



## **ALIANZA MINERALS LTD.**

Condensed Consolidated Interim Financial Statements

For the nine months ended June 30, 2022 and 2021

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**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 an auditor has not reviewed the financial statements.

The accompanying unaudited 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.

ALIANZA MINERALS LTD.  
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION  
(Presented in Canadian Dollars)

	Note	June 30, 2022 (Unaudited)	September 30, 2021 (Audited)
<b>Assets</b>			
<b>Current assets</b>			
Cash		\$ 195,813	\$ 412,676
Restricted cash	5	25,837	-
Due from alliance partner	5	-	126,047
Due from optionee	5	6,888	-
Marketable securities	4	115,000	-
Receivables		45,269	43,953
Prepaid expenses		112,140	24,784
		<u>500,947</u>	<u>607,460</u>
<b>Non-current assets</b>			
Exploration and evaluation assets	5	7,470,703	7,708,379
Deposits	6	83,797	27,662
VAT receivables		39,904	36,052
		<u>7,594,404</u>	<u>7,772,093</u>
<b>Total assets</b>		<b>\$ 8,095,351</b>	<b>\$ 8,379,553</b>
<b>Current liabilities</b>			
Accounts payable and accrued liabilities		\$ 95,306	\$ 214,163
Due to related parties	9	279,327	214,731
Funds held for optionee	5	25,837	-
Flow-through share premium liability	7	12,703	33,050
		<u>413,173</u>	<u>461,944</u>
<b>Shareholders' equity</b>			
Share capital	7	24,875,917	24,290,287
Reserves	7,8	3,745,186	3,229,886
Accumulated other comprehensive loss		(37,946)	(44,933)
Deficit		(20,900,979)	(19,557,631)
		<u>7,682,178</u>	<u>7,917,609</u>
<b>Total shareholders' equity and liabilities</b>		<b>\$ 8,095,351</b>	<b>\$ 8,379,553</b>

Nature of operations and going concern (Note 1)

These consolidated financial statements are authorized for issue by the Board of Directors on August 8, 2022.

**On behalf of the Board of Directors:**

Director "Jason Weber"

Director "Mark T. Brown"

See accompanying notes to the condensed consolidated interim financial statements

ALIANZA MINERALS LTD.  
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE LOSS  
(Unaudited, presented in Canadian Dollars)

	Note	Three months ended June 30		Nine months ended June 30	
		2022	2021	2022	2021
<b>Expenses</b>					
Accounting and legal fees	9	\$ 25,521	\$ 31,016	\$ 150,329	\$ 141,454
Investor relations and shareholder information	9	210,119	86,923	370,366	395,773
Office facilities and administrative services	9	4,500	4,500	13,502	13,500
Office expenses		2,110	3,485	11,309	12,104
Property investigation expenses		10,799	1,863	34,221	37,906
Share-based payments	9	-	-	365,300	202,304
Transfer agent, listing and filing fees		7,334	6,657	31,204	40,243
Travel		4,488	-	17,597	180
Wages, benefits and consulting fees	9	40,992	45,792	133,706	146,818
		(305,863)	(180,236)	(1,127,534)	(990,282)
Interest income and other income		420	494	441	1,052
Fair value loss on marketable securities	4	(45,000)	-	(110,000)	-
Flow-through share premium recovery		3,101	131,470	20,347	291,556
Foreign exchange gain (loss)		455	(3,379)	15,784	(12,000)
Proceeds received in excess of exploration and evaluation asset costs	5(c)	34,039	-	298,961	-
Write-down of exploration and evaluation assets	4	(441,347)	-	(441,347)	-
<b>Net loss for the period</b>		\$ (754,195)	\$ (51,651)	\$ (1,343,348)	\$ (709,674)
<b>Other comprehensive loss</b>					
Exchange difference arising on the translation of foreign subsidiary		20,801	(9,120)	6,987	(39,275)
<b>Total comprehensive loss for the period</b>		\$ (733,394)	\$ (60,771)	\$ (1,336,361)	\$ (748,949)
<b>Basic and diluted loss per common share</b>		\$ (0.00)	\$ (0.00)	\$ (0.01)	\$ (0.01)
Weighted average number of common shares outstanding - basic and diluted		161,642,963	140,052,029	150,489,117	136,074,172

See accompanying notes to the condensed consolidated interim financial statements

ALIANZA MINERALS LTD.  
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY  
(Unaudited, presented in Canadian Dollars)

	Note	Share Capital		Reserves			Accumulated Other Comprehensive Income (Loss)		Total equity
		Number of shares	Amount	Equity settled employee benefits	Warrants	Finders' warrants	Foreign exchange reserve		
							Foreign exchange reserve	Deficit	
<b>Balance, September 30, 2020 (Audited)</b>		<b>110,242,722</b>	<b>\$ 20,068,707</b>	<b>\$ 1,930,488</b>	<b>\$ 641,848</b>	<b>\$ 303,147</b>	<b>\$ (24,239)</b>	<b>\$ (18,618,507)</b>	<b>\$ 4,301,444</b>
Private placements	7(b)(i)(ii)	32,061,833	4,065,589	-	-	-	-	-	4,065,589
Share issue costs	7(b)(i)	-	(502,142)	-	-	153,927	-	-	(348,215)
Acquisition of exploration and evaluation assets	7(b)(iii)	150,000	16,500	-	-	-	-	-	16,500
Exercise of finder's warrants	7(b)(v)	56,100	4,633	-	-	(1,828)	-	-	2,805
Exercise of warrants	7(b)(v)	6,240,000	624,000	-	-	-	-	-	624,000
Share-based payments	8(a)	-	-	202,304	-	-	-	-	202,304
Net loss		-	-	-	-	-	(30,155)	(658,023)	(688,178)
<b>Balance, June 30, 2021 (Unaudited)</b>		<b>148,750,655</b>	<b>24,277,287</b>	<b>2,132,792</b>	<b>641,848</b>	<b>455,246</b>	<b>(54,394)</b>	<b>(19,276,530)</b>	<b>8,176,249</b>
Acquisition of exploration and evaluation assets	7(b)(iv)	200,000	13,000	-	-	-	-	-	13,000
Net loss		-	-	-	-	-	9,461	(281,101)	(271,640)
<b>Balance, September 30, 2021 (Audited)</b>		<b>148,950,655</b>	<b>24,290,287</b>	<b>2,132,792</b>	<b>641,848</b>	<b>455,246</b>	<b>(44,933)</b>	<b>(19,557,631)</b>	<b>7,917,609</b>
Private placements	7(b)(vi)	10,000,000	600,000	-	150,000	-	-	-	750,000
Share issue costs	7(b)(vi)	-	(14,370)	-	-	-	-	-	(14,370)
Share-based payments	8(a)	-	-	365,300	-	-	-	-	365,300
Net loss		-	-	-	-	-	6,987	(1,343,348)	(1,336,361)
<b>Balance, June 30, 2022 (Unaudited)</b>		<b>158,950,655</b>	<b>\$ 24,875,917</b>	<b>\$ 2,498,092</b>	<b>\$ 791,848</b>	<b>\$ 455,246</b>	<b>\$ (37,946)</b>	<b>\$ (20,900,979)</b>	<b>\$ 7,682,178</b>

See accompanying notes to the condensed consolidated interim financial statements

ALIANZA MINERALS LTD.  
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS  
FOR THE NINE MONTHS ENDED JUNE 30  
(Unaudited, presented in Canadian Dollars)

