

Condensed Interim
Consolidated Financial Statements

For The Three and Six Months Ended August 31, 2020 and 2019 (Expressed in Canadian Dollars) (Unaudited)

#### **NOTICE OF NO AUDITOR REVIEW**

The accompanying unaudited condensed interim consolidated financial statements of Klondike Gold Corp. ("Klondike Gold Corp." or the "Company") have been prepared by and are the responsibility of the Company's management.

In accordance with National Instrument 51-102, the Company discloses that its independent auditor has not performed a review of these unaudited condensed interim consolidated financial statements.

## CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION (Expressed in Canadian dollars) (Unaudited)

		August 31, 2020	February 29, 2020
			2020
Assets			
Current assets			
Cash	\$	480,553	\$ 133,949
Restricted cash (Note 4)		165,580	165,580
Amounts receivable		20,581	42,747
Prepaid expenses and deposits		77,172	55,874
Total current assets		743,886	398,150
Investments (Note 5, 7(b))		638,030	-
Reclamation bond		3,500	3,500
Property and equipment (Note 6)		794,783	869,030
Exploration and evaluation assets (Note 7)		22,898,685	23,104,356
Total assets	\$	25,078,884	\$24,375,036
Linkilisina			
Liabilities Compact liabilities			
Current liabilities	¢	99 240	\$ 146,697
Trade and other payables	\$	88,210	. ,
Lease (Note 8)		79,941	116,764
Flow-through premium (Note 10)  Total current liabilities		16,332 184,483	263,461
Total current habilities		104,403	203,401
Long-term lease (Note 8)		525,521	546,134
Total liabilities		710,004	809,595
Equity			
Share capital (Note 10)		79,053,913	77,944,824
Reserves (Note 10)		6,433,867	6,422,106
Deficit		(61,118,900)	(60,801,489)
Total equity		24,368,880	23,565,441
Total liabilities and equity	\$	25,078,884	\$24,375,036
Nature of operations and going concern (Note 1)			
Subsequent events (Notes 1,5,10(b),15)			
Approved by the Board of Directors and authorized for issue on	October 29	, 2020:	
"Peter Tallman" Director			

Director

"Gordon Keep"

# CONDENSED INTERIM CONSOLIDATED STATEMENTS OF NET LOSS AND COMPREHENSIVE LOSS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019 (Expressed in Canadian dollars) (Unaudited)

	Three months ended August 31,					Six	onths ended	
		2020		2019		2020		August 31, 2019
Expenses				2010				
Consulting (Note 9)	\$	58,631	\$	95,889	\$	103,411	\$	163,717
Depreciation (Note 6)		37,123		45,933		74,247		89,046
Management fees and wages (Note 9)		103,664		126,882		221,150		276,564
Marketing		20,299		280,369		24,874		373,723
Office and miscellaneous (Note 8)		3,808		7,721		24,325		27,614
Professional fees		7,320		736		20,204		8,821
Regulatory and transfer agent		8,138		6,697		21,088		12,169
Share-based compensation		-		-		-		285,523
Travel		5,789		22,655		14,246		41,337
		(244,772)		(586,882)		(503,545)		(1,278,514)
Finance expense		(10,152)		(13,828)		(20,771)		(26,916)
Interest income		1,938		12,587		2,870		26,389
Other income - flow-through (Note 10(b))		29,137		120,548		35,892		155,808
Gain on sale of marketable securities (Note 5)		36,175		-		36,175		-
Unrealized gain (loss) on marketable securities (Note 5)		(224,700)		-		85,300		-
Unrealized gain (loss) on warrants (Note 5)		(178,000)		-		46,668		-
Net loss and comprehensive loss		(590,374)		(467,575)		(317,411)		(1,123,233)
Basic and diluted loss per share	\$	(0.00)	\$	(0.00)	\$	(0.00)	\$	(0.01)
Weighted average number of								
common shares outstanding	12	0,730,360	1(	09,278,474	1	18,185,491	1	07,519,155

## CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (Expressed in Canadian dollars) (Unaudited)

				-						-		
	Share	cap	pital				Rese	erve	S	-		
					Share							
				5	subscriptions							
					received in		Share	S	hare-based			Total
	Shares issued		Amount		advance		premium		payments	Deficit		equity
At February 28, 2019	96,887,881	\$	74,005,932	\$	-	\$	27,405	\$	6,267,459	\$ (59,627,622)	\$	20,673,174
Private placement	2,660,000		532,000		-		-		-	-		532,000
Private placement - flow-through	7,790,390		1,713,886		-		-		-	-		1,713,886
Flow-through premium	-		(155,808)		-		-		-	-		(155,808)
Share issuance costs	-		(50,802)		-		-		-	-		(50,802)
Share subscriptions received in advance	-		-		440,000		-		-	-		440,000
Share-based compensation	-		-		-		-		285,523	-		285,523
Exercise of stock options	575,000		179,085		-		-		(78,085)	-		101,000
Exercise of warrants	3,240,615		860,210		-		-		- 1	-		860,210
Shares issued to Klondike Star shareholders	532		74		-		-		-	-		74
Net loss and comprehensive loss	-		-		-		-		-	(1,123,233)		(1,123,233)
At August 31, 2019	111,154,418	\$	77,084,577	\$	440,000	\$	27,405	\$	6,474,897	\$ (60,750,855)	\$	23,276,024
At February 29, 2020	113,396,918	\$	77,944,824	\$	<u>-</u>	\$	27,405	\$	6,394,701	\$ (60,801,489)	\$	23,565,441
Private placement	3,205,643	Ψ	560,987	Ψ	_	Ψ	-	Ψ	-	-	Ψ	560,987
Private placement - flow-through	3,481,579		661,500		_		-		-	_		661,500
Flow-through premium	-		(52,224)		-		-		-	-		(52,224)
Share issuance costs	-		(80,614)		-		-		11,761	-		(68,853)
Exercise of options	162,000		19,440		-		-		-	-		19,440
Net loss and comprehensive loss	· -		-		-		-		-	(317,411)		(317,411)
At August 31, 2020	120,246,140	\$	79,053,913	\$	-	\$	27,405	\$	6,406,462	\$ (61,118,900)	\$	24,368,880

# CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019 (Expressed in Canadian dollars) (Unaudited)

	2020		2019
Operating activities			
Net loss	\$ (317,411)	\$	(1,123,233)
Items not involving cash:			
Depreciation	74,247		89,046
Finance expense	20,771		26,916
Share-based compensation	-		285,523
Other income - flow-through	(35,892)		(155,808)
Gain on sale of marketable securities	(36,175)		-
Unrealized gain on marketable securities	(85,300)		-
Unrealized gain on warrants	(46,668)		-
Changes in non-cash working capital items:			
Amounts receivable	22,166		(39,519)
Prepaid expenses and deposits	(21,297)		(173,716)
Trade and other payables	(69,488)		(192,158)
Lease	(57,594)		-
Long-term lease	(20,614)		
	(573,255)		(1,282,949)
Financing activities			
Proceeds on issuance of common shares, net of share issuance costs	1,153,634		2,195,083
Share subscriptions received in advance	-		440,000
Proceeds from exercise of stock options	19,440		101,000
Proceeds from exercise of warrants	-		860,210
Lease payments	-		(72,300)
	1,173,074		3,523,993
Investing activities			
Exploration and evaluation asset expenditures	(449,662)		(1,795,623)
Sale of exploration and evaluation assets	100,000		-
Sale of marketable securities	96,445		-
Restricted cash	-		(127)
	(253,217)		(1,795,750)
Change in cash	346,604		445,294
Cash, beginning	133,949		1,266,876
Cash, end	\$ 480,553	\$	1,712,170
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Supplemental cash flow information (Note 13)

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019

(Expressed in Canadian dollars) (Unaudited)

#### 1. NATURE OF OPERATIONS AND GOING CONCERN

Klondike Gold Corp. is a Vancouver-based resource exploration company listed on the TSX Venture Exchange under the symbol "KG" and the Frankfurt Stock Exchange under the symbol "LBDP". The Company was incorporated on August 23, 1978, under the laws of the Province of British Columbia, Canada. The Company's head office is located at Suite 3123 - 595 Burrard Street, Vancouver, British Columbia, Canada, V7X 1J1, and the Company's registered and records office is located at Suite 2500 - 700 West Georgia St., Vancouver, British Columbia, V6Y 1B3.

