidiaries is the currency of the primary economic environment in which the entity operates. Management has determined that the functional currency of the parent company as well as the functional currency of the Company's three wholly owned subsidiaries is the United States dollar.

(Unaudited – Expressed in US dollars)

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies applied by the Company in these condensed interim consolidated financial statements are the same as those applied by the Company as at and for the period ended September 30, 2022.

New standards, interpretations and amendments not yet effective

There are no new standards that will have any significant effect on the Company.

4. EXPLORATION AND EVALUATION ASSETS

		Topaz Project		Tunu Project		Total
		USA		Greenland		
As at September 30, 2022	$	128,311	$	11,667	$	139,978
Additions		156,000		-		156,000
As at June 30, 2023	$	284,311	$	11,667	$	295,978

Topaz Project, USA

In October 2021, Keewaydin Resources Inc. ("Keewaydin"), a subsidiary of Pulsar, entered into a three-year option to lease non-hydrocarbon gases agreement (the "Topaz Option") on 3,132 net acres in Minnesota, USA compromising the Topaz helium project. In consideration, Keewaydin agreed to pay $78,311 on signing of the Topaz Option and pay $50,000 on each anniversary of the Topaz Option. A company controlled by a director of the Company paid the $78,311 option payment on the behalf of Keewaydin on signing and in September 2022, a director of the Company paid the $50,000 anniversary payment due on the Topaz Option (Note 6).

In February 2023, the Company partially exercised the Topaz Option to lease 1,040 acres for a period of five years. In consideration, the Company paid $156,000 cash and agreed to pay a production royalty of 20% of the gross sales price of the product sold.

The Company maintains the Topaz Option on the remaining 2,092 acres until October 2024.

In February 2022, a director of Keewaydin received a 0.5% royalty on the Topaz project. The Company has the right to repurchase half of the royalty (0.25%) upon payment of $100,000.

Tunu Project, Greenland

In October 2021, Skyfire Ltd., a subsidiary of Pulsar, was granted two exploration licenses in Greenland known as the Tunu helium project. The Tunu project consists of a mineral exploration license, effective from November 22, 2021 until December 31, 2024, and a mineral prospecting license for areas in East Greenland, effective from November 22, 2021 until December 31, 2026.

(Unaudited – Expressed in US dollars)

4. EXPLORATION AND EVALUATION ASSETS (continued)

During the three and nine months ended June 30, 2023 and 2022, the Company incurred the following exploration and evaluation expenditures.

	Three months ended June 30,		Nine months ended June 30,	
	2023	**2022**	**2023**	**2022**
Topaz Project				
Consulting fees	$ 103,788	$ 32,775	$ 307,315	$ 32,775
Drilling and completions	10,500	-	23,467	-
Regulatory and permitting	20,125	-	63,858	-
	134,413	32,775	394,640	32,775
Tunu Project				
Consulting fees	11,428	-	26,469	-
	11,428	-	26,469	-
	$ 145,841	$ 32,775	$ 421,109	$ 32,775

5. SHARE CAPITAL

Authorized

The Company has an unlimited number of common shares without par value authorized for issue.

Issued and outstanding

In December 2022 and January 2023, the Company completed, in three tranches, a non-brokered private placement through the issuance of 12,373,665 special warrants ("Special Warrants") at a price of C$0.225 per Special Warrant for gross proceeds of $2,049,288 (C$2,784,075). The Company also issued 400,000 Special Warrants to settle prepaid investor relations expenses of $67,134 (C$90,000) and 151,110 Special Warrants to settle investor relations expenses and $25,362 (C$34,000). The Company paid $29,713 cash and issued 334,027 Special Warrants valued at $55,269 in satisfaction of finder's fees on the private placement. In April and May 2023, all of the Special Warrants automatically converted to 13,258,802 common shares of the Company.

In January 2023, the Company issued 85,628 common shares valued at $14,225 to settle trade and other payables of $14,225.

(Unaudited – Expressed in US dollars)

5. SHARE CAPITAL (continued)

Share-based compensation

In January 2023, the Company's Board of Directors approved a stock option plan (the "Option Plan"). The Option Plan is a 10% "rolling" stock option plan which governs the granting of stock options to directors, officers, employees and consultants of the Company or a subsidiary of the Company for the purchase of up to 10% of the issued and outstanding common shares of the Company from time to time. The maximum term of stock options is ten years from the grant date. The exercise price and vesting terms are at the discretion of the directors.

In addition, the Company's Board of Directors approved an equity incentive plan (the "Equity Plan") which governs the granting of any restricted share unit (RSU), performance share unit (PSU) or deferred share unit (DSU) granted under the Equity Plan, to directors, officers, employees and consultants of the Company or a subsidiary of the Company. Pursuant to the Equity Plan, the Company may reserve for issuance up to 10% of the issued and outstanding common shares of the Company.

No stock options or equity instruments have been issued under the Option Plan or the Equity Plan.