	Nine months ended June 30	
	2022	2021
<b>Cash flows from (used in) operating activities</b>		
Net loss for the period	\$ (1,343,348)	\$ (709,674)
Items not affecting cash:		
Fair value loss on marketable securities	110,000	-
Flow-through share premium recovery	(20,347)	(291,556)
Proceeds received in excess of exploration and evaluation asset costs	(298,961)	-
Share-based payments	365,300	202,304
Write-down of exploration and evaluation assets	441,347	-
Changes in non-cash working capital items:		
Receivables	(1,113)	(70,929)
Due from alliance partner	126,047	(41,525)
Due from optionee	6,888	-
VAT Receivables	(394)	(837)
Prepaid expenses	(87,356)	7,531
Accounts payable and accrued liabilities	(34,269)	(108,785)
Due to related parties	64,596	(43,831)
Funds held for optionee	25,837	(83,070)
Net cash (used in) operating activities	<u>(645,773)</u>	<u>(1,140,372)</u>
<b>Cash flows from (used in) investing activities</b>		
Deposits	(54,982)	(27,576)
Exploration and evaluation assets	(221,414)	(2,193,585)
Net cash (used in) investing activities	<u>(276,396)</u>	<u>(2,221,161)</u>
<b>Cash flows from financing activities</b>		
Proceeds from issuance of common shares	750,000	4,448,315
Proceeds from exercise of warrants	-	624,000
Proceeds from exercise of finder's warrants	-	2,805
Share issue costs	(14,370)	(343,215)
Net cash provided by financing activities	<u>735,630</u>	<u>4,731,905</u>
Effect of exchange rate changes on cash	<u>(4,487)</u>	<u>(691)</u>
<b>Change in cash for the period</b>	(191,026)	1,369,681
<b>Cash, beginning of the period</b>	<u>412,676</u>	<u>362,063</u>
<b>Cash, end of the period</b>	\$ 221,650	\$ 1,731,744
<b>Cash comprised of:</b>		
Cash	\$ 195,813	\$ 1,707,392
Restricted Cash	25,837	-
	<u>\$ 221,650</u>	<u>\$ 1,707,392</u>

Supplemental disclosure with respect to cash flows (Note 10)

See accompanying notes to the condensed consolidated interim financial statements

## 1. NATURE OF OPERATIONS AND GOING CONCERN

Alianza Minerals Ltd. (the “Company” or “Alianza”) was incorporated in Alberta on October 21, 2005 under the Business Corporations Act of Alberta and its registered office is Suite 410, 325 Howe Street, Vancouver, BC, Canada, V6C 1Z7. On April 25, 2008 the Company filed for a certificate of continuance and is continuing as a BC Company under the Business Corporations Act (British Columbia).

The Company is an exploration stage company and is engaged principally in the acquisition and exploration of mineral properties. The recovery of the Company’s investment in its exploration and evaluation assets is dependent upon the future discovery, development and sale of minerals, upon the ability to raise sufficient capital to finance these activities, and/or upon the sale of these properties.

These condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) applicable to a going concern, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The ability of the Company to continue as a going concern is dependent on obtaining additional financing through the issuance of common shares or obtaining joint venture or property sale agreements for one or more properties.

There can be no assurance that the Company will be able to continue to raise funds in which case the Company may be unable to meet its obligations. Should the Company be unable to realize on 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 condensed consolidated interim statement 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.

Adverse financial market conditions and volatility increase the uncertainty of the Company’s ability to continue as a going concern given the need to both manage expenditures and to raise additional funds. The Company is experiencing, and has experienced, negative operating cash flows. The Company will continue to search for new or alternate sources of financing but anticipates that the current market conditions may impact the ability to source such funds. Accordingly, these material uncertainties may cast significant doubt upon the Company’s ability to continue as a going concern.

As at June 30, 2022, the Company had working capital of \$87,774 (September 30, 2021: \$145,516) and shareholders’ equity of \$7,682,178 (September 30, 2021: \$7,917,609).

## 2. BASIS OF PREPARATION

### Statement of Compliance

These condensed consolidated interim financial statements, including comparatives, have been prepared in accordance with International Accounting Standard 34 “Interim Financial Reporting” (“IAS 34”) using accounting policies consistent with IFRS issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”).

## 2. BASIS OF PREPARATION - continued

### Basis of preparation

These condensed consolidated interim financial statements have been prepared on a historical cost basis except for marketable securities classified as available-for-sale, which are stated at fair value through other comprehensive income (loss). In addition, these condensed consolidated interim financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

The preparation of these condensed consolidated interim financial statements in conformity with IAS 34 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. These condensed consolidated interim financial statements do not include all of the information required for full annual financial statements.

These condensed consolidated interim financial statements, including comparatives, have been prepared on the basis of IFRS standards that are published at the time of preparation.

### New accounting standards and interpretations

Certain new accounting standards and interpretations have been published that are not mandatory for the June 30, 2022 reporting period. The Company has not early adopted the following new and revised standards, amendments and interpretations that have been issued but are not yet effective:

- Presentation of financial statements

An amendment to IAS 1 was issued in January 2020 and applies to annual reporting periods beginning on or after January 1, 2023. The amendment clarifies the criterion for classifying a liability as non-current relating to the right to defer settlement of a liability for at least 12 months after the reporting period.

The Company anticipates that the application of the above new and revised standards, amendments and interpretations will have no material impact on its results and financial position.

## 3. SIGNIFICANT ACCOUNTING POLICIES

These unaudited condensed consolidated interim financial statements have been prepared in accordance with IFRS as issued by the IASB on a basis consistent with those followed in the Company's most recent annual financial statements for the year ended September 30, 2021.

These unaudited condensed consolidated interim financial statements do not include all note disclosures required by IFRS for annual financial statements, and therefore should be read in conjunction with the annual financial statements for the year ended September 30, 2021. In the opinion of management, all adjustments considered necessary for fair presentation of the Company's financial position, results of operations and cash flows have been included. Operating results for the nine-month period ended June 30, 2022 are not necessarily indicative of the results that may be expected for the current fiscal year ending September 30, 2022.

#### 4. Marketable Securities

On February 3, 2022, the Company received 1,000,000 shares of Allied Copper Corp. pursuant to an option agreement entered into in 2021 for the Klondike property (Note 5(c)). The shares are measured and presented at fair value using the observable market share price as at the date of the statements of financial position. The gain or loss as a result of the re-measurement is recorded through profit and loss ("FVTPL").

June 30, 2022	Number of Shares	Cost	Fair Value
Allied Copper Corp.	1,000,000	\$ 225,000	\$ 115,000

  

	June 30, 2022	September 30, 2021
Net changes in fair value on marketable securities through profit and loss:		
Value at February 3, 2022	\$ 225,000	\$ -
Change in unrealized (loss)	(110,000)	-
Value at June 30, 2022	\$ 115,000	\$ -

#### 5. EXPLORATION AND EVALUATION ASSETS

The Company typically obtains its mineral exploration rights by way of direct acquisition from government regulatory authorities, outright purchases from third parties, or by entering into option agreements to acquire such rights subject to future consideration, often inclusive of requirements to complete exploration work on such properties. Such costs, when subsequently incurred by the Company, are also capitalized as non-current assets and included within the Exploration and Evaluation category. The Company will, and has, also subsequently entered into arrangements with other parties to vend certain of these interests utilizing similar mechanisms, based on management's assessment of what is advantageous to the Company.

Although the Company has taken steps to verify title to its unproven mineral right interests, 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.

