(An Exploration Stage Company)

Condensed Interim Consolidated Financial Statements **Three and six months ended June 30, 2022 and 2021** 

(Unaudited - Expressed in U.S. dollars)

# NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS Under National Instrument 51-102, Part 4, subsection 4.3(3) (a), if an auditor has not performed a review of the 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 consolidated 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 financial statements in

accordance with standards established by the Chartered Professional Accountants Canada for a review

of interim financial statements by an entity's auditor.

(An Exploration Stage Company)

Condensed Interim Consolidated Statements of Financial Position

Onauatieu - Expressea in O.S. aoitars)	Note	June 30, 2022	December 31, 2021
		\$	\$
Assets			
Current			
Cash and cash equivalents		2,050,540	3,824,025
Restricted cash	6	131,694	131,694
Receivables and prepaids	4	358,862	580,053
		2,541,096	4,535,772
Non-current assets			
Equipment		270,527	140,595
Reclamation deposit	5	518,152	518,152
Mining claims and deferred exploration costs	5	21,482,314	19,971,593
Total Assets		24,812,089	25,166,112
Liabilities			
Current			
Accounts payable and accrued liabilities	9	427,067	182,386
Loan payable	7	-	31,552
Redemption liability	6	131,694	131,694
Deferred consideration for Gold Springs Project exploration costs	5	-	242,152
		558,761	587,784
Non-current liabilities	_		
Loan payable	7	31,040	-
		589,801	587,784
Equity attributable to shareholders			
Share capital	8	98,901,156	98,804,638
Contributed surplus	8	14,311,047	14,047,377
Accumulated other comprehensive loss		(450,066)	(408,206)
Deficit		(88,539,849)	(87,865,481)
		24,222,288	24,578,328
Total Liabilities and Shareholders' Equity		24,812,089	25,166,112

Contingencies (Note 10) Subsequent event (Note 14)

## Approved by the Board of Directors:

(signed) "Tina Woodside-Shaw"

(signed) "Victor Dario"

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

(An Exploration Stage Company)

Condensed Interim Consolidated Statements of Earnings (Loss) and Comprehensive Income (Loss) For the three and six months ended June 30, 2022 and 2021

(Unaudited - Expressed in U.S. dollars)

	Three months ended		Six Months ended		
		<b>June 30,</b>	<b>June 30,</b>	June 30,	June 30,
	Note	2022	2021	2022	2021
		\$	\$	\$	\$
General and administrative expenses					
Professional fees	9	56,311	49,231	105,657	110,605
Wages and benefits	9	44,111	36,587	85,286	88,479
Shareholder information and investor					
relations		8,865	16,433	12,257	27,368
Office and administration		43,999	10,691	61,484	40,022
Directors' fees	9	15,907	20,291	26,716	34,595
Filing and transfer agent fees		12,432	22,595	47,532	58,009
Reconnaissance and sundry exploration		-	-	-	6,564
Share-based payments	8,9	235,226	64,790	322,232	66,819
Depreciation and amortization		16,064	7,978	18,395	14,359
Consulting			1,729		7,246
		(432,915)	(230,325)	(679,559)	(454,066)
Other income (expenses)					
Interest and other income		8,675	13,218	13,627	17,619
Accretion finance charge		-	(8,193)	-	(8,193)
Foreign exchange gain (loss)		(6,815)	(6,808)	(8,436)	(10,615)
Net loss from equity accounted					
investment		-	(222,289)	-	(456,222)
		1,860	(224,072)	5,191	(457,411)
Net loss for the period		(431,055)	(454,397)	(674,368)	(911,477)
Other comprehensive income (loss)					
Items that may be subsequently reclassified					
to profit or loss:					
Currency translation differences		(94,443)	32,195	(41,860)	53,462
Total other comprehensive income (loss)		· / /	,	, , ,	,
for the period		(94,443)	32,195	(41,860)	53,462
Total comprehensive loss for the period		(525,498)	(422,202)	(716,228)	(858,015)
N. 41					
Net loss per share:		(0.00)	(0.00)	(0.00)	(0.00)
Basic and Diluted		(0.00)	(0.00)	(0.00)	(0.00)
Weighted average number of shares					
outstanding:					
Basic and Diluted		255 873 046	249,482,801	255,083,985	249,262,163
Dasic and Diluted		433,013,040	447,464,601	433,063,963	47,404,103

