



WEST RED LAKE
GOLD MINES INC

West Red Lake Gold Mines Inc.

**Condensed Interim Financial Statements
(Expressed in Canadian Dollars)**

Three Months Ended December 31, 2021

(Unaudited)

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying unaudited condensed interim financial statements of West Red Lake Gold Mines Inc. (the "Company" or "West Red Lake") are the responsibility of the management and Board of Directors of the Company.

The unaudited condensed interim 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 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 financial statements have been prepared within acceptable limits of materiality and are in accordance with all applicable International Financial Reporting Standards.

Management has established processes, which are in place to provide them sufficient knowledge to support management representations that they have exercised reasonable diligence that (i) the unaudited condensed interim 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 financial statements and (ii) the unaudited condensed interim 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 years presented by the unaudited condensed interim financial statements.

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

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the unaudited condensed interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

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

(signed)
Thomas W. Meredith
Executive Chairman, acting as Chief Executive Officer

(signed)
John Kontak
President, acting as Chief Financial Officer

February 15, 2022
Toronto, Canada

West Red Lake Gold Mines Inc.
Condensed Interim Statements of Financial Position
(Expressed in Canadian Dollars)
(Unaudited)

As at	December 31, 2021	September 30, 2021
Assets		
Current assets		
Cash and cash equivalents	\$ 519,906	\$ 50,861
Amounts receivable	17,317	27,008
Prepaid expenses and deposits	24,601	17,427
	561,824	95,296
Property and equipment (Note 3)	12,278	13,045
Right-of-use-asset (Note 4)	33,233	35,607
Exploration and evaluation costs (Note 5)	15,296,091	15,263,007
	\$ 15,903,426	\$ 15,406,955
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities (Note 10)	\$ 213,424	\$ 159,383
Lease liability (Note 6)	35,295	37,251
	248,719	196,634
Deferred income tax liabilities	666,576	666,576
	915,295	863,210
Shareholders' Equity		
Share capital (Note 7)	29,115,973	28,625,700
Reserves	10,181,115	10,053,715
Deficit	(24,308,957)	(24,135,670)
	14,988,131	14,543,745
	\$ 15,903,426	\$ 15,406,955

Nature of operations and going concern (Note 1)

Commitment and contingencies (Note 11)

Subsequent events (Note 12)

Approved by the Board:

signed "Michael Dehn" _____, Director

signed "Daniel Crandall" _____, Director

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

West Red Lake Gold Mines Inc.

Condensed Interim Statements of Loss and Comprehensive Loss

(Expressed in Canadian Dollars)

(Unaudited)

	Three Months Ended December 31,	
	2021	2020
Expenses		
Professional fees (Note 10)	\$ 14,666	\$ 63,888
Office general and administrative (Note 10)	9,976	9,433
Management fees (Note 10)	67,500	67,500
Shareholder information	20,460	17,066
Insurance	2,584	1,270
Depreciation (Notes 3 and 4)	3,141	3,395
Marketing	-	658
Investor relations	48,733	163,853
Travel and entertainment	5,769	2,812
Share-based payments (Note 9)	-	19,629
Accretion (Note 6)	458	553
	173,287	350,057
Loss from operations	(173,287)	(350,057)
Gain on settlement of debt (Note 7)	-	7,467
Loss before taxes for the period	(173,287)	(342,590)
Deferred tax recovery	-	39,307
Loss and comprehensive loss for the period	\$ (173,287)	\$ (303,283)
Basic and diluted loss per share	\$ (0.00)	\$ (0.00)
Weighted average number of common shares outstanding - Basic and diluted	182,260,884	176,157,918

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



West Red Lake Gold Mines Inc.

