



PROVIDENCE GOLD MINES INC.
CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
For the nine months ended September 30, 2022

(Stated in Canadian Dollars)

Unaudited – Prepared by Management

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor. The accompanying unaudited condensed consolidated interim financial statements of the Company have been prepared by and are the responsibility of the Company's management. The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

PROVIDENCE GOLD MINES INC.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION
 Unaudited – Prepared by Management
 (Stated in Canadian Dollars)



	September 30, 2022	December 31, 2021
<u>ASSETS</u>		
Current assets		
Cash	\$ 20,770	\$ 53,197
Accounts receivable	3,739	5,748
Prepaid expenses and advances	14,494	27,537
Total current assets	39,003	86,482
Non-current assets		
Equipment, net	-	3,879
Right-of-use asset	-	2,824
Exploration and evaluation assets – Note 5	2,671,193	2,589,027
Total non-current assets	2,671,193	2,595,730
Total Assets	\$ 2,710,196	\$ 2,682,212
<u>LIABILITIES</u>		
Current liabilities		
Trade and other payables – Note 7	\$ 338,903	\$ 74,084
Lease liability	-	2,934
Total liabilities	338,903	77,018
<u>EQUITY</u>		
Share capital – Note 6	6,194,460	6,169,710
Equity reserves – Note 6	811,733	797,983
Accumulated deficit	(4,634,900)	(4,362,499)
Total Equity	2,371,293	2,605,194
Total Liabilities and Equity	\$ 2,710,196	\$ 2,682,212

Nature of Operations and Going Concern – Note 1

APPROVED ON BEHALF OF THE DIRECTORS:

 “Ronald Coombes” Director “Thomas Kennedy” Director

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

PROVIDENCE GOLD MINES INC.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE LOSS
Unaudited – Prepared by Management
(Stated in Canadian Dollars)



	Three Months Ended		Nine Months Ended	
	September 30,		September 30,	
	2022	2021	2022	2021
Expenses:				
Accounting and audit fees – Note 7	\$ 17,700	\$ 15,000	\$ 49,950	\$ 49,545
Amortization	-	8,934	6,703	26,794
Consulting fees – Note 7	28,210	37,828	95,290	84,408
Foreign exchange	866	5	1,327	4,595
Legal and corporate services – Note 7	9,306	5,396	21,160	19,329
Management fees – Note 7	12,000	12,000	36,000	36,000
Marketing	-	25,000	5,000	51,000
Office, rent and administration	775	12,555	14,292	69,974
Shareholder communications	856	625	10,003	37,517
Stock-based payments – Notes 6 and 7	-	-	-	32,300
Transfer agent and filing fees	10,848	12,166	32,478	28,054
Total expenses	(80,561)	(129,509)	(272,203)	(439,516)
Other Items:				
Interest on lease liabilities	-	(176)	(198)	(786)
Net loss and comprehensive loss for the period	\$ (80,561)	\$ (129,685)	\$ (272,401)	\$ (440,302)
Basic and diluted loss per share	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ (0.01)
Weighted average shares outstanding – basic and diluted	60,109,075	57,965,960	60,109,075	56,037,312

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

PROVIDENCE GOLD MINES INC.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
Unaudited – Prepared by Management
(Stated in Canadian Dollars)



	Nine Months Ended	
	September 30,	
	2022	2021
Operating Activities:		
Net loss for the period	\$ (272,401)	\$ (440,302)
Items not involving cash:		
Amortization	6,703	26,794
Interest on lease liabilities	198	786
Stock-based payments	-	32,300
Changes in non-cash working capital items:		
Accounts receivable	2,009	639
Prepaid expenses and advances	13,043	15,996
Trade and other payables	189,687	1,925
	(60,761)	(361,862)
Investing Activity:		
Investment in exploration and evaluation assets	(10,166)	(237,215)
	(10,166)	(237,215)
Financing Activities:		
Shares issued for cash	38,500	270,520
Share issue costs	-	(4,200)
Payments on lease liability	-	(26,608)
	38,500	239,712
Change in cash	(32,427)	(359,365)
Cash, beginning	53,197	514,455
Cash, end	\$ 20,770	\$ 155,090
Supplemental cash flow information:		
Interest paid	\$ -	\$ -
Exploration and evaluation costs included in accounts payable	\$ 60,082	\$ -
Shares and warrants issued for finder's fees	\$ -	\$ 984