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

(An Exploration Stage Company)
Condensed Interim Consolidated Statements of Changes in Equity
For the six months ended June 30, 2022 and 2021

(Unaudited - Expressed in U.S. dollars)

	Shows C	am <b>:</b> 4al	Contributed	AOCI 1	Doff of	Total
	Share C Number	<u>apitai</u> \$	Surplus \$	AOCL <sup>1</sup>	Deficit \$	Total \$
		•	*	*	т	·
Balance, December 31, 2020	249,039,073	98,491,472	13,757,700	(305,356)	(88,984,299)	22,959,517
Shares issued on option exercise	1,240,520	83,454	(83,454)	-	-	_
Issue costs, Secured Rights warrants	-	_	155,236	-	-	155,236
Share-based payments	-	-	76,828	-	-	76,828
Total comprehensive income (loss)		-	-	53,462	(911,477)	(858,015)
Balance, June 30, 2021	250,279,593	98,574,926	13,906,310	(251,894)	(89,895,776)	22,333,566
Shares issued on option exercise	3,811,781	229,712	(114,871)	-	-	114,841
Share-based payments	-	-	255,938	_	_	255,938
Total comprehensive income (loss)	-	-	-	(156,312)	2,030,295	1,873,983
Balance, December 31, 2021	254,091,374	98,804,638	14,047,377	(408,206)	(87,865,481)	24,578,328
Shares issued on option exercise	2,258,569	96,518	(63,876)	_	_	32,642
Share-based payments	-	-	327,546	_	_	327,546
Total comprehensive loss		-		(41,860)	(674,368)	(716,228)
Balance, June 30, 2022	256,349,943	98,901,156	14,311,047	(450,066)	(88,539,849)	24,222,288

<sup>&</sup>lt;sup>1</sup> Accumulated other comprehensive income (loss)

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

(An Exploration Stage Company)
Condensed Interim Consolidated Statements of Cash Flows
For the six months ended June 30, 2022 and 2021

(Unaudited - Expressed in U.S. dollars)

	June 30, 2022	June 30, 2021
	\$	\$
Cash flows (used in) from operating activities		
Net loss for the period	(674,368)	(911,477)
Items not affecting cash		
Depreciation and amortization	18,395	14,359
Net loss from equity accounted investment	-	456,222
Share-based payments	322,232	66,819
Interest income	(13,627)	(17,619)
Accretion finance charge	-	8,193
<u> </u>	(347,368)	(383,503)
Changes in non-cash operating working capital	, ,	, , ,
Change in receivables and prepaids	(173,209)	12,546
Change in accounts payable and accrued liabilities	(117,459)	83,619
	(638,036)	(287,338)
Cash flows (used in) from investing activities	, , ,	
Mining claims and deferred exploration costs	(1,385,419)	(1,056,124)
Receipts from collection of Escalones sales proceeds receivable	392,126	275,895
Reclamation deposit	-	(34,321)
Purchase of equipment	(148,327)	(107,742)
Interest received	13,627	17,619
	(1,127,993)	(904,673)
Cash flows from (used in) financing activities		
Exercise of options	32,642	-
Advances for Gold Springs Project exploration costs	, -	3,000,000
	32,642	3,000,000
Increase (decrease) in cash and cash equivalents	(1,733,387)	1,807,989
Foreign exchange effect on cash and cash equivalents	(40,098)	22,155
Cash and cash equivalents - Beginning of period	3,824,025	1,595,615
Cash and cash equivalents - End of period	2,050,540	3,425,759

**Supplemental cash flow information** (Note 12)

(An Exploration Stage Company)
Notes to the Condensed Interim Consolidated Financial Statements
For the three and six months ended June 30, 2022 and 2021

(Unaudited - Expressed in U.S. dollars)

### 1 Nature of operations and liquidity risk

Gold Springs Resource Corp. ("GRC" or the "Company") was incorporated pursuant to the *Canada Business Corporations Act* by articles of incorporation dated September 28, 2006 and was continued under the *Business Corporations Act* (British Columbia) ("BCBCA") on December 17, 2013. The Company is listed on the Toronto Stock Exchange ("TSX") under the stock symbol GRC and on the OTCQB Venture Market ("OTCQB") in the U.S. under the stock symbol GRCAF. The Company's registered and head office is located at Suite 880, 580 Hornby Street, Vancouver, British Columbia, Canada, V6C 3B6. The Company's principal activities include the acquisition, exploration and development of mineral properties. The principal country where the Company has been undertaking exploration activities is the United States. Property interests are held through wholly owned subsidiaries.