Condensed Interim Statements of Changes in Shareholders' Equity

(Expressed in Canadian Dollars)

(Unaudited)

	Number of Shares	Share Capital	Shares to be Issued	Reserves			Total
				Warrants Reserve	Share-based Payments	Deficit	
Balance, September 30, 2020	175,948,678	\$ 28,083,098	\$ -	\$ 787,766	\$ 8,601,295	\$ (22,551,388)	\$ 14,920,771
Units issued	3,333,400	400,008	-	-	-	-	400,008
Share issue costs	116,669	(14,000)	-	-	-	-	(14,000)
Warrants issued	-	(64,000)	-	64,000	-	-	-
Shares to be issued	-	-	40,000	-	-	-	40,000
Shares issued to settle debt	373,333	37,333	-	-	-	-	37,333
Exercise of options	200,000	20,000	-	-	-	-	20,000
Fair value of options exercised	-	9,895	-	-	(9,895)	-	-
Share-based payments	-	-	-	-	19,629	-	19,629
Net loss for the period	-	-	-	-	-	(303,283)	(303,283)
Balance, December 31, 2020	179,972,080	\$ 28,472,334	\$ 40,000	\$ 851,766	\$ 8,611,029	\$ (22,854,671)	\$ 15,120,458
Balance, September 30, 2021	182,159,081	\$ 28,625,700	\$ -	\$ 726,980	\$ 9,326,735	\$ (24,135,670)	\$ 14,543,745
Units issued	8,865,900	620,613	-	-	-	-	620,613
Share issue costs	500,003	(2,940)	-	-	-	-	(2,940)
Warrants issued	-	(127,400)	-	127,400	-	-	-
Net loss for the period	-	-	-	-	-	(173,287)	(173,287)
Balance, December 31, 2021	191,524,984	\$ 29,115,973	\$ -	\$ 854,380	\$ 9,326,735	\$ (24,308,957)	\$ 14,988,131

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

West Red Lake Gold Mines Inc.
Condensed Interim Statements of Cash Flows
(Expressed in Canadian Dollars)
(Unaudited)

	Three Months Ended	
	December 31,	
	2021	2020
Cash flow - Operating activities		
Net loss for the period	\$ (173,287)	\$ (303,283)
Adjustments for non-cash items:		
Share-based payments	-	19,629
Depreciation	3,141	3,395
Accretion	458	553
Deferred income tax (recovery)	-	(39,307)
Gain on settlement of debt	-	(7,467)
Net changes in non-cash working capital balances:		
Amounts receivable	9,691	(45,270)
Prepaid expenses and deposits	(7,174)	(10,876)
Accounts payable and accrued liabilities	78,383	171,525
	(88,788)	(211,101)
Cash flow - Investing activities		
Exploration and evaluation costs - exploration, net of reimbursements	(57,426)	(680,983)
	(57,426)	(680,983)
Cash flow - Financing activities		
Issue of units, net of issue costs	617,673	386,008
Repayment of obligation under capital lease	(2,414)	(2,415)
Proceeds from shares to be issued	-	40,000
Proceeds on exercise of options	-	20,000
	615,259	443,593
Change during the period	469,045	(448,491)
Cash and cash equivalents, beginning of period	50,861	1,948,177
Cash and cash equivalents, end of period	\$ 519,906	\$ 1,499,686

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

West Red Lake Gold Mines Inc.

Notes to Condensed Interim Financial Statements

Three Months Ended December 31, 2021

(Expressed in Canadian Dollars)
(Unaudited)

1. Nature of operations and going concern

West Red Lake Gold Mines Inc. (the "Company") was incorporated on November 29, 1991 under the Business Corporations Act (Ontario). On May 30, 2012, the Company changed its name from "Hy Lake Gold Inc." to "West Red Lake Gold Mines Inc.". Effective June 29, 2012 the common shares of West Red Lake commenced trading on the Canadian Securities Exchange ("CSE") under the trading symbol RLG and prior to that it traded under the symbol HYL.

The Company commenced its current business activities of acquiring, exploring and developing mineral properties on October 1, 2005. Substantially all of the efforts of the Company are devoted to these business activities. To date the Company has not earned significant revenue and is considered to be in the exploration stage. The ability of the Company to carry out its business plan rests with its ability to secure equity and other financing.