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

PROVIDENCE GOLD MINES INC.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY
 Unaudited – Prepared by Management
 (Stated in Canadian Dollars)



	Number of Shares Outstanding		Share capital		Equity reserves		Accumulated deficit		Total equity
Balance – December 31, 2020	55,057,004	\$	5,834,604	\$	748,224	\$	(3,717,023)	\$	2,865,805
Common shares issued pursuant to:									
- private placements	3,864,571		270,520		-		-		270,520
Stock-based payments	-		-		32,300		-		32,300
Share issue costs	-		(5,184)		984		-		(4,200)
Net loss for the period	-		-		-		(440,302)		(440,302)
Balance – September 30, 2021	58,921,575	\$	6,099,940	\$	781,508	\$	(4,157,325)	\$	2,724,123
Balance – December 31, 2021	60,109,075	\$	6,169,710	\$	797,983	\$	(4,362,499)	\$	2,605,194
Common shares issued pursuant to:									
- private placements	550,000		24,750		13,750		-		38,500
Net loss for the period	-		-		-		(272,401)		(272,401)
Balance – September 30, 2022	60,659,075	\$	6,194,460	\$	811,733	\$	(4,634,900)	\$	2,371,293

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

PROVIDENCE GOLD MINES INC.

Notes to the Condensed Consolidated Interim Financial Statements
September 30, 2022 and 2021
(Stated in Canadian Dollars)



Note 1 **Nature of Operations and Going Concern**

Providence Gold Mines Inc. (the “Company”) was incorporated on February 16, 2010 under the Business Corporations Act of British Columbia. It commenced operations on April 18, 2011. The Company is in the process of exploring and evaluating its mineral property located in California, United States.

The Company’s principal business activity is mineral exploration. It is a public company which trades on the TSX Venture Exchange (“TSX-V”) under the trading symbol “PHD” as a Tier 2 issuer and trades on the OTCQB market under the trading symbol “PRRVF”. The address of the Company’s corporate office and principal place of business is PO Box 42096, Surrey RPO Guildford, Surrey, British Columbia, Canada.

These condensed consolidated interim financial statements have been prepared on the assumption that the Company will realize its assets and discharge its liabilities in the normal course of business. As at September 30, 2022, the Company has an accumulated deficit of \$4,634,900 and has experienced negative cash flows from operations. Management cannot provide assurance that the Company will achieve profitable operations or become cash flow positive or raise additional funds via equity issuances or debt instruments. Its ability to continue as a going concern depends upon whether it develops profitable operations and continues to raise adequate financing.

On March 11, 2020, the World Health Organization categorized COVID-19 as a pandemic. To date, the potential economic effects within the Company’s environment and in the global markets, possible disruption in supply chains, and measures introduced and being introduced at various levels of government to curtail the spread of the virus (such as travel restrictions, closures of non-essential municipal and private operations, imposition of quarantines and physical distancing) have not had a material impact on the Company’s operations. Nevertheless, going forward these measures could have a material impact on the Company or the Company’s suppliers. The extent of the impact of this outbreak and related containment measures on the Company’s future operations cannot be reliably estimated at the date of these condensed consolidated interim financial statements.

These events and conditions create a material uncertainty that may cast significant doubt on the Company’s ability to continue as a going concern.

As the Company is in the exploration stage, the recoverability of the costs incurred to date on exploration properties is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the exploration and development of its properties and upon future profitable production or proceeds from the disposition of the properties and deferred exploration expenditures.

There can be no assurance that the Company will be able to raise the funds necessary to continue future operations. Should the Company be unable to realize its assets and discharge its liabilities in the normal course of business, the net realizable value of its assets may be materially less than the amounts recorded on the consolidated statements of financial position. The condensed consolidated interim financial statements do not include adjustments to amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue operations.

PROVIDENCE GOLD MINES INC.

Notes to the Condensed Consolidated Interim Financial Statements
September 30, 2022 and 2021
(Stated in Canadian Dollars)



Note 2 **Basis of Preparation**

a) **Statement of Compliance**

These condensed consolidated interim financial statements, including comparatives, have been prepared in accordance with International Accounting Standards (“IAS”) 34, Interim Financial Reporting. These condensed consolidated interim financial statements were approved for issue by the Board of Directors on November 10, 2022.