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards and on a going concern basis, which assumes that the Company will be able to meet its obligations and continue its operations for at least the next twelve months.

At June 30, 2022, the Company had a working capital of \$1,982,335 (December 31, 2021 – working capital of \$3,497,988), which the Company believes is sufficient to meet its obligations and continue its operations for at least the next twelve months.

Beyond the next 12 months, the Company's ability to continue as a going concern will be dependent upon its ability to obtain the necessary financing to meet its general operating expenses and to continue to explore its mineral properties. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

### 2 Basis of presentation

### **Statement of compliance**

The Company's condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. The condensed interim consolidated financial statements should be read in conjunction with the annual consolidated financial statements for the year ended December 31, 2021, which have been prepared in accordance with IFRS.

The Company uses the same accounting policies and methods of computation as in the annual consolidated financial statements for the year ended December 31, 2021.

These financial statements were approved by the board of directors on August 10, 2022.

(An Exploration Stage Company)
Notes to the Condensed Interim Consolidated Financial Statements
For the three and six months ended June 30, 2022 and 2021

(Unaudited - Expressed in U.S. dollars)

### **Basis of consolidation**

The consolidated financial statements include the results or financial information of Gold Springs Resource Corp. and its significant wholly-owned subsidiaries listed in the following table:

	Country of
Name	incorporation
Escalones Resource Corp.	Canada
High Desert Gold Corporation	Canada
Gold Springs Resource Corp. (Delaware)	U.S.A.
Gold Springs LLC	U.S.A.

The results of each subsidiary will continue to be included in the consolidated financial statements of the Company until the date that the Company's control over the subsidiary ceases. All significant intercompany transactions and balances have been eliminated.

### 3 Use of estimates, assumptions and judgments

In preparing these condensed interim consolidated financial statements, the significant judgements made by management in applying the group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended December 31, 2021.

### 4 Receivables and prepaids

2022	December 31, 2021	
\$	\$	
5,497	5,132	
353,365	180,521	
	394,400	
358,862	580,053	
	\$ 5,497 353,365	

(An Exploration Stage Company)
Notes to the Condensed Interim Consolidated Financial Statements
For the three and six months ended June 30, 2022 and 2021

(Unaudited - Expressed in U.S. dollars)

### 5 Mining claims and deferred exploration costs

Mining claims and deferred exploration costs are associated with the following projects:

	Gold Springs
	\$
Balance, December 31, 2021	19,971,593
Land and option payments	8,796
Laboratory	315,755
Field supplies	2,119
Camp	35,274
Geologists and personnel	359,038
Drilling	562,189
Environmental and permitting	20,268
Technical consulting	148,697
Travel and accommodation	90,921
Trenching	204,392
Share-based payments	5,314
	1,752,763
Secured Rights consideration, net of transaction costs	(242,042)
Balance, June 30, 2022	21,482,314

### **Gold Springs, USA**

The Gold Springs mineral property was acquired through the 2013 acquisition of High Desert Gold Corporation ("HDG"). The Company owns 100% of the Gold Springs property free of royalties except as noted below.

During the year ended December 31, 2017 the Company increased the size of the Gold Springs property by entering into lease and surface use agreements. Pursuant to the agreements, the Company has entered into a 30 year lease beginning on October 25, 2017 for the mineral rights on certain patented mining claims and a 30 year surface use agreement on certain homestead lands ("Homestake property") upon payment as follows: \$41,035 paid on execution of the agreement, \$40,000 on October 25, 2018 (paid), \$45,000 on October 25, 2019 (paid), \$50,000 on October 25, 2020 (paid) and \$55,000 on each anniversary until October 25, 2047.

