QUADRO RESOURCES LTD.

CONDENSED INTERIM FINANCIAL STATEMENTS

Nine Months Ended April 30, 2021

(Unaudited – Prepared by Management)

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL REPORT

The accompanying unaudited interim financial report of the Company has been prepared by and is the responsibility of the Company's management. The Company's independent auditor has not performed a review of this financial report.

QUADRO RESOURCES LTD.
INTERIM STATEMENTS OF FINANCIAL POSITION
(Unaudited – Prepared by Management)

	April 30, 2021	July 31, 2020
ASSETS		
Current		
Cash	$ 1,693,729	$ 812,187
Receivable (Note 4)	68,527	71,753
Prepaid expenses	23,551	98,551
	1,785,807	982,491
Non-current		
Equipment (Note 5)	2,418	1,637
Exploration and evaluation assets (Note 6)	2,454,206	1,699,559
	2,456,624	1,701,196
Total assets	$ 4,242,431	$ 2,683,687
LIABILITIES		
Current		
Trade and other payables (Note 7)	$ 80,195	$ 105,151
Amounts due to related parties (Note 8)	13,165	6,313
	93,360	111,464
Total liabilities	93,360	111,464
SHAREHOLDERS' EQUITY		
Share capital (Note 9)	15,679,449	13,608,755
Share-based payment reserve (Note 10)	1,226,625	867,599
Deficit	(12,757,003)	(11,904,131)
Total shareholders' equity	4,149,071	2,572,223
Total liabilities and shareholders' equity	$ 4,242,431	$ 2,683,687

Nature of business and going concern (Note 1)

The financial statements were authorized for issue by the Board of Directors on June 10, 2021 and were signed on its behalf by:

T. Barry Coughlan Director *Brian Corrall* Director

The accompanying notes are an integral part of these financial statements.

QUADRO RESOURCES LTD.
INTERIM STATEMENTS OF COMPREHENSIVE LOSS
(Unaudited – Prepared by Management)

	Three months ended		Nine months ended	
	April 30, 2021	April 30, 2020	April 30, 2021	April 30, 2020
Expenses				
Accounting and audit	$ 1,200	$ 2,000	$ 28,157	$ 12,389
Consulting	62,000	19,133	114,753	24,769
Depreciation (Note 5)	312	136	936	409
Legal fees	-	6,977	22,418	6,977
Management fees (Note 8)	37,500	25,500	98,000	82,000
Media and news dissemination	-	-	3,510	-
Office and miscellaneous	3,498	1,433	25,913	4,473
Rent	6,000	2,625	16,625	7,875
Share-based payments (Note 10)	314,965	14,440	314,965	14,440
Transfer agent and filing fees	12,365	15,233	44,764	20,498
Travel and promotion	6,706	7,158	21,875	15,320
Total expenses	(444,546)	(94,635)	(691,916)	(189,150)
Write-down of accounts payable	-	-	1,921	-
Write-down of exploration and evaluation assets (Note 6)	-	-	(162,877)	-
	-	-	(160,956)	-
Net loss and comprehensive loss for the period	(444,546)	(94,635)	(852,872)	(189,150)
Basic and diluted net loss per share	$ (0.01)	$ (0.00)	$ (0.01)	$ (0.01)
Weighted average number of common shares outstanding (basic and diluted)	72,621,441	39,938,205	60,522,347	32,340,598

The accompanying notes are an integral part of these financial statements.

