



FINANCIAL STATEMENTS

(Stated in Canadian dollars)

April 30, 2020 and 2019

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of
Gespeg Resources Ltd.

Opinion

We have audited the accompanying financial statements of Gespeg Resources Ltd. (the "Company"), which comprise the statements of financial position as at April 30, 2020 and 2019, and the statements of loss and comprehensive loss, changes in shareholders' equity (deficiency), and cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Company as at April 30, 2020 and 2019, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards ("IFRS").

Basis for Opinion

We conducted our audits in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 of the financial statements, which indicates that the Company incurred a net loss of \$197,841 during the year ended April 30, 2020 and, as of that date, the Company has an accumulated deficit of \$12,953,692 and its current assets exceeded its current liabilities by \$230,072. As stated in Note 1, these events and conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

Management is responsible for the other information. The other information obtained at the date of this auditor's report includes Management's Discussion and Analysis.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.



We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Glenn Parchomchuk.

“DAVIDSON & COMPANY LLP”

Vancouver, Canada

Chartered Professional Accountants

August 28, 2020

Gespeg Resources Ltd.
Statements of Financial Position

As at,	April 30, 2020	April 30, 2019
ASSETS		
Current assets		
Cash	\$ 123,804	\$ 34,137
Reclamation deposit	21,600	21,600
Other receivables and prepaid expenses	4,568	18,662
	149,972	74,399
Non-current assets		
Exploration and evaluation assets (Note 3)	122,912	14,192
Total assets	\$ 272,884	\$ 88,591
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities (Note 6)	\$ 380,044	\$ 373,856
Total liabilities	380,044	373,856
SHAREHOLDERS' EQUITY (DEFICIENCY)		
Share capital (Note 4)	11,397,794	11,120,393
Contributed surplus (Note 4)	1,448,738	1,350,193
Deficit	(12,953,692)	(12,755,851)
	(107,160)	(285,265)
Total liabilities and shareholders' equity (deficiency)	\$ 272,884	\$ 88,591

Description of business and going concern (Note 1)
Events after the reporting period (Note 9)

Approved and authorized on behalf of the Board of Directors on August 28, 2020:

"Sylvain Laberge"

"Andrew Davidson"

The accompanying notes are an integral part of these financial statements

Gespeg Resources Ltd.
Statements of Loss and Comprehensive Loss

For the years ended April 30,	2020	2019
Operating Expenses		
General and administration	\$ 48,064	\$ 53,154
Impairment of exploration and evaluation assets (Note 3)	-	51,458
Management fees (Note 6)	80,000	90,000
Professional fees	46,325	102,480
Property investigation costs	-	136,354
Transfer agent and filing fees	23,452	18,043
	197,841	451,489
Loss from operations	(197,841)	(451,489)
Other income on settlement of flow-through premium liability (Note 4)	-	13,039
Gain on disposal of exploration and evaluation asset (Note 3)	-	46,737
Gain on shares for debt settlement (Note 4)	-	230,093
	\$ (197,841)	\$ (161,620)
Basic and diluted loss per common share	\$ (0.01)	\$ (0.00)
Weighted average number of common shares outstanding - basic and diluted	21,879,794	82,052,901

The accompanying notes are an integral part of these financial statements

Gespeg Resources Ltd.
Statements of Changes in Shareholders' Equity (Deficiency)

	Number of Common Shares	Share Capital	Contributed Surplus	Deficit	Shareholders' Equity (Deficiency)
Balance, May 1, 2018	14,533,369	\$ 10,869,415	\$ 1,218,993	\$ (12,594,231)	\$ (505,823)
Private placements	1,938,332	162,750	128,000	-	290,750
Shares for debt settlement	656,284	98,442	-	-	98,442
Share issue costs	-	(19,514)	-	-	(19,514)
Broker warrants issued	-	(3,200)	3,200	-	-
Shares issued for mineral property	80,000	12,500	-	-	12,500
Net loss	-	-	-	(161,620)	(161,620)
Balance, April 30, 2019	17,207,986	\$ 11,120,393	\$ 1,350,193	\$ (12,755,851)	\$ (285,265)

	Number of Common Shares	Share Capital	Contributed Surplus	Deficit	Shareholders' Equity (Deficiency)
Balance, May 1, 2019	17,207,986	\$ 11,120,393	\$ 1,350,193	\$ (12,755,851)	\$ (285,265)
Private placements	6,469,000	232,150	91,300	-	323,450
Share issue costs	-	(27,504)	-	-	(27,504)
Broker warrants issued	-	(7,245)	7,245	-	-
Shares issued for mineral property	1,600,000	80,000	-	-	80,000
Net loss	-	-	-	(197,841)	(197,841)
Balance, April 30, 2020	25,276,986	\$ 11,397,794	\$ 1,448,738	\$ (12,953,692)	\$ (107,160)