The Company has mineral property interests in USA (the "USA Properties"), in British Columbia and Yukon Territory of Canada (the "Canada Properties"). Following are summary tables of exploration and evaluation assets and brief summary descriptions of each of the exploration and evaluation assets:

ALIANZA MINERALS LTD.  
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS  
FOR THE NINE MONTHS ENDED JUNE 30, 2022 AND 2021  
(Unaudited, presented in Canadian Dollars)

**5. EXPLORATION AND EVALUATION ASSETS – continued**

**Exploration and Evaluation Assets for the period ended June 30, 2022**

	USA					Canada			Peru	Total
	Horsethief	Twin Canyon	Klondike	Stateline	Others	Haldane	KRL	Others	Yanac	
<b>Balance at September 30, 2021</b>	<b>\$ 150,553</b>	<b>\$ 544,274</b>	<b>\$ 49,263</b>	<b>\$ 17,866</b>	<b>\$ 428,519</b>	<b>\$ 4,648,181</b>	<b>\$ 330,269</b>	<b>\$ 1,109,218</b>	<b>\$ 430,236</b>	<b>\$ 7,708,379</b>
<b>Additions during the period</b>										
Acquisition costs:										
Claim staking	-	-	65	762	-	-	-	-	-	827
Property acquisition	-	19,329	20,618	25,772	-	-	-	-	-	65,719
	-	19,329	20,683	26,534	-	-	-	-	-	66,546
Exploration expenditures:										
Aircraft charter	-	-	-	-	-	1,066	-	-	-	1,066
Camp, travel and meals	-	606	2,293	671	-	22,554	-	-	-	26,124
Drilling	-	258	25,124	-	-	55,332	-	-	-	80,714
Field equipment rental	-	-	140	-	-	10,287	-	-	-	10,427
Field supplies and maps	-	-	78	98	-	320	-	-	-	496
Geochemical	-	383	1,443	-	-	-	-	-	-	1,826
Geological consulting	-	7,965	50,489	22,958	4,901	97,961	2,867	-	-	187,141
Legal and accounting	-	322	112	-	-	-	-	-	-	434
Licence and permits	-	580	426	117	62	-	-	1,995	-	3,180
Management fees	-	-	8,376	2,577	-	-	-	-	-	10,953
Permitting	-	15,205	82,834	3,020	-	13,823	-	-	-	114,882
Reporting, drafting, sampling and analysis	-	257	193	12,177	-	23,845	-	-	-	36,472
Trenching	-	-	370	370	-	-	-	-	-	740
	-	25,576	171,878	41,988	4,963	225,188	2,867	1,995	-	474,455
<b>Less:</b>										
Option payment received	-	-	(325,000)	(20,000)	-	-	-	-	-	(345,000)
Proceeds received in excess of exploration and evaluation asset costs - recognized as income	-	-	298,961	-	-	-	-	-	-	298,961
Recovered exploration expenditures	-	-	(215,408)	(52,333)	-	-	-	(40,000)	-	(307,741)
Write-down of properties	-	-	-	-	-	-	-	-	(441,347)	(441,347)
<b>Net additions</b>	-	44,905	(48,886)	(3,811)	4,963	225,188	2,867	(38,005)	(441,347)	(254,126)
Foreign currency translation	(670)	6,194	(377)	2	190	-	-	-	11,111	16,450
<b>Balance at June 30, 2022</b>	<b>\$ 149,883</b>	<b>\$ 595,373</b>	<b>\$ -</b>	<b>\$ 14,057</b>	<b>\$ 433,672</b>	<b>\$ 4,873,369</b>	<b>\$ 333,136</b>	<b>\$ 1,071,213</b>	<b>\$ -</b>	<b>\$ 7,470,703</b>

ALIANZA MINERALS LTD.  
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS  
FOR THE NINE MONTHS ENDED JUNE 30, 2022 AND 2021  
(Unaudited, presented in Canadian Dollars)

**5. EXPLORATION AND EVALUATION ASSETS – continued**

**Exploration and Evaluation Assets for the year ended September 30, 2021**

	USA						Canada				Peru	Total
	Horsethief	Twin Canyon	Bellview	BP	Strategic Alliance Program	Others	Haldane	KRL	Tim	Others	Yanac	
<b>Balance at September 30, 2020</b>	<b>\$ 178,638</b>	<b>\$ 351,336</b>	<b>\$ 97,786</b>	<b>\$ 260,569</b>	<b>\$ -</b>	<b>\$ 23,546</b>	<b>\$ 1,627,078</b>	<b>\$ 257,487</b>	<b>\$ (9,949)</b>	<b>\$ 1,114,250</b>	<b>\$ 424,821</b>	<b>\$ 4,325,562</b>
<b>Additions during the year</b>												
Acquisition costs:												
Claim staking	-	-	-	-	25,482	7,948	-	-	-	-	-	33,430
Property acquisition	-	19,112	-	-	20,041	-	41,500	63,000	-	-	-	143,653
	-	19,112	-	-	45,523	7,948	41,500	63,000	-	-	-	177,083
Exploration expenditures:												
Aircraft charter	-	-	-	-	-	-	33,058	-	-	-	-	33,058
Camp, travel and meals	2,107	8,983	-	1,003	4,283	322	493,970	-	-	-	-	510,668
Drilling	-	-	-	-	-	-	1,547,793	-	-	-	-	1,547,793
Field equipment rental	-	641	-	-	-	-	100,150	-	-	-	-	100,791
Field supplies and maps	-	1,057	-	-	519	-	31,958	-	-	-	-	33,534
Geochemical	38,348	13,962	-	-	-	-	17,977	-	-	-	-	70,287
Geological consulting	12,959	127,600	725	3,719	67,175	8,902	727,772	7,282	-	1,347	18,499	975,980
Geophysics	3,447	-	-	-	-	-	-	-	-	-	-	3,447
Legal and accounting	-	-	-	-	14	8	43	-	-	-	-	65
Licence and permits	(18,243)	12,577	7,683	32,039	50,908	3,310	8,640	2,500	-	3,570	5,585	108,569
Permitting	-	11,501	-	-	13,708	1,433	-	-	-	-	-	26,642
Reclamation	23,393	-	-	-	-	-	-	-	-	-	-	23,393
Reporting, drafting, sampling and analysis	-	11,727	-	-	-	-	18,242	-	-	-	-	29,969
Trenching	-	1,529	-	-	892	-	-	-	-	-	-	2,421
	62,011	189,577	8,408	36,761	137,499	13,975	2,979,603	9,782	-	4,917	24,084	3,466,617
<b>Less:</b>												
Recovered exploration expenditures	(92,087)	-	-	-	(115,893)	(13,274)	-	-	-	-	-	(221,254)
Write-down of properties	-	-	-	-	-	(8,469)	-	-	-	-	-	(8,469)
<b>Net additions / (subtractions)</b>	<b>(30,076)</b>	<b>208,689</b>	<b>8,408</b>	<b>36,761</b>	<b>67,129</b>	<b>180</b>	<b>3,021,103</b>	<b>72,782</b>	<b>-</b>	<b>4,917</b>	<b>24,084</b>	<b>3,413,977</b>
Foreign currency translation	1,991	(15,751)	178	1,157	-	(66)	-	-	-	-	(18,669)	(31,160)
<b>Balance at September 30, 2021</b>	<b>\$ 150,553</b>	<b>\$ 544,274</b>	<b>\$ 106,372</b>	<b>\$ 298,487</b>	<b>\$ 67,129</b>	<b>\$ 23,660</b>	<b>\$ 4,648,181</b>	<b>\$ 330,269</b>	<b>\$ (9,949)</b>	<b>\$ 1,119,167</b>	<b>\$ 430,236</b>	<b>\$ 7,708,379</b>

**5. EXPLORATION AND EVALUATION ASSETS – continued**

**USA**

a) Horsethief (Nevada)

On January 27, 2015, the Company signed a binding agreement to acquire eight gold properties in Nevada, USA from Sandstorm Gold Ltd. (“Sandstorm”) by issuing 150,000 shares to Sandstorm and granting a net smelter returns royalty ranging from 0.5% to 1.0%. The Company also granted Sandstorm a right of first refusal on any future metal streaming agreements on these properties. In 2015 and 2016, the Company dropped four of the gold properties. The properties retained are:

- Horsethief
- Bellview (discussed below under “Others – Bellview (Nevada)” section)
- East Walker (discussed below under “Others – East Walker (Nevada)” section)
- Ashby (discussed below under “Others – Ashby (Nevada)” section)

The Horsethief property is located in Lincoln County Nevada, northeast of Pioche. A 2% NSR is payable to a previous owner of the property from production on certain claims on the property while a 1% NSR is payable to Sandstorm on all the claims on the property.