QUADRO RESOURCES LTD.
INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(Unaudited – Prepared by Management)

	Number of shares issued	Share capital	Share-based payment reserve	Deficit	Total
Balance, July 31, 2019	**27,927,094**	**$ 11,907,811**	**$ 835,996**	**$ (11,233,378)**	**$ 1,510,429**
Flow-through private placement	2,575,000	128,750	-	-	128,750
Non-flow-through private placement	8,825,000	441,250	-	-	441,250
Share issue costs - cash	-	(11,447)	2,329	-	(9,118)
Acquisition of exploration and evaluation assets	1,500,000	140,000	-	-	140,000
Share-bassed payments	-	-	14,440	-	14,440
Comprehensive loss for the period	-	-	-	(189,150)	(189,150)
Balance, April 30, 2020	**40,827,094**	**$ 12,606,364**	**$ 852,765**	**$ (11,422,528)**	**$ 2,036,601**

	Number of shares issued	Share capital	Share-based payment reserve	Deficit	Total
Balance, July 31, 2020	**51,390,498**	**$ 13,608,755**	**$ 867,599**	**$ (11,904,131)**	**$ 2,572,223**
Flow-through private placement	6,043,943	1,027,470	-	-	1,027,470
Non-flow-through private placement	4,700,000	611,000	-	-	611,000
Share issue costs - cash	-	(91,565)	-	-	(91,565)
Share issuance costs	-	(44,061)	44,061	-	-
Acquisition of exploration and evaluation assets	1,300,000	108,500	-	-	108,500
Exercised of warrants	9,187,000	459,350	-	-	459,350
Share-bassed payments	-	-	314,965	-	314,965
Comprehensive loss for the period	-	-	-	(852,872)	(852,872)
Balance, April 30, 2021	**72,621,441**	**$ 15,679,449**	**$ 1,226,625**	**$ (12,757,003)**	**$ 4,149,071**

The accompanying notes are an integral part of these financial statements.

QUADRO RESOURCES LTD.
INTERIM STATEMENTS OF CASH FLOWS
(Unaudited – Prepared by Management)

		Nine months ended April 30, 2021		April 30, 2020
CASH FLOWS FROM OPERATING ACTIVITIES				
Net loss for the period	$	(852,872)	$	(189,150)
Adjustments for:				
Depreciation		936		409
Share-based payments		314,965		14,440
Write-down of accounts payable		(1,921)		-
Write-down of exploration and evaluation assets		162,877		-
Changes in non-cash working capital items:				
Receivable		3,226		(12,965)
Prepaid expenses		75,000		8,400
Trade and other payables		(23,035)		(36,149)
Amounts due to related parties		6,852		1,313
Net cash used in operating activities		(313,972)		(213,702)
CASH FLOWS FROM INVESTING ACTIVITIES				
Exploration and evaluation assets		(917,524)		(45,275)
Government grant received		-		23,727
Purchase of equipment		(1,717)		(2,183)
Net cash provided by (used in) investing activities		(919,241)		(23,731)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from issuance of share capital		2,206,320		570,000
Subscriptions received		-		(9,118)
Share issuance costs		(91,565)		-
Net cash provided by financing activities		2,114,755		560,882
Increase in cash		881,542		323,449
Cash, beginning of the period		812,187		161,105
Cash, end of the period	$	1,693,729	$	484,554

Supplemental disclosures with respect to cash flows (Note 11)

The accompanying notes are an integral part of these financial statements.

1. NATURE OF BUSINESS AND GOING CONCERN

Quadro Resources Ltd. (the "Company") was incorporated under the laws of British Columbia, Canada and maintains its head office and registered office at Suite 1400, 1040 West Georgia Street, Vancouver, British Columbia, Canada, V6E 4H1. The Company is primarily engaged in the acquisition, exploration and development of exploration and evaluation assets in Canada. The Company is listed on the TSX Venture Exchange (TSX-V) under the symbol "QRO", on the OTCQB under the symbol "QDROF", and on the Frankfurt Stock Exchange under the symbol "G4O2".

Going concern

These financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assumes that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its obligations in the normal course of operations.

In order to continue as a going concern and meet its corporate objectives, the Company will require additional financing through debt or equity issuances or other available means. Although the Company has been successful in the past in obtaining financing, there is no assurance that the Company will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

At present, the Company's operations do not generate cash flow. The Company has incurred losses since inception and had an accumulated deficit of $12,757,003 as at April 30, 2021, all of which may cast significant doubt about the Company's ability to continue as a going concern. The Company's continuation as a going concern is dependent upon its ability to raise adequate financing, identify economically recoverable reserves and to commence profitable operations in the future.

These financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue its existence. These adjustments could be material.

In March 2020 the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company's business or ability to raise funds at this time.

2. BASIS OF PREPARATION

These condensed interim financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"), applicable to the preparation of interim financial statements, including International Accounting Standard ("IAS") 34 *Interim Financial Reporting*. The condensed interim financial statements do not include all of the disclosures required for a complete set of annual financial statements and should be read in conjunction with the annual financial statements for the year ended July 31, 2020, which have been prepared in accordance with IFRS as issued by the IASB.

2. BASIS OF PREPARATION (cont'd…)

Basis of measurement

These financial statements have been prepared on a historical cost basis except for certain financial instruments that are measured at revalued amounts or fair values, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for assets. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

Functional and presentation currency

These financial statements are presented in Canadian dollars, which is the Company's functional currency.

Significant estimates and assumptions

The preparation of these financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the period. Actual results could differ from these estimates. The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised. Significant areas requiring the use of management estimates include:

i) The determination of the fair value of stock options and warrants using stock pricing models, require the input of highly subjective assumptions, including the expected price volatility. Changes in the subjective input assumptions could materially affect the fair value estimate; therefore the existing models do not necessarily provide a reliable single measure of the fair value of the Company's stock options and warrants.

ii) The determination of deferred income tax assets or liabilities requires subjective assumptions regarding future income tax rates and the likelihood of utilizing tax carry-forwards. Changes in these assumptions could materially affect the recorded amounts, and therefore do not necessarily provide certainty as to their recorded values.

iii) Recorded costs of flow-through share premium liabilities reflect the premium received by the Company on the issue of flow-through shares. The premium is subject to measurement uncertainly and requires the Company to assess the value of non-flow through shares. This determination is subjective and does not necessarily provide a reliable single measure of the fair value of the premium liability.

iv) Option or sale agreements, under which the Company may receive shares as payment, require the Company to determine the fair value of the shares received. Many factors can enter into this determination, including, if public shares, the number of shares received, the trading value of the shares, and volume of shares, and if non-public shares, the underlying asset value of the shares, or value of the claims under option or sale. This determination is subjective and does not necessarily provide a reliable single measure of the fair value of the shares received.

2. BASIS OF PREPARATION (cont'd…)

Significant judgments

The preparation of these financial statements requires management to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgments in applying the Company's financial statements include:

i) Recorded costs of mineral property interests and deferred exploration and evaluation costs are not intended to reflect present or future values of these properties. The recorded costs are subject to measurement uncertainty and it is reasonably possible, based on existing knowledge, that change in future conditions could require a material change in the recognized amount. Management is required, at each reporting date, to review its mineral property interests for signs of impairment. This is a highly subjective process taking into consideration exploration results, metal prices, economics, financing prospects and sale or option prospects. Management makes these judgments based on information available, but there is no certainty that a property is or is not impaired.

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

ii) The assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty.

iii) The classification of financial instruments.

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out in the Company's annual financial statements for the year ended July 31, 2020 were consistently applied to all the periods presented unless otherwise noted below.

New accounting standards

There were no new or amended IFRS pronouncements effective January 1, 2021 that impacted the Company's interim financial statements.

4. RECEIVABLES

		April 30, 2021		July 31, 2020
Sales tax recoverable	$	51,089	$	55,440
Other		17,438		16,313
	$	68,527	$	71,753

5. EQUIPMENT

Cost:		
At July 31, 2019	$	-
Addition		2,183
At July 31, 2020	$	2,183
Accumulated depreciation:		
At July 31, 2019		-
Depreciation		546
At July 31, 2020	$	546
Net book value:		
At July 31, 2020	**$**	**1,637**

Cost:		
At July 31, 2020	$	2,183
Additions		1,717
At April 30, 2021	$	3,900
Accumulated depreciation:		
At July 31, 2020		546
Charges for the period		936
At April 30, 2021	$	1,482
Net book value:		
At April 30, 2021	**$**	**2,418**