As at December 31, 2021, the Company had a working capital of \$313,105 (September 30, 2021 - a negative working capital of \$101,338), had not yet achieved profitable operations, has accumulated losses of \$24,308,957 (September 30, 2021 - \$24,135,670) and expects to incur further losses in the development of its business. These material uncertainties may cast significant doubt upon the Company's ability to continue as a going concern. The Company is in the exploration stage and has no proven reserves or production relating to its operations. The application of the going concern assumption is dependent upon the Company's ability to generate future profitable operations and obtain necessary financing to do so.

Management believes the Company has or can obtain sufficient financing to cover planned operations throughout the next twelve month period. Management plans on securing additional financing through the issue of new equity, among other things. There is no assurance that these initiatives will be successful.

These unaudited condensed interim financial statements have been prepared on the basis of accounting principles applicable to a "going concern", which assume that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. The business of mining and exploring for minerals involves a high degree of risk and there is no guarantee that the Company's exploration programs will yield positive results or that the Company will be able to obtain the necessary financing to carry out the exploration and development of its mineral property interests.

Management believes the going concern assumption to be appropriate for these unaudited condensed interim financial statements. If the going concern assumption was not appropriate, adjustments might be necessary to the carrying value of the assets and liabilities, reported revenues and expenses, and the balance sheet classifications used in the financial statements.

The recoverability of the carrying value of exploration properties and the Company's continued existence is dependent upon the preservation of its interests in the underlying properties, the development of economically recoverable reserves, the achievement of profitable operations, or the ability of the Company to raise additional financing, if necessary, or alternatively upon the Company's ability to dispose of its interests on an advantageous basis. Changes in future conditions could require material write-downs of the carrying values.

Although the Company has taken steps to verify title to the properties in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to government licensing requirements or regulations, unregistered prior agreements, undetected defects, unregistered claims, native land claims, and non-compliance with regulatory and environmental requirements.

The primary office of the Company is located at 82 Richmond Street East, Suite 200, Toronto, Ontario M5C 1P1.

West Red Lake Gold Mines Inc.

Notes to Condensed Interim Financial Statements

Three Months Ended December 31, 2021

(Expressed in Canadian Dollars)
(Unaudited)

1. Nature of operations and going concern (Continued)

In March 2020, the COVID-19 outbreak was declared a global pandemic by the World Health Organization. The situation is dynamic and the ultimate duration and magnitude of the impact on the economy, capital markets and the Company's financial position cannot be reasonably estimated at this time. The Company is monitoring developments and will adapt its business plans accordingly. The actual and threatened spread of COVID-19 globally could adversely impact the Company's ability to carry out its plans and raise capital.

The Government of Ontario allows mining activity to continue pursuant to regulations related to COVID-19 and therefore the Company continues to plan and carry out exploration activities.

2. Statement of compliance

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC"). 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. The policies applied in these unaudited condensed interim financial statements are based on IFRSs issued and outstanding as of February 15, 2022, the date the Board of Directors approved the statements.

The same accounting policies and methods of computation are followed in these unaudited condensed interim financial statements as compared with the most recent annual financial statements as at and for the year ended September 30, 2021. Any subsequent changes to IFRS that are given effect in the Company's annual financial statements for the year ending September 30, 2022 could result in restatement of these unaudited condensed interim financial statements.

3. Property and equipment

Cost

	Computer Equipment	Machinery and Equipment	Vehicles	Total
Balance, September 30, 2020	\$ 15,673	\$ 161,114	\$ 66,405	\$ 243,192
Balance, September 30, 2021	15,673	161,114	66,405	243,192
Balance, December 31, 2021	\$ 15,673	\$ 161,114	\$ 66,405	\$ 243,192

Accumulated depreciation

	Computer Equipment	Machinery and Equipment	Vehicles	Total
Balance, September 30, 2020	\$ 10,687	\$ 150,579	\$ 64,795	\$ 226,061
Depreciation	1,496	2,107	483	4,086
Balance, September 30, 2021	12,183	152,686	65,278	230,147
Depreciation	262	421	84	767
Balance, December 31, 2021	\$ 12,445	\$ 153,107	\$ 65,362	\$ 230,914