6. RELATED PARTY TRANSACTIONS AND BALANCES

Related party transactions

	Three months ended June 30,		Nine months ended June 30,	
	2023	**2022**	**2023**	**2022**
Consulting fees				
Chief Executive Officer	$ 45,000	$ 4,995	$ 104,677	$ 4,995
Golden Oak *	30,805	-	79,375	-
Executive Chair	12,500	-	25,000	-
Former directors of subsidiaries	-	4,994	-	4,994
	88,305	9,989	209,052	9,989
Director fees	13,750	-	27,500	-
Interest expense	-	4,995	-	4,995
	$ 102,055	$ 14,984	$ 236,552	$ 14,984

* Golden Oak Corporate Services Ltd. ("Golden Oak") is a consulting company controlled by the Chief Financial Officer and Corporate Secretary of the Company. Golden Oak provides the services of a Chief Financial Officer, Corporate Secretary, and accounting and administrative staff to the Company.

6. RELATED PARTY TRANSACTIONS AND BALANCES (continued)

Related party balances

As at June 30, 2023, the Company owed trade and other payables of $553 (September 30, 2022 - $7,005) to related parties, being $553 to Golden Oak for the reimbursement of expenditures.

In September 2022, a director of the Company paid the $50,000 anniversary payment due on the Topaz project on behalf of Keewaydin (Note 4). This amount was included in trade and other payables as at September 30, 2022. This amount was repaid in January 2023.

In December 2021, a company controlled by a director of the Company loaned Keewaydin $41,689 and paid the $78,311 option payment due on the Topaz project on the behalf of Keewaydin (Note 4). These amounts total $120,000 and were unsecured, interest free and due February 28, 2023. This amount was recorded as related party loan as at September 30, 2022. This loan was repaid in January 2023.

Director agreements

Effective January 1, 2023, the Company entered into a consulting agreement with the Executive Chair of the Company whereby the Company agreed to pay the Executive Chair an annual fee of $50,000 payable quarterly through the issuance of common shares of the Company. During the nine months ended June 30, 2023, the Company recorded consulting fees of $25,000 which amount was credited to trade and other payables. No shares have been issued to date.

Effective January 1, 2023, the Company agreed to pay the two independent directors of the Company an annual fee of $25,000. In addition, one of the directors is to be paid an additional $5,000 as Chair of the Audit Committee. Like the Executive Chair, these shares will be settled in common shares of the Company on a quarterly basis. During the nine months ended June 30, 2023, the Company recorded director fees of $27,500 which amount was credited to trade and other payables. No shares have been issued to date.

7. SEGMENTED INFORMATION

Operating segments are identified on the basis of internal reports that are regularly reviewed by the chief operating decision-maker to allocate resources to the segments and to assess their performance.

The chief operating decision-maker who is responsible for allocating resources and assessing performance of the operating segments, has been defined as the Chief Executive Officer.

The Company operates in a single segment, being mineral exploration and evaluation.

All of the Company’s mineral exploration and evaluation assets are located in the USA and Greenland.

(Unaudited – Expressed in US dollars)

8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Financial Instruments

Financial instruments are classified into one of the following categories: fair value through profit or loss; fair value through other comprehensive income; or at amortized cost. The carrying values of the Company's financial instruments are classified into the following categories:

		June 30, 2023	September 30, 2022
Cash	Amortized cost	$ 109,682	$ 92,264
Trade and other payables	Amortized cost	(232,820)	(156,649)
Related party loan	Amortized cost	-	(120,000)

The Company's financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

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

Level 2 - Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the market place.

Level 3 - Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

The carrying values of cash, trade and other payables, and related party loan approximate their fair values due to their short-term nature. These financial instruments are classified as financial assets and liabilities at amortized cost and are reported at amortized cost.

Risk Management

The Company's risk management objectives and policies are consistent with those disclosed by the Company for the period ended September 30, 2022.

9. SUBSEQUENT EVENTS

On August 2, 2023, the Company filed its final prospectus for the Company's IPO. The Company became a reporting issuer in all provinces in Canada except Quebec as a result of the filing of its final prospectus.

On August 15, 2023, the Company completed its IPO through the issuance of 10,295,858 units at a price of C$0.30 per unit for gross proceeds of C$3,088,757. Each unit consists of one common share and one transferable common share purchase warrant. Each warrant entitles the holder to purchase one common share at a price of C$0.45 for a period of two years, subject to certain acceleration rights. If the volume weighted average price (VWAP) of the Company's common shares on the TSX-V is equal to or greater than C$0.60 per share for a period of twenty five (25) consecutive trading days, the Company may elect to accelerate the expiry date of the warrants to a date that is 30 calendar days from the date when written notice of such new expiry date is sent by the Company to the holders of the warrants.

The Company paid cash finder's fees of C$168,442 and issued 561,472 broker warrants. The broker warrants entitle the broker to purchase one common share at a price of C$0.30 for a period of two years and are not subject to the acceleration rights disclosed above. The Company also issued 500,000 finder's units valued at C$150,000. Finally, the Company incurred other share issuance costs of approximately C$225,000 of which C$75,000 (US$54,540) was recorded as deferred financing costs as at June 30, 2023.

The Company's shares commenced trading on the TSX-V on August 15, 2023 under the symbol PLSR.