6. EXPLORATION AND EVALUATION ASSETS

	Seagull Lake Property	Victoria Lake Property	Other	Total
Balance, July 31, 2019	**$ -**	**$ 1,373,768**	**$ 21,177**	**$ 1,394,945**
Acquisition costs				
Option payments	160,000	40,000	-	200,000
Deferred exploration expenditures				-
Assaying	-	15,038	-	15,038
Equipment rental	-	13,453	-	13,453
Geological consulting	-	68,262	-	68,262
Miscellaneous	-	18,012	-	18,012
Travel	-	13,576	-	13,576
Government grant adjustment	-	(23,727)	-	(23,727)
	-	104,614	-	104,614
Net cost for the year	$ 160,000	$ 144,614	$ -	$ 304,614
Balance, July 31, 2020	**$ 160,000**	**$ 1,518,382**	**$ 21,177**	**$ 1,699,559**

6. EXPLORATION AND EVALUATION ASSETS (cont'd…)

	Seagull Lake Property	Victoria Lake Property	Careless Cove & Yellow Fox Property	Other	Total
Balance, July 31, 2020	**$ 160,000**	**$ 1,518,382**	**$ -**	**$ 21,177**	**$ 1,699,559**
Acquisition costs					
Option payments	-	65,000	73,500	-	138,500
Claim staking/maintenance costs	2,877	-	-	-	2,877
	2,877	65,000	73,500	-	141,377
Deferred exploration expenditures					
Assaying	-	45,645	-	-	45,645
Drilling	-	582,367	-	-	582,367
Equipment rental	-	41,053	-	-	41,053
Geological consulting	-	133,781	-	-	133,781
Miscellaneous	-	5,528	-	-	5,528
Travel	-	44,873	-	-	44,873
Government grant adjustment	-	(77,100)	-	-	(77,100)
	-	776,147	-	-	776,147
Net cost for the priod	$ 2,877	$ 841,147	$ 73,500	$ -	$ 917,524
Write-down of exploration and evaluation assets	$ (162,877)	$ -	$ -	$ -	$ (162,877)
Balance, April 30, 2021	**$ -**	**$ 2,359,529**	**$ 73,500**	**$ 21,177**	**$ 2,454,206**

6. EXPLORATION AND EVALUATION ASSETS (cont'd…)

Victoria Lake Gold Project, Newfoundland and Labrador

The Company's Victoria Lake Gold project is located in west-central Newfoundland and comprises the following properties:

Staghorn Property

On June 6, 2017, the Company entered into an option agreement with Metals Creek Resources Corp. ("Metals Creek") and Benton Resources Inc. ("Benton") whereby the Company was granted an option to acquire a 100% interest in the Staghorn property, located in Newfoundland and Labrador, as well as all their rights to the Rose Gold property which is comprised of certain mineral claims contiguous to the Staghorn property. The Company issued 8,000,000 common shares (with a fair value of $800,000) to Metals Creek and Benton and earned a 100% interest in the Staghorn property.

The Staghorn property is subject to Net Smelter Return ("NSR") royalties as outlined below:

- A royalty granted to Metals Creek and Benton representing a 3 kilometer area of interest that is subject to a 3% NSR in favour of Metals Creek and Benton, of which a 2% NSR can be purchased by the Company at any time for $2,000,000.
- An existing royalty held by Ed Northcott and Gilbert Lushman representing a 3 kilometer area of interest that is subject to: i) a 2% NSR in favour of Ed Northcott and Gilbert Lushman, of which a 1% NSR can be purchased by the Company at any time for $1,000,000; and (ii) a 1% NSR in favour of Metals Creek and Benton.

Long Lake Property

In November 2019, the Company entered into an option agreement to acquire a 100% interest in the Long Lake property, located in Newfoundland and Labrador by making staged cash payments totaling $100,000 over three years ($10,000 paid) and share issuances totaling 5,000,000 common shares (1,000,000 common shares issued)over three years (500,000 shares issued with a fair value of $30,000). The Long Lake property is subject to a 2% NSR, half of which can be purchased by the Company for $1,500,000.

