



**CURRIE ROSE RESOURCES INC.**

**(An Exploration Stage Enterprise)**

**INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

**THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020**

*(Stated in \$CAD)*

**MANAGEMENT’S RESPONSIBILITY FOR UNAUDITED  
CONDENSED INTERIM FINANCIAL REPORTING**

The accompanying unaudited condensed interim consolidated financial statements of Currie Rose Resources Inc. (“Currie Rose” or the “Company”) as at and for the three and nine months ended September 30, 2021 (the “September 2021 Financial Statements”) are the responsibility of the management and Board of Directors of the Company.

The September 2021 Financial Statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in Note 3 to the Company’s audited annual consolidated financial statements as at and for the year ended December 31, 2020. In preparing the September 2021 Financial Statements, management has made informed judgments and estimates in accounting for transactions which were not complete at the date of the statement of financial position. In the opinion of management, the September 2021 Financial Statements of the Company have been prepared within acceptable limits of materiality and are in compliance with International Accounting Standard 34, “Interim Financial Reporting”.

Management has established processes which are in place to provide it with sufficient knowledge to support management representations that it has exercised reasonable diligence that (i) the September 2021 Financial Statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated, or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as at the date of, and for the periods presented by, the September 2021 Financial Statements; and (ii) the September 2021 Financial Statements fairly present in all material respects the financial condition, results of operations and cash flows of the Company, as at the date of and for the periods presented by the September 2021 Financial Statements.

The Board of Directors is responsible for reviewing and approving the September 2021 Financial Statements, together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibility.

Management recognizes its responsibility for conducting the Company’s affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

*“Michael Griffiths”*  
Michael Griffiths  
Chief Executive Officer

*“David Bhumgara”*  
David Bhumgara  
Chief Financial Officer

November 19, 2021

**NOTICE TO READER**

The September 2021 Financial Statements have been prepared by and are the responsibility of management. These financial statements have not been reviewed by the Company’s independent external auditor.

**CURRIE ROSE RESOURCES INC.**  
(An Exploration Stage Enterprise)



**INTERIM CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL  
POSITION**

**AS AT SEPTEMBER 30, 2021 AND DECEMBER 31, 2020**

**(Unaudited - Prepared by Management)**

*(Expressed in Canadian dollars)*

		September 30, 2021	December 31, 2020
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash		\$ 73,090	\$ 79,491
Accounts receivable	5	9,172	18,006
Prepaid expenses		8,801	4,116
Marketable securities	6	147,500	328,500
		238,563	430,113
<b>Non-current Assets</b>			
Resource properties	7	32,002	1,347,785
<b>Total Assets</b>		<b>\$ 270,565</b>	<b>\$ 1,777,898</b>
<b>LIABILITIES</b>			
<b>Current Liabilities</b>			
Accounts payable and accrued liabilities	8	\$ 575,291	\$ 439,220
Advance from Accelerate	7	-	305,574
		575,291	744,794
<b>SHAREHOLDERS' EQUITY</b>			
Share capital		16,823,103	16,358,373
Contributed surplus		1,441,480	1,441,480
Warrants reserve		8,000	8,000
Share based payments reserve		186,876	186,876
Accumulated deficit		(18,788,811)	(16,986,251)
Accumulated other comprehensive income		24,626	24,626
<b>Total Shareholders' (Deficit)/Equity</b>		<b>(304,726)</b>	<b>1,033,104</b>
<b>Total Liabilities and Shareholders' Equity</b>		<b>\$ 270,565</b>	<b>\$ 1,777,898</b>

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

**Nature of operations and going concern (Note 1)**

**Subsequent events (Note 11)**

**Approved on behalf of the Board:**

*"Michael Griffiths"* Director

*"Stephen Coates"* Director

**CURRIE ROSE RESOURCES INC.**  
(An Exploration Stage Enterprise)



**INTERIM CONDENSED CONSOLIDATED STATEMENTS OF NET  
INCOME (LOSS) AND COMPREHENSIVE INCOME (LOSS)  
FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020**

(Unaudited - Prepared by Management)

(Expressed in Canadian dollars)