These unaudited condensed interim consolidated financial statements have been prepared on the basis of a going concern, which assumes that the Company will realize its assets and discharge its liabilities in the normal course of business. As at August 31, 2020, the Company had working capital of \$559,403 (February 29, 2020: \$134,689) and cash of \$480,553 (February 29, 2020: \$133,949). For the six months ended August 31, 2020, the Company reported net loss of \$317,411, and an accumulated deficit of \$61,118,900 at that date. In October 2020, the Company closed a non-brokered private placement for total gross proceeds of \$3,800,410 (Note 10(b)). 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 that are acceptable to the Company. The material uncertainty of the Company's success in raising additional capital funding casts significant doubt on the Company's ability to continue as a going concern. These unaudited condensed interim consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and statement of financial position classifications that would be necessary if the Company were unable to realize its assets and settle its liabilities as a going concern in the normal course of operations for the foreseeable future. These adjustments could be material.

#### 2. BASIS OF PRESENTATION

#### a) Statement of Compliance

The Company prepares its annual financial statements in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. These unaudited condensed interim consolidated financial statements have been prepared in accordance with IAS 34, Interim Financial Reporting and, except as described below, they follow the same accounting policies and methods of application as the Company's most recent annual financial statements. Accordingly, they should be read in conjunction with the Company's most recent annual financial statements.

#### b) Basis of Measurement

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

#### c) Foreign Currencies

The presentation and functional currency of the Company is the Canadian dollar. All financial information is presented in Canadian dollars unless otherwise noted and all financial information has been rounded to the nearest dollar.

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019

(Expressed in Canadian dollars) (Unaudited)

#### 2. BASIS OF PRESENTATION (continued)

Transactions in currencies other than the functional currency are recorded at the rates of exchange prevailing on the dates of the transactions. At each financial position reporting date, monetary assets and liabilities that are denominated in foreign currencies are translated at the rates prevailing at the date of the statement of financial position. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of the initial transaction.

#### d) Basis of Consolidation

#### Subsidiaries

Subsidiaries are all entities over which the Company has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Company controls another entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Company until the date on which control ceases. All intercompany balances and transactions are eliminated upon consolidation.

Non-controlling interest in the net assets of the consolidated subsidiaries are identified separately from the Company's equity. The non-controlling interest consists of the non-controlling interest's portion of net assets and profit or loss.

#### 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### a) Financial Instruments

Financial assets and financial liabilities are classified into three categories: amortized cost, fair value through other comprehensive income ("FVOCI") and fair value through profit or loss ("FVTPL"). The classification of financial assets is determined by their context in the Company's business model and by the characteristics of the financial asset's contractual cash flows.

Financial assets and financial liabilities are measured at fair value on initial recognition, which is typically the transaction price unless a financial instrument contains a significant financing component. Subsequent measurement is dependent on the financial instrument's classification.

Cash, restricted cash, amounts receivable, reclamation bond, trade and other payables, and lease are classified as and measured at amortized cost. The contractual cash flows received from the financial assets are solely payments of principal and interest and are held within a business model whose objective is to collect the contractual cash flows. The financial assets and financial liabilities are subsequently measured at amortized cost using the effective interest method. Investments are classified as and measured at FVTPL.

All financial assets except for those at FVTPL are subject to review for impairment at least at each reporting date. Financial assets are impaired when there is objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets, which are described above.

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019

(Expressed in Canadian dollars) (Unaudited)

#### 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

b) New accounting standards and interpretations

There are no new or upcoming accounting standards that are expected to have a material impact on the Company's financial statements.

#### 4. RESTRICTED CASH

The Company maintains one-year term deposits as collateral for the credit cards, which automatically renew at maturity, of \$165,580 (February 29, 2020 - \$165,580). The Company has the ability to cancel its credit cards and receive the term deposits in full at any time.

#### 5. INVESTMENTS

	As of Aug	gust	31, 2020	As of February 29, 202				
	Shares	Fair Value		es Fair Value		Shares	Fair	r Value
Ximen Mining Corp. shares (Note 7(b)) (1)	853,000	\$	435,030	-	\$	-		
Ximen Mining Corp. warrants (Note 7(b))	1,000,000		203,000	-				
		\$	638,030		\$	-		

During the six months ended August 31, 2020, the Company received 1,000,000 common shares and 1,000,000 warrants from Ximen Mining Corp. ("Ximen"), exercisable at \$0.45 per common share until March 5, 2022 (Note 7(b)). The fair value of the shares remaining as of August 31, 2020, was \$435,030, down from \$720,000 as of May 31, 2020. The fair value of the warrants remaining as of August 31, 2020, was \$203,000, down from \$381,000 as of May 31, 2020. The following assumptions were used in the Black-Scholes fair valuation of the warrants as of August 31, 2020:

	2020
Risk-free interest rate	0.25%
Expected life	1.51 years
Annualized volatility	75.00%
Dividend rate	0.00%

During the six months ended August 31, 2020, 147,000 common shares of Ximen with a cost basis of \$60,270 were sold for net proceeds of \$96,445 resulting in a gain on sale of \$36,175.