West Red Lake Gold Mines Inc.
Notes to Condensed Interim Financial Statements
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(Expressed in Canadian Dollars)
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3. Property and equipment (Continued)

Carrying amounts

	Computer Equipment	Machinery and Equipment	Vehicles	Total
At September 30, 2021	\$ 3,490	\$ 8,428	\$ 1,127	\$ 13,045
At December 31, 2021	\$ 3,228	\$ 8,007	\$ 1,043	\$ 12,278

4. Right-of-use assets

Cost

	Truck
Balance, September 30, 2020	\$ 47,476
Balance, September 30, 2021	47,476
Balance, December 31, 2021	\$ 47,476

Accumulated depreciation

	Truck
Balance, September 30, 2020	\$ 2,374
Depreciation	9,495
Balance, September 30, 2021	11,869
Depreciation	2,374
Balance, December 31, 2021	\$ 14,243

Carrying amounts

	Truck
At September 30, 2021	\$ 35,607
At December 31, 2021	\$ 33,233

West Red Lake Gold Mines Inc.
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5. Exploration and evaluation costs

On a quarterly basis, management of the Company reviews exploration costs to ensure mineral properties and deferred exploration expenditures include only costs and projects that are eligible for capitalization.

	Balance, September 30, 2021	Acquisition	Exploration	Reimbursements	Balance, December 31, 2021
Mount Jamie	\$ 5,680,606	\$ -	\$ -	\$ -	\$ 5,680,606
Rowan	8,928,442	-	33,084	-	8,961,526
Red Summit	653,959	-	-	-	653,959
	\$ 15,263,007	\$ -	\$ 33,084	\$ -	\$ 15,296,091

	Balance, September 30, 2020	Acquisition	Exploration	Reimbursements	Balance, September 30, 2021
Mount Jamie	\$ 5,669,946	\$ 10,000	\$ 660	\$ -	\$ 5,680,606
Rowan	7,220,073	-	1,708,369	-	8,928,442
Red Summit	653,959	-	-	-	653,959
	\$ 13,543,978	\$ 10,000	\$ 1,709,029	\$ -	\$ 15,263,007

6. Lease liability

In June 2020, the Company entered into a lease agreement for a truck. The lease is for a 2-year term, expiring in May 2022. The lease liability was discounted using the Company's estimated incremental borrowing rate of 5%.

	Truck
Balance, September 30, 2020	\$ 44,834
Accretion	2,070
Lease payments	(9,653)
Balance, September 30, 2021	37,251
Accretion	458
Lease payments	(2,414)
	35,295
Less: current portion	(35,295)
Balance, December 31, 2021	\$ -

West Red Lake Gold Mines Inc.

Notes to Condensed Interim Financial Statements

Three Months Ended December 31, 2021

(Expressed in Canadian Dollars)
(Unaudited)

7. Share capital

(a) Authorized

Unlimited number of common shares without par value.

(b) Issued

Shares issued during the three months ended December 31, 2020, were as follows:

- (i) On December 31, 2020, the Company completed a non-brokered private placement of 3,333,400 flow-through units at a price of \$0.12 per unit for gross proceeds of \$400,008. Each flow-through unit consisted of one common share in the capital of the Company and one half of a common share purchase warrant. Each whole warrant entitles its holder to purchase one additional common share at a price of \$0.20 for a period of 18 months from the date of issuance. In connection with the financing, the Company paid finders' fees of \$14,000 and issued 116,669 common shares.

The 1,666,700 warrants were assigned a fair value of \$64,000 using the Black-Scholes option-pricing model. The following weighted average assumptions were used: risk-free interest rate - 0.20%; expected volatility - 121% (which is based on historical volatility of the Company's share price); dividend yield - nil; expected life - 1.5 years; share price - \$0.10.