	Notes	Three months ended September 30,		Nine months ended September 30,	
		2021	2020	2021	2020
<b>Expenses</b>					
Management fees		48,000	48,000	144,000	144,584
Listing fees and shareholder information		2,599	8,859	18,084	22,621
Professional fees		7,597	23,110	18,899	36,118
General and administration		3,884	1,659	8,179	2,766
Travel and promotion		-	-	-	8,670
<b>Total Expenses</b>		<b>(62,080)</b>	<b>(81,628)</b>	<b>(189,162)</b>	<b>(214,759)</b>
<b>Loss from operations before undernoted items</b>		<b>(62,080)</b>	<b>(81,628)</b>	<b>(189,162)</b>	<b>(214,759)</b>
Write-down of Rossland Project	7	(763,029)	-	(1,464,879)	-
Increase (decrease) in fair value of marketable securities	6	26,235	(24,000)	(101,515)	(12,118)
Realized loss on sale of marketable securities	6	(47,004)	(3,029)	(47,004)	(89,808)
<b>Net loss for the period</b>		<b>(845,878)</b>	<b>(108,657)</b>	<b>(1,802,560)</b>	<b>(316,685)</b>
<b>Weighted average shares outstanding</b>					
- Basic and diluted		48,149,686	41,831,004	43,944,975	41,831,004
<b>Loss per share - basic and diluted</b>		<b>\$ (0.018)</b>	<b>\$ (0.003)</b>	<b>\$ (0.041)</b>	<b>\$ (0.008)</b>

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

**CURRIE ROSE RESOURCES INC.**  
(An Exploration Stage Enterprise)  
**INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY**  
**PERIOD FROM JANUARY 1, 2020 TO SEPTEMBER 30, 2021**

(Unaudited - Prepared by Management)

*(Expressed in Canadian dollars)*

	Share Capital		Reserves				Accumulated Other Comprehensive Income	Total
	Number of shares	Dollar amount	Contributed Surplus	Warrants	Share based payments	Deficit		
<b>Balance, January 1, 2020</b>	41,831,004	\$ 16,358,373	\$ 1,391,530	\$ 8,000	\$ 236,826	\$ (16,553,823)	\$ 24,626	\$ 1,465,532
Net loss and comprehensive loss for the period	-	-	-	-	-	(316,685)	-	(316,685)
<b>Balance, September 30, 2020</b>	41,831,004	16,358,373	1,391,530	8,000	236,826	(16,870,508)	24,626	1,148,847
Expiry of stock options	-	-	49,950	-	(49,950)	-	-	-
Net loss and comprehensive loss for the period	-	-	-	-	-	(115,743)	-	(115,743)
<b>Balance, December 31, 2020</b>	41,831,004	16,358,373	1,441,480	8,000	186,876	(16,986,251)	24,626	1,033,104
Issuance of shares to Accelerate on debt conversion (Note 7)	8,333,334	500,000	-	-	-	-	-	500,000
Share issue costs - cash	-	(35,270)	-	-	-	-	-	(35,270)
Net loss for the period	-	-	-	-	-	(1,802,560)	-	(1,802,560)
<b>Balance, September 30, 2021</b>	50,164,338	\$ 16,823,103	\$ 1,441,480	\$ 8,000	\$ 186,876	\$ (18,788,811)	\$ 24,626	\$ (304,726)

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



**CURRIE ROSE RESOURCES INC.**  
 (An Exploration Stage Enterprise)  
**INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020**

(Unaudited - Prepared by Management)

*(Expressed in Canadian dollars)*

	Notes	2021	2020
<b>Cash Flows from Operating Activities</b>			
Net loss for continuing operations for the period	\$	(1,802,560)	\$ (316,685)
<b>Non-cash items:</b>			
Write-down of Rossland project		1,464,879	-
Realized loss on sale of marketable securities		47,004	89,808
Decrease in fair value of marketable securities		101,515	12,118
		(189,162)	(214,759)
<b>Net change in non-cash working capital items:</b>			
Accounts receivable		8,834	2,632
Prepaid expense		(4,685)	(3,364)
Accounts payable and accrued liabilities		136,071	51,155
<b>Cash Flows used in operating activities</b>		<b>(48,942)</b>	<b>(164,336)</b>
<b>Cash Flows from Investing Activities</b>			
Resource property expenditures		(149,096)	(106,904)
Proceeds on sale of marketable securities		32,481	335,057
<b>Cash Flows used in investing activities</b>		<b>(116,615)</b>	<b>228,153</b>
<b>Cash Flows from Financing Activities</b>			
Advance from Accelerate, net of transaction costs		159,156	-
Loan payable - related party		-	(48,291)
<b>Cash Flows from financing activities</b>		<b>159,156</b>	<b>(48,291)</b>
<b>Increase in cash</b>		<b>(6,401)</b>	<b>15,526</b>
Cash, beginning of the period		79,491	5,620
<b>Cash, end of the period</b>	<b>\$</b>	<b>73,090</b>	<b>\$ 21,146</b>
<b>Supplemental disclosure of cash flow information</b>			
Accounts payable settled in shares		-	41,157

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

**CURRIE ROSE RESOURCES INC.**  
**(An Exploration Stage Enterprise)**

**NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020**

**(Unaudited - Prepared by Management)**

**1. NATURE OF OPERATIONS**

Currie Rose Resources Inc. ("Currie Rose" or the "Company") was incorporated under the Canada Business Corporations Act on August 24, 1973. It is a public company that trades on the TSX Venture Exchange under the symbol "CUI.V". Currie Rose is a precious metal explorer focused on identifying high value assets in Canada and delivering responsible exploration outcomes that meet shareholder expectations and provide community opportunities. The head office and principal address of the Company is located at 401 Bay Street, Suite 2704, Toronto, Ontario, Canada, M5H 2Y4.