Seagull Lake Property, Ontario

In February 2020, the Company entered into a letter of intent to acquire a 70% interest in the Seagull Lake property near Thunder Bay, Ontario. Under the terms of the agreement, the Company paid $25,000 non-refundable deposit and is required to make staged cash payments totaling $250,000, issue 6,500,000 common shares and spend $1,550,000 of exploration expenditures over three years as follows:

- Pay $25,000 (paid) and issue 1,000,000 common shares (issued with a fair value of $110,000) upon TSX-V approval (obtained on April 3, 2020);
- Pay $100,000, issue 2,250,000 common shares, and incur exploration expenditures of $300,000 by February 20, 2021;
- Pay $125,000, issue 3,250,000 common shares, and incur additional exploration expenditures of $500,000 by February 20, 2022; and
- Incur additional exploration expenditures of $750,000 by February 20, 2023.

Upon the Company earning the 70% interest, the Company and the optionor will form a joint venture for the further development of the property.

On January 11, 2021, the Company announced that it had withdrawn from the Seagull option agreement signed February 18, 2020. An impairment charge of $162,877 was recorded against the property.

6. EXPLORATION AND EVALUATION ASSETS (cont'd…)

Careless Cove and Yellow Fox properties, Newfoundland and Labrador

On October 8, 2020, the Company signed a LOI with Metals Creek to earn a 100% interest in the Careless Cove and Yellow Fox properties in Newfoundland. To exercise its option, the Company is required to pay Metals Creek a total $100,000 and 1,500,000 common shares of the Company according to the following schedule:

(a) $15,000 (paid) and 300,000 common shares (issued with a fair value of $58,500) on signing;
(b) $20,000 and 300,000 common shares on the first anniversary;
(c) $20,000 and 400,000 common shares on the second anniversary; and
(d) $45,000 and 500,000 common shares on the third anniversary

Careless Cove and Yellow Fox properties is subject to a 2.0% NSR royalty on any future mineral production. The Company will have the right to purchase 50% of the NSR from Metals Creek for $1,000,000.

Other properties, Newfoundland and Labrador

During the year ended July 31, 2018, the Company staked two claim blocks totaling 122 claim units in the St. Anthony area on the Great Northern Peninsula, Newfoundland and Labrador for $21,177.

7. TRADE AND OTHER PAYABLES

	April 30, 2021	July 31, 2020
Accounts payable	$ 16,195	$ 39,151
Accrued expenses	64,000	66,000
	$ 80,195	$ 105,151

Trade payables of the Company are principally comprised of amounts outstanding for trade purchases relating to operating activities. The usual credit period taken for trade purchases is between 30 to 90 days.

8. RELATED PARTY TRANSACTIONS

Key management personnel include directors (executive and non-executive) and officers of the Company. The compensation paid or payable to key management personnel during the nine month period ended April 30, 2021 is as follows:

	Nine months ended	
	April 30, 2021	April 30, 2020
Management fees	98,000	82,000
Geological consulting fees	54,000	-
Share-based payments	314,965	14,440
	$ 466,965	$ 96,440

The Company entered into the following related party transactions during the nine months ended April 30, 2021:

a) Paid or accrued management fees of $64,000 (2020 - $60,000) to a company controlled by the Chief Executive Officer of the Company for management services provided.

b) Paid or accrued management fees of $34,000 (2020 - $22,000) to the Chief Financial Officer of the Company for management services provided.

c) Incurred geological consulting of $54,000 (2020 - $nil) to a company controlled by an officer of the Company.

9. SHARE CAPITAL

Authorized share capital

The Company has authorized an unlimited number of common shares with no par value.

Issued share capital

At April 30, 2021, the Company had 72,621,441 common shares issued and outstanding (July 31, 2020 - 51,390,498).