The accompanying notes are an integral part of these financial statements

Gespeg Resources Ltd.
Statements of Cash Flows

For the years ended April 30,	2020	2019
Cash flows used in Operating Activities		
Net loss for the year	\$ (197,841)	\$ (161,620)
Items not affecting cash:		
Impairment of exploration and evaluation assets	-	51,458
Other income on settlement of flow-through premium liability	-	(13,039)
Gain on shares for debt settlement	-	(230,093)
Net changes in non-cash working capital items:		
Increase in accounts payable and accrued liabilities	1,227	232,763
Increase in reclamation deposit	-	(21,600)
Decrease (increase) in other receivables and prepaid expenses	14,094	(11,258)
Cash flows used in Operating Activities	(182,520)	(153,389)
Cash flows used in Investing Activities		
Exploration and evaluation assets	(45,279)	(185,130)
Proceeds from disposal of exploration and evaluation asset	-	46,737
ITC refund	10,019	-
Cash flows used in Investing Activities	(35,260)	(138,393)
Cash flows provided by Financing Activities		
Issuance of common shares and units	323,450	290,750
Share issue costs, net of tax	(16,003)	(15,209)
Cash flows provided by Financing Activities	307,447	275,541
Net change in cash during the year	89,667	(16,241)
Cash, beginning of year	34,137	50,378
Cash, end of year	\$ 123,804	\$ 34,137
Non-cash transactions		
Shares issued for exploration and evaluation assets	\$ 80,000	\$ 12,500
Shares issued to settle debt	\$ -	\$ 98,442
Fair value of warrants issued in private placements	\$ 91,300	\$ 128,000
Issuance of warrants and broker warrants	\$ 7,245	\$ 131,200
Accounts payable related to exploration and evaluation assets	\$ 19,454	\$ 25,994
Accounts payable related to share issue costs	\$ 15,806	\$ 4,305

The accompanying notes are an integral part of these financial statements

Gespeg Resources Ltd.
Notes to the Financial Statements
April 30, 2020

1. Description of business and going concern

Gespeg Resources Ltd. (the “Corporation”) was incorporated under the laws of British Columbia, Canada on May 31, 2006 and is listed on the TSX Venture Exchange (“TSX-V”). The principal business of the Corporation is the identification, exploration and development of mineral properties.

The address of the Corporation’s corporate office and principal place of business is Suite 602 – 224 4th Avenue South, Saskatoon, Saskatchewan S7K 5M5. These financial statements were approved by the Corporation’s board of directors on August 28, 2019.

Effective January 7, 2020, the Corporation consolidated its share capital on the basis of 1 new share for 5 old shares. All common share, per share, warrant, broker warrant and weighted average price amounts are restated in these financial statements to reflect this consolidation.

Going concern

These financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assumes that the Corporation will continue in operation for the foreseeable future and will be able to realize its assets and discharge its obligations in the normal course of operation. In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future, which is at least, but not limited to twelve months from the end of the reporting period. The use of these principles may not be appropriate.

To date, the Corporation has not earned significant revenue and is considered to be in the exploration and evaluation stage.

The investment in, and expenditures on, exploration and evaluation assets comprise a significant portion of the Corporation’s assets. Mineral exploration and development is highly speculative and involves inherent risks. Realization of the Corporation’s investment in these assets is dependent upon the renewed legal ownership of the claims and whether an economically viable operation can be established.

In addition, it has not yet been determined whether the Corporation’s properties contain ore reserves that are economically recoverable. There can be no assurance that current exploration programs will result in the discovery of economically viable quantities of ore. While the rewards if an ore body is discovered can be substantial, few properties that are explored are ultimately developed into producing mines.

As at April 30, 2020, the Corporation’s current cash resources are insufficient to cover the expected expenditures in fiscal 2021. The Corporation’s ability to continue as a going concern is dependent on being able to obtain the necessary financing to satisfy its liabilities as they become due. There can be no assurances that management will be successful in securing adequate financing.

The Corporation reported net losses in fiscal 2020 and 2019 of \$197,841 and \$161,620 respectively, has an accumulated deficit of \$12,953,692 (2019 - \$12,755,851) and a working capital deficiency of \$230,072 (2019 - \$299,457). These circumstances and the need for continued financing to further successful exploration may cast significant doubt as to the Corporation’s ability to continue as a going concern.

In 2020, there was a global pandemic outbreak of COVID-19. The actual and threatened spread of the virus globally has had material adverse effect on the global economy and, specifically, the regional economies in which the Corporation operates. The pandemic could continue to have a negative impact on the stock market, including trading prices of the Corporation’s shares, the value of its portfolio and its ability to raise new capital. These factors, amongst others, could have a significant impact on the Corporation’s operations.

These financial statements do not include any adjustments to the carrying values of assets and liabilities that might be necessary, if the Corporation is unable to continue as a going concern. Such adjustments could be material.