### Royalties

The Company is currently subject to two small royalties on two of its property interests. Of the current defined resources, less than 1% are subject to royalties. Upon commencement of commercial production on the Homestake property, the Company is to pay the lessor a 3% net smelter returns royalty ("NSR"). The Company has the right and option, prior to commencement of commercial production, to buy back 0.5% of the net smelter returns royalty for the sum of \$1,000,000, payable within 60 days from and after commencement of commercial production. In addition, the Company entered into a separate mineral lease agreement (no contractual payments outstanding) which requires the Company to pay the lessor of the properties a 3% NSR on any Leased Substances

(An Exploration Stage Company)
Notes to the Condensed Interim Consolidated Financial Statements
For the three and six months ended June 30, 2022 and 2021

(Unaudited - Expressed in U.S. dollars)

mined and marketed by the Company from the applicable property.

As at June 30, 2022 the Company had \$518,152 (2021 - \$518,152) of cash on direct deposit with Nevada and Utah land and environmental regulatory authorities for future remediation costs.

### Resource Expansion Program

On April 27, 2021 and June 24, 2021, the Company issued the first and second tranches, respectively, of the Series A Secured Rights for aggregate proceeds of \$3,000,000 (collectively, the "Series A Secured Rights") with funds received committed to exploration of the Gold Springs Project (the "Resource Expansion Program"). The first tranche was for a total of \$2,000,000 Series A Secured Rights of the Company and the second tranche was for a total of \$1,000,000 Series A Secured Rights of the Company (collectively, the "Series A Secured Rights").

Participants in each of the first and second tranches (the "Series A Secured Rights Holders") were also issued 2,000,000 common share purchase warrants and 1,000,000 common share purchase warrants, respectively, (collectively, "Secured Rights Warrants"), with each Secured Rights Warrant entitling the holder to purchase one common share of the Company for a period of two years at a price of Cdn\$0.11 and Cdn\$0.14, respectively, per share. Upon the occurrence of an Exit Transaction, whereby the Company sells the Gold Springs Project or the Company is sold (an "Exit Transaction") to a third party (an "Acquirer"), the Series A Secured Rights Holders of the first \$10 million raised under the Resource Expansion Program will be entitled to receive 1.5% of the net sale proceeds for every \$1 million invested, being the minimum investment amount. In certain circumstances, the Series A Secured Rights can be converted into a net profit royalty interest.

Consideration received from the Series A Secured Rights under the Resource Expansion Program was accounted for as a disposal of an interest in the Gold Springs Project. When the Series A Secured Rights funds are received they are recorded as deferred consideration, and as those funds are expended on exploration costs and expansion of the mineral property the deferred consideration is offset against the carrying cost of the mineral property.

Proceeds received under the Resource Expansion Program are to be used, among others, to fund resource-expansion and definition drilling, extensive metallurgical testing, the completion of a preliminary feasibility study, the completion of an environmental impact statement, and work required to obtain a mine permit. At least 95% of the consideration received must be used for exploration costs and exploration-related capital assets.

During the year ended December 31, 2021, the Company incurred legal and other transaction costs of \$110,075 in connection with the issuance of the Series A Secured Rights. The aggregate fair value of Secured Rights Warrants issued of \$155,236 was recognized as a transaction cost against the proceeds received from the issuance of the Series A Secured Rights.

The balance of the Series A Secured Rights consideration received and outstanding as at June 30, 2022 is \$nil (December 31, 2021 - \$242,152) and is included as deferred consideration on the consolidated statements of financial position. The recognition of the Series A Secured Rights consideration for the six months ended June 30, 2022 is as follows:

(An Exploration Stage Company)
Notes to the Condensed Interim Consolidated Financial Statements
For the three and six months ended June 30, 2022 and 2021

(Unaudited - Expressed in U.S. dollars)

	June 30, 2022
	\$
Balance, December 31, 2021	242,152
Use of deferred consideration for exploration expenditures	(265,535)
Capitalization of aggregate issuance transaction costs	23,493
	(242,042)
Use of deferred consideration for administrative expenditures	(110)
Total consideration recognized during the period	(242,152)
Balance, June 30, 2022	-

### 6 Restricted cash and redemption liability

On November 4, 2019 the Class B shares of the Company were redeemed for \$0.09827 per Class B share for an aggregate redemption amount of \$11,436,186. As at June 30, 2022 there was \$131,694 (December 31, 2021 - \$131,694) of redemption funds remaining held in trust with Company's Transfer Agent, and representing amounts not yet claimed for redemption by prior Class B shareholders.

