CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEARS ENDED MARCH 31, 2020 AND 2019

(Expressed in Canadian Dollars)

WDM CHARTERED PROFESSIONAL ACCOUNTANTS

Independent Auditor's Report

To the Shareholders of:
GROUP TEN METALS INC.

SERVICE

INTEGRITY

TRUST

Opinion

We have audited the consolidated financial statements of Group Ten Metals Inc. ("the Company"), which comprise the consolidated statement of financial position as at March 31, 2020 and 2019 and the consolidated statements of comprehensive loss, changes in shareholders' equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2020 and 2019, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards ("IFRS").

Basis for Opinion

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

Material Uncertainty Related to Going Concern

Without qualifying our opinion, we draw attention to Note 1 in the consolidated financial statements which describe certain conditions that indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability continue as a going concern.

Other Information

Management is responsible for the other information. The other information comprises Management's Discussion and Analysis.

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

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

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

WDM

Chartered Professional Accountants

Vancouver, B.C.
July 29, 2020

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(Expressed in Canadian Dollars)

	Note	March 31, 2020	March 31, 2019
		$	$
ASSETS			
Current			
Cash and cash equivalents		**2,261,726**	48,427
Accounts receivable		**172,570**	10,462
Prepaid expenses and deposits	5	**480,505**	31,595
Due from related party	10b	**233,981**	-
		3,148,782	90,484
Non-current			
Exploration and evaluation assets	6	**2,498,097**	1,823,919
		5,646,879	1,914,403
LIABILITIES			
Current Liabilities			
Accounts payable and accrued liabilities		**101,670**	302,389
Due to related parties	10b	**12,090**	55,584
Flow-through share premium liability	8	**141,801**	51,348
		255,561	409,321
Non-Current Liabilities			
Due to related parties	10b	**-**	574,489
		255,561	983,810
SHAREHOLDERS' EQUITY			
Share capital	9	**20,926,945**	13,085,464
Share-based payment reserve	9e	**851,899**	619,307
Deficit		**(16,387,526)**	(12,774,178)
		5,391,318	930,593
		5,646,879	1,914,403

Approved on behalf of the Board:
Michael Rowley , Director
Greg Johnson , Director

GROUP TEN METALS INC.
CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
FOR THE YEARS ENDED MARCH 31, 2020 AND 2019
(Expressed in Canadian Dollars)

	Note	2020	2019
		$	$
EXPENSES			
Consulting	10a	**404,531**	328,275
Exploration expenditures	7	**2,366,453**	1,305,044
Investor relations and corporate development		**538,807**	533,188
Office and administration		**92,001**	87,384
Professional fees		**52,834**	128,011
Property evaluation		**130**	19,250
Share-based payment expense	9e,10a	**260,268**	184,732
Transfer agent, regulatory and filing fees		**31,386**	49,418
Travel and accommodation		**3,174**	5,616
		(3,749,584)	(2,640,918)
Other Item			
Other income		**69,488**	76,584
NET LOSS AND COMPREHENSIVE LOSS		**(3,680,096)**	(2,564,334)
Basic and diluted loss per share		**(0.04)**	(0.05)
Weighted average number of shares outstanding		**82,298,037**	51,572,019

GROUP TEN METALS INC.
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(Expressed in Canadian Dollars)