Subsequent to August 31, 2020, 562,500 common shares of Ximen were sold for net proceeds of \$240,732.

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019

(Expressed in Canadian dollars) (Unaudited)

#### 6. PROPERTY AND EQUIPMENT

		ľ	Machinery/		Ri	ght-of-use	
Cost	Vehicles	ı	Equipment	Building		asset	Total
Balance, February 28, 2019 Additions	\$ 53,800 -	\$	124,652 -	\$ 380,000	\$	- 739,400	\$ 558,452 739,400
Balance February 29 and August 31, 2020	\$ 53,800	\$	124,652	\$ 380,000	\$	739,400	\$ 1,297,852
Accumulated depreciation							
Balance, February 28, 2019	\$ 30,008	\$	124,652	\$ 114,000	\$	-	\$ 268,660
Depreciation	17,934		-	19,000		123,228	160,162
Balance, February 29, 2020	47,942		124,652	133,000		123,228	428,822
Depreciation	3,133		-	9,500		61,614	74,247
Balance August 31, 2020	\$ 51,075	\$	124,652	\$ 142,500	\$	184,842	\$ 503,069
Carrying amount							
Balance, February 29, 2020	\$ 5,858	\$	-	\$ 247,000	\$	616,172	\$ 869,030
Balance August 31, 2020	\$ 2,725	\$	-	\$ 237,500	\$	554,558	\$ 794,783

#### 7. EXPLORATION AND EVALUATION ASSETS

	British			
	Columbia	Placer	Quartz	
	Claims	Claims	Claims	Total
		\$	\$	\$
Acquisition costs:				
Balance, February 29, 2020 and August 31, 2020	-	1,167,436	4,885,243	6,052,679
Exploration costs:				
Balance, February 29, 2020	666,332	77,120	17,051,560	17,795,012
Camp supplies	-	-	19,315	19,315
Consulting & wages	-	-	207,514	207,514
Drilling	-	-	127,916	127,916
Fuel	-	-	15,195	15,195
Lab analysis	-	-	82,985	82,985
Property maintenance	-	-	6,035	6,035
Sale of British Columbia Claims (Note 7(b))	(666,332)	-	-	(666,332)
Balance, August 31, 2020	-	77,120	17,512,221	17,589,341
Royalty payments received:				
Balance, February 29, 2020 and August 31, 2020	-	(743,335)	-	(743,335)
Total costs:		=0.4.00:		
Balance, August 31, 2020	-	501,221	22,397,464	22,898,685

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019

(Expressed in Canadian dollars) (Unaudited)

#### 7. EXPLORATION AND EVALUATION ASSETS (continued)

	British			
	Columbia	Placer	Quartz	
	Claims	Claims	Claims	Total
		\$	\$	\$
Acquisition costs:				
Balance, February 28, 2019	-	1,167,436	4,872,843	6,040,279
Acquisition of Sophie claims	=	-	12,400	12,400
Balance, February 29, 2020	-	1,167,436	4,885,243	6,052,679
Exploration costs:				
Balance, February 28, 2019	-	25,494	13,798,427	13,823,921
Camp supplies	-	-	140,141	140,141
Consulting & wages	-	51,626	819,708	871,334
Drilling	-	-	1,191,674	1,191,674
Fuel	=	-	114,339	114,339
Lab analysis	-	-	742,168	742,168
Property maintenance	-	-	33,112	33,112
Surveying	-	-	157,400	157,400
Travel	-	-	54,591	54,591
Reversal of impairment	666,332	-	-	666,332
Balance, February 29, 2020	666,332	77,120	17,051,560	17,795,012
Royalty payments received:				
Balance, February 28 and February 29, 2020	-	(743,335)	-	(743,335)
Total costs:				
Balance, February 29, 2020	666,332	501,221	21,936,803	23,104,356

#### a) Yukon Quartz and Placer Claims

The Company holds a 100% beneficial interest in a group of quartz claims, crown grants and placer claims located between Eldorado Creek and Upper Bonanza Creek, Dawson Mining Division, Yukon Territory.