In 2017, the Company acquired new ground by staking an additional 33 BLM lode mining claims at the Horsethief property.

On March 1, 2019, the Company entered into an option agreement with Hochschild Mining (US) Inc. (“Hochschild”) whereby Hochschild could earn up to a 70% undivided interest in the Horsethief property. During the option period, Hochschild had forwarded a total of \$1,601,766 (US\$1,200,814) for the Horsethief property. On November 20, 2020, Hochschild terminated the earn-in on the Horsethief project. Thus, the Company retains 100% interest in the Horsethief project.

b) Twin Canyon (Colorado)

On June 17, 2020, the Company acquired a lease of the Twin Canyon gold property in southwest Colorado under the following terms:

- Make cash payments of US\$26,000 (\$34,681) to Myron Goldstein and US\$32,000 (\$42,685) to Jon Thorson (paid) and issue 250,000 shares to Myron Goldstein and 250,000 shares to Jon Thorson (shares issued);
- 500,000 shares on the date that is five business days following the date that the Company, directly or indirectly, stakes any mineral claims adjacent to the property (shares issued);
- 500,000 shares on the date that is five business days following the date that the Company enters into a joint venture, option or similar agreement with a third party in respect of the property; and
- 500,000 shares on the date that is five business days following the date that the Company, directly or indirectly, commence a drill program in respect of the property.

The Company agreed to assume the terms of Myron Goldstein and Jon Thorson commitments under the lease, namely the annual lease payments of US\$15,000 for ten years, with the right to extend the lease for 2 additional terms of ten years each. The original property owner has a 1.5% NSR on the property, two-thirds (1%) of which is purchasable at any time for US\$1,000,000. If annual NSR payments exceed US\$20,000 in a given year, the Company will not have to make the annual US\$15,000 lease payment for that year.

**5. EXPLORATION AND EVALUATION ASSETS – continued**

**USA** – continued

b) Twin Canyon (Colorado) – continued

As of June 30, 2022, the Company had spent \$595,373 on advancing this property, including the acquisition costs.

c) Klondike (Colorado)

The Company acquired the Klondike property by staking a 100% interest in this property in Colorado.

On June 7, 2021, the Company and Cloudbreak Discovery PLC (“Cloudbreak”) entered into an Alliance Agreement. Under the terms of the Alliance Agreement, either company can introduce projects to the Strategic Alliance. Projects accepted into the Strategic Alliance will be held 50/50 but funding of the initial acquisition and any preliminary work programs will be funded 40% by the introducing partner and 60% by the other party. The initial term of the Alliance Agreement is two years and may be extended for an additional two years.

The Company and Cloudbreak agreed to accept the Klondike property as part of the Strategic Alliance. As of September 30, 2021, Cloudbreak owed \$94,044 to the Company for this Klondike pursuant to this Alliance Agreement. During the nine months ended June 30, 2022, Cloudbreak was invoiced \$12,168 (US\$9,443) for reimbursements related to the Klondike property pertaining to the Strategic Alliance.

On December 3, 2021, the Company and Cloudbreak entered into an option agreement with Allied Copper Corp. (“Allied”) to explore the Klondike property. On February 1, 2022, the option agreement was amended with the following terms where the Company and Cloudbreak will each receive 50% of the option payments.

Allied can earn a 100% interest in the Klondike property by (i) financing \$4.75-million in exploration over four years and (ii) issuing 7 million common shares and making cash payments totalling \$400,000 over four years as follows.

Date/Period	Expenditures	Option Payment	
		Cash	Shares
On the Effective Date	None	\$50,000 (received)	None
On the Closing Date (February 3, 2022)	None	\$150,000 (received)	2,000,000 (received)
On or before 1 <sup>st</sup> anniversary of the Closing Date	\$500,000	None	2,000,000
On or before 2 <sup>nd</sup> anniversary of the Closing Date	\$750,000	None	3,000,000
On or before 3 <sup>rd</sup> anniversary of the Closing Date	\$1,500,000	\$100,000	None
On or before 4 <sup>th</sup> anniversary of the Closing Date	\$2,000,000	\$100,000	None

**5. EXPLORATION AND EVALUATION ASSETS – continued**

**USA** – continued

c) Klondike (Colorado) – continued

Upon completion of these option agreement obligations, the Strategic Alliance will transfer 100% interest in the Klondike property to Allied. Allied will also issue 3,000,000 warrants exercisable for a three-year term at a price equal to the greater of (i) \$0.23 and (ii) the 10-day VWAP of Allied's common shares at the time of the issuance.

The Strategic Alliance will retain a 2% net smelter royalty which is subject to a buy down provision where Allied may, at its discretion, repurchase half of the royalty for \$1,500,000 within 30 days of commercial production.

If Allied files on SEDAR an NI 43-101 technical report establishing the existence of a resource on any portion of the Klondike Property of at least 50,000,000 tonnes of either copper or copper equivalent at a minimum cut-off grade of 0.50% copper or copper equivalent and categorized as a combination of inferred resources, indicated resources and measured resources, then Allied will also issue a further 3,000,000 warrants exercisable for a three year term at a price equal to the greater of (i) \$0.23 and (ii) the 10-day VWAP of Allied's common shares at the time of the issuance.

As of June 30, 2022, Allied had forwarded a total of \$196,352 (US\$152,376) for the Klondike property. The Company incurred additional recoverable expenditures in the amount of \$6,888 (US\$5,345) as of June 30, 2022, which is recorded as due from optionee. Subsequent to June 30, 2022, Allied forwarded another US\$365,000. During the nine months ended June 30, 2022, the Company paid a total of US\$41,450 (\$53,412) financial warranty and bond.

	June 30, 2022	September 30, 2021
<b>Restricted cash &amp; Funds held for optionee</b>		
Klondike - Allied	\$ 25,837	\$ -
	<b>\$ 25,837</b>	<b>\$ -</b>

d) Stateline (Colorado and Utah)

The Company acquired the Stateline property by staking a 100% interest in this property in Colorado and Utah.

The Company and Cloudbreak agreed to accept the Stateline property as part of the Strategic Alliance. As of September 30, 2021, Cloudbreak owed \$21,849 to the Company for this Klondike pursuant to this Alliance Agreement. During the nine months ended June 30, 2022, Cloudbreak was invoiced \$19,031 (US\$14,769) for reimbursements related to the Stateline property pertaining to the Strategic Alliance.

On February 9, 2022, the Company and Cloudbreak entered into an option agreement with Allied Copper Corp. ("Allied") to explore the Stateline property with the following terms where the Company and Cloudbreak will each receive 50% of the option payments:

Allied can earn a 100% interest in the Stateline property by (i) financing \$3.75-million in exploration over four years and (ii) issuing 4.25 million common shares and making cash payments totalling \$315,000 over three years as follows.