1. Description of business and going concern (continued)

Going concern (Continued)

The significant accounting policies used in the preparation of these annual financial statements are set out below. These policies have been consistently applied to all the periods presented.

2. Significant accounting policies

Statement of compliance

These financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”).

Basis of preparation

These financial statements have been prepared on a historical cost basis, except for certain financial instruments which have been measured at fair value and are prepared and presented in Canadian dollars, which is the Corporation’s functional currency. In addition, these financial statements are based on the accrual method of accounting, with the exception of cash flow information.

Exploration and evaluation assets

Pre-license costs

Pre-license costs are costs incurred before the legal rights to explore a specific area have been obtained. These costs are expensed in the period in which they are incurred as an exploration expense.

Exploration and evaluation (“E&E”) costs

Once the legal right to explore has been acquired, costs directly associated with the exploration project are capitalized as either tangible or intangible exploration and evaluation assets according to the nature of the asset acquired. Such E&E costs include land acquisition, geological, geophysical and seismic, exploratory drilling and completion, testing, completing prefeasibility and feasibility studies and directly attributable internal costs. E&E costs are not depleted or amortized and are carried forward until technical feasibility and commercial viability of extracting a mineral resource is considered to be determined. The technical feasibility and commercial viability of a mineral resource is considered to be established when proved and/or probable reserves are determined to exist. Upon determination of proved and/or probable reserves, E&E assets attributed to those reserves are first tested for impairment and then reclassified to development and production assets within property, plant and equipment, net of any impairment and amortization.

Impairment of non-financial assets

The carrying amounts of the Corporation’s non-current assets are reviewed whenever events or changes in circumstances indicate that the carrying amount may not be recoverable through future exploitation or sale. Such circumstances include the existence of specific rights to explore in a specific area, actual and planned expenditures, results of exploration, and whether an economically-viable operation can be established. An impairment loss is recognized for the amount by which any exploration and evaluation asset exceeds its recoverable amount. The recoverable amount is the higher of the exploration and evaluation asset’s fair value less costs to sell and value in use. Management judgment is applied in determining the lowest levels of exploration and evaluation assets grouping, for which there are separately identifiable cash flows (cash generating units), generally on the basis of areas of geological interest. Estimates and assumptions made may change if new information becomes available. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the amount of the impairment, if any. The recoverable amount of an asset is evaluated at the Cash Generating Unit (“CGU”) level, which is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets, generally on the basis of geological interest. The Corporation has determined that geological areas within each claim group of a property are the CGUs.

2. Significant accounting policies (continued)

Impairment of non- financial assets (continued)

The recoverable amount of a CGU is the greater of its fair value less costs to sell and its value in use. An impairment loss is recognized in the statement of loss and comprehensive loss for the period to the extent that the carrying amount of the asset (or CGU) exceeds the recoverable amount.

Impairment losses recognized in prior periods are assessed at each reporting date for any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimate used to determine the recoverable amount. An impairment loss is reversed only to the extent that the carrying amount of the asset (or CGU) does not exceed the carrying amount that would have been determined, net of depletion and depreciation, had no impairment loss been recognized for the asset (or CGU). A reversal of an impairment loss is recognized immediately in the statement of loss and comprehensive loss.

Income Taxes

Income tax expense is comprised of current and deferred income taxes. Current income tax and deferred income tax are recognized in profit or loss, except to the extent that they relate to items recognized directly in equity or equity investments.

Current income tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred income tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred income tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred income tax assets and liabilities are offset if there is a legally enforceable right to offset current income tax liabilities and assets, and they relate to income taxes levied by the same tax authority for the same taxable entity. A deferred income tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable income will be available against which they can be utilized. Deferred income tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related income tax benefit will be realized.

Commodity taxes

Expenses and exploration and evaluation assets are recognized net of the amount of commodity taxes except where the commodity taxes incurred are not recoverable from the taxation authority, in which case, the commodity taxes are recognized as part of the cost of exploration and evaluation assets or as part of the expense item as applicable.

Share capital and warrants

Common shares and warrants are classified as equity. Incremental costs directly attributable to the issuance of common shares, including warrants, are recognized as a reduction of equity, net of tax. For compound equity instruments, the relative fair value method is used to separate the components where the Corporation issues common shares and warrants as part of its equity financing activities.

The Corporation has adopted a relative fair value method with respect to the measurement of shares and warrants issued as private placements units. The relative fair value method allocates value to each component on a pro-rata basis, based on the fair value of the components calculated independently of one another. The Corporation considers the market value of the common shares issued as fair value, and measures the fair value of the warrant component of the unit using the Black-Scholes option pricing model. The unit value is then allocated, pro-rata, between the two components, with the fair value attributed to the warrants being recorded as contributed surplus.