These claims include a large contiguous group of claims acquired by staking and option agreements, which include both the quartz and placer claims, which the Company considers to be one cash-generating unit.

#### Assignment of Lease on Upper Eldorado Creek Property

In September 2019, the Company entered into a lease agreement with Dulac Mining Ltd ("Dulac Mining") whereby the Company assigns to Dulac Mining the rights and permits to placer mine on the Upper Eldorado Creek property, contained wholly within the Company's Klondike District Property, Yukon Territory. Under the terms of the lease agreement, the Company will receive from Dulac Mining a direct 10% gold production royalty from mining on the placer property payable in raw gold. The lease agreement is for a term of 3 years, expiring July 2022, and is renewable thereafter subject to approval by both parties.

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019

(Expressed in Canadian dollars) (Unaudited)

#### 7. EXPLORATION AND EVALUATION ASSETS (continued)

#### Acquisition of Sophie claims

In March 2019, the Company entered into a Property Acquisition Agreement of a 100% interest in mining claims located in the Dawson mining district, Yukon Territory, for consideration of \$12,400. The Company has also granted a 1% Net Smelter Returns ("NSR") Royalty to the vendor in respect of the Sophie claims, of which the Company may purchase one-half of the NSR Royalty (being a 0.5% NSR Royalty) for cash in the amount of \$750,000 at any time.

#### Acquisition of Burkhard claims

During the year ended February 28, 2018, the Company entered into a Property Acquisition Agreement of a 100% interest in mining claims located in the Dawson mining district, Yukon Territory, for consideration of \$20,000. The Company has also granted a 2% Net Smelter Returns ("NSR") Royalty to the vendor in respect of the Burkhard claims, of which the Company may purchase one-half of the NSR Royalty (being a 1% NSR Royalty) for cash in the amount of \$1,000,000 at any time.

#### Acquisition of Gimlex claims

During the year ended February 28, 2017, the Company entered into a Property Acquisition Agreement with Gimlex Enterprises Ltd. ("Gimlex") for the purchase by the Company of a 100% interest in Gimlex's mining claims located in the Dawson mining district, Yukon Territory, for consideration of \$500,000 in cash and 3,000,000 common shares of the Company with a value of \$1,200,000. The Company has also granted a 2% Net Smelter Returns ("NSR") Royalty to the vendor in respect of the Gimlex property, of which the Company may purchase one-half of the NSR Royalty (being a 1% NSR Royalty) for cash in the amount of \$1,500,000 at any time.

#### Assignment of Lease on Montana Creek Placer Project

The Company holds a 100% interest in the Montana Creek Placer Project property where it formerly operated a placer mining operation south of Dawson City, Yukon. The interest in the property is subject to an existing third party 5% royalty on production of gold or other minerals.

Prior to fiscal 2017, the Company received \$743,335 in royalty payments pursuant to a lease agreement, which are netted against capitalized exploration and evaluation asset costs on the statements of financial position. The assignee removed equipment and completed reclamation of mined areas as of February 28, 2017.

#### b) British Columbia ("B.C.") Claims

The Company held title to a portfolio of mineral claims in south-eastern B.C., prospective for gold and base metals. In May 2020, the Company completed a Property Purchase Agreement (the "Agreement") dated February 14, 2020, with Ximen, whereby the Company sold to Ximen all of its B.C. properties totalling 98 mineral claims and one Crown Granted mineral claim. The Agreement covers four properties, namely Ron Gold (Nelson), Clubine, Hughes, and Quartz Mountain.

#### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019 (Expressed in Canadian dollars)

(Unaudited)

#### 7. EXPLORATION AND EVALUATION ASSETS (continued)

The terms for the Agreement were as follows:

- Payment of \$100,000 in cash (completed); and
- Payment of 1,000,000 Ximen common shares and 1,000,000 Ximen warrants to purchase 1,000,000 common shares of Ximen at \$0.45 per share until March 5, 2022 (completed). The 1,000,000 common shares were valued at \$0.41, being the closing price of Ximen on March 5, 2020, and the warrants were valued at \$156,332, for total consideration of \$566,332.

The Company retains a royalty equal to 1% of NSR from minerals produced from its Vine Extension Property, sold to PJX Resources Inc. in 2014.

#### c) Net Smelter Returns

#### Ontario Claims

The Company holds a 100% interest in the property subject to a 2% NSR of which half can be purchased for \$1,000,000. The carrying value was written-down to \$nil during the year ended February 28, 2014.