These condensed consolidated interim financial statements include the accounts of the Company and its wholly owned subsidiary. The Company’s subsidiary is Providence Gold Mines (US) Inc., which was incorporated in the United States of America. A subsidiary is any entity controlled by the Company. Control exists when the Company has the power to govern the financial and operating policies of an entity; is exposed to variable returns in connection with its interest in the entity; and a linkage exists between this power and exposure to variable returns. Subsidiaries are included in the condensed consolidated interim financial results of the Company from the effective date of acquisition up to the effective date of disposal or loss of control.

All intra-group transactions, balances, income and expenses are eliminated, in full, on consolidation.

b) **Basis of presentation**

The Company and its subsidiary each have a functional currency of Canadian dollars, which is also the presentation currency for the condensed consolidated interim financial statements.

These condensed consolidated interim financial statements have been prepared using the historic cost convention, except for financial instruments measured at fair value. These condensed consolidated interim financial statements are also prepared using the accrual basis of accounting, except for cash flow information.

Note 3 **Summary of Significant Accounting Policies**

In preparation of these condensed consolidated interim financial statements, the Company has consistently applied the same accounting policies as disclosed in the audited consolidated annual financial statements for the year ended December 31, 2021.

Note 4 **Critical Accounting Estimates and Judgments**

The Company makes estimates and judgments about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and judgments.

The effect of a change in accounting estimate is recognized prospectively by including it in the Company’s profit or loss in the period of the change, if it affects that period only, or in the period of the change and future periods, if the change affects both.

PROVIDENCE GOLD MINES INC.

Notes to the Condensed Consolidated Interim Financial Statements
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**Note 4 Critical Accounting Estimates and Judgments (cont'd)**

Information about critical estimates and judgments made in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the condensed consolidated interim financial statements within the next financial year are discussed below:

a) Exploration and Evaluation Expenditures

The application of the Company's accounting policy for E&E expenditures requires judgment in determining whether indicators of impairment exist. Judgements and assumptions made may change if new information becomes available.

b) Title to Mineral Property Interests

Although the Company takes steps to verify title to mineral properties in which it has an interest, these procedures do not guarantee the Company's title. Such properties may be subject to prior agreements or transfers and title may be affected by undetected defects

c) Functional Currency

The Company applied judgment in determining its functional currency and the functional currency of its subsidiary. The functional currency was determined based on the currency in which funds are sourced and the degree of dependence on the Company, by the subsidiary, for financial support.

d) Going Concern

Management makes a judgment about the Company's ability to continue as a going concern by taking into account the consideration of the various factors discussed in Note 1.

Note 5 Exploration and Evaluation Assets

	Tuolumne Property
Acquisition Costs:	
Balance, December 31, 2020, 2021 and September 30, 2022	\$ 970,955
Exploration Costs:	
Balance, December 31, 2020	1,352,428
Claims maintenance	4,570
Equipment rental	15,580
Geological costs – Note 7	150,253
Field costs	62,429
Sample analysis	32,812
Balance, December 31, 2021	1,618,072
Geological costs – Note 7	72,000
Field costs	10,166
Balance, September 30, 2022	1,700,238
Exploration and evaluation assets, December 31, 2021	\$ 2,589,027
Exploration and evaluation assets, September 30, 2022	\$ 2,671,193

PROVIDENCE GOLD MINES INC.

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Note 5 **Exploration and Evaluation Assets (cont'd)**

Tuolumne Property

On March 28, 2017, the Company entered into an agreement (the "Agreement") with Ellers Family Trust ("Ellers" or the "Optionor"), as amended April 24, 2019 (the "First Amendment") and May 24, 2020 (the "Second Amendment"), whereby the Company was granted a lease of claims comprising the Tuolumne Property (the "Property") and options to acquire a 50% working interest in the Property (the "50% Working Interest Option") or purchase 100% right, title and interest in the Property (the "100% Property Acquisition Option"). The Property includes six parcels and thirteen 20-acre mining claims. The Assignors have also staked a further 9 claims contiguous to the existing claims for a total of 6 patented and 22 located mining claims.