**5. EXPLORATION AND EVALUATION ASSETS – continued**

**USA** – continued

d) *Stateline (Colorado and Utah)* – continued

Date/Period	Expenditures	Option Payment	
		Cash	Shares
On the Effective Date	None	\$40,000 (received)	None
On the Closing Date	None	\$50,000	500,000
On or before 1 <sup>st</sup> anniversary of the Closing Date	\$500,000	\$50,000	750,000
On or before 2 <sup>nd</sup> anniversary of the Closing Date	\$750,000	\$75,000	1,500,000
On or before 3 <sup>rd</sup> anniversary of the Closing Date	\$1,000,000	\$100,000	1,500,000
On or before 4 <sup>th</sup> anniversary of the Closing Date	\$1,500,000	None	None

The Strategic Alliance will retain a 2% net smelter royalty which is not subject to a buy down provision.

If Allied acquires additional mineral tenures within the Area of Interest (the “AOI”), it will issue the Strategic Alliance additional common shares on a sliding scale that is proportional to the area of the acquired mineral tenures. Conversely, if the Strategic Alliance acquires mineral tenures within the AOI, it will first offer them to Allied and be compensated on that same sliding scale, should Allied choose to acquire them.

As of June 30, 2022, Allied had forwarded a total of \$59,139 (US\$45,894) for the Stateline property. The Company held \$25,837 (US\$20,050) on behalf of Allied to be spent on the Klondike property, which is recorded as restricted cash.

e) *Others – Sinbad (Colorado)*

The Company acquired the Sinbad property by staking a 100% interest in this property in Colorado.

Even though the Sinbad property did not get accepted as part of the Strategic Alliance, Cloudbreak agreed to reimburse the Company \$10,078 for the amounts spent on obtaining this property as of September 30, 2021 (received).

During the year ended September 30, 2021, the Company dropped the Sinbad property and wrote off \$8,469.

**5. EXPLORATION AND EVALUATION ASSETS – continued**

**USA** – continued

f) Others - Bellview (Nevada)

The Bellview property is located in White Pine County Nevada, near the Bald Mountain Gold Mine. A 2% NSR is payable to a previous owner of the property and a 1% NSR is payable to Sandstorm from production from all the claims on the property.

g) Others - BP (Nevada)

On June 10, 2013, the Company purchased from Almaden Minerals Ltd. (“Almaden”) the BP property in Nevada, USA. A 2% NSR is payable to Almadex Minerals Limited (“Almadex”) on future production on the property after Almaden transferred the NSR right to Almadex.

In 2017, the Company acquired new ground by staking an additional 48 BLM lode mining claims at the BP property.

h) Others – Ashby (Nevada)

On August 2, 2017, the Company signed an exploration lease agreement to lease the Ashby gold property to Nevada Canyon Gold Corp. (“Nevada Canyon”). Under the terms of the agreement, Nevada Canyon made a US\$1,000 payment on signing, will make annual payments of US\$2,000 and will grant a 2% Net Smelter Royalty (“NSR”) on future production from the Lazy 1-3 claims comprising the Ashby property. Nevada Canyon will also be responsible for all claim fees and certain reclamation work to be undertaken on the property. The initial term of the lease is 10 years and can be extended for an additional 20 years.

During the year ended September 30, 2021, Nevada Canyon reimbursed the Company \$3,196 which includes US\$543 for the 2021 annual property claim fee and US\$2,000 for the 2021 annual payment.

i) Others – East Walker (Nevada)

The East Walker property is located in Lyon County, west of Hawthorne. A 2% NSR is payable to a previous owner of the property from production from some claims on the property.

## 5. EXPLORATION AND EVALUATION ASSETS – continued

### Canada

#### j) Haldane (Yukon)

On March 2, 2018, the Haldane property was purchased from Equity Exploration Consultants Ltd. (“Equity”), and is located in Yukon Territory, Canada. Equity has a 2% NSR royalty on the Haldane property.

The Company purchased the Haldane property from Equity for the following consideration:

- issue 2 million shares to Equity upon receipt of TSX-Venture approval (shares issued);
- make two staged cash payments of \$50,000 each to Equity by June 30, 2018 (paid) and June 30, 2019 (paid);
- make a final \$100,000 cash payment or issue the number of shares of equivalent value at the Company’s election, on June 30, 2019 (\$25,000 paid and shares of \$75,000 issued); and
- make bonus share payments to Equity:
  - issue 250,000 shares to Equity upon the public disclosure of a Measured Mineral Resource (as such term is defined in National Instrument 43-101- Standards of Disclosure for Mineral Projects) of 5 million oz silver-equivalent at 500g/t silver-equivalent; and
  - 500,000 shares to be issued upon the decision to commence construction of a mine or processing plant.

On April 12, 2018, the Company purchased the Nur, Clarkston and Fara claims which are contiguous to and grouped with the Haldane property from the estate of Yukon prospector John Peter Ross (the “Estate”) for the following consideration:

- issue 100,000 shares to the Estate upon receipt of TSX-Venture approval (shares issued);
- make cash payment of \$10,000 to the Estate by June 30, 2018 (paid);
- make cash payment of \$20,000 (paid) and issue 125,000 shares (issued) to the Estate by April 12, 2019;
- make cash payment of \$20,000 (paid) and issue 125,000 shares (issued) to the Estate by April 12, 2020;
- make cash payment of \$25,000 (paid) and issue 150,000 shares (issued) to the Estate by April 12, 2021; and
- make bonus share payments to the Estate as follows:
  - issue 250,000 shares to the Estate upon the public disclosure of a Measured Mineral Resource (as such term is defined in National Instrument 43-101- Standards of Disclosure for Mineral Projects) of 5 million oz silver-equivalent at 500g/t silver-equivalent; and
  - 500,000 shares to be issued upon the decision to commence construction of a mine or processing plant.

As of June 30, 2022, the Company had spent \$4,873,369 on advancing this property.

**5. EXPLORATION AND EVALUATION ASSETS – continued**

**Canada** – continued

k) KRL (British Columbia)

On September 1, 2018, the Company optioned the KRL property from prospector Bernie Kreft (“Kreft”), and is located in British Columbia’s prolific Golden Triangle, Canada. Kreft has a 1% NSR royalty on the KRL property.

The Company optioned the KRL property from Kreft for the following consideration:

- make cash payments of \$10,000 (paid) and issue 100,000 shares to Kreft upon receipt of TSX-Venture approval (issued);
- make cash payments of \$15,000 to Kreft by October 15, 2018 (paid);
- make cash payments of \$5,000 by October 31, 2019 (paid) and a further \$20,000 by January 1, 2020 (paid) and issue 100,000 shares (issued) to Kreft by September 30, 2019;
- make cash payments of \$50,000 (paid) and issue 200,000 shares (issued) to Kreft by September 30, 2020;
- make cash payments of \$50,000 (paid) and issue 200,000 shares (issued) to Kreft by September 30, 2021;
- make cash payments of \$100,000 and issue 200,000 shares to Kreft by September 30, 2022; and
- make bonus share payments to Kreft as follows:
  - issue additional shares upon the disclosure of an NI43-101 inferred resource estimate equal to 1 share per ounce of inferred resource, to a maximum of 350,000 shares; and
  - 500,000 shares to be issued on the commencement of commercial production.

As of June 30, 2022, the Company had spent \$333,136 on advancing this property.

l) Others – Tim (Yukon)

On January 24, 2020, the Company entered into an option agreement with a wholly owned subsidiary of Coeur Mining Inc. (“Coeur”) to explore the Tim property in southern Yukon.

Coeur can earn an initial 51% interest in the Tim property by (i) financing \$3.55-million in exploration over five years and (ii) making scheduled cash payments totalling \$275,000 over five years as follows.