2. Significant accounting policies (continued)

Flow-through shares

Where a portion of the Corporation's exploration activities is financed by flow-through share arrangements, under the terms of flow-through share agreements, the tax deductions of the related Canadian exploration expenditures ("CEE") are renounced in favour of the investors. Accordingly, flow-through proceeds are allocated between the offering of the common shares and the premium associated with the sale of tax benefits of the common shares at the date of issuance. The allocation is made based on the difference between the quoted price of the common shares and the amount the investor pays for the flow-through shares. A liability is recognized for the premium paid by the investors and reversed in the statements of loss and comprehensive loss as a deferred income tax recovery ("other income") as the Corporation spends the flow-through proceeds.

Share-based payments

Options and warrants granted to employees and others providing similar services are accounted for using the fair value method. Under this method, the fair value of stock options and warrants granted are measured at estimated fair value at the grant date and recognized over the vesting period on a graded basis. Consideration received on the exercise of stock options is recorded as share capital and the related contributed surplus on options granted is transferred to share capital.

Options and warrants granted to employees and others providing similar services are measured at grant date at the fair value of the instruments issued. The Corporation uses the Black-Scholes option pricing model to determine the fair value of these incentives taking into consideration terms and conditions upon which the options were granted. At each financial reporting date, the amount recognized as an expense is adjusted to reflect the actual number of share options that are expected to vest, if applicable.

Options and warrants granted to non-employees are measured at the fair value of the goods or services received, unless that fair value cannot be estimated reliably, in which case the fair value of the equity instruments issued is used. The value of the goods or services is recorded at the earlier of the vesting date, or the date the goods or services are received.

Loss per share

The Corporation presents basic and diluted loss per share data for its common shares. Basic loss per share is calculated by dividing the loss attributable to common shareholders of the Corporation by the weighted average number of common shares outstanding during the period, adjusted for own shares held. Diluted loss per share is determined by dividing the loss attributable to common shareholders by the weighted average number of common shares outstanding, adjusted for own shares held and for the effects of all potential dilutive common shares related to outstanding stock options and warrants issued by the Corporation. In years where a loss is reported, diluted loss per share is the same as basic loss per share because the effects of potentially dilutive common shares would be anti-dilutive.

Financial instruments

Under IFRS 9, the Corporation recognizes a financial asset or a financial liability in its statement of financial position when it becomes party to the contractual provisions of the instrument. At initial recognition, the Corporation measures a financial asset or a financial liability at its fair value plus or minus, in the case of a financial asset or a financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset or the financial liability.

2. Significant accounting policies (continued)

Financial assets

The Corporation will classify financial assets as subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit or loss, based on its business model for managing the financial asset and the financial asset's contractual cash flow characteristics. The three categories are defined as follows:

- a) Amortized cost - a financial asset is measured at amortized cost if both of the following conditions are met:
 - the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
 - the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- b) Fair value through other comprehensive income - financial assets are classified and measured at fair value through other comprehensive income if they are held in a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.
- c) Fair value through profit or loss - any financial assets that are not held in one of the two business models mentioned are measured at fair value through profit or loss.

When, and only when, the Corporation changes its business model for managing financial assets it must reclassify all affected financial assets.

The Corporation's financial assets comprise of cash and other receivables. Cash is measured at fair value and other receivables are measured at amortized cost.

Financial liabilities

The Corporation's liabilities include accounts payable and accrued liabilities which are all measured at amortized cost. After initial recognition, an entity cannot reclassify any financial liability.

Impairment of financial assets

The Corporation assesses on a forward looking basis the expected credit losses associated with its debt instruments carried at amortized cost and fair value through other comprehensive income. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For GST receivables, the Corporation applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognized from initial recognition of the receivables.

Provision for environmental rehabilitation

The Corporation recognizes liabilities for legal or constructive obligations associated with the retirement of mineral properties and equipment. The net present value of future rehabilitation costs is capitalized to the related asset along with a corresponding increase in the rehabilitation provision in the period incurred. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value.

The Corporation's estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to the related assets with a corresponding entry to the rehabilitation provision.

As at April 30, 2020 and 2019, the Corporation does not have any known rehabilitation obligations.

2. Significant accounting policies (continued)

New and amended IFRS pronouncements

Certain new accounting standards and interpretations have been published that are mandatory for the April 30, 2020 reporting period. These standards have been assessed to not have a significant impact on the Corporation's financial statements:

(a) IFRS 16, Leases

The new standard on leases sets out the principles for the recognition, measurement and disclosure of leases. IFRS 16 provides revised guidance on identifying a lease and for separating lease and non-lease components of a contract. IFRS 16 introduces a single accounting model for all lessees and requires a lessee to recognize right-of-use assets and lease liabilities for leases with terms of more than 12-months, unless the underlying asset is of low value. Under IFRS 16, lessor accounting for operating and finance leases remains substantially unchanged.