**2. BASIS OF PRESENTATION AND GOING CONCERN**

**(a) Statement of compliance**

These unaudited interim condensed consolidated financial statements have been prepared in accordance with IAS 34 "Interim Financial Reporting". Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by IASB and interpretations issued by IFRIC. The same accounting policies, methods of computation and note disclosures are followed in these unaudited interim condensed consolidated financial statements as compared to the Company's annual consolidated financial statements for the years ended December 31, 2020 and 2019. In particular, the Company's significant accounting policies are presented as Note 3 in those audited consolidated financial statements have been consistently applied in the preparation of these unaudited interim condensed consolidated financial statements.

These unaudited interim condensed consolidated financial statements were authorized for issuance by the Board of Directors on November 19, 2021.

**(b) Basis of presentation**

Unless otherwise stated, the unaudited interim condensed consolidated financial statements are presented in Canadian dollars, which is the Company's presentation currency as the Company is based in Canada and obtains the majority of its financing through Canadian dollar private placements. The Canadian dollar is also the Company's functional currency for Canadian exploration activities and its corporate head office in Canada.

# CURRIE ROSE RESOURCES INC.

(An Exploration Stage Enterprise)

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020

(Stated in \$CAD)

(Unaudited - Prepared by Management)

### 2 BASIS OF PRESENTATION AND GOING CONCERN, CONTINUED

#### (c) Risk and uncertainty as a result of the global COVID-19 pandemic

Consistent with other businesses globally, the Company's operations have been adversely affected by the effects of the widespread global outbreak of COVID-19. At the same time, Currie's corporate office has closed and executives are working remotely until further notice. As the Company's exploration is focused in British Columbia, Currie is adhering to the new Health and Safety Guidelines set by the BC provincial government, which includes revised work protocols to limit the spread of COVID-19. As our personnel are accommodated locally and not in a camp situation, the return-to-work protocols and a safe working environment will need to accommodate appropriate controls to ensure the safety of our personnel and their families. While the Company continues to advance its exploration activity, the timelines for future studies and exploration could be impacted, depending on both the continued duration and severity of the COVID-19 pandemic.

Beyond the potential impact to various schedules, the economic impact of COVID-19 could affect the Company's ability to access capital markets and secure sufficient financing to move the project forward on previously planned timelines. As of the filing date of these unaudited interim condensed consolidated financial statements for the nine months ended September 30, 2021, there were no identified indicators of impairment as a result of COVID-19 and, consequently, no adjustments have been made to these unaudited interim condensed consolidated financial statements.

#### (d) Going concern

The accompanying unaudited interim condensed consolidated financial statements have been prepared using International Financial Reporting Standards ("IFRS") (as issued by the International Accounting Standard Board ("IASB")) applicable to a going concern. Accordingly, they do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and, therefore be required to realize its assets and liquidate its liabilities and commitments in other than the normal course of business and at amounts different from those in the accompanying unaudited interim condensed consolidated financial statements. Such adjustments could be material.

As at September 30, 2021, the Company had no source of operating cash flow and had an accumulated deficit of \$18,788,811 (December 31, 2020 - \$16,986,251). Working capital as at September 30, 2021 was a deficiency of \$336,728 compared to \$314,681 as at December 31, 2020. Net comprehensive loss for the nine months ended September 30, 2021 was \$1,802,560 (2020 - \$316,685). Operations since inception have been funded from the (i) issuance of share capital, (ii) sale of marketable securities, and (iii) sale of resource property interests.

**CURRIE ROSE RESOURCES INC.**  
(An Exploration Stage Enterprise)

**NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS  
THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020**

*(Stated in \$CAD)*

**(Unaudited - Prepared by Management)**

**2 BASIS OF PRESENTATION AND GOING CONCERN, CONTINUED**

The Company anticipates it will have sufficient working capital on hand to service its liabilities and fund exploration activity and public company operating costs for the next twelve months. In order to continue active operations, the Company will need to (i) arrange further financing that will largely depend upon prevailing capital market conditions, and (ii) the continued support of its shareholder base. There is uncertainty that the Company will be able to obtain additional financing for the long-term future, given the current market environment for junior exploration stage companies. The unknown economic impact, continued duration and severity of the COVID-19 pandemic that has developed since March, 2020 will most likely affect the Company's ability to access capital markets and secure sufficient financing for future exploration. These factors create material uncertainties that cast significant doubt as to the propriety of the use of the going concern assumption upon which these unaudited interim condensed consolidated financial statements have been prepared.