<b>Date/Period</b>	<b>Expenditures</b>	<b>Option Payment</b>
On the Effective Date	None	\$10,000 (received)
On or before 1 <sup>st</sup> anniversary of the Class 1 Notification Date	\$50,000	\$15,000 (received)
On or before e 2 <sup>nd</sup> anniversary of the Class 1 Notification Date	\$500,000	\$25,000 (received)
On or before 3 <sup>rd</sup> anniversary of the Class 1 Notification Date	\$500,000	\$50,000
On or before 4 <sup>th</sup> anniversary of the Class 1 Notification Date	\$1,000,000	\$75,000
On or before 5 <sup>th</sup> anniversary of the Class 1 Notification Date	\$1,500,000	\$100,000

(\*) Class 1 Notification Date is December 16, 2020.

**5. EXPLORATION AND EVALUATION ASSETS – continued**

**Canada** – continued

l) Others – Tim (Yukon) - continued

After earning an initial 51% interest in the property, to increase its interest to 80%, Coeur must finance a feasibility study and notify the Company of its intention to develop a commercial mine on the property on or before the eighth anniversary from the date of notification of the Class 1 exploration permit, as well as pay an additional \$300,000 to the Company as follows:

Date/Period	Option Payment
On or before 6 <sup>th</sup> anniversary of the Class 1 Notification Date	\$100,000
On or before 7 <sup>th</sup> anniversary of the Class 1 Notification Date	\$100,000
On or before 8 <sup>th</sup> anniversary of the Class 1 Notification Date	\$100,000

In 2010, the Company acquired the White River property through staking. The White River property is located in the Yukon Territory, northwest of Whitehorse.

On July 23, 2007, the Company purchased from Almaden certain properties in the Yukon and Almaden assigned the 2% NSR royalty on future production from these mineral claims to Almadex:

- Goz Creek – located 180 kilometers north east of Mayo, Yukon.
- MOR – located 35 kilometers east of Teslin, Yukon and is 1.5 kilometers north of the paved Alaska Highway.

As of June 30, 2022, the Company had spent \$1,071,213 on advancing these properties, net of recoveries.

**Peru**

On April 29, 2015, the Company acquired the Yanac property which is located in Chinchá region of the Department of Ica, south-central Peru.

m) Yanac

On February 27, 2013, Cliffs Natural Resources Exploration Inc., a wholly owned subsidiary of Cliffs Natural Resources Inc. (“Cliffs”) and the Company’s wholly-owned subsidiary entered into a Limited Liability Company Membership Agreement (“agreement”) in respect of the Yanac property. In December 2015, Cliffs’ interest in Yanac was acquired by 50 King Capital Exploration Inc. (“50 King”), a private company, which took over all previous obligations of Cliffs.

On July 6, 2016, 50 King terminated the agreement, retaining only a 0.5% net smelter royalty (“NSR”) on the Yanac property based on prior expenditures and transferred the ownership of the property back to the Company.

During the nine months ended June 30, 2022, the Company dropped Yanac property and wrote off \$441,347.

**Mexico**

The Company holds a 1% Net Smelter Royalty on certain Mexican properties which is capped at \$1,000,000.

## 6. DEPOSITS

As of June 30, 2022, the Company has a US\$53,450 (\$68,876) performance bond with the State of Colorado Board of Land Commissioners and Colorado Division of Reclamation, Mining and Safety for the Klondike property and Twin Canyon property (September 30, 2021 - \$12,741 (US\$10,000)) and a \$14,921 reclamation bond with the Ministry of Energy, Mines and Low Carbon Innovation for the KRL property (September 30, 2021 - \$14,921).

## 7. SHARE CAPITAL

### a) Authorized:

As at June 30, 2022, the authorized share capital is comprised of an unlimited number of common shares without par value and an unlimited number of preferred shares issuable in series. All issued shares are fully paid.

### b) Issued:

During the year ended September 30, 2021, the Company:

- i) Completed a non-brokered private placement on October 9, 2020 by issuing 7,670,370 non-flow-through units ("Unit") at a price of \$0.135 per Unit for gross proceeds of \$1,035,500 and 13,881,130 flow-through shares ("FT Share") at a price of \$0.155 per FT Share for gross proceeds of \$2,151,575. Each Unit consists of one common share and one-half common share purchase warrant. Each warrant entitles the holder to purchase one additional common share for a 24-month period at a price of \$0.20. In connection with the financing, the Company paid \$199,868 as a cash finder's fee and issued 1,339,036 finder's warrants, each of which is exercisable into one common share at a price of \$0.135 for a period of 24 months. The value of the finder's warrants was determined to be \$109,533 and was calculated using the Black-Scholes option pricing model. Under the residual value approach, no value was assigned to the warrant component of the Units. The Company recorded a flow-through premium liability of \$277,623 and incurred additional share issue costs of \$41,371 in connection with this financing.
- ii) Completed a non-brokered private placement on June 14, 2021 by issuing 10,510,333 flow-through shares ("FT Share") at a price of \$0.12 per FT Share for gross proceeds of \$1,261,240. In connection with the financing, the Company paid \$79,870 as a cash finder's fee and issued 665,583 finder's warrants, each of which is exercisable into one common share at a price of \$0.12 for a period of 24 months. The value of the finder's warrants was determined to be \$44,394 and was calculated using the Black-Scholes option pricing model. The Company recorded a flow-through premium liability of \$105,103 and incurred additional share issue costs of \$27,106 in connection with this financing.
- iii) Issued 150,000 common shares to the Estate at a price of \$0.11 per share for a total consideration of \$16,500 to pay for the Haldane property (see Note 5).
- iv) Issued 200,000 common shares to Kreft at a price of \$0.065 per share for a total consideration of \$13,000 to pay for the KRL property (see Note 5).
- v) Issued common shares pursuant to the exercise of 56,100 finder's warrants and 6,240,000 warrants for cash proceeds of \$626,805.

## 7. SHARE CAPITAL

### b) Issued: (continued)

During the nine months ended June 30, 2022, the Company:

- vi) Completed a non-brokered private placement on May 19, 2022 by issuing 10,000,000 units ("Unit") at a price of \$0.075 per Unit for gross proceeds of \$750,000. Each Unit consists of one common share and one-half common share purchase warrant. Each warrant entitles the holder to purchase one additional common share for a 36-month period at a price of \$0.125. Under the residual value approach, \$150,000 was assigned to the warrant component of the Units. The Company incurred share issue costs of \$14,370 in connection with this financing.

## 8. STOCK OPTIONS AND WARRANTS

### a) Stock option compensation plan

The Company grants stock options to directors, officers, employees and consultants pursuant to the Company's Stock Option Plan (the "Plan"). The number of options that may be issued pursuant to the Plan are limited to 10% of the Company's issued and outstanding common shares and to other restrictions with respect to any single participant (not greater than 5% of the issued common shares) or any one consultant (not greater than 2% of the issued common shares).

Options granted to consultants performing investor relations activities will contain vesting provisions such that vesting occurs over at least 12 months with no more than one quarter of the options vesting in any 3-month period.

Vesting provisions may also be applied to other option grants, at the discretion of the directors. Options issued pursuant to the Plan will have an exercise price as determined by the directors, and permitted by the TSX-V, at the time of the grant. Options have a maximum expiry date of 5 years from the grant date.

Stock option transactions and the number of stock options for the nine months ended June 30, 2022 are summarized as follows:

Expiry date	Exercise price	September 30, 2021	Granted	Exercised	Expired / cancelled	June 30, 2022
March 14, 2023	\$0.10	840,000	-	-	-	840,000
July 30, 2024	\$0.10	1,725,000	-	-	-	1,725,000
October 15, 2025	\$0.14	2,005,000	-	-	-	2,005,000
January 18, 2027	\$0.10	-	5,800,000	-	-	5,800,000
March 17, 2027	\$0.10	-	500,000	-	-	500,000
Options outstanding		4,570,000	6,300,000	-	-	10,870,000
Options exercisable		4,570,000	6,300,000	-	-	10,870,000
Weighted average exercise price		\$0.12	\$0.10	\$Nil	\$Nil	\$0.11

As at June 30, 2022, the weighted average contractual remaining life of options is 3.64 years (September 30, 2021 – 3.11 years). The weighted average fair value of stock options granted during the nine months ended June 30, 2022 was \$0.06 (2021 - \$0.10).