	Note	Common shares	Share Capital	Share-based Payments reserve	Deficit	Total
		number	$	$	$	$
Balance, March 31, 2018		**44,759,143**	**10,786,259**	**434,575**	**(10,209,844)**	**1,010,990**
Shares issued for properties	6	2,699,999	478,642	-	-	478,642
Private placements, net of issuance costs	9b	10,875,000	1,748,503	-	-	1,748,503
Flow-through share premium liability	8	-	(57,500)	-	-	(57,500)
Shares issued pursuant to exercise of warrants	9b	1,026,000	129,560	-	-	129,560
Share-based payment expense	9e	-	-	184,732	-	184,732
Net loss and comprehensive loss		-	-	-	(2,564,334)	(2,564,334)
Balance, March 31, 2019		**59,360,142**	**13,085,464**	**619,307**	**(12,774,178)**	**930,593**
Shares issued for properties	6	2,300,000	366,000	-	-	366,000
Private placements, net of issuance costs	9b, 9e	33,472,258	4,703,365	44,431	-	4,747,796
Flow-through share premium liability	8	-	(159,941)	-	-	(159,941)
Shares issued pursuant to exercise of warrants	9b	23,345,435	2,917,698	-	-	2,917,698
Shares issued pursuant to exercise of options	9b	75,000	14,359	(5,359)	-	9,000
Share-based payment expense	9e	-	-	260,268	-	260,268
Reclass of cancelled options and warrants	9e	-	-	(66,748)	66,748	-
Net loss and comprehensive loss		-	-	-	(3,680,096)	(3,680,096)
Balance, March 31, 2020		**118,522,835**	**20,926,945**	**851,899**	**(16,387,526)**	**5,391,318**

GROUP TEN METALS INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED MARCH 31, 2020 AND 2019
(Expressed in Canadian Dollars)

	Note	2020	2019
		$	$
OPERATING ACTIVITIES			
Net loss for the year		**(3,680,096)**	(2,564,334)
Items not involving cash			
Other income		**(69,488)**	(76,584)
Share-based payment expense		**260,268**	184,732
		(3,489,316)	(2,456,186)
Net change in non-cash working capital items	11	**(1,110,822)**	177,578
Cash used in operating activities		**(4,600,138)**	(2,278,608)
INVESTING ACTIVITY			
Acquisition of exploration and evaluation assets	6	**(286,568)**	(354,064)
Cash used in investing activity		**(286,568)**	(354,064)
FINANCING ACTIVITIES			
Proceeds received from private placements	9b	**4,897,020**	1,775,000
Share issue costs	9b	**(149,224)**	(26,497)
Proceeds on exercise of warrants	9b	**2,917,698**	129,560
Proceeds on exercise of options	9b	**9,000**	-
Amounts (paid)/ received from related parties, net		**(574,489)**	543,796
Repayment of short-term loan		**-**	(11,000)
Cash provided by financing activities		**7,100,005**	2,410,859
Change in cash		**2,213,299**	(221,813)
Cash and cash equivalents, beginning of year		**48,427**	270,240
Cash and cash equivalents, end of year		**2,261,726**	48,427
Cash and cash equivalents is comprised of:			
Cash		**511,726**	48,427
Cash equivalents		**1,750,000**	-
		2,261,726	48,427

Supplemental cash flow information (Note 11)

1. NATURE OF OPERATIONS AND GOING CONCERN

Group Ten Metals Inc. (the "Company"), was incorporated on April 28, 2006, under the laws of British Columbia, Canada. The Company's principal business activities include the acquisition and exploration of mineral properties.

The Company's registered office is 904-409 Granville Street, Vancouver, British Columbia, Canada, V6C 1T2.

The business of exploring for minerals involves a high degree of risk and there can be no assurance that any of the Company's current or future exploration programs will result in profitable mining operations. The recoverability of amounts shown for mineral properties is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain financing to complete their exploration and development, establish future profitable operations, or realize proceeds from their sale. The carrying value of the Company's mineral properties does not reflect current or future value.

These consolidated financial statements were prepared on a going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. As at March 31, 2020 the Company had working capital of $2,893,221 (2019 - working capital deficiency of $318,837), an accumulated deficit of $16,387,526 (2019 - $12,774,178) and a net loss of $3,680,096 for the year ended March 31, 2020 (2019 - $2,564,334). As at March 31, 2020, the Company's current assets consisting of cash, receivables and prepaid expenses totaled $3,148,782 (2019 - $90,484). In addition, the Company's current liabilities included a flow-through premium liability of $141,801 (2019 - $51,348) which is a non-cash item. Subsequent to March 31, 2020, the Company closed a private placement and raised gross proceeds of $4,500,000 (Note 18).