Significant accounting judgments, estimates and assumptions

The preparation of the financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period.

Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates. The information about significant areas of estimation uncertainty considered by management in preparing the financial statements includes:

- determination of the CGU and the recoverable amounts of the CGU used in impairment testing of long-lived assets including estimates of reserves and resources, future commodity prices, production costs, foreign exchange rates, discount rates, inflation and income tax rates;
- the fair value of share-based compensation determined using the Black-Scholes option pricing model using estimates for expected forfeitures, useful life and stock volatility;
- a portion of the provision for deferred income taxes based on estimated tax bases using enacted or substantively enacted tax rates expected to apply to taxable income during the years in which the differences are expected to be recovered or settled; and
- the determination that CGUs are at the claims group level or areas within each claims group.

Gespeg Resources Ltd.
Notes to the Financial Statements
April 30, 2020

3. Exploration and evaluation assets

Exploration and evaluation asset expenditures by nature are detailed as follows:

Year ended April 30,	2020		2019	
Geology, technical reports, data compilation and maps	\$	23,374	\$	13,625
Property acquisition and rent		95,365		12,500
Resource tax credit refund		(10,019)		(188)
	\$	108,720	\$	25,937

The Corporation considers property acquisition costs as tangible costs and all other exploration and evaluation expenditures are intangible.

Exploration and evaluation assets by properties are detailed as follows:

	Balance as at May 1, 2018		Additions	Impairment/ Disposals	Balance as at April 30, 2019	
Vortex	\$	1	\$ 9,434	\$ -	\$	9,435
Port Daniel		39,712	11,746	(51,458)		-
Lac Arsenault		-	4,757	-		4,757
	\$	39,713	\$ 25,937	\$ (51,458)	\$	14,192

	Balance as at May 1, 2019		Additions	Impairment/ Disposals	Balance as at April 30, 2020	
Vortex	\$	9,435	\$ 2,480	\$ -	\$	11,915
Davidson		-	22,500	-		22,500
Native Copper		-	79,365	-		79,365
Lac Arsenault		4,757	4,375	-		9,132
	\$	14,192	\$ 108,720	\$ -	\$	122,912

Vortex

The Vortex project is a copper molybdenum exploration opportunity in the Gaspé region of Quebec and is the site of the former Gaspé Copper mine and smelter. The project encompasses 80 sq. km of land and is comprised of three main claim groups:

3. Exploration and evaluation assets (continued)

- a) The Sullipek deposit, situated on the western edge of the project area;
- b) The Sullipek East property, a skarn/porphyry copper opportunity; and
- c) The Madeleine des Vercheres claim group.

On July 23, 2013, the Corporation and ASPM Inc. (the “Vendor”) executed a term extension on the Madelaine des Vercheres claim group. Under the terms of the extension, the Corporation was required to make a one-time payment of \$30,000 to the Vendor (paid).

Also, considered a part of the Vortex is the In-between project, a copper molybdenum exploration opportunity in the Gaspé region of Quebec. It covers lands between Vortex to the west and Murdochville to the east.

Davidson

The Davidson project is situated in the Chibougamau Region and is part of a 50/50% Joint Venture with J.A MacLeod Exploration. The project is grassroot and mainly for base metal exploration (Copper, Zinc, Cobalt).

Native Copper

The Native Copper Project, situated west of the Municipality of Chandler, is composed of 4 sectors Native Copper South, North-West, North-East and Central and has five (5) known indicators: Ruisseau Bleu, T.Nelson 1 and 2, Riviere St-Jean South, Route 102 S-W and Jean-Baptiste Beaudin.

Lac Arsenault

During the year ended April 30, 2019 the Corporation entered into an agreement to acquire 15 mining claims in the southern part of the Gaspé Peninsula, Quebec in exchange for 100,000 common shares of the Corporation (issued at a fair value of \$3,500).

Port Daniel

Port Daniel is a copper mineral opportunity located in the south region of the Gaspé Peninsula of Quebec.

On August 27, 2013 (the “Effective Date”), the Corporation entered into an option agreement with Dan Lepage and Pierre Ross (the “Optionors”) whereby the Corporation can acquire a 100% interest in the Port Daniel claims for consideration as follows:

- a. Making a cash payment of \$3,000 to the Optionor on the Effective Date (paid);
- b. Incurring minimum aggregate exploration expenditures on the claims as follows:
 - i. \$25,000 prior to January 1, 2014 (incurred);
 - ii. \$250,000 on or before January 1, 2015;
 - iii. \$350,000 on or before January 1, 2016;
 - iv. \$450,000 on or before January 1, 2017; and
 - v. \$750,000 on or before January 1, 2018.
- c. Issuing common shares to the Optionor as follows:
 - i. 500,000 common shares on or before the 12 month anniversary of the Effective Date (issued at a fair value of \$30,000);
 - ii. 500,000 common shares on or before the 24 month anniversary of the Effective Date (issued at a fair value of \$22,500);
 - iii. 500,000 common shares on or before the 36 month anniversary of the Effective Date (issued at a fair value of \$22,500); and

Gespeg Resources Ltd.
Notes to the Financial Statements
April 30, 2020

3. Exploration and evaluation assets (continued)

- iv. 500,000 common shares on or before the 48 month anniversary of the Effective Date. (issued at a fair value of \$30,000).