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**8. STOCK OPTIONS AND WARRANTS – continued**

a) Stock option compensation plan - continued

Stock option transactions and the number of stock options for the year ended September 30, 2021 are summarized as follows:

Expiry date	Exercise price	September 30, 2020	Granted	Exercised	Expired / cancelled	September 30, 2021
April 29, 2021	\$0.25	100,000	-	-	(100,000)	-
September 30, 2021	\$0.15	1,245,000	-	-	(1,245,000)	-
March 14, 2023	\$0.10	840,000	-	-	-	840,000
July 30, 2024	\$0.10	1,725,000	-	-	-	1,725,000
October 15, 2025	\$0.14	-	2,005,000	-	-	2,005,000
Options outstanding		3,910,000	2,005,000	-	(1,345,000)	4,570,000
Options exercisable		3,910,000	2,005,000	-	(1,345,000)	4,570,000
Weighted average exercise price		\$0.12	\$0.14	\$Nil	\$0.16	\$0.12

The weighted average assumptions used to estimate the fair value of options for the nine months ended June 30, 2022 and 2021 were as follows:

	June 30, 2022	June 30, 2021
Risk-free interest rate	1.32% - 1.34%	1.29%
Expected life	5 years	5 years
Expected volatility	104.30% - 104.41%	101.56%
Expected dividend yield	nil	nil

b) Warrants

The continuity of warrants for the nine months ended June 30, 2022 is as follows:

Expiry date	Exercise price	September 30, 2021	Issued	Exercised	Expired	June 30, 2022
July 9, 2022	* \$0.10	11,350,000	-	-	-	11,350,000
October 9, 2022	\$0.20	3,835,186	-	-	-	3,835,186
February 25, 2023	\$0.10	19,100,000	-	-	-	19,100,000
May 19, 2025	\$0.125	-	5,000,000	-	-	5,000,000
Outstanding		34,285,186	5,000,000	-	-	39,285,186
Weighted average exercise price		\$0.11	\$0.125	\$Nil	\$Nil	\$0.11

\*Subsequently, 11,350,000 warrants expired unexercised.

As at June 30, 2022, the weighted average contractual remaining life of warrants is 0.72 years (September 30, 2021 – 1.15 years).

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**8. STOCK OPTIONS AND WARRANTS – continued**

b) Warrants – continued

The continuity of warrants for the year ended September 30, 2021 is as follows:

Expiry date	Exercise price	September 30, 2020	Issued	Exercised	Expired	September 30, 2021
December 24, 2020	\$0.10	4,400,000	-	(3,300,000)	(1,100,000)	-
July 9, 2022	\$0.10	12,600,000	-	(1,250,000)	-	11,350,000
February 25, 2023	\$0.10	20,790,000	-	(1,690,000)	-	19,100,000
October 9, 2022	\$0.20	-	3,835,186	-	-	3,835,186
Outstanding		37,790,000	3,835,186	(6,240,000)	(1,100,000)	34,285,186
Weighted average exercise price		\$0.10	\$0.20	\$0.10	\$0.10	\$0.11

c) Finder's warrants

The continuity of finder's warrants for the nine months ended June 30, 2022 is as follows:

Expiry date	Exercise price	September 30, 2021	Issued	Exercised	Expired	June 30, 2022
October 9, 2022	\$0.135	1,339,036	-	-	-	1,339,036
June 14, 2023	\$0.12	665,583	-	-	-	665,583
Outstanding		2,004,619	-	-	-	2,004,619
Weighted average exercise price		\$0.13	\$Nil	\$Nil	\$Nil	\$0.13

As at June 30, 2022, the weighted average contractual remaining life of finder's warrants is 0.50 years (September 30, 2021 – 1.25 years).

The continuity of finder's warrants for the year ended September 30, 2021 is as follows:

Expiry date	Exercise price	September 30, 2020	Issued	Exercised	Expired	September 30, 2021
February 25, 2021	\$0.05	806,100	-	(56,100)	(750,000)	-
October 9, 2022	\$0.135	-	1,339,036	-	-	1,339,036
June 14, 2023	\$0.12	-	665,583	-	-	665,583
Outstanding		806,100	2,004,619	(56,100)	(750,000)	2,004,619
Weighted average exercise price		\$0.05	\$0.13	\$0.05	\$0.15	\$0.13

The weighted average assumptions used to estimate the fair value of finder's warrants for the nine months ended June 30, 2022 and 2021 were as follows:

	June 30, 2022	June 30, 2021
Risk-free interest rate	n/a	1.09%
Expected life	n/a	2 year
Expected volatility	n/a	120.96%
Expected dividend yield	n/a	nil

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 (Presented in Canadian Dollars)

**9. RELATED PARTY TRANSACTIONS**

The aggregate value of transactions and outstanding balances relating to key management personnel and entities over which they have control or significant influence were as follows:

For the nine months ended June 30, 2022

	Short-term employee benefits	Post-employment benefits	Other long-term benefits	Termination benefits	Share-based payments	Total
Jason Weber Chief Executive Officer, Director	\$ 121,500	\$ Nil	\$ Nil	\$ Nil	\$ 59,000	\$ 180,500
Rob Duncan VP of Exploration	\$ 112,500	\$ Nil	\$ Nil	\$ Nil	\$ 44,250	\$ 156,750
Winnie Wong Chief Financial Officer	\$ Nil	\$ Nil	\$ Nil	\$ Nil	\$ 29,500	\$ 29,500
Marc G. Blythe Director	\$ Nil	\$ Nil	\$ Nil	\$ Nil	\$ 29,500	\$ 29,500
Mark T. Brown Director	\$ Nil	\$ Nil	\$ Nil	\$ Nil	\$ 44,250	\$ 44,250
Craig Lindsay Director	\$ Nil	\$ Nil	\$ Nil	\$ Nil	\$ 29,500	\$ 29,500
John Wilson Director	\$ Nil	\$ Nil	\$ Nil	\$ Nil	\$ 14,750	\$ 14,750
Sven Gollan Director	\$ Nil	\$ Nil	\$ Nil	\$ Nil	\$ 23,100	\$ 23,100

For the nine months ended June 30, 2021

	Short-term employee benefits	Post-employment benefits	Other long-term benefits	Termination benefits	Share-based payments	Total
Jason Weber Chief Executive Officer, Director	\$ 121,500	\$ Nil	\$ Nil	\$ Nil	\$ 30,270	\$ 151,770
Rob Duncan VP of Exploration	\$ 112,500	\$ Nil	\$ Nil	\$ Nil	\$ 30,270	\$ 142,770
Winnie Wong Chief Financial Officer	\$ Nil	\$ Nil	\$ Nil	\$ Nil	\$ 20,180	\$ 20,180
Marc G. Blythe Director	\$ Nil	\$ Nil	\$ Nil	\$ Nil	\$ 20,180	\$ 20,180
Mark T. Brown Director <sup>(a)</sup>	\$ Nil	\$ Nil	\$ Nil	\$ Nil	\$ 30,270	\$ 30,270
Craig Lindsay Director	\$ Nil	\$ Nil	\$ Nil	\$ Nil	\$ 20,180	\$ 20,180
John Wilson Director	\$ Nil	\$ Nil	\$ Nil	\$ Nil	\$ 20,180	\$ 20,180

**9. RELATED PARTY TRANSACTIONS – continued**

Related party transactions and balances

	Services	Nine months ended		Balance due	
		June 30, 2022	June 30, 2021	As at June 30, 2022	As at September 30, 2021
Amounts due to:					
Jason Weber	Consulting fee and share-based payment	\$ 180,500	\$ 151,770	\$ Nil	\$ Nil
Rob Duncan	Consulting fee and share-based payment	\$ 156,750	\$ 142,770	\$ Nil	\$ Nil
Pacific Opportunity Capital Ltd. <sup>(a)</sup>	Accounting, financing, and shareholder communication services	\$ 153,000	\$ 146,745	\$ 279,327	\$ 214,731
<b>TOTAL:</b>		<b>\$ 490,250</b>	<b>\$ 441,285</b>	<b>\$ 279,327</b>	<b>\$ 214,731</b>

(a) The president of Pacific Opportunity Capital Ltd., a private company, is a director of the Company.