The Company has relied mainly upon the issuance of share capital to finance its activities. Future capital requirements will depend on many factors including the Company's ability to execute its business plan. To finance future activities, the Company will be required to enter into joint venture agreements and/or issue share capital, through private placements and the exercise of options and warrants, and is actively seeking additional equity financing. There can be no assurance that such financing will be available on a timely basis under terms acceptable to the Company and, therefore, a material uncertainty exists that may cast significant doubt over the Company's ability to continue as a going concern. These consolidated financial statements do not include the adjustments to assets and liabilities that would be necessary should the Company be unable to continue as a going concern.

2. BASIS OF PREPARATION AND STATEMENT OF COMPLIANCE

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). These consolidated financial statements were prepared on a historical cost basis using the accrual basis of accounting, except for cash flow information.

The Board of Directors approved these consolidated financial statements on July 29, 2020.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Principles of Consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries, Yankee Girl Resources Corp., incorporated in British Columbia, Canada, Group Ten (Alaska) Inc., incorporated in Alaska, USA, 1161932 BC Ltd., incorporated in British Columbia, Canada, and Group Ten (USA) Inc., incorporated in Delaware, USA.

A subsidiary is an entity in which the Company has control, where control requires exposure or rights to variable returns and the ability to affect those returns through power over the investee. All intercompany balances and transactions have been eliminated upon consolidation.

(b) Significant Accounting Estimates and Judgments

The preparation of consolidated financial statements in conformity with IFRS requires management to make estimates and judgments that affect amounts reported in the consolidated financial statements. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances, and subject to measurement uncertainty. The effect on the consolidated financial statements of changes in such estimates in future reporting periods could be significant. Significant estimates and areas where judgment is applied that have significant effect on the amount recognized in the consolidated financial statements include:

Impairment of long-lived assets

The carrying value of mineral property acquisition costs is reviewed each reporting period to determine whether there is any indication of impairment. The determination of the impairment involves the application of a number of significant judgments and estimates to certain variables including metal price trends, plans for properties, and the results of exploration and evaluation to date.

Determination of, and provision for, reclamation and remediation obligations

The Company assesses its provision for asset retirement obligations on an annual basis or when new material information becomes available. Accounting for reclamation and remediation obligations requires management to make estimates of the future costs the Company will incur to complete the reclamation and remediation work required to comply with existing laws and regulations. Actual costs incurred may differ from those amounts estimated. Also, future changes to environmental laws and regulations could increase the extent of reclamation and remediation work required to be performed by the Company. Increases in future costs could materially impact the amounts charged to operations for reclamation and remediation.

Deferred taxes

The Company recognizes a deferred tax asset to the extent recovery is probable. Assessing the recoverability of deferred tax assets requires management to make significant estimates of future taxable profit against which deductible temporary differences and the carry-forward of unused tax credits and unused tax losses can be utilized. In addition, changes in tax laws could limit the ability of the Company to obtain tax deductions in future periods.

Share-based payments

Share-based payments are determined using the Black-Scholes option pricing model at the date of grant and are expensed to net loss over each award’s vesting period. The Black-Scholes option pricing model utilizes subjective assumptions such as expected price volatility and expected life of the option. Changes in these input assumptions can significantly affect the fair value estimate.

(c) Exploration and Evaluation Assets

All expenditures related to the acquisition of mineral properties are capitalized on a property-by-property basis, net of recoveries which are recorded when received, until these mineral properties are placed into commercial production, sold or abandoned. If commercial production is achieved from a mineral property, the related mineral properties are tested for impairment and reclassified to mineral property in production. If a mineral property is sold or abandoned, the related capitalized costs will be expensed to profit or loss in that period.

All expenditures related to the exploration and evaluation of mineral properties, net of recoveries which are recorded when received, are expensed to net loss in the period in which they are incurred.

From time to time, the Company may acquire or dispose of all or part of its mineral property interests under the terms of property option agreements. Options are exercisable entirely at the discretion of the optionee, and accordingly, option payments are recognized when paid or received. If recoveries are received and exceed the capitalized expenditures, the excess is reflected in profit or loss.