**3. RECENTLY ADOPTED ACCOUNTING STANDARD**

- (a) **IFRS 16 "Leases"**: This standard has been amended to provide lessees with an optional exemption from assessing whether a rent concession related to COVID-19 is a lease modification. This amendment is effective for annual periods beginning on or after June 1, 2020. At this time, the Company has not received rent concessions related to COVID-19 and therefore, this amendment did not have a significant impact on the unaudited interim condensed consolidated financial statements.

**4. RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS**

As at the date of authorization of these unaudited interim condensed consolidated financial statements, the IASB has issued the following new or revised standards as detailed below.

- (a) **IAS 16 "Property, Plant and Equipment"**: This standard has been amended to prohibit an entity from deducting from the cost of an item of property, plant and equipment any proceeds received from selling items produced while the entity is preparing the asset for its intended use, clarify that an entity is "testing whether the asset is functioning properly" when it assesses the technical and physical performance of the asset and require certain related disclosures. The amendments are effective for annual periods beginning on or after January 1, 2022. The Company has not yet assessed the impact of the amendments on the unaudited interim condensed consolidated financial statements.

**CURRIE ROSE RESOURCES INC.**  
(An Exploration Stage Enterprise)

**NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS  
THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020**

*(Stated in \$CAD)*

**(Unaudited - Prepared by Management)**

4. **RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS, CONTINUED**

- (b) **IAS 1 "Presentation of Financial Statements", and IAS 8, "Accounting Policies, Changes in Accounting Estimates and Errors"**: This standard has been amended to clarify the classification of liabilities as current or non-current. The amendments are effective for annual periods beginning on or after January 1, 2022. The Company has not yet assessed the impact of the amendments on the unaudited interim condensed consolidated financial statements.
- (c) **IAS 37 "Provisions"**: This standard has been amended to clarify that, before a separate provision for an onerous contract is established, an entity recognizes an impairment loss that has occurred on assets used in fulfilling the contract, rather than on assets dedicated to that contract and to clarify the meaning of costs to fulfil a contract. The amendments are effective for annual periods beginning on or after January 1, 2022. The Company has not yet assessed the impact of the amendments on the unaudited interim condensed consolidated financial statements.
- (d) **IAS 12 "Income taxes"**: This standard has been amended to require companies to recognize deferred tax on transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. The amendments are effective for annual reporting periods beginning on or after January 1, 2023. The Company has not yet assessed the impact of the amendment on the unaudited interim condensed consolidated financial statements.

5. **ACCOUNTS RECEIVABLE**

	<b>September 30, 2021</b>	<b>December 31, 2020</b>
Share subscription receivable	\$ -	\$ 18,006
Refundable HST ITC's	9,172	-
	<b>\$ 9,172</b>	<b>\$ 18,006</b>

**CURRIE ROSE RESOURCES INC.**  
(An Exploration Stage Enterprise)

**NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS  
THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020**

*(Stated in \$CAD)*

(Unaudited - Prepared by Management)

6. **MARKETABLE SECURITIES**

	September 30, 2021		December 31, 2020	
	Shares	\$	Shares	\$
MacDonald Mines Exploration Ltd.	2,950,000	\$ 147,500	3,650,000	\$ 328,500
	<b>2,950,000</b>	<b>\$ 147,500</b>	<b>3,650,000</b>	<b>\$ 328,500</b>

During the nine months ended September 30, 2021, the Company sold 700,000 shares (2020 – 4,350,000) for gross proceeds of \$32,481 (2020 - \$335,057), realizing a loss on disposal of \$47,004 (2020 - \$89,808). A decrease in fair value of \$101,515 has been recognized during the nine months ended September 30, 2021 (2020 - \$12,118) through FVTPL, such that the remaining 2,950,000 shares are being carried at their market value of \$147,500 (December 31, 2020 - \$328,500).

7. **RESOURCE PROPERTIES**

	Opening	Acquisition Costs	Geological and technical	Professional fees	Travel and administrative		Closing
					costs	Writedown	
Rossland, Canada	\$ 893,841	\$ 125,000	\$ 235,645	\$ 19,110	\$ 42,187	\$ -	\$ 1,315,783
Golden 8, B.C. Canada	32,000	-	-	-	-	-	32,000
Jubilee Reef, Tanzania	1	-	-	-	-	-	1
Mabale Hills, Tanzania	1	-	-	-	-	-	1
<b>Balance, December 31, 2020</b>	<b>925,843</b>	<b>125,000</b>	<b>235,645</b>	<b>19,110</b>	<b>42,187</b>	<b>-</b>	<b>1,347,785</b>
Rossland, Canada	1,315,783	109,405	14,109	4,740	20,842	(1,464,879)	-
Golden 8, B.C. Canada	32,000	-	-	-	-	-	32,000
Jubilee Reef, Tanzania	1	-	-	-	-	-	1
Mabale Hills, Tanzania	1	-	-	-	-	-	1
<b>Balance, September 30, 2021</b>	<b>1,347,785</b>	<b>109,405</b>	<b>14,109</b>	<b>4,740</b>	<b>20,842</b>	<b>(1,464,879)</b>	<b>32,002</b>