**10. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS**

The significant non-cash investing and financing transactions during the nine months ended June 30, 2022 were as follows:

- As of June 30, 2022, a total of \$42,412 in exploration and evaluation asset costs was included in accounts payable and accrued liabilities;
- As of June 30, 2022, a total of \$32,750 in share issue costs was included in due to related parties; and
- The Company recorded \$225,000 in marketable securities related to the shares received for the Klondike property.

The significant non-cash investing and financing transactions during the nine months ended June 30, 2021 were as follows:

- As at June 30, 2021, a total of \$378,866 in exploration and evaluation asset costs was included in accounts payable and accrued liabilities; and a total of \$8,568 in exploration and evaluation costs was included in prepaid expenses;
- As at June 30, 2021, a total of \$57,750 in share issue costs was included in due to related parties;
- The Company recorded \$153,927 in share issue costs related to the issue of finder's warrants pursuant to the private placement financing completed;
- The Company recorded \$16,500 in share capital related to the issue of common shares pursuant to the acquisition of exploration and evaluation assets; and
- The Company recorded \$1,828 in share capital related to the reclassification of the fair values of finder's warrants exercised from reserves.

## 11. SEGMENTED INFORMATION

The Company has one reportable operating segment, that being the acquisition and exploration of mineral properties. Geographical information is as follows:

	<u>June 30, 2022</u>	<u>September 30, 2021</u>
Non-current assets		
USA	1,261,861	1,203,216
Peru	39,904	466,288
Canada	6,292,639	6,102,589
	<u>\$ 7,594,404</u>	<u>\$ 7,772,093</u>

## 12. FINANCIAL INSTRUMENTS

The Company's financial instruments are exposed to certain financial risks, including currency risk, credit risk, liquidity risk, market risk and commodity price risk.

### (a) Currency risk

The Company's property interests in USA make it subject to foreign currency fluctuations and inflationary pressures which may adversely affect the Company's financial position, results of operations and cash flows. The Company is affected by changes in exchange rates between the Canadian Dollar and foreign functional currencies. The Company does not invest in foreign currency contracts to mitigate the risks. The Company's exploration program, some of its general and administrative expenses and financial instruments denoted in a foreign currency are exposed to currency risk. A 10% change in the US dollar over the Canadian dollar would change the results of operations by approximately \$42,000.

### (b) Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to the liquidity of its cash. The Company limits exposure to credit risk by maintaining its cash with a large Canadian financial institution.

### (c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company ensures there is sufficient capital in order to meet short-term business requirements, after taking into account cash flows from operations and the Company's holdings of cash. The Company does not have sufficient cash to settle its current liabilities, and further funding will be required to meet the Company's short-term and long-term operating needs. The Company manages liquidity risk through the management of its capital structure.

Accounts payable and accrued liabilities are due within the current operating period.

## 12. FINANCIAL INSTRUMENTS – continued

### (d) Market risk

Market risks to which the Company is exposed include unfavorable movements in commodity prices, interest rates, and foreign exchange rates. As at June 30, 2022, the Company has no producing assets and holds the majority of its cash in secure, Canadian dollar-denominated deposits. Consequently, its exposure to these risks has been significantly reduced, but as the Company redeploys its cash, exposure to these risks may increase. The objective of the Company is to mitigate exposure to these risks while maximizing returns.

The Company owns available-for-sale marketable securities in the mineral resource sector. Changes in the future pricing and demand of commodities can have a material impact on the market value of the investments. The nature of such investments is normally dependent on the invested company being able to raise additional capital to further develop and to determine the commercial viability of its resource properties. Management mitigates the risk of loss resulting from this concentration by monitoring the trading value of the investments on a regular basis.

#### i) Interest rate risk

As at June 30, 2022, the Company's exposure to movements in interest rates was limited to potential decreases in interest income from changes to the variable portion of interest rates for its cash. Market interest rates in Canada are at historically low levels, so management does not consider the risk of interest rate declines to be significant, but should such risks increase the Company may mitigate future exposure by entering into fixed-rate deposits. A 1% change in the interest rate, with other variables unchanged, would not significantly affect the Company.

#### ii) Foreign exchange risk

The Company is exposed to the financial risk related to the fluctuation of foreign exchange rates. The Company may maintain cash and other financial instruments, or may incur revenues and expenditures in currencies other than the Canadian dollar. Significant changes in the currency exchange rates between the Canadian dollar relative to these foreign currencies, which may include but are not limited to US dollars and Peruvian nuevo sol, could have an effect on the Company's results of operations, financial position or cash flows. The Company has not hedged its exposure to currency fluctuations.

### (e) Commodity price risk

The ability of the Company to develop its mineral properties and the future profitability of the Company are directly related to the market price of minerals such as gold, zinc, lead and copper. The Company's input costs are also affected by the price of fuel. The Company closely monitors mineral and fuel prices to determine the appropriate course of action to be taken by the Company.

IFRS 7 establishes a fair value hierarchy that prioritizes the input to valuation techniques used to measure fair value as follows:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

**12. FINANCIAL INSTRUMENTS – continued**

Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Marketable securities are measured using lever 1 inputs.

The following table sets forth the Company's financial assets measured at amortized cost by level within the fair value hierarchy.

As at June 30, 2022	Level 1	Level 2	Level 3	Total
Assets:				
Cash	\$ 202,701	\$ -	\$ -	\$ 202,701
Restricted cash	18,949	-	-	18,949
As at September 30, 2021	Level 1	Level 2	Level 3	Total
Assets:				
Cash	\$ 412,676	\$ -	\$ -	\$ 412,676

**13. MANAGEMENT OF CAPITAL RISK**

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

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

In order to facilitate the management of its capital requirements, the Company prepares expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions.

In order to maximize ongoing development efforts, the Company does not pay out dividends. The Company's approach to managing capital remains unchanged from the year ended September 30, 2021.

**14. CONTINGENT LIABILITIES**

As a result of the administrative practices with respect to mining taxation in Mexico, there can be significant uncertainty, in regards to when, or if, taxes are payable and the amount that may ultimately be payable. As at September 30, 2015, Mexican claim taxes totalling approximately \$766,000 had been levied. Of this amount, \$563,000 (\$193,000 for 2014 and \$370,000 for 2015) related to properties that were held by Minera Tarsis, S.A. de C.V., which the Company had applied to wind up, and \$203,000 (\$63,000 for 2014 and \$140,000 for 2015) related to properties being acquired. On February 16, 2016, the Company sold all its Mexican properties, Yago, Mezquites and San Pedro, to Almadex, and reduced the claim taxes to \$173,783. These taxes will never be paid in full and any amount that will, or might, be payable cannot realistically be determined at this time. Accordingly, these taxes have been disclosed as a contingent liability, and not recognized as a liability or provision.