9. **SHARE CAPITAL** (cont'd…)

Share issuance

During the nine months ended April 30, 2021, the Company:

i) Issued 300,000 common shares pursuant to the Careless Cove and Yellow Fox property agreement (Note 6) with a fair value of $58,500.

ii) Issued 9,187,000 common shares at $0.05 per share upon the exercise of warrants for proceeds of $459,350.

iii) Issued 1,000,000 common shares pursuant to the Long Lake property agreement (Note 6) with a fair value of $50,000.

iv) Completed a private placement of 4,700,000 non-flow-through units at a price of $0.13 per non-flow-through unit and 6,043,942 flow-through units at a price of $0.17 per flow-through unit for gross proceeds of $1,638,470. Each non-flow-through unit is comprised of one common share and one share purchase warrant; each warrant entitles the holder to acquire one additional common share for a period of 36 months at a price of $0.18. Each flow-through unit is comprised of one common share and one half of a share purchase warrant; each warrant entitles the holder to acquire one additional common share for a period of 24 months at a price of $0.20. There was no value assigned to the warrant component of the units. In connection with the private placement, the Company paid finders' fees consisting of $91,566 in cash and 379,059 agent's warrants, exercisable at $0.18 for 36 months, and 225,918 agents warrants, exercisable at $0.20 for 24 months. The 379,059 agent's warrants, exercisable at $0.18 for 36 months were valued at $31,515 using the Black-Scholes option pricing model (assuming a risk-free interest rate of 0.28%, an expected life of 3 year, annualized volatility of 132% and a dividend rate of 0%). The 225,918 agent's warrants, exercisable at $0.20 for 24 months were valued at $12,546 using the Black-Scholes option pricing model (assuming a risk-free interest rate of 0.22%, an expected life of 2 year, annualized volatility of 112% and a dividend rate of 0%).

During the year ended July 31, 2020, the Company:

i) Completed a private placement of 8,287,904 non-flow-through units at a price of $0.105 per unit for gross proceeds of $870,230. Each unit is comprised of one common share and one-half of a share purchase warrant; each whole warrant entitles the holder to acquire one additional common share for a period of 24 months at an exercise price of $0.25. There was no value assigned to the warrant component of the units.

ii) Completed a private placement of 8,825,000 non-flow-through units at a price of $0.05 per non-flow-through unit and 2,575,000 flow-through units at a price of $0.05 per flow-through unit for gross proceeds of $570,000. Each non-flow-through unit is comprised of one common share and one share purchase warrant; each warrant entitles the holder to acquire one additional common share for a period of 12 months at a price of $0.05. Each flow-through unit is comprised of one common share and one of a share purchase warrant; each warrant entitles the holder to acquire one additional common share for a period of 12 months at a price of $0.05. There was no value assigned to the warrant component of the units. In connection with the private placement, the Company paid finders' fees consisting of $4,550 in cash and 91,000 warrants which have the same terms as the warrants issued with the private placement units. The agent's warrants were valued at $2,329 using the Black-Scholes option pricing model (assuming a risk-free interest rate of 1.67%, an expected life of 1 year, annualized volatility of 106% and a dividend rate of 0%). The Company also incurred filing expenses and other share issuance costs of $4,568 in connection with the private placement. There was no premium received by the Company on issuance of the flow-through shares.

iii) Issued 1,000,000 common shares pursuant to the Seagull Lake option agreement (Note 5) with a fair value of $110,000.

9. SHARE CAPITAL (cont'd…)

iv) Issued 500,000 common shares pursuant to the Long Lake option agreement (Note 6) with a fair value of $30,000.

v) Issued 125,000 common shares at $0.10 per share upon the exercise of stock options for proceeds of $12,500. Accordingly, $12,136 was transferred from share-based payments reserve to share capital.

vi) Issued 2,150,500 common shares at $0.05 per share upon the exercise of warrants for proceeds of $107,525.

Basic and diluted loss per share

The calculation of basic and diluted loss per share for the nine months ended April 30, 2020 was based on the loss attributable to common shareholders of $802,872 (2020 - $189,150) and a weighted average number of common shares outstanding of 60,522,347 (2020 – 32,340,598).