On July 21, 2015, the Corporation amended the option agreement with the Optionor whereby the exploration expenditure requirements would be negated for a cash payment of \$10,000 (not paid as at April 30, 2020) and issuance of 1,000,000 common shares (issued at a fair value of \$45,000).

During the year ended April 30, 2018 the Corporation entered into an agreement to acquire 3 additional mineral claims in the sector of Port Daniel, Quebec for consideration as follows:

- i) 200,000 common shares on closing of the agreement (issued at a fair value of \$7,000).
- ii) 300,000 common shares on or before the 12 months anniversary of the agreement (issued at a fair value of \$9,000).

During the year ended April 30, 2019, the Corporation reviewed its exploration and evaluation assets and determined economic conditions, commodity prices and the Corporation's future expenditure plans supported the need to impair the property and accordingly the Corporation recorded a write down in the amount of \$51,458.

Montauban

Montauban is a gold mineral opportunity located in the regions of Chavigny and Portneuf townships of Quebec.

On June 9, 2017 and September 26, 2017, the Corporation signed a binding letter agreement with DNA Canada Inc. ("DNA"), whereby the Corporation will acquire up to a 50% undivided interest in 65 mining claims for consideration as follows:

- a. Earn a 10% interest; by delivering a compliant 43-101 report on all existing tailings and issuing 3,000,000 common shares;
- b. Earn an additional 15% interest; obtaining all required permits and issuing 5,000,000 common shares
- c. Earn an additional 25% interest; by starting production of the tailings and issuing 10,000,000 common shares

On May 2, 2019, the Company cancelled the letter agreement.

Quarry 1272

During the year ended April 30, 2019 the Corporation sold 100% of its interest in its remaining Quarry 1272 mineral claim in exchange for net proceeds of \$46,737.

Net smelter royalty

As part of the acquisition of the Vortex claims, the Corporation entered into an agreement with 49 North Resources Inc. to grant a 2% net smelter return "NSR" royalty from the sale of all copper-molybdenum lands portion of the property, excluding the Port Daniel property. The Corporation may, at any time reduce the NSR from 2% to 0.5%, by making a cash payment of \$1,000,000 to 49 North Resources Inc.

4. Common shares and contributed surplus

The Corporation is authorized to issue an unlimited number of common shares without par value.

Common shares issued

On May 31, 2018, the Corporation completed a financing of 1,365,000 units at an issue price of \$0.15 per unit for gross proceeds of \$204,750. Each unit subscription entitles the holder to one non-flow-through common share of the Corporation and one common share purchase warrant with an exercise price of \$0.30 and a term of 24 months.

On June 14, 2018, the Corporation completed a financing of 573,332 units at an issue price of \$0.15 per unit for gross proceeds of \$86,000. Each unit subscription entitles the holder to one non-flow-through common share of the Corporation and one common share purchase warrant with an exercise price of \$0.30 and a term of 24 months. In connection with the May and June financings, the Corporation issued 32,000 broker warrants (valued at \$3,200) and paid cash share issue costs totaling \$19,514.

On August 13, 2018, the Corporation issued 20,000 common shares pursuant to a property purchase agreement. The shares were valued at \$3,500, in total.

On March 4, 2019, the Corporation issued 656,284 common shares pursuant to shares for debt settlements, approved by the shareholders on January 11, 2019. The shares were issued at a value of \$98,442, resulting in a gain on shares for debt settlement of \$230,093.

On April 8, 2019, the Corporation issued 60,000 common shares pursuant to a property purchase agreement. The shares were valued at \$9,000, in total.

On October 29, 2019, the Corporation issued 1,600,000 common shares pursuant to a property purchase agreement. The shares were valued at \$80,000, in total.

On December 31, 2019, the Corporation completed a financing of 1,830,000 non-flow through units at an issue price of \$0.05 per unit for gross proceeds of \$91,500. Each unit subscription entitles the holder to one non-flow-through common share of the Corporation and one-half of one common share purchase warrant with an exercise price of \$0.10 and a term of 24 months. \$27,100 was attributed to the warrant component.

On December 31, 2019, the Corporation completed a financing of 2,730,000 flow through units at an issue price of \$0.05 per unit for gross proceeds of \$136,500. Each unit subscription entitles the holder to one non-flow-through common share of the Corporation and one-half of one common share purchase warrant with an exercise price of \$0.10 and a term of 24 months. In connection with the December financings, the Corporation issued 115,000 broker warrants (valued at \$7,245) and paid cash share issue costs totaling \$17,207. \$40,000 was attributed to the warrant component.