To exercise the 50% Working Interest Option, the Company must:

- a) Pay US\$25,000 to Ellers following regulatory approval of the Agreement (paid);
- b) Pay a further US\$25,000 to Ellers (paid) and incur \$250,000 in Property expenditures by March 28, 2018 (incurred);
- c) Pay a further US\$50,000 to Ellers upon execution of the First Amendment (paid);
- d) Pay a further US\$50,000 to Ellers (US\$3,500 paid, with the remainder of the payment amount settled via the issuance of 1,000,000 Company common shares (issued) pursuant to the Second Amendment and incur \$750,000 in Property expenditures by October 15, 2019 (incurred); and
- e) Incur \$500,000 in Property expenditures during each of five one-year lease extension lease periods ending May 24, 2021, 2022, 2023, 2024 and 2025, pursuant to the Second Amendment. For any given one-year lease period, the Company may pay Ellers US\$25,000 in lieu of incurring the required expenditures.

Upon earning a 50% Property working interest, the Company will form a 50/50 joint venture with Ellers.

As consideration for the Second Amendment, the Company shall issue to Ellers:

- a) 1,000,000 Company common shares within 30 days of execution (issued); and
- b) 200,000 Company common shares within 30 days after the commencement of a planned 3,900-metre drilling program on the Property.

Notwithstanding the terms of earning a 50% Property working interest, the Company may, at any time before the expiry of the Property lease period, exercise the 100% Property Acquisition Option and acquire a 100% Property interest by paying Ellers US\$5,000,000, with up to one-half of this consideration payable in Company common shares at the option of the Company.

Ellers shall retain a 2.5% net smelter returns royalty ("NSR") with respect to the Property, with the Company having the exclusive right and option to purchase 60% (1.5%) of the NSR for US\$1,000,000 at any time up to and including 90 days after the Company commences commercial production on the Property.

PROVIDENCE GOLD MINES INC.

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Note 5 **Exploration and Evaluation Assets (cont'd)**

The Company's negotiation of the Agreement with Ellers resulted from the assignment to the Company of rights and interests agreed to in a February 1, 2017 Summary of Terms between Ellers and third parties, including the Company's CEO and two arm's-length parties (the "Assignors"). As consideration for the assignment, the Company shall pay and issue to the Assignors the following consideration:

- a) Pay US\$25,000 (paid) and issue 1,500,000 Company common shares within 14 days of TSX Venture Exchange approval of the Assignment (issued);
- b) Issue a further 1,500,000 Company common shares within 14 days following the completion of the first year Property work program of \$250,000 (issued);
- c) Issue a further 1,500,000 Company common shares within 14 days following the completion of the second year Property work program of \$750,000 (issued); and
- d) Issue a further 1,500,000 Company common shares within 14 days of the Company acquiring a 100% Property interest for US\$5,000,000.

On October 19, 2019, the Company and Ellers entered into an agreement regarding the evaluation, milling, processing and reprocessing of stockpiles on the Property (the "Stockpile Processing Agreement"). Pursuant to the Stockpile Processing Agreement, the Company shall pay Ellers a 10% net profit interest of profit generated from these activities.

Environmental Protection Practices

The Company is subject to laws and regulations relating to environmental matters in all jurisdictions in which it operates, including provisions relating to property reclamation, discharge of hazardous material and other matters. The Company may also be held liable should environmental disturbances be discovered that were caused by former owners and operators of its properties and properties in which it has previously had an interest. The Company has not recorded any material liability for any existing environmental matters related to any of its current or former properties that may result in a material liability to the Company.

Note 6 **Share Capital and Equity Reserves**

a) **Common Shares**

The Company is authorized to issue an unlimited number of no par value common shares, issuable in series. The holders of common shares are entitled to one vote per share at meetings of the Company and to receive dividends, which may be declared from time-to-time.

No dividends have been declared by the Company since its inception. All shares are ranked equally with regard to the Company's residual net assets.

During the period ended September 30, 2022, the Company:

- i) closed the final tranche of a non-brokered private placement for 550,000 units at \$0.07 per unit for gross proceeds of \$38,500. Each unit consists of one common share and one warrant entitling the holder to purchase one common share of the Company for a period of one year at a price of \$0.15 per common share. A fair value of \$13,750 was allocated from share capital to equity reserves relating to the unit warrants of the private placement.

PROVIDENCE GOLD MINES INC.

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**Note 6 Share Capital and Equity Reserves (cont'd)**

During the year ended December 31, 2021, the Company:

i) closed a non-brokered private placement in two tranches of 3,864,571 common shares at \$0.07 per share for gross proceeds of \$270,520. Finder's fees paid in connection with the financing were comprised of cash of \$4,200 and 60,000 finder's warrants valued at \$984 entitling the holder to purchase one common share of the Company for a period of one year at a price of \$0.15 per common share.