#### Portuguese Exploration Licenses

The Company previously held five exploration licenses prospective for gold from the Portuguese Department of Energy & Geology.

The Company retains a 2% NSR over the Portugese exploration licenses, of which Medgold Resource Ltd., a subsidiary of Medgold Resources Corp., may purchase all or parts of the NSR for \$1,000,000 per percentage point.

#### 8. LEASE PAYABLE

As at August 31, 2020, lease payable of \$701,552 was outstanding, pursuant to the adoption of IFRS 16 Leases. The carrying amount of the right-of-use asset is depreciated on a straight-line basis over the life of the lease, which has a remaining term of 4.5 years to February 2025.

Information about leases for which the Company is a lessee is presented below:

#### Right-of-use assets

Polonos Eshruary 20, 2020	¢	616,172
Balance - February 29, 2020	Φ	010,172
Depreciation		(61,614)
Balance - August 31, 2020	\$	554,558

The following table summarizes the Company's lease commitment:

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019 (Expressed in Consdien dellars)

(Expressed in Canadian dollars) (Unaudited)

#### 8. LEASE PAYABLE (continued)

Balance - February 29, 2020	\$ 662,898
Lease payments	(78,208)
Finance expense	20,772
Balance - August 31, 2020	\$ 605,462
Current lease liability included in lease	\$ 79,941
Non-current lease liability included in long-term lease	525,521
Total	\$ 605,462

During the six months ended August 31, 2020, the Company received \$34,200 (August 31, 2019 - \$13,500) in rental income relating to subleases of its office premises to third parties that is recorded as a recovery of rent expense, included in office and miscellaneous in profit or loss. The Company classified these subleases as operating leases, because they do not transfer substantially all of the risks and rewards incidental to the rights to use the underlying assets.

The following table summarizes the Company's undiscounted lease payments:

	August 31,
	2020
Short-term portion of the lease (<1 Year)	\$ 157,634
Long-term portion of the lease (>1 Year)	543,918
Total	\$ 701,552

#### 9. RELATED PARTY BALANCES AND TRANSACTIONS

The Company entered into the following transactions and had the following balances payable with related parties. The transactions were recorded at fair value. Balances outstanding are non-interest bearing, unsecured and have no specific terms of repayment.

- a) During the six months ended August 31, 2020, the Company was charged management fees of \$69,000 (August 31, 2019 \$69,000) by a company owned by the CEO of the Company. Of this amount, \$36,800 (February 29, 2020 \$27,600) was included in additions to exploration and evaluation assets on the statements of financial position.
- b) During the six months ended August 31, 2020, the Company was charged \$72,225 (August 31, 2019 \$82,459), \$12,225 of which was share issue costs (August 31, 2019 \$22,459) by a company whose CEO is a director of the Company, for corporate administration services included in consulting in profit or loss.

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019

(Expressed in Canadian dollars) (Unaudited)

#### 9. RELATED PARTY BALANCES AND TRANSACTIONS (continued)

#### **Key Management Compensation**

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers. Included in share-based compensation for the six months ended August 31, 2020, was \$nil for vested stock options granted to directors and officers of the Company, and affiliated companies of directors and officers of the Company (August 31, 2019 - \$161,484).

#### 10. SHARE CAPITAL

- a) Authorized: Unlimited common shares without par value.
- b) Non-brokered private placement completed April 2020

The Company issued 3,481,579 flow-through units at a price of \$0.19 per flow-through unit for gross proceeds of \$661,500. Each flow-through unit consists of one flow-through common share and one warrant exercisable at \$0.25 per common share until April 23, 2022 (Note 10(c)). The Company allocated \$nil value to the warrants.

A flow-through premium liability of \$52,224 was allocated to the flow-through obligation of this private placement, and the remainder of the proceeds were allocated to share capital. As at August 31, 2019, the Company has incurred eligible expenditures of \$454,624 of the total obligation of \$661,500, leaving a flow-through premium liability of \$16,332.

The Company concurrently issued 3,205,643 non flow-through units at a price of \$0.175 per non flow-through unit for gross proceeds of \$560,987. Each non flow-through unit consists of one common share and one warrant exercisable at \$0.25 per common share until April 23, 2022 (Note 10(c)). The Company allocated \$nil value to the warrants.