- (ii) In December 2020, the Company issued 373,333 common shares with a fair value of \$37,333 to settle \$44,800 of debt owed by the Company. As a result, the Company recorded a gain on settlement of debt of \$7,467.
- (iii) During the three months ended December 31, 2020, 200,000 stock options (note 9) were exercised for total proceeds of \$20,000. In conjunction with these exercises, the grant date fair value of \$9,895 was transferred from share-based payments reserve to share capital.

Shares issued during the three months ended December 31, 2021, were as follows:

- (iv) In December 2021, the Company completed a non-brokered private placement of 8,865,900 flow-through units at \$0.07 per unit for gross proceeds of \$620,613. Each flow-through unit consisted of one common share in the capital of the Company and one half of a common share purchase warrant. Each whole warrant entitled its holder to purchase one additional common share at an exercise price of \$0.10 per share for a period of 24 months from the date of issuance. In connection with the financing, the Company paid finders' fees of \$2,940 in cash and issued 500,003 common shares.

The 4,432,950 warrants were assigned a fair value of \$127,400 using the Black-Scholes option-pricing model. The following weighted average assumptions were used: risk-free interest rate - 0.99%; expected volatility - 115% (which is based on historical volatility of the Company's share price); dividend yield - nil; expected life - 2 years; share price - \$0.06.

West Red Lake Gold Mines Inc.
Notes to Condensed Interim Financial Statements
Three Months Ended December 31, 2021
(Expressed in Canadian Dollars)
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8. Warrants

The following summarizes the warrant activity for the three months ended December 31, 2020 and December 31, 2021:

	Number of Warrants	Weighted Average Exercise Price(\$)
Balance, September 30, 2020	23,461,500	0.13
Issued (Note 7(b)(i))	1,666,700	0.20
Balance, December 31, 2020	25,128,200	0.13
Balance, September 30, 2021	21,390,700	0.14
Issued (Note 7(b)(iv))	4,432,950	0.10
Balance, December 31, 2021	25,823,650	0.13

As at December 31, 2021, the following warrants were outstanding:

Expiry Date	Number of Warrants	Exercise Price(\$)
February 28, 2022	4,155,000	0.25
March 14, 2022	129,000	0.25
June 30, 2022	1,666,700	0.20
September 12, 2022	15,440,000	0.10
December 29, 2023	4,432,950	0.10
	25,823,650	0.13

West Red Lake Gold Mines Inc.
Notes to Condensed Interim Financial Statements
Three Months Ended December 31, 2021
(Expressed in Canadian Dollars)
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9. Stock options

The Company has a stock option plan (the "Plan") under which the directors of the Company may grant options to acquire common shares of the Company to directors and officers, employees, and consultants of the Company. Exercise prices cannot be less than the closing price of the Company's shares on the trading day preceding the date of grant and the maximum term of any option cannot exceed five years. The options vest immediately unless otherwise specified. The maximum aggregate number of common shares under options any time under the Plan cannot exceed 10% of the issued shares.

The following summarizes the stock option activity for the three months ended December 31, 2020 and December 31, 2021:

	Number of Stock Options	Weighted Average Exercise Price(\$)
Balance, September 30, 2020	7,100,000	0.16
Exercised	(200,000)	0.10
Balance, December 31, 2020	6,900,000	0.16
Balance, September 30, 2021 and December 31, 2021	15,650,000	0.14

The following table provides additional information about outstanding stock options as at December 31, 2021:

Expiry	Exercise Price (\$)	Contractual Life (Years)	Number of Options Outstanding	Number of Options Exercisable
May 15, 2022	0.10	0.37	1,700,000	1,700,000
January 1, 2023	0.12	1.00	6,250,000	6,250,000
January 28, 2023	0.12	1.08	2,900,000	2,900,000
July 13, 2023	0.20	1.53	2,700,000	2,700,000
August 5, 2023	0.20	1.59	500,000	500,000
September 2, 2023	0.20	1.67	500,000	500,000
March 12, 2025	0.10	3.20	1,100,000	1,100,000
	0.14	1.23	15,650,000	15,650,000

West Red Lake Gold Mines Inc.