All capitalized mineral property costs are reviewed at each reporting date, on a property-by-property basis, to consider whether there are any conditions that may indicate impairment. When the carrying value of a property exceeds its net recoverable amount that may be estimated by quantifiable evidence of an economic geological resource or reserve, joint venture expenditure commitments or the Company's assessment of its ability to sell the property for an amount exceeding the carrying value, provision is made for the impairment in value. The amounts capitalized for mineral properties represent costs incurred to date less write-downs, and are not intended to reflect present or future values.

(d) Related Party Transactions

Parties are considered related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered related if they are subject to common control. Related parties may be individuals or corporate entities. A transaction is considered a related party transaction when there is a transfer of resources or obligations between related parties.

(e) Share Capital

The Company has adopted a residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first allocates value to the more easily measurable component based on fair value and then the residual value, if any, to the less easily measurable component. Proceeds from the issue of units, consisting of common shares and share purchase warrants, are first allocated to common shares based on the quoted market value of the common shares at the time the units are priced, and the balance, if any, is allocated to the attached warrants. Share issue costs are netted against share proceeds prorated to common shares and share purchase warrants.

(f) Non-monetary Transactions

Shares issued for non-monetary consideration to non-employees are recorded at the fair value of the goods or services received. When such fair value cannot be estimated reliably, fair value is measured based on the quoted market value of the Company's shares on the date of share issuance. Shares to be issued, which are contingent upon future events or actions, are recorded by the Company when it is reasonably determinable that the shares will be issued.

(g) Share-based Payments

Share-based payments for employees are measured at fair value of the instruments issued on the date of grant and amortized over the vesting period. Share-based payments for non-employees are measured at either the fair value of the goods or services received or the fair value of the equity instrument issued, if it is determined that the fair value of the goods or services cannot be reliably measured, and are recorded on the date the goods or services are received. The fair value of stock options is charged to profit or loss using the graded vesting method, with the offset credit to share-based payment reserve.

Consideration received on the exercise of stock options is recorded as share capital and the related fair value previously recorded is transferred from share-based payment reserve to share capital. Upon expiry, related fair value previously recorded is transferred from share-based payment reserve to deficit.

(h) Flow-through Shares

The Company has financed a portion of its exploration expenditures through the issuance of flow-through shares. Canadian income tax law permits the Company to transfer the tax deductibility of qualifying resource expenditures financed by such shares to the flow-through shareholders.

On issuance, the Company allocates the flow-through share proceeds into i) share capital, ii) warrants, and iii) a flow-through share premium, if any, using the residual value method. If investors pay a premium for the flow-through feature, it is recognized as a liability. Upon incurring qualifying expenditures, the Company reduces the liability and recognizes a deferred income tax recovery in income for the amount of tax reduction renounced to the shareholders. The premium is recognized as other income and the related deferred tax is recognized as a tax provision. At the end of a period, the flow-through share premium liability consists of the portion of the premium on flow-through shares that corresponds to the portion of qualifying exploration expenditures that have not yet been incurred.

Proceeds received from the issuance of flow-through shares are restricted to be used only for Canadian resource property exploration expenditures within a prescribed period.

The Company may also be subject to a Part XII.6 tax on flow-through proceeds renounced under the Lookback Rule, in accordance with Government of Canada flow-through regulations. When applicable, this tax is accrued as a financial expense until paid.

(i) Loss per Share

Basic loss per share is computed by dividing the net loss available to common shareholders by the weighted average number of shares outstanding during the reporting period. Diluted loss per share is computed similar to basic loss per share except that the weighted average shares outstanding are increased to include additional shares for the assumed exercise of stock options, warrants and similar instruments. It assumes that the proceeds of such exercise would be used to repurchase common shares at the average market price during the period. However, the calculation of diluted loss per share excludes the effects of various conversions and exercise of options, warrants and similar instruments that would be anti-dilutive.

(j) Income Taxes

The Company follows the asset and liability method of accounting for income taxes. Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities, and their respective tax basis. Deferred tax assets and liabilities are measured using enacted or substantively enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in profit or loss in the period that includes the enactment date.

Deferred tax assets also result from unused tax losses carried forward, resource related tax pools and other deductions. A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

(k) Financial Instruments

<u>Classification</u>

The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

<u>Measurement - Financial assets and liabilities at amortized cost</u>

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment.