On February 5, 2020, the Corporation completed a financing of 1,909,000 non-flow through units at an issue price of \$0.05 per unit for gross proceeds of \$95,450. Each unit subscription entitles the holder to one non-flow-through common share of the Corporation and one-half of one common share purchase warrant with an exercise price of \$0.10 and a term of 24 months. The Corporation paid cash share issue costs totaling \$10,297. \$24,200 was attributed to the warrant component.

Gespeg Resources Ltd.
Notes to the Financial Statements
April 30, 2020

4. Common shares and contributed surplus (continued)

Stock option plan

The directors of the Corporation have adopted, and the shareholders have approved a stock option plan (the "2013 Option Plan"), pursuant to which the directors may from time to time grant options for up to 10% of its issued and outstanding shares. The purpose of the Option Plan is to attract, retain and motivate directors, employees and consultants of the Corporation and to advance the interests of the Corporation by providing such persons with the opportunity, through stock options, to acquire an equity interest in the Corporation. All stock options granted to officers and directors vest immediately upon issuance; whereas stock options granted to consultants have vesting terms defined at the discretion of the Corporation's board of directors.

The Corporation has no outstanding and exercisable stock options as at April 30, 2020 and 2019.

Warrants

A summary of the outstanding warrants is as follows:

	April 30, 2020		April 30, 2019	
	Warrants	Weighted Average Exercise Price	Warrants	Weighted Average Exercise Price
Outstanding, beginning of year	2,011,667	\$ 0.31	793,333	\$ 0.75
Warrants granted	3,234,500	0.10	1,938,333	0.30
Warrants expired	-	-	(720,000)	0.75
Outstanding, end of year	5,246,167	\$ 0.18	2,011,667	\$ 0.31

Broker warrants

A summary of the outstanding broker warrants is as follows:

	April 30, 2020		April 30, 2019	
	Warrants	Price	Warrants	Price
Outstanding, beginning of year	32,000	\$ 0.30	7,437	\$ 0.50
Broker warrants granted	115,000	0.10	32,000	0.30
Broker warrants expired	-	-	(7,437)	0.50
Outstanding, end of year	147,000	\$ 0.14	32,000	\$ 0.30

On May 31, 2018, the Corporation issued 32,000 broker warrants as part of a financing completed. Each broker warrant entitles the holder to purchase one common share of the Corporation at a price of \$0.30 for a period of 24 months and vest immediately. The fair value of these warrants was estimated at \$3,200 using the Black-Scholes option pricing model with the following assumptions: dividend yield 0%, expected volatility of 162.85%, and a risk free interest rate of 1.87%. These warrants expire on May 31, 2020.

Gespeg Resources Ltd.
Notes to the Financial Statements
April 30, 2020

4. Common shares and contributed surplus (continued)

On December 31, 2019, the Corporation issued 115,000 broker warrants as part of a financing completed. Each broker warrant entitles the holder to purchase one common share of the Corporation at a price of \$0.10 for a period of 24 months and vest immediately. The fair value of these warrants was estimated at \$7,245 using the Black-Scholes option pricing model with the following assumptions: dividend yield 0%, expected volatility of 210.25%, and a risk free interest rate of 1.71%. These warrants expire on December 31, 2021.

Contributed surplus

The fair values of broker warrants have been valued using the Black-Scholes option pricing model. The fair value on the grant of these securities is added to contributed surplus. Upon exercise, the corresponding amount of contributed surplus related to the security is removed from contributed surplus and added to share capital.

A summary of the contributed surplus activity is as follows:

	April 30, 2020	April 30, 2019
Balance, beginning of year	\$ 1,350,193	\$ 1,218,993
Private placements - warrants	91,300	128,000
Private placements - broker warrants	7,245	3,200
Share-based compensation - warrant extension	-	-
Balance, end of year	\$ 1,448,738	\$ 1,350,193

Other income on settlement of flow-through premium liability

During the year ended April 30, 2019, the Corporation reduced the flow-through premium liability to \$nil and recognized other income in the amount of \$13,039.