Notes to Condensed Interim Financial Statements

Three Months Ended December 31, 2021

(Expressed in Canadian Dollars)
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10. Related party transactions

The Company considers key management to be officers and directors. During the three months ended December 31, 2021, \$73,500 (three months ended December 31, 2020 - \$73,500) of fees were paid or accrued to key management and companies controlled by or related to key management.

Officers and directors of the Company were also reimbursed out of pocket expenses that occurred in the normal course of operations.

At December 31, 2021, accounts payable and accrued liabilities includes \$64,776 (September 30, 2021 - \$19,864) owing to officers, directors and companies controlled by officers and directors.

Officers and directors purchased an aggregate of 323,000 flow-through units in the December 2021 private placement (see note 7(b)(iv)).

Accilent Capital Management Inc., ("Accilent") a significant shareholder, participated in the following private placements:

- an aggregate of 3,333,400 flow-through units in the December 2020 private placement and was paid finder's fees of \$14,000 and 116,669 common shares (see note 7(b)(i)); and
- an aggregate of 7,142,900 flow-through units in the December 2021 private placement and was paid finder's fees of 500,003 common shares (see note 7(b)(iv))

During the three months ended December 31, 2021, the Company expensed \$3,900 (three months ended December 31, 2020 - \$3,959) in rent and \$nil (three months ended December 31, 2020 - \$44,800) in professional fees to Accilent.

During the three months ended December 31, 2020, the Company issued 373,333 common shares with a fair value of \$37,333 to Accilent to settle \$44,800 of balances owing for services from Accilent (see note 7(b)(ii)).

The above noted transactions are in the normal course of business and are approved by the Board of Directors.

As at December 31, 2021, directors and officers of the Company that individually control less than 10% of the common shares collectively control 7,338,586 common shares of the Company or approximately 4% of shares outstanding.

As at December 31, 2021, Accilent has indirect control and direction over 48,623,101 common shares and direct control and direction over 1,925,880 common shares of the Company, representing approximately 26% of shares outstanding.

To the knowledge of directors and officers of the Company, the remainder of the Company's outstanding common shares are widely held. These holdings can change at any time, at the sole discretion of the shareholders.

West Red Lake Gold Mines Inc.

Notes to Condensed Interim Financial Statements

Three Months Ended December 31, 2021

(Expressed in Canadian Dollars)
(Unaudited)

11. Commitment and contingencies

Pursuant to the letter of agreement dated March 5, 2007 related to the 5 Golden Tree claim portion of the 26 claim Mount Jamie Mine property, a one-time payment of \$500,000 is to be paid within 30 days of the Company obtaining a bankable feasibility study. In addition, the Company must make advance royalty payments of \$10,000 per year, which will be deductible from future net smelter royalties, if any.

The Company is partly financed by the issuance of flow-through shares. However, there is no guarantee that the funds spent by the Company will qualify as Canadian exploration expenses, even if the Company has committed to take all the necessary measures for this purpose. The Company has an obligation to spend \$1,020,621 prior to December 31, 2022. As at December 31, 2021, the balance of the obligation is approximately \$950,700.

In June 2021, the Company entered into a change of control agreement (the "CofC") with Mr. Thomas Meredith, Executive Chairman of the Company, and Mr. John Kontak, President of the Company. Each CofC has identical terms and provide that, upon a change of control of the Company, as defined in the CofC, either Mr. Meredith or Mr. Kontak shall receive:

- 12 months compensation and a to be determined equity amount if either Mr. Meredith or Mr. Kontak resigns within 3 months of the change of control;
- 12 months compensation and a to be determined equity amount if either Mr. Meredith or Mr. Kontak is terminated with 12 months of the change of control; or
- should the change of control be the result of a hostile takeover, as defined in the CofC, Mr. Meredith or Mr. Kontak shall receive 24 months compensation and a to be determined equity amount.

12. Subsequent events

In January 2022, the Company issued 3,144,500 common shares to settle \$220,115 of debt owed by the Company.

In January 2022, the Company granted 400,000 stock options to directors of the Company at an exercise price of \$0.10. The options expire 5 years after the grant and vested immediately.