The fair value of finder's warrants above was determined to be \$0.0164 per warrant using the Black-Scholes option pricing model with the following assumptions:

Stock price	\$0.07
Exercise price	\$0.15
Dividend rate	0%
Expected life	1 Year
Expected annual volatility	114.89%
Risk-free rate	0.39%

ii) closed the first tranche of a non-brokered private placement for 1,187,500 units at \$0.07 per unit for gross proceeds of \$83,125. Each unit consists of one common share and one warrant entitling the holder to purchase one common share of the Company for a period of one year at a price of \$0.15 per common share. Share issue costs of \$1,480 were paid in connection with the financing. A fair value of \$11,875 was allocated from share capital to equity reserves relating to the unit warrants of the private placement.

a) Share Purchase Warrants

A summary of the Company's outstanding share purchase warrants is presented below:

	For the Period Ended September 30, 2022		For the Year Ended December 31, 2021	
	Number of Warrants	Weighted Average Exercise Price	Number of Warrants	Weighted Average Exercise Price
Opening balance	6,490,366	\$ 0.23	28,453,163	\$ 0.17
Issued	550,000	0.15	1,247,500	0.15
Expired	(5,302,866)	0.25	(23,210,297)	0.18
Ending balance	1,737,500	\$ 0.15	6,490,366	\$ 0.23

At September 30, 2022, the following share purchase warrants were outstanding:

	Expiry Date	Number of Warrants	Exercise Price (\$)
Warrants	December 21, 2022	1,187,500	0.15
Warrants	June 30, 2023	550,000	0.15
Total		1,737,500	

PROVIDENCE GOLD MINES INC.

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**Note 6 Share Capital and Equity Reserves (cont'd)**b) Stock Options

The Company, in accordance with the policies of the TSX-V, is authorized to grant stock options to directors, officers, employees and service providers to acquire up to 10% of common shares outstanding (the "Plan").

Under the Plan, options may be granted at, not less than the discounted market price of the Company's common shares as defined by the TSX-V on the day preceding the grant for a maximum term of 5 years. No amounts are paid or payable by the recipient upon the grant of options and the options are not dependent on any performance-based criteria. Vesting of stock options is at the discretion of the Board but generally options will vest when granted except where granted for investor relations activities which vest, and may be exercised, in accordance with the Plan's vesting provisions as to 1/4 of the options each 3 months.

Stock option transactions are summarized below:

	For the Period Ended September 30, 2022		For the Year Ended December 31, 2021	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Opening balance	4,925,000	\$ 0.14	5,175,000	\$ 0.14
Granted	-	-	575,000	0.13
Expired/cancelled	(600,000)	0.16	(825,000)	0.14
Ending balance	4,325,000	\$ 0.14	4,925,000	\$ 0.14

At September 30, 2022, the following stock options were outstanding:

Exercise Price (\$)	Expiry Date	Number Outstanding	Number Exercisable
0.12	July 13, 2023	1,300,000	1,300,000
0.14	August 6, 2023	1,075,000	1,075,000
0.12	February 2, 2024	400,000	400,000
0.15	February 7, 2024	1,150,000	1,150,000
0.15	May 2, 2024	300,000	300,000
0.15	October 26, 2024	100,000	100,000
		4,325,000	4,325,000

During the period ended September 30, 2022 the Company granted nil (year ended December 31, 2021 - 575,000) stock options to directors, officers and consultants exercisable at \$nil (year ended December 31, 2021 - \$0.12) for a period of three years. During the period ended September 30, 2022, the Company recorded stock-based payments totaling \$nil (year ended December 31, 2021 - \$36,900) in relation to the stock options, which was expensed as stock-based payments in operations.

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**Note 6 Share Capital and Equity Reserves (cont'd)**

The weighted average measurement date fair value of stock options granted during the period ended September 30, 2022 has been estimated at \$nil (year ended December 31, 2021 - \$0.07) per option using the Black-Scholes option pricing model based on the following weighted average assumptions:

	Period ended September 30, 2022	Year ended December 31, 2021
Dividend rate	-	0%
Expected life	-	3 Years
Expected annual volatility	-	130.67%
Market share price	-	\$0.09
Risk-free rate	-	0.33%

Note 7 Related Party Transactions

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. Key management personnel include the Company's executive officers and members of the Board of Directors.