### 7 Loan payable

In May 2020, the Company received \$31,040 (CAD \$40,000) in the form of a Canada Emergency Business Account ("CEBA") loan. CEBA is part of the economic assistance program launched by the Government of Canada to ensure that businesses have access to capital during the COVID-19 pandemic and can only be used to pay non-deferrable operating expenses. During the period from receipt of the CEBA loan to December 31, 2023 (previously December 31, 2022), the "Initial Term", no interest is charged on the amount outstanding. In January 2022 an extension to the interest free period was announced by the Government of Canada to extend the Initial Term from December 31, 2022 to December 31, 2023 (the "Government Announcement"). As part of the Government Announcement, it was confirmed that should repayment of the CEBA loan occur on or before the new deadline of December 31, 2023, up to one third (increased from 25%) of the value of the CEBA loan will be forgiven. Accordingly, should at least CAD\$ 26,667 of the principal be repaid on or before the end of the Initial Term the remaining CAD \$13,333 of principal will be forgiven. During the period from January 1, 2024 to December 31, 2025 (the "Extended Term"), should the loan remain outstanding, interest will be payable monthly at rate of 5% per annum on the outstanding balance. The balance of the CEBA loan is fully repayable on or before the end of the Extended Term, if not repaid on or before the end of the Initial Term.

### 8 Share capital

### **Authorized**

An unlimited number of common shares without par value and up to 127,328,790 Class B shares without par value. The holders of the common shares are entitled to one vote per share. The holders of the common shares are entitled to dividends, when and if declared by the directors of the Company. No dividends have ever been declared or paid as at June 30, 2022.

No Class B shares are outstanding as at June 30, 2022 (December 31, 2021 – nil) (Note 6).

(An Exploration Stage Company)
Notes to the Condensed Interim Consolidated Financial Statements

For the three and six months ended June 30, 2022 and 2021

(Unaudited - Expressed in U.S. dollars)

### **Financings**

On March 8, 2022, a total of 350,000 stock options were exercised for gross proceeds of \$32,642. A value of \$20,022 was transferred from the share-based payment reserve to share capital as a result.

During the year ended December 31, 2021, the Company issued 2,500,000 common shares on the exercise of options for gross proceeds of \$114,842. A value of \$59,405 was transferred from the share-based payment reserve to share capital as a result.

### **Stock options**

The Company's stock options outstanding as at June 30, 2022 and the changes for the six months then ended are as follows:

	Number of options	Weighted average exercise price (per share)	Weighted average remaining life (years)
		Cdn \$	
Balance – December 31, 2021	19,477,500	0.13	1.47
Granted	4,250,000	0.195	
Exercised <sup>1</sup>	(2,800,000)	0.06	
Expired	(6,452,500)	0.12	
Forfeited <sup>2</sup>	(3,850,000)	0.18	
<b>Balance – June 30, 2022</b>	10,625,000	0.16	2.27
Exercisable – June 30, 2022	8,116,666	0.17	2.36

<sup>2,450,000</sup> options were exercised on a cashless basis during the six months ended June 30, 2022 resulting in the issuance of 1,908,569 common shares of the Company. Upon exercise of the options \$43,854, representing the previously recognized grant date fair value of the options exercised, was transferred from contributed surplus to share capital.

During the three and six months ended June 30, 2022, the Company recorded share-based payments, in respect of the vesting of previously granted stock options and newly granted options, of which \$235,226 and \$322,232, respectively, (2021 - \$64,790 and \$66,819, respectively,) was recorded as a charge to operations, and \$5,314 was included in deferred exploration costs for the six months ended June 30, 2022 (2021 - \$10,009).

The weighted average grant date fair value of options granted during the six months ended June 30, 2022 was \$0.20 per share (2021 - \$0.06 per share). The fair value of each option grant during the six months ended June 30, 2022 was estimated at the time of the grant using the Black-Scholes option pricing model with assumptions for grants as follows:

These options were forfeited at June 30, 2022 as the vesting conditions were not achieved. As a result, \$124,563 of previously recognized share-based compensation expense was reversed and credited against share-based compensation expense in the consolidated statements of earnings (loss).