# CURRIE ROSE RESOURCES INC.

(An Exploration Stage Enterprise)

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020

(Stated in \$CAD)

(Unaudited - Prepared by Management)

### 7. RESOURCE PROPERTIES, CONTINUED

#### **1. Carrying values**

The carrying values of the Company's resources properties, namely the Rossland Project in British Columbia, at September 30, 2021 were \$32,002 (December 31, 2020 - \$1,347,785). On April 14, 2021, the Company gave the required 10 days' Notice of Termination to 0811662 BC Ltd., one of the two option holders of the Rossland Project (*see note 7(3)(l)*). As a result, the Company has recorded a write-down of \$701,850, or 50% of the carrying value of the Rossland Project, as of that date.

On July 2, 2021, the Company gave the required 10 days' Notice of Termination to 0704723 BC Ltd., the second of the two 3rd party option holders of the Rossland Project, under Section 11.01 of the option agreement dated April 12, 2018. As a result of this termination., 100% of the aggregate mining costs re the Rossland Project will be written off as of that date, other than the original acquisition costs of \$32,000 related to its 100% owned Golden 8 Project (that formed part of the Rossland Gold Project).

Management's review of the remaining carrying value indicated that, at as September 30, 2021, the property was not impaired. Included in these balances are nominal carrying values with respect to a 2% NSR on any future production from each of its prior Jubilee Reef and Mabale Hills projects in Tanzania.

#### **2. Rossland Project - Accelerate transaction**

##### **(a) Due diligence exploration program and potential earn-in agreement on Rossland Gold Project**

On August 31, 2020, the Company announced that it had entered into a binding term sheet with Accelerate Resources Ltd ("Accelerate") (ASX: AX8) with respect to its Rossland Project ("Rossland" or the "Project").

##### **(b) Accelerate transaction highlights**

- (i) Accelerate will make available CAD \$500,000 to Currie Rose to fund a due diligence exploration program on the Project (the "Due Diligence Program"), with Currie Rose managing the program at the direction of Accelerate.
- (ii) On completion of the Due Diligence Program, Accelerate can elect to acquire 51% of the Project by issuing 12,500,000 ordinary shares in Accelerate to Currie Rose and making a CAD \$200,000 cash payment.

# CURRIE ROSE RESOURCES INC.

(An Exploration Stage Enterprise)

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020

(Stated in \$CAD)

(Unaudited - Prepared by Management)

### 7. RESOURCE PROPERTIES, CONTINUED

(iii) Accelerate can earn the remaining 49% of the Project by spending CAD \$1,000,000 within 14 months of Accelerate acquiring the initial 51% of the Project. The Company retains meaningful exposure to the potential upside of Rossland through its equity exposure in Accelerate, and a milestone payment of 15,000,000 performance rights on commercial production (which will be issued to Currie Rose subject to Accelerate acquiring 100% of the Project).

#### (c) Accelerate transaction details

Currie Rose has concluded a binding term sheet with Accelerate pursuant to which the parties agreed to complete the due diligence program and, subject to certain conditions, to enter into a definitive earn-in agreement allowing Accelerate to acquire up to 100% of Rossland from Currie Rose. Accelerate is entirely arm's length to Currie Rose.

The key terms of the agreement are as follows:

- (i) Subject to certain conditions being satisfied or waived, Accelerate will loan Currie Rose CA \$500,000 to be spent over 8 months (the "Due Diligence Period") to fund a targeted due diligence exploration program acceptable to Accelerate.
- (ii) At completion of the Due Diligence Period (*see note 7(2)(f)*), Accelerate has the right to proceed with an earn-in agreement. Should Accelerate decide not to proceed with an earn-in agreement, Currie Rose must repay the loan through the issuance of common shares at an agreed-upon price of \$0.06 per share. This share issuance would not result in a change of control of Currie Rose.
- (iii) If the parties enter into an earn-in agreement, Accelerate would acquire a 51% interest in the Project (the "Stage 1 Earn In") by:
  - Issuing 12.5 million Accelerate ordinary shares to Currie Rose; and
  - Paying CAD \$200,000 in cash to Currie Rose.