Cash transaction costs of \$68,103 were incurred as share issuance costs, and 157,895 warrants were issued as a finder's fee, exercisable at \$0.25 per common share until April 23, 2022, with a value of \$11,761 in relation to this private placement (Note 10(c)). The finders warrants were fair valued using the Black-Scholes valuation model with the following assumptions: i) exercise price per share of \$0.25; ii) expected share price volatility of 75%; iii) risk-free interest rate of 0.33%; iv) expected life of 2 years; v) no dividend yield.

#### Non-brokered private placement completed October 2020

Subsequent to August 31, 2020, the Company issued 8,768,036 flow-through units at a price of \$0.30 per flow-through unit for gross proceeds of \$2,630,410, and 4,680,000 non flow-through units at a price of \$0.25 per non flow-through unit for gross proceeds of \$1,170,000, for total gross proceeds of \$3,800,410. The Company paid finder's fees totalling \$217,015 and issued 70,000 compensation warrants in relation to this issuance.

c) A summary of the changes in warrants follows:

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019

(Expressed in Canadian dollars) (Unaudited)

#### 10. SHARE CAPITAL (continued)

	Number of Warrants	•	hted Average ercise Price
Balance, February 28, 2019	20,648,717	\$	0.35
Issued	11,412,890		0.36
Exercised	(3,240,615)		0.27
Expired	(8,221,436)		0.43
Balance, February 29, 2020	20,599,556		0.34
Issued	6,845,117		0.25
Balance, August 31, 2020	27,444,673	\$	0.32

As at August 31, 2020, the following warrants were outstanding:

Number of			Expiry
Warrants	Exerc	ise Price	Date
2,000,000	\$	0.35	May 31, 2021
1,611,666		0.35	September 13, 2021
9,700,390		0.35	March 18, 2022
5,575,000		0.30	April 4, 2022
6,687,222		0.25	April 23, 2022
157,895		0.25	April 23, 2022
750,000		0.35	May 22, 2022
962,500		0.50	September 3, 2022
27,444,673			

#### d) A summary of the changes in stock options follows:

The Company has established a "rolling" Stock Option Plan (the "Plan"). Under the Plan, the number of shares reserved for issuance may not exceed 10% of the total number of issued and outstanding shares and, to any one optionee, may not exceed 5% of the issued shares on a yearly basis. The maximum term of each stock option shall not be greater than 10 years. The exercise price of each option shall not be less than the market price of the Company's shares at the date of grant. Stock options granted to consultants performing Investor Relations Activities shall vest over a minimum of 12 months with no more than 1/4 of such stock options vesting in any 3 month period. All other stock options vest at the discretion of the Board of Directors.

	Number of	Weighted Average		
	Options	Exercise Price		
Balance, February 28, 2019	8,846,500	\$	0.24	
Granted	1,785,000		0.21	
Exercised	(892,500)	(892,500)		
Cancelled	(50,000)	(50,000)		
Expired	(57,500)		0.29	
Balance, February 29, 2020	9,631,500		0.24	
Exercised	(162,000)		0.12	
Balance August 31, 2020	9,469,500	\$	0.24	

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019

(Expressed in Canadian dollars) (Unaudited)

#### 10. SHARE CAPITAL (continued)

The following summarizes stock options outstanding and exercisable as at August 31, 2020:

Number of			Expiry
Options	Exerc	ise Price	Date
1,244,500	\$	0.12	December 16, 2024
805,000		0.19	April 19, 2026
660,000		0.28	June 21, 2026
400,000		0.30	September 13, 2026
1,125,000		0.26	April 4, 2027
3,450,000		0.29	March 28, 2028
1,785,000		0.21	May 17, 2029
9,469,500	•		

In July 2020, 162,000 stock options with an exercise price of \$0.12 were exercised for proceeds of \$19.440.

#### 11. MANAGEMENT OF CAPITAL

The Company manages its cash and components of equity as capital. The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development of its mineral properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt, acquire or dispose of assets or adjust the amount of cash.

In order to facilitate the management of its capital requirements, the Company prepares expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. In order to maximize ongoing exploration efforts, the Company does not pay out dividends. The Company's investment policy is to keep its cash on deposit in an interest bearing Canadian chartered bank account.

The Company is not subject to externally imposed capital requirements. There were no changes in the Company's approach to capital management during the periods presented.

#### 12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Financial assets and financial liabilities are measured on an ongoing basis at fair value or amortized cost. The disclosures in the notes to these unaudited condensed interim consolidated financial statements describe how the categories of financial instruments are measured and how income and expenses, including fair value gains and losses, are recognized.