(An Exploration Stage Company)

Notes to the Condensed Interim Consolidated Financial Statements

For the three and six months ended June 30, 2022 and 2021

(Unaudited - Expressed in U.S. dollars)

	2022
Weighted average exercise price	Cdn. \$0.195
Weighted average grant date share price	Cdn. \$0.20
Risk-free interest rate	2.72%
Expected life	3 years
Expected volatility	77%
Dividend rate	0%

Grant date share price is the closing market price on the date the options were granted. Expected volatility was determined by measuring the historical volatility of the Company's share price. The historical period used to measure historical volatility was the same as the expected life of the options granted.

The balance of options outstanding as at June 30, 2022 is as follows:

	Exercise price	Number of options	Number of options
Expiry date	Cdn\$	outstanding <sup>1</sup>	exercisable <sup>1</sup>
September 9, 2022	0.08	250,000	250,000
August 31, 2023	0.145	200,000	200,000
June 11, 2024	0.120	3,125,000	2,083,332
July 12, 2024	0.175	6,650,000	916,666
May 3, 2025	0.195	4,250,000	4,250,000
		10,625,000	8,116,666

All of the outstanding options have associated share appreciation rights which allow the optionees to exercise their options on a cashless basis resulting in a lesser number of common shares to be issued to the optionee pursuant to their exercise.

### Warrants

The Company's warrants outstanding as at June 30, 2022 and the changes for the six months then ended are as follows:

	Number of warrants	Weighted average exercise price (per share)	Weighted average remaining life (years)
		Cdn\$	
Balance – December 31, 2021	3,000,000	0.12	1.37
Expired	-	-	-
Granted	-	-	-
Balance – June 30, 2022	3,000,000	0.12	0.88

(An Exploration Stage Company)

Notes to the Condensed Interim Consolidated Financial Statements

For the three and six months ended June 30, 2022 and 2021

(Unaudited - Expressed in U.S. dollars)

The balance of warrants outstanding as at June 30, 2022 is as follows:

	Exercise Price	Number of warrants
Expiry Date	Cdn\$	outstanding
April 27, 2023	0.11	2,000,000
June 24, 2023	0.14	1,000,000
		3,000,000

### 9 Related party transactions

Key management includes all the Officers and Directors of the Company. The compensation paid or payable to key management for services during the three and six ended June 30, 2022 and 2021 is as follows:

	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
	\$	\$	\$	\$
Directors' fees	15,750	20,100	26,700	34,500
Professional fees	44,748	8,556	99,629	14,600
Wages and benefits	46,250	80,255	92,500	172,755
Share-based payments	235,954	68,689	324,542	69,500
	342,702	177,600	543,371	291,355

Included in accounts payable and accrued liabilities at June 30, 2022 is an amount of \$27,894 (December 31, 2021 - \$56,213) due to related parties. These amounts are non-interest bearing and have no specific terms of repayment.

The Company incurred the following additional expenditures with related parties during the three and six months ended June 30, 2022 and 2021:

	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
	\$	\$	\$	\$
Deferred financing fees	5,914	-	17,418	-
Financing fees	-	41,975	-	41,975
Professional fees	28,035	39,218	56,786	84,871
	33,949	81,193	74,204	126,846

### 10 Contingencies and Pledge

The Company may be subject to various contingent liabilities that occur in the normal course of operations. The Company is not aware of any pending or threatened proceedings that would have a material adverse effect on the consolidated financial condition or future results of the Company.

(An Exploration Stage Company)

Notes to the Condensed Interim Consolidated Financial Statements

For the three and six months ended June 30, 2022 and 2021

(Unaudited - Expressed in U.S. dollars)

### Resource Expansion Financing Program

Under the terms of the Resource Expansion Program, the Company has given certain warranties and covenants to the Series A Secured Rights Investors, including a guarantee for its obligations under the funding agreement, and it has pledged 25% of the issued and outstanding shares of its U.S subsidiary corporation that beneficially owns the Gold Springs Project (the "Gold Spring Subsidiary").

Under the terms of the Resource Expansion Financing Program, if the Company is subject to a successful hostile take-over bid the Series A Secured Rights Investors are entitled to receive a cash payment equal to 5 times their amount invested and if the Company fails to comply with general obligations of the Resource Expansion Program, the Investors are entitled to a similar payment.