These transactions were agreed upon by the Board of Directors and were measured at the consideration established and agreed to by the related parties.

During the period ended September 30, 2022 and 2021, the Company incurred:

- accounting fees of \$45,000 (2021 - \$45,000) and corporate services of \$11,400 (2021 - \$9,405) to an accounting firm of which an officer of the Company is a partner.
- consulting fees of \$63,000 (2021 - \$63,000) to a director of the Company.
- management fees of \$36,000 (2021 - \$36,000) to a director of the Company.
- geological costs of \$72,000 (2021 - \$72,000) capitalized as exploration costs paid to a director of the Company.
- share-based payments of \$nil (2021 - \$10,200) for its key management personnel.

As at September 30, 2022, trade and other payables included \$270,231 (December 31, 2021 - \$19,883) owing to officers and directors and to a company controlled by a director and officer for management activities and operational expenses.

Note 8 Segmented Reporting

The Company is organized into business units based on exploration and evaluation assets and has one reportable operating segment spread across two geographic locations, being that of acquisition and exploration and evaluation in Canada and in the United States. A summary of the segmented assets as at September 30, 2022 and December 31, 2021, and the Company's loss and comprehensive loss for the nine months ended September 30, 2022 and year ended December 31, 2021 is as follows:

	United States	Canada	September 30, 2022 Total
Net loss for the period	\$ (14,660)	\$ (257,741)	\$ (272,401)
Exploration and evaluation assets	2,671,193	-	2,671,193
Total segment assets	2,681,200	28,996	2,710,196

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**Note 8 Segmented Reporting (cont'd)**

	United States	Canada	December 31, 2021 Total
Net loss for the year	\$ (2,579)	\$ (642,897)	\$ (645,476)
Exploration and evaluation assets	2,589,027	-	2,589,027
Total segment assets	2,600,724	81,488	2,682,212

Note 9 Capital Management

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders.

The Company considers the items included in shareholders' equity as capital. 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. In order to maintain or adjust the capital structure, the Company may issue new shares through private placements, sell assets to reduce debt or return capital to shareholders. The Company is not subject to externally imposed capital requirements.

There have been no changes in the Company's approach to capital management during the period ended September 30, 2022.

Note 10 Financial Instruments

As at September 30, 2022, the Company's financial instruments consist of cash and trade and other payables.

a) Fair Value

The following provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which fair value is observable:

Level 1 - Fair value measurements are derived from quoted prices in active markets for identical assets or liabilities;

Level 2 - Fair value measurements are derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3 - Fair value measurements are derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data

The fair value of the Company's trade and other payables approximate their carrying amount, which is the amount on the consolidated statements of financial position, due to their short-term maturities. The Company's cash is measured at its fair value in accordance with level 1 of the fair value hierarchy.

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Note 10 Financial Instruments (cont'd)

b) Interest Rate Risk

The Company's cash earns interest at a variable interest rate. Because of the nature of these financial instruments, fluctuations in market rates do not have a significant impact on estimated fair values as of September 30, 2022. Future cash flows from interest income on cash will be affected by interest rate fluctuations. Interest rate risk consists of two components:

(i) To the extent that payments made or received on the Company's monetary assets and liabilities are affected by changes in the prevailing market interest rates, the Company is exposed to interest rate cash flow risk.

(ii) To the extent that changes in prevailing market interest rates differ from the interest rates on the Company's monetary assets and liabilities, the Company is exposed to interest rate fair value risk.

The Company's exposure to interest rate fluctuations is minimal.

c) Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company is exposed to credit risk with respect to its cash, the balance of which at September 30, 2022 is \$20,770 (December 31, 2021 - \$53,197). As at that date, cash was held at a chartered Canadian financial institution and the Company does not consider the risks to be significant. The Company's exposure to credit risk has not changed significantly from the prior year.

d) Liquidity Risk

Liquidity risk arises from the excess of financial obligations over available financial assets due at any point in time. Additional cash requirements could be met with the issuance of additional share capital; however, there is no assurance the Company will be able to raise funds in this manner in the future. As at September 30, 2022, the Company was holding cash of \$20,770 (December 31, 2021 - \$53,197) and had trade and other payables of \$338,903 (December 31, 2021 - \$74,084). The Company's trade and other payables are due within twelve months of year end.