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019

(Expressed in Canadian dollars) (Unaudited)

#### 12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

Disclosures about the inputs to financial instrument fair value measurements are made within a hierarchy that prioritizes the inputs to fair value measurement.

The levels of the fair value hierarchy are:

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

Level 2 Inputs other than quoted prices that are observable for the asset or liability

either directly or indirectly; and

Level 3 Inputs that are not based on observable market data

The fair values of the Company's cash, restricted cash, amounts receivable, reclamation bond, trade and other payables, and lease approximate their carrying value, due to their short-term maturities. Common shares of publicly traded companies included in investments are classified as FVTPL and measured using Level 1 inputs. Warrants of publicly traded companies included in investments are classified as FVTPL and measured using Level 2 inputs.

As at the date of this report, the Company's risk exposures and the impact on the Company's financial instruments are summarized below:

#### a) Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Credit risk is attributable to cash, restricted cash and amounts receivable. Cash and restricted cash are held with large Canadian banks or brokerages. Management believes the risk of loss to be remote. The Company's amounts receivable is primarily comprised of amounts owing from the Government of Canada for input tax credits receivable. Accordingly, the Company does not believe it is subject to significant credit risk.

#### b) Liquidity risk

The liquidity risk is the risk that the Company will not be able to meet its financial obligations as they come due. The Company manages its liquidity risk through careful management of its financial obligations in relation to its cash position. Using budgeting processes, the Company manages its liquidity requirements based on expected cash flow to ensure there are adequate funds to meet the short term obligations during the year.

#### c) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk:

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019

(Expressed in Canadian dollars) (Unaudited)

#### 12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

#### i) Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company holds its cash and restricted cash in bank accounts that earn variable interest rates. Due to the short-term nature of these financial instruments, fluctuations in market rates do not have a significant impact on estimated fair values of the Company's cash and restricted cash balances as at the date of this report. The Company does not have any interest bearing debt.

#### ii) Foreign currency risk

Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the Company's functional currency. The Company's purchases are predominantly transacted in Canadian dollars.

#### iii) Price Risk

The Company's ability to raise capital to fund exploration or development activities is subject to risk associated with fluctuations in the market prices of base and precious metals including gold, silver, zinc and lead, and the outlook for these metals. The Company does not have any hedging or other derivative contracts respecting its operations.

Market prices for metals historically have fluctuated widely and are affected by numerous factors outside of the Company's control, including, but not limited to, levels of worldwide production, short-term changes in supply and demand, industrial and retail demand, central bank lending, and forward sales by producers and speculators.

The Company has elected not to actively manage its commodity price risk, as the nature of Company's business is in exploration.

Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. The Company closely monitors individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

The Company is exposed to price risk with respect to its investments in Ximen (Note 5).

#### 13. SUPPLEMENTAL CASH FLOW INFORMATION

During the six months ended August 31, 2020, the Company:

- Incurred exploration and evaluation asset expenses of \$25,566 (February 29, 2020 \$14,570) through trade and other payables.
- Received 1,000,000 common shares from Ximen with a value of \$410,000 and 1,000,000 warrants from Ximen valued at \$156,332, pursuant to the Agreement, for total non-cash consideration of \$566,332 (Note 7(b)).

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED AUGUST 31, 2020 AND 2019

(Expressed in Canadian dollars) (Unaudited)

#### 13. SUPPLEMENTAL CASH FLOW INFORMATION (continued)

- Paid no cash for interest or income taxes.

#### 14. COVID-19 UNCERTAINTY

Since March 2020, the spread of COVID-19 has severely impacted many local economies around the globe. In many countries, including Canada, businesses are being forced to cease or limit operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown. Global stock markets have also experienced great volatility and a significant weakening. Governments and central banks have responded with monetary and fiscal interventions to stabilize economic conditions. As at the date of this report, the Company has not been directly impacted by the spread of COVID-19 however timelines for work conducted by contractors and suppliers has significantly lengthened.

The duration and impact of the COVID-19 pandemic, as well as the effectiveness of government and central bank responses, remains unclear at this time. It is not possible to reliably estimate the duration and severity of these consequences, as well as their impact on the financial position and results of the Company for future periods.

#### 15. SUBSEQUENT EVENTS

In October 2020, the Company closed a non-brokered private placement for total gross proceeds of \$3,800,410 (Note 10(b)).

Subsequent to August 31, 2020, 562,500 common shares of Ximen were sold for net proceeds of \$240,732 (Note 5).