### 11 Segment information

The Company's operations are limited to a single industry segment, being mineral exploration and development. Geographic segment information of the Company's assets and liabilities as at June 30, 2022 and December 31, 2021 is as follows:

	June 30,	December 31,
Identifiable assets	2022	2021
	\$	\$
Canada	2,239,842	4,409,187
United States	22,572,247	20,756,925
Total assets	24,812,089	25,166,112

	June 30,	December 31,
Identifiable liabilities	2022	2021
	\$	\$
Canada	217,061	542,364
United States	372,740	45,420
Total liabilities	589,801	587,784

Geographic segmentation of the Company's net earnings (loss) for the three and six ended June 30, 2022 and 2021 is as follows:

	Three months ended June 30,		Six months ended	l June 30,
	2022	2021	2022	2021
	\$	\$	\$	\$
Canada	(394,007)	(435,529)	(631,377)	(855,269)
United States	(37,048)	(18,868)	(42,991)	(56,208)
Net earnings (loss)	(431,055)	(454,397)	(674,368)	(911,477)

(An Exploration Stage Company)

Notes to the Condensed Interim Consolidated Financial Statements

For the three and six months ended June 30, 2022 and 2021

(Unaudited - Expressed in U.S. dollars)

### 12 Supplemental cash flow information

The Company conducted non-cash activities during the six months ended June 30, 2022 and 2021 as follows:

	June 30, 2022	June 30, 2021
	\$	\$
Investing activities		
Deferred exploration costs included in accounts payable	342,078	280,719
Deferred exploration costs included in accounts payable as at December		
31, 2021 and 2020 respectively	(20,062)	(18,403)
Issue costs, capitalized to deferred exploration costs	23,493	_
Financing activities		
Exercise of options	43,854	83,454
Issue costs, Secured Rights Warrants	-	155,236
Share-based payments included in deferred exploration costs	5,314	10,009

Cash and cash equivalents as at June 30, 2022 and 2021 was comprised solely of cash.

### 13 Financial instruments

The Company's financial instruments as at June 30, 2022 consist of cash and cash equivalents, receivables, reclamation deposits, accounts payable, redemption obligations, and loan payable which are all classified as amortized cost.

### **Fair Value of Financial Instruments**

The Company classified the fair value of the financial instruments according to the following fair value hierarchy based on the amount of observable inputs used to value the instruments:

- Level 1 Values based on unadjusted quoted prices available in active markets for identical assets or liabilities as of the reporting date.
- Level 2 Values based on inputs, including quoted forward prices for commodities, time value and volatility
  factors, which can be substantially observed or corroborated in the marketplace. Prices in Level 2 are either
  directly or indirectly observable as of the reporting date.
- Level 3 Values based on prices or valuation techniques that are not based on observable market data.

The Company's activities expose it to a variety of financial risks: market risk (including, primarily, currency risk and interest rate risk), credit risk and liquidity risk. There have been no changes in any risk management policies since December 31, 2021. At June 30, 2022 the Company's primary exposure to financial instrument risk is from exposure to currency exchange rate risks to the extent of its activities in the U.S. and/or in currencies which are not the functional currency of the economic environment in which the Company or its subsidiaries operate. Based on this exposure as at June 30, 2022 a 5% change in exchange rates could give rise to a change in the net loss by approximately \$1,000 (December 31, 2021 - \$22,000), which is primarily driven by the parent Company's USD cash balance of \$26,000 at June 30, 2022 (December 31, 2021 - \$390,000) (because the parent Company has a Canadian Dollar functional currency). The Company does not use derivative financial instruments to reduce its foreign exchange exposure.

(An Exploration Stage Company)
Notes to the Condensed Interim Consolidated Financial Statements
For the three and six months ended June 30, 2022 and 2021

(Unaudited - Expressed in U.S. dollars)

### 14 Subsequent event

Subsequent to June 30, 2022, 8,840,000 stock options were granted at an exercise price of Cdn\$0.165 per common share. 1,890,000 of the stock options granted vest as to (i) 1/3 immediately upon grant, (ii) 1/3 nine months from the date of grant and (iii) 1/3 eighteen months from the date of grant. 6,950,000 of the options granted will vest contingent upon the occurrence of certain milestones.