# CURRIE ROSE RESOURCES INC.

(An Exploration Stage Enterprise)

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020

(Stated in \$CAD)

(Unaudited - Prepared by Management)

### 7. RESOURCE PROPERTIES, CONTINUED

(iv) If Accelerate completes the Stage 1 Earn-In, it could earn the remaining 49% by:

- Incurring exploration expenditures of an additional \$1,000,000 within 14 months of completing the Stage 1 Earn In;
- Issuing 25 million Accelerate ordinary shares to Currie Rose;
- Paying CAD \$250,000 in cash to Currie Rose; and
- Issuing to Currie Rose 15,000,000 performance rights which shall convert into fully paid ordinary shares in the capital of Accelerate upon achieving a 500,000 oz (JORC) @ minimum grade of 7 g/t gold (JORC) or on achieving 'Commercial Production'

#### (d) Subsequent project management

Upon acquiring a 51% interest in the Project, Accelerate would become Project Manager and Mr. Michael Griffiths (President and CEO of Currie Rose) would join the board of Accelerate as Technical Director.

#### (e) Required approvals

The earn-in agreement described above remains subject to approval of the TSX Venture Exchange, as well as approval of the ASX and shareholders of Accelerate, among other conditions. In addition, the issuance of common shares of Currie Rose to repay the loan from Accelerate remains subject to approval of the TSX Venture Exchange.

#### (f) Termination of agreement with Accelerate

On April 27, 2021, the end of the eight month due diligence period (*see note 7(2)(c)(ii)*), Accelerate gave written notice that they have declined their option to acquire 51% of the Rossland Project and will, subject to regulatory approval, convert their cumulative advances of \$500,000 into 8,333,334 common shares of the Company at the previously agreed upon price of \$0.06 per share. Such approval was granted by the TSX Venture Exchange on July 23, 2021.

### **3. Rossland Project - acquisition history**

- (a) On April 13, 2018, the Company announced it had secured two option agreements over the Rossland Project (the "Rossland Project"), which together cover approximately 2,000 hectares of the Rossland mining camp that produced more than 2.7 million ounces of gold, 3.5 million ounces of silver and 71 tonnes of copper between 1894 and 1941 and ranks as the third largest lode gold camp in British Columbia.

# CURRIE ROSE RESOURCES INC.

(An Exploration Stage Enterprise)

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020

(Stated in \$CAD)

(Unaudited - Prepared by Management)

### 7. RESOURCE PROPERTIES, CONTINUED

#### (3) Rossland Project - acquisition history, continued

- (b) Under the terms of the agreements, which were approved by the TSX Venture Exchange on May 16, 2018, Currie Rose has the right to acquire 100% of the Rossland Project from two private companies ("option holders") via a 3-stage, 4-year option, as follows:
- (c) (i) **Stage 1: 1 - 12 months**  
Upfront payment of \$50,000 and issuance of 1,000,000 Currie Rose shares to each of the option holders;  
Minimum expenditure of \$500,000 on each option agreement;  
Investment by Currie Rose beyond the first year will be contingent on positive results;  
Providing written notice to the Optionor, no later than 1 month prior to the first anniversary, of its intention to proceed to Stage 2.
- (ii) **Stage 2: 13 - 24 months**  
Upon proceeding to Stage 2, payment of \$75,000 and issuance of 1,500,000 Currie Rose shares to each of the option holders on the 1st anniversary.  
Payment of further \$75,000 and issuance of 1,500,000 Currie Rose shares to each of the option holders on the 2nd anniversary.  
Minimum expenditure of \$750,000 on each option agreement.
- (iii) **Stage 3: 25 - 48 months**  
Funding and completing a feasibility study - one study to apply to both option holders;  
Payment of \$100,000 and issuance 2,000,000 Currie Rose shares on the 3rd anniversary (to each of the option holders);  
Payment of \$100,000 and issuance of 2,000,000 Currie Rose shares on the 4th anniversary (to each of the option holders).
- (d) On completion of the feasibility study or the payment obligations, the Company will own 100% of the project and will grant separately, to each option holder, a 2% NSR with Currie Rose having an option to purchase from each option holder one-half (1%) of the NSR for payment of \$1,000,000.

**CURRIE ROSE RESOURCES INC.**  
(An Exploration Stage Enterprise)

**NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS  
THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020**

*(Stated in \$CAD)*

**(Unaudited - Prepared by Management)**

7. **RESOURCE PROPERTIES, CONTINUED**

**(3) Rossland Project - acquisition history, continued**

(e) On May 17, 2018, the Company received approval from the TSX Venture Exchange of the Rossland Project acquisition and the issuance of the 1,000,000 common shares to each of the two option holders, or collectively 2,000,000 common shares. The Exchange has accepted all filing documentation including a National Instrument 43-101 Technical Report (the "Technical Report") on the Rossland Project relating to the Company's first option agreement for the acquisition of 100% of the GNB property and second option agreement for the acquisition of 100% of the COE property. The GNB property and the COE properties together comprise the Rossland Project.