<u>Measurement - Financial assets and liabilities at FVTPL</u>

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the Consolidated Statements of Comprehensive Income. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the Consolidated Statements of Comprehensive Income in the period in which they arise.

<u>Impairment of financial assets</u>

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to twelve month expected credit losses. The Company shall recognize in the Consolidated Statements of Comprehensive Income, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

(Expressed in Canadian Dollars)

4. NEW ACCOUNTING STANDARDS

IFRS 16 – Leases

In January 2016, the IASB published a new standard, IFRS 16. The new standard provides a single lessee accounting model, requiring the recognition of assets and liabilities for all leases, unless the lease term is 12 months or less, or the underlying asset has a low value. Lessor accounting remains largely unchanged from IAS 18 and the distinction between operating and finance leases is retained. The new standard was adopted on April 1, 2019. The Company does not have lease commitments and accordingly there is no impact on the opening balances upon adoption.

5. PREPAID EXPENSES AND DEPOSITS

	March 31, 2020	March 31, 2019
	$	$
Prepaid expenses	51,005	31,595
Deposit [(1)]	429,500	-
	480,505	31,595

[(1)] In November 2019, the Company engaged GoldSpot Discoveries Corp. an arms-length party, to assist the Company in identifying preferential environments for precious and base metal mineralization on the Company's properties by utilizing artificial intelligence and its proprietary technology. A payment of $450,000 was made upon engagement and to date invoices of $120,625 were drawn down on the advance. The term of the engagement is expected to be approximately 12 months, culminating in a number of deliverables including a final report, detailing the highest priority drill targets.

A deposit of $100,125 was made in relation to the Company's Stillwater West project.

6. EXPLORATION AND EVALUATION ASSETS

Exploration and evaluation acquisition costs for the years ended March 31 were as follows:

	Montana	**Yukon**	**Alaska**	**Ontario**		
	Stillwater West	Yukon Properties	Duke Island	Drayton	Black Lake	**Total**
	$	$	$	$	$	$
Balance, March 31, 2018	**443,723**	**238,891**	**77,301**	**33,939**	**197,359**	**991,213**
Cash payments	74,133	14,443	-	-	54,000	142,576
Licensing and maintenance	170,803	17,754	8,429	-	-	196,986
Shares issued	153,000	222,000	-	28,571	75,071	478,642
Staking	14,502	-	-	-	-	14,502
Balance, March 31, 2019	**856,161**	**493,088**	**85,730**	**62,510**	**326,430**	**1,823,919**
Cash payments	93,100	28,000	-	-	-	121,100
Licensing & maintenance	176,885	-	10,193	-	-	187,078
Shares issued	112,500	253,500	-	-	-	366,000
Balance, March 31, 2020	**1,238,646**	**774,588**	**95,923**	**62,510**	**326,430**	**2,498,097**

a) Stillwater West (Montana, United States)

On June 26, 2017, the Company entered into an option agreement to acquire a 100% interest in the Stillwater West project ("Stillwater West") from Picket Pin Resources LLC, a private entity, consisting of 282 claims in south central Montana, USA, covering approximately 22 square kilometers ("km^2") in two claim groups. In consideration, the Company agreed to:

- Issue a total of 3.6 million shares of the Company beginning with 900,000 shares within ten days of regulatory approval (issued) and 900,000 shares on or before May 31 of each of 2018 (issued), 2019 (issued - valued at $112,500) and 2020 (issued subsequently);
- Make United States dollars ("USD") $40,000 in cash payments with USD$20,000 on or before each of May 31, 2018 (paid) and 2019 (paid – CDN $26,600);
- Make advance royalty payments until commencement of commercial production of USD$15,000 within ten days of regulatory approval (paid), USD$30,000 on or before May 31, 2018 (paid) and USD$50,000 on or before May 31, 2019 (paid- CDN$66,500) and annually thereafter (USD$50,000 on or before May 31, 2020 (paid – CDN$66,700 subsequent to year end)); and
- Execute a work contract for a minimum of USD$50,000 per year for the duration of the option agreement for technical and management work, which is three years (completed).