At April 30, 2020, 5,485,000 stock options (2020 – 1,950,000) and 12,470,900 warrants (2020 – 10,024,500) were excluded from the diluted weighted average number of common shares calculation as their effect would have been anti-dilutive.

10. SHARE-BASED PAYMENTS

Stock options

The Company has adopted an incentive rolling stock option plan (the "Plan") under which it is authorized to grant options to directors, officers, employees and consultants enabling them to acquire up to a maximum of 20% of the total number of issued and outstanding shares of the Company. The options can be granted for a maximum term of 5 years and vest as determined by the board of directors. The exercise price of options granted under the Plan shall not be less than the closing price of the Company's shares on the trading day immediately preceding the date of grant, less the discount permitted under the Exchange's policies.

Stock option transactions are summarized as follows:

		Number of Options		Weighted Average Exercise Price
Balance, July 31, 2019		1,950,000	$	0.10
Granted		450,000		0.14
Exercised		(125,000)		0.10
Balance & Exercisable, July 31, 2020		2,275,000	$	0.10
Granted		3,310,000		0.12
Cancelled		(100,000)		0.10
Balance & Exercisable, April 30, 2021		5,485,000	$	0.12
Weighted average fair value of options granted during the period	$	0.10		(2020 - $0.05)

10. SHARE-BASED PAYMENTS (cont'd…)

The options outstanding at April 20, 2021 have exercise prices in the range of $0.08 to $0.25 and a weighted average remaining contractual life of 2.03 years.

The total share-based payments calculated for stock options granted during the nine months ended April 30, 2021 was $314,965 (2020 - $14,440 l) using the Black-Scholes option pricing model. For the nine months ended April 30, 2021, the Company recognized share based payment expense of $314,965 (2020 - $14,440) for the portion of stock options that vested during the period.

The following weighted average assumptions were used for the Black-Scholes valuation of stock options granted:

	2021	2020
Risk-free interest rate	0.48% - 0.49%	2.46%
Expected life of options	5 Years	5 Years
Annualized volatility	111.10% - 111.24%	142.84%
Dividend rate	Nil	Nil

As at April 30, 2021 the following stock options were outstanding:

Number of Options	Exercise Price	Expiry Date
1,725,000	$0.10	January 18, 2023
300,000	$0.08	November 8, 2023
150,000	$0.25	July 8, 2023
2,910,000	$0.12	February 5, 2026
400,000	$0.12	February 9, 2026
5,485,000		

10. SHARE-BASED PAYMENTS (cont'd…)

Warrants

The Company uses the residual value method with respect to the measurement of share purchase warrants issued with private placement units. The proceeds from the issue of units is allocated between common shares and share purchase warrants on a residual value basis, wherein the fair value of the common shares is based on the market value on the date of the announcement of the placement and the balance, if any, is allocated to the attached warrants. Agents' warrants are measured at fair value on the date of the grant as determined using the Black-Scholes option pricing model.

Warrant transactions are summarized as follows:

	Number of Warrants		Weighted Average Exercise Price
Balance, July 31, 2019	-	$	-
Warrants granted	15,543,952		0.10
Agents' warrants granted	91,000		0.05
Exercised	(2,150,500)		0.05
Balance, July 31, 2020	13,484,452	$	0.11
Warrants granted	7,721,971		0.19
Agents' warrants granted	604,977		0.19
Expired	(153,500)		0.05
Exercised	(9,187,000)		0.05
Balance, April 30, 2021	12,470,900	$	0.21

The warrants outstanding at April 30, 2021 have exercise prices in the range of $0.18 to $0.25 and a weighted average remaining contractual life of 2.13 year.