(f) On June 13, 2018, the Company entered into a Purchase and Sale Agreement (the "Agreement") to acquire a 100% interest in the "Golden 8 Claim" which adjoins the south western boundary of the recently optioned Rossland Project. The Golden 8 Claim covers 296.5 hectares of the highly prospective Rossland "South Belt" and increases the coverage of Company's Rossland Project (part of the Rossland Mining Camp) to approximately 2,230 hectares.

Under the terms of the Agreement, Currie Rose exercised its right to acquire 100% of the Golden 8 Claim from a private vendor via cash payments made as follows: (i) \$16,000 on execution of the Agreement, and (ii) \$16,000 made in September, 2018.

The vendor retains a 2% NSR, while the Company has a right of repurchase of one half of the NSR (1%) by paying the vendor \$1 million.

(g) Under the terms of the Option Amending Agreement dated February 27, 2019, the Company and the option holders agreed to extend the expenditure periods of both option agreements that make up the Rossland Project (*see note 7(3)*) by 3 months to July 12, 2019 to enable drilling and other exploration work to be completed.

(h) Under the terms of the Second Amending Agreement To The Option Agreement dated April 11, 2019, the following transactions occurred in satisfaction of the Company's obligations arising on the first anniversary of the Rossland Project, namely:

- ◆ \$10,000 of the \$75,000 anniversary payment was paid for each of the two options (\$20,000 in total)
- ◆ The parties agreed to pay the remaining \$65,000 for each of the two options either on closing of a financing or with 6 months (whichever comes first) (*see note 7(3)(j)*)
- ◆ 1,500,000 shares were issued for each of the two options, or 3,000,000 shares in total

**CURRIE ROSE RESOURCES INC.**  
(An Exploration Stage Enterprise)

**NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS  
THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020**

*(Stated in \$CAD)*

**(Unaudited - Prepared by Management)**

7. **RESOURCE PROPERTIES, CONTINUED**

**(3) Rossland Project - acquisition history, continued**

- (i) On August 21, 2019, the parties agreed to the Third Amending Agreement To The Option Agreement to amend the original terms of the option agreements for the Rossland project to reflect current market conditions. Under the revised terms, the Company and the option holders agreed to reduce the exploration expenditure requirements for Stage 2 and further agreed to remove the issue of all remaining Currie Rose shares (8 million shares) in exchange for increased cash payments as set out below:

**Stage 2 - April 2019 - April 2020**

- ◆ Minimum expenditure of \$500,000 (previously \$750,000) for each company; payment of \$125,000 on the 2nd anniversary (per company);

**Stage 3 - April 2020 - April 2022**

- ◆ Funding and completing a feasibility study - one study to apply to both companies, payment of \$150,000 on the 3rd anniversary (per company);
- ◆ Payment of \$175,000 on the 4th anniversary (per company).

All other conditions of the agreements remain unchanged.

- (j) Under the terms of the Second Amending Agreement to the Option Agreement re the Rossland Project (*see note 7(3)(b)*), the Company was required to make further payments of \$65,000 on each of the two options by the earlier of (i) closing of a financing, or (ii) within 6 months, or October 12, 2019.

The required payments were not made by the due date, upon which the Company received a Notice of Default on October 16, 2019. The Notice of Default indicated that in the event that the default was not cured or disputed within 30 days, the option holders may then provide Notice of Termination of the Option Agreement to Currie Rose pursuant to Clause 11.03 of the Option Agreement.

On November 15, 2019, the option holders accepted two payments of \$30,000 (\$60,000 in total) as partial payment of each remaining \$65,000 obligation (\$130,000 in total), and agreed to forbear any further steps toward termination of the Option Agreement re the Rossland Project pending receipt of the balance of the funds due of \$70,000 in total. The remaining balance was paid in full in January, 2020.

# CURRIE ROSE RESOURCES INC.

(An Exploration Stage Enterprise)

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020

(Stated in \$CAD)

(Unaudited - Prepared by Management)

### 7. RESOURCE PROPERTIES, CONTINUED

#### (3) Rossland Project - acquisition history, continued

- (k) Effective March 30, 2020, the parties agreed to the Fourth Amending Agreement to the Option Agreement to amend the original terms of the option agreements for the Rossland project to take into account current market conditions as well as practical limitations on work requirements due to the global COVID-19 pandemic.

Under the revised terms, the option holders have agreed to forgo all expenditure requirements for the current Stage 2 period and have further agreed to reduce the total minimum expenditure to \$1,000,000 and to be completed by January 14, 2023.

The Company is to maintain the claims in good standing by paying all permit and statutory expenditures and has further agreed that should the Company not meet the new minimum expenditure, it can rectify any breach by paying the option holders a total of \$100,000 cash.