Pursuant to further staking from November 2017 to July 2018, the Company's land holdings at the Stillwater West project have increased to approximately 54 km^2.

Subsequent to March 31, 2020, the Company satisfied all earn-in requirements and owns 100% of the Stillwater West project. The projectis subject to a 2% Net Smelter Return royalty ("NSR") and the Company has an option to buy down the NSR to 1%.

b) Yukon Properties (Yukon, Canada)

Kluane PGE-Ni-Cu Project

The Company has option agreements to acquire a 100% interest in four platinum group properties totaling over 254 km^2 in the Kluane Ultramafic Belt in southwestern Yukon, and together comprise the Kluane PGE-Ni-Cu Project. Terms of the agreements are as follows:

CKR

The Company owns a 100% interest in the claims.

Spy

The Company owns a 100% interest in the Spy property. The Spy claims are subject to a 3% NSR and the Company has an option to buy the NSR down to 1%.

Catalyst

The Company earned its 100% interest in the Catalyst property on December 5, 2019 by completing the below remaining commitments:

- pay $10,000 to Progressive Planet Solutions Inc. ("Progressive" - formerly Ashburton Ventures Inc.) on or before December 29, 2017. The agreement was amended and in lieu of the cash payment, the Company issued 200,000 common shares to Progressive (issued - valued at $26,000);
- issue 300,000 common shares to Denali Resources Ltd. on or before July 31, 2019 (issued - valued at $52,500).

Certain claims on the Catalyst Property are subject to a 3% NSR and the Company has an option to buy the NSR down to 1%.

Ultra

In July 2018, the Ultra property option agreement was amended to remove the remaining earn-in requirements, being exploration expenditure commitments totaling $950,000. As a result, effective July 2018, the Company owns a 100% interest in the Ultra property.

In July 2018, the Company acquired a 100% interest in 24 additional claims adjoining the Ultra property from two arms-length private vendors in exchange for 100,000 common shares (valued at $19,000) of the Company.

The claims are subject to a 2% NSR and the Company has an option to buy the NSR down to 1%.

On July 25, 2019, the Company signed a definitive earn-in agreement with Mount Cairnes Resources Corp. ("Mount Cairnes") whereby Mount Cairnes can earn a 51% interest in the Company's Ultra property, over a four-year period, by making cash payments totaling $750,000, issuing 3,000,000 common shares of Mount Cairnes to the Company and completing $3,750,000 in exploration work commitments. The initial cash payments and share issuances were required within 15 days of completion by Mount Cairnes of a listing of its common shares on a Canadian stock exchange.

Mount Cairnes was unable to get a listing of its common shares and the agreement was terminated on March 13, 2020.

Outpost/Pacer

In May 2018, the Company completed an option agreement with an arms-length party whereby the Company can earn a 100% interest in the Outpost and Pacer properties which consist of three claim blocks in the Yukon Territory, totaling approximately 25km^2. In consideration, the Company has agreed to:

- Make an initial cash payment of $8,000 (paid) and issue 200,000 common shares of the Company (issued);
- Complete $30,000 of work expenditures (satisfied), make a cash payment of $20,000 (paid) and issue 400,000 common shares of the Company on or before the first anniversary of signing (issued – valued at $50,000); and
- Complete an additional $105,000 of work expenditures (completed) and issue 500,000 common shares of the Company on or before the second anniversary of the acceptance of this agreement (issued - valued at $125,000).

As of March 31, 2020, the Company satisfied all earn-in requirements and owns 100% of the Outpost and Pacer properties.

The claims are subject to a 2% NSR and the Company has the option to buy down the NSR to 1%.

Ellen

In August 2018, the Company completed an agreement with an arms-length party whereby the Company earned a 100% interest in the Ellen property, which consists of 72 claims totaling approximately 13km^2 in the Yukon Territory, by making a cash payment of $3,200 and issuing 600,000 common shares of the Company.

c) Duke Island (Alaska, United States)

The Company owns a 100% interest in 31 unpatented mineral claims located on Duke Island, Alaska. Pursuant to an agreement dated August 28, 2015, the only remaining commitment for the Company is a requirement for geological and/or geophysical work from a specified vendor which may be completed on any of the Company's properties. The claims are subject to a 1% NSR.

d) Drayton (Ontario, Canada)

On April 27, 2018, the Company earned a 100% interest in mineral claims covering 1,983 hectares located in the Patricia Mining Division near Sioux Lookout, Ontario, by issuing a final share issuance of 142,857 common shares to the vendor.