As at April 30, 2021, the following warrants were outstanding:

Number of Warrants	Exercise Price	Expiry Date
2,363,000	$0.25	06-Jun-22
1,780,952	$0.25	23-Jun-22
5,079,058	$0.18	29-Dec-23
3,247,890	$0.20	29-Dec-22
12,470,900		

11. SUPPLEMENTAL CASH FLOW INFORMATION

Significant non-cash investing and financing transactions during the nine months ended April 30, 2021 included:

a) The Company issued 1,300,000 common shares pursuant to a mineral property agreement with a total value of $108,500.

b) Included in trade and other payables are $10,215 related to exploration and evaluation assets.

c) Issuance of finders' warrants with a total value of $44,061.

Significant non-cash investing and financing transactions during the nine months ended April 30, 2020 included:

a) The Company issued 1,500,000 common shares pursuant to mineral property agreements with a total value of $140,000.

b) Included in trade and other payables are $6,170 related to exploration and evaluation assets.

12. CAPITAL MANAGEMENT

The Company's objective when managing capital is to ensure adequate working capital is available to fund both the business development plans and the working capital requirements of each annual operating cycle. In the management of capital, the Company includes shareholders' equity (deficiency) in the definition of capital.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may attempt to issue new shares, issue new debt, acquire or dispose of assets. The Board of Directors does not establish quantitative return on capital criteria for management.

There were no changes in the Company's approach to capital management from the prior year. The Company is not subject to externally-imposed capital requirements.

13. FINANCIAL INSTRUMENTS AND RISK

The Company has classified cash as FVTPL, and receivables, trade and other payables and amounts due to related parties at amortized cost.

As of April 30, 2021, the carrying amounts of receivables, trade and other payables, and amounts due to related parties carried at amortized cost are considered a reasonable approximation of their fair values due to the relatively short period to maturity of these financial instruments.

Financial risk management

The Company's financial risks arising from its financial instruments are credit risk, liquidity risk, and interest rate risk. The Company's exposures to these risks and the policies on how to mitigate these risks are set out below. Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

Credit risk

Credit risk is the risk of potential loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The credit risk of the Company is associated with its cash. The credit risk with respect to its cash is minimal as they are held with high-credit quality financial institutions. The Company's receivables consist of rental recovery due from a sublease office tenant and sales tax recoverable due from the Canadian government. Management does not expect these counterparties to fail to meet their obligations.

Liquidity risk

Liquidity risk is the risk that the Company will not meet its financial obligations as they fall due. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at April 30, 2021, the Company had a cash balance of $1,693,729 to settle trade and other payables of $80,195 and due to related parties of $13,165. The Company's trade and other payables have contractual maturities of 30 days or are due on demand and are subject to normal trade terms.

At present, the Company's operations do not generate positive cash flows. The Company's primary source of funding has been the issuance of equity securities through private placements and the exercise of stock options and warrants. Despite previous success in acquiring these financings, there is no guarantee of obtaining future financings.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market interest rates. Current financial assets and financial liabilities are generally not exposed to interest rate risk because of their short-term maturity.

14. FAIR VALUE MEASUREMENTS

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value hierarchy establishes three levels to classify the inputs to valuation techniques used to measure fair value. Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities. Level 2 inputs are quoted prices in markets that are not active, quoted prices for similar assets or liabilities in active markets, inputs other than quoted prices that are observable for the asset or liability, or inputs that are derived principally from or corroborated by observable market data or other means. Level 3 inputs are unobservable (supported by little or no market activity). The fair value hierarchy gives the highest priority to Level 1 inputs and the lowest priority to Level 3 inputs.

Financial instruments measured at fair value on the statement of financial position are summarized in levels of fair value hierarchy as follows. There have been no changes in these levels and no changes in classifications during the nine months ended April 30, 2021.

	As at April 30, 2021			
Assets	Level 1	Level 2	Level 3	Total
Cash	$ 1,693,729	$ -	$ -	$ 1,693,729
Total	$ 1,693,729	$ -	$ -	$ 1,693,729

	As at July 31, 2020			
Assets	Level 1	Level 2	Level 3	Total
Cash	$ 812,187	$ -	$ -	$ 812,187
Total	$ 812,187	$ -	$ -	$ 812,187