5. Income taxes

The provision for income tax, both current and deferred, differs from the amount calculated by applying the combined expected federal and provincial rate to profit before taxes. The reasons for these differences are as follows:

	2020	2019
Loss for the year before taxes	\$ (197,841)	\$ (161,620)
Expected income tax recovery	(53,000)	(43,000)
Change in statutory, foreign exchange rates and other	(36,000)	12,000
Permanent difference	1,000	(3,000)
Share issue cost	(7,000)	(5,000)
Change in unrecognized deductible temporary differences	95,000	39,000
Total income tax expense (recovery)	\$ -	\$ -
Current income tax expense	\$ -	\$ -
Deferred tax expense	\$ -	\$ -

Gespeg Resources Ltd.
Notes to the Financial Statements
April 30, 2020

5. Income taxes (continued)

The significant components of the Corporation's deferred tax assets (liabilities) are as follows:

	2020	2019
Exploration and evaluation assets	\$ 1,043,000	\$ 1,044,000
Share issue costs	10,000	8,000
Non-capital losses available for future period	963,000	907,000
	2,016,000	1,959,000
Unrecognized deferred tax assets	(2,016,000)	(1,959,000)
Net deferred tax asset	\$ -	\$ -

The significant components of the Corporation's temporary differences, unused tax credits and unused tax losses that have not been included on the statement of financial position are as follows:

	2020	Expiry Date Range	2019	Expiry Date Range
Share issue costs	\$ 39,000	2041 to 2044	\$ 30,000	2040 to 2043
Exploration and evaluation assets	\$ 3,938,000	No expiry date	\$ 3,941,000	No expiry date
Non-capital losses available for future periods	\$ 3,635,000	2027 to 2040	\$ 3,422,000	2027 to 2039

Tax attributes are subject to review, and potential adjustment, by tax authorities.

6. Related party transactions

Compensation of key executive personnel

	April 30, 2020	April 30, 2019
Consulting fees to officers	\$ 80,000	\$ 90,000
	\$ 80,000	\$ 90,000

Consulting fees paid or accrued to directors and officers or companies controlled by directors and officers are recorded as management fees.

During the year ended April 30, 2020, \$80,000 (2019 - \$90,000) was recorded for consulting services provided by a companies controlled by directors and officers of the Corporation. As at April 30, 2020 the Corporation owed \$106,586 (April 30, 2019 - \$102,862) related to such services, which is included in accounts payable and accrued liabilities.

7. Capital management

The Corporation's objectives when managing capital are:

- (a) to allow the Corporation to respond to changes in economic and/or marketplace conditions by maintaining the Corporation's ability to continue its exploration programs;
- (b) to provide sustained growth and value by increasing equity; and
- (c) to maintain a flexible capital structure which optimizes the cost of capital at acceptable levels of risk.

The Corporation manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of its underlying assets. The Corporation maintains or adjusts its capital level to enable it to meet its objectives by:

- (a) raising capital through equity financings; and
- (b) borrowing funds in the form of advances from related parties.

The Corporation is not subject to any capital requirements imposed by a regulator. There were no changes in the Corporation's approach to capital management during the current year. The Corporation's management is responsible for the management of capital and monitors the Corporation's use of various forms of leverage on a daily basis.

8. Financial instruments

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three 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 value of the Corporation's other receivables and accounts payable and accrued liabilities approximate their carrying values. The Corporation's other financial instrument, being cash, is measured at fair value using Level 1 inputs.

The Corporation's risk exposures and the impact on the Corporation's financial instruments are summarized below:

Credit Risk

The Corporation's credit risk is primarily attributable to cash. The Corporation has no significant concentration of credit risk arising from operations. Cash is held with reputable financial institutions, from which management believes the risk of loss to be remote.

Gespeg Resources Ltd.
Notes to the Financial Statements
April 30, 2020

8. Financial instruments (continued)

Liquidity Risk

The Corporation's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at April 30, 2020, the Corporation had a cash balance of \$123,804 to settle accounts payable and accrued liabilities of \$380,044.

The Corporation has historically relied on equity financings to satisfy its capital requirements and will continue to depend heavily upon equity capital and debt to finance its activities. There can be no assurance the Corporation will be able to obtain the required financing in the future on acceptable terms.

Interest rate risk

The Corporation is not exposed to risk in the event of interest rate fluctuations. The Corporation has not entered into any interest rate swaps or other financial arrangements that mitigate the exposure to interest rate fluctuations.

9. Subsequent events

On May 13, 2020, the Corporation extended 1,365,000 warrants expiring on May 31, 2020 and 573,333 warrants expiring on June 14, 2020 by 1 year, respectively. In addition, the Corporation has modified the exercise price from \$0.30 to \$0.16.

On June 23, 2020, the Corporation issued 200,000 shares for 8 exploration and evaluation claims and a 2% net smelter royalty.

On July 27, 2020, the Corporation granted 2,000,000 stock options, of which 1,300,000 stock options were granted to officers and directors of the Corporation, the remaining stock options were granted to consultants. The options are exercisable at \$0.08 and expire on July 25, 2025.

On August 27, 2020, The Corporation closed a non-flow through financing, whereby it issued 20,000,000 units at \$0.05 per unit for gross proceeds of \$1,000,000. Each unit consisted of 1 common share and 1 warrant. Each warrant is exercisable at \$0.075 and mature 36 months from the date of closing.