Upon commencement of commercial production, the claims are subject to a 1% NSR with no buy-down provision, and an additional 3% NSR with the Company having an option to buy the NSR down to 1.5%.

e) Black Lake (Ontario, Canada)

(i) In September 2018 the Company earned a 100% interest in mineral claims covering 2,430 hectares located in the Patricia Mining Division near Sioux Lookout, Ontario, by completing a cash payment of $59,000 per an amended earn-in agreement.

As a result, the Company now owns a 100% interest in the claims, which are subject to a 2% NSR upon commencement of commercial production. The Company has an option to buy down the NSR to 1%.

(ii) To further consolidate the area between the Black Lake and Drayton properties, the Company:

a. entered into an option agreement to earn an undivided 100% interest in mineral claims covering 1,224 hectares. In August 2018 the Company completed the earn-in by issuing 200,000 shares to complete all remaining payments and remove the 1% NSR royalty per an amended earn-in agreement. As a result, the Company now owns a 100% interest in the claims, with no royalty obligation.

b. entered into an option agreement to earn an undivided 100% interest in mineral claims covering 441 hectares. On April 18, 2017, the option agreement was amended to remove $1.25 million of work commitments that were a component of the original agreement. As consideration for the removal of the work requirement, the Company agreed to issue 100,000 additional common shares per year in each of 2017, 2018 and 2019. On March 11, 2019, the Company completed its final obligation per the option agreement, as amended, via the issuance of 128,571 common shares. As a result, the Company now owns a 100% interest in the claims.

The claims are subject to a 3% NSR upon commencement of commercial production and the Company has an option to buy the NSR down to 2%.

c. acquired additional claims adjoining and between the above claims by direct staking at various dates up to March 2019, bringing the total Black Lake – Drayton package to 13,773 continuous hectares. There is no royalty interest on claims directly staked by the Company.

f) Yankee Dundee (British Columbia, Canada)

Yankee Dundee consists of 26 Crown-granted mineral claims located in the Nelson Mining District near Ymir, British Columbia. On June 25, 2013, the Company closed the sale of its interests and obligations in the properties to Armex Mining Corp. ("Armex") in exchange for advance royalty payments, royalty payments, and production payments.

(Expressed in Canadian Dollars)

The remaining terms of the agreement are as follows:

(i) Armex is to pay remaining advance royalty payments of:

- $50,000 on or before August 28, 2015 (unpaid); and
- $50,000 on or before August 28, 2016 (unpaid) and annually thereafter until the commencement of commercial production.

(ii) Armex is to pay production and additional payments of:

- $250,000 upon the commencement of commercial production;
- $250,000 upon the first anniversary of commencement of commercial production; and
- additional production payments aggregating $1,000,000 payable from 30% of net revenues as defined in the agreement.

Armex has the right to satisfy the production and additional payments by paying the aggregate sum of $1,250,000 any time during the first year of commercial production.

Armex will also assume all obligations per existing underlying option agreements with respect to the Yankee Dundee claims which consist of a 1% NSR upon commencement of commercial production until the recovery of the lesser of aggregate expenditures incurred and $5,000,000, after such time, the NSR will increase to 2.5%. At any time up to the commencement of commercial production, an option is available to purchase 1.5% of the NSR for $500,000 and the remaining 1% for $500,000.

The Company will also be entitled to a 2.5% NSR upon commencement of commercial production, with Armex holding the right to repurchase the royalty at any time on the basis of $1,000,000 for each 1%. In addition, the Company retains back-in rights pursuant to the agreement by which it can re-acquire the property in the event specific production milestones are not met.

Armex disputes the overdue advance royalty payments that were payable on or before August 28, 2015, 2016, 2017, 2018 and 2019. As the Company believes that the financial situation of Armex has deteriorated to an extent that precludes it from completing the sale agreement, the capitalized costs relating to Yankee Dundee have been reduced to $Nil.