The overall option payments previously agreed to remain in place. However, the option holders have agreed to accept quarterly instalments thereby extending the term to April, 2023 (from the initial date of April, 2022), as follows: Stage 2 - quarterly payments of \$62,500 (\$250,000 annually) beginning July 14, 2020; Stage 3 - quarterly payments of \$75,000 (\$300,000 annually) beginning July 14, 2021; Stage 4 - quarterly payments of \$87,500 (\$350,000 annually) beginning July 14, 2022.

#### (l) **Termination of two Rossland option agreements**

On April 14, 2021, the Company gave the required 10 days' Notice of Termination to 0811662 BC Ltd., one of the two option holders of the Rossland Project, under Section 11.01 of the option agreement dated April 12, 2018. As a result of this termination, 50% of the aggregate mining costs re the Rossland Project will be written off as of that date. The Company still maintains its other agreement with the remaining Rossland option holder.

On July 2, 2021, the Company gave the required 10 days' Notice of Termination to 0704723 BC Ltd., the second of the two 3rd party option holders of the Rossland Project, under Section 11.01 of the option agreement dated April 12, 2018. As a result of this termination, 100% of the aggregate mining costs re the Rossland Project will be written off as of that date, other than the original acquisition costs of \$32,000 related to its 100% owned Golden 8 Project (that formed part of the Rossland Gold Project).



# CURRIE ROSE RESOURCES INC.

(An Exploration Stage Enterprise)

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020

(Stated in \$CAD)

(Unaudited - Prepared by Management)

### 8. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	September 30, 2021	December 31, 2020
Accounts payable	\$ 557,791	\$ 417,220
Accrued Liabilities	17,500	22,000
	<b>\$ 575,291</b>	<b>\$ 439,220</b>

Trade accounts payable as at September 30, 2021 includes \$507,222 (December 31, 2020 - \$341,574) of unpaid management fees owing to the related parties disclosed in note 9.

### 9. KEY MANAGEMENT COMPENSATION, RELATED PARTY TRANSACTIONS AND BALANCES

#### (a) Key management personnel and directors compensation:

During the nine months ended September 30, 2021 and 2020, the Company had the following related party transactions with key management personnel and directors, and entities related to them, as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2021	2020	2021	2020
Management fees	\$ 48,000	\$ 48,000	\$ 144,000	\$ 144,584
	<b>\$ 48,000</b>	<b>\$ 48,000</b>	<b>\$ 144,000</b>	<b>\$ 144,584</b>

(b) Accounts payable and accrued liabilities as at September 30, 2021 includes \$507,222 (December 31, 2020 - \$341,574) with respect to balances owing to related parties for the transactions disclosed above (*see note 8*).

(c) Management fees expensed during the nine month period ended September 30, 2021 consist of \$90,000 (2020 - \$90,000) billed by an entity controlled by the CEO and \$54,000 (2020 - \$54,584) billed by an entity related to a director (including the services of the CFO and corporate secretary, office rent and regular administrative functions).

### 10. SEGMENTED INFORMATION

With the disposition of its various resource property interests outside of Canada over the last number of years, the Company conducts its business in a single operating segment that consists of its Canadian resource property interest in Rossland, BC.



# CURRIE ROSE RESOURCES INC.

(An Exploration Stage Enterprise)

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021 AND 2020

*(Stated in \$CAD)*

**(Unaudited - Prepared by Management)**

### 11. SUBSEQUENT EVENTS

- (a) On October 21, 2021, at the annual general meeting it was resolved by the shareholders of the Company to settle \$200,000 of outstanding liabilities owed to CEO for the unpaid management fees outstanding. The Company will issue 2,000,000 shares at \$0.05 per share to settle these outstanding fees.
- (b) On October 27, 2021, the Company announced subject to regulatory approval, the 100% interest in two brown field Vanadium (Battery Metal) Projects (the "Project") located in North Queensland, Australia. The Project includes 1,240 km<sup>2</sup> package close to infrastructure and enroute to Townsville Port. The Company will issue 25,000,000 common shares at a deemed value of \$950,000 Australian dollars to Liantown Resources Limited and CGM Lithium Pty Ltd. In addition, the Company will issue 8,000,000 share purchase warrants at \$0.10 with a 2-year expiry. The Company will pay a 2% net gross revenue royalty with the Company holding the right to purchase 50% of either Royalty by making a cash payment to each Royalty holders of \$1,000,000.

In connection with the Project acquisition, the Company will hold a private placement offering for a maximum 22,000,000 units (the "Units") of the Company at a price of \$0.05 per Unit with each Unit comprised of one share and one common share purchase warrant. Each warrant will be exercisable to purchase an additional share of the Company for a period of 24 months from the closing date at a price of \$0.10 per common share. Proceeds from the offering will be used for work programs on the Project and Rossland Project in British Columbia and for general working capital purposes.

The Company anticipates a closing date of November 30, 2021.