7. EXPLORATION AND EVALUATION EXPENDITURES

Exploration expenditures incurred for the year ended March 31, 2020 were as follows (Note 10a):

	Stillwater West	Yukon Properties	Duke Island	Drayton	Black Lake	**Total**
	$	**$**	**$**	**$**	**$**	**$**
Analysis	149,568	19,440	-	-	-	169,008
Camp	57,873	11,949	-	-	-	69,822
Consulting	745,755	246,253	4,428	5,984	18,809	1,021,229
Drilling	525,979	-	-	-	-	525,979
Equipment	43,676	45,748	-	-	-	89,424
Fuel	41,022	6,988	-	-	-	48,010
Helicopter	197,589	147,968	-	-	-	345,557
Overhead and administration	2,440	-	-	-	-	2,440
Permitting	23,137	1,766	-	-	-	24,903
Salaries and benefits	-	6,378	-	-	-	6,378
Travel and accommodation	84,485	18,676	542	-	-	103,703
	1,871,524	505,166	4,970	5,984	18,809	2,406,453
Less: Government Grants	-	(40,000)	-	-	-	(40,000)
	1,871,524	**465,166**	**4,970**	**5,984**	**18,809**	**2,366,453**

(Expressed in Canadian Dollars)

Exploration expenditures incurred for the year ended March 31, 2019 were as follows:

	Stillwater West	Yukon Properties	Duke Island	Drayton	Black Lake	**Total**
	$	**$**	**$**	**$**	**$**	**$**
Analysis	12,720	131,724	-	4,950	5,450	154,844
Camp	30,393	14,608	-	1,210	1,210	47,421
Consulting	109,806	83,496	1,302	-	-	194,604
Equipment	13,792	13,669	-	330	330	28,121
Fuel	2,208	18,816	-	975	975	22,974
Geological consulting	446,762	111,462	3,176	24,735	24,736	610,871
Overhead and administration	53,242	1,490	-	-	-	54,732
Permitting	7,154	-	-	-	-	7,154
Travel and accommodation	98,263	108,474	696	7,945	8,945	224,323
	774,340	483,739	5,174	40,145	41,646	1,345,044
Less: Government Grants	-	(40,000)	-	-	-	(40,000)
	774,340	**443,739**	**5,174**	**40,145**	**41,646**	**1,305,044**

8. FLOW-THROUGH SHARE PREMIUM LIABILITY

A summary of the changes in the Company's flow-through share premium liability was as follows:

	$
Balance, March 31, 2018	70,432
Flow-through share premium on the issuance of flow-through common shares (Note 9b)	57,500
Settlement of flow-through share premium liability pursuance to incurring qualified expenditures	(76,584)
Balance, March 31, 2019	51,348
Flow-through share premium on the issuance of flow-through common shares (Note 9b)	159,941
Settlement of flow-through share premium liability pursuance to incurring qualified expenditures	(69,488)
Balance, March 31, 2020	**141,801**

9. SHARE CAPITAL

a) Authorized and Issued

Unlimited common shares without par value.

As at March 31, 2020 there were 118,522,835 common shares issued and outstanding (2019 – 59,360,142).

b) Share issuance details

Year ended March 31, 2020

(i) In November 2019, the Company completed a non-brokered private placement by issuing 7,997,058 flow-through ("FT") units at a price of $0.17 per unit for gross proceeds of $1,359,500. Each unit consisted of one FT common share of the Company and one half non-FT share purchase warrant.

The Company also issued 7,250,000 non-FT units at a price of $0.15 per unit for gross proceeds of $1,087,500. Each unit consisted of one common share of the Company and one half share purchase warrant. Each full warrant from both the FT units and the non-FT units entitle the holder to acquire one common share of the Company at an exercise price of $0.25 per share with an expiry of November 21, 2022.

A total of 655,060 finders units were issued in connection with the private placement, with each finders unit consisting of one common share of the Company and one half share purchase warrant. Each full warrant entitles the holder to acquire one common share of the Company at an exercise price of $0.25 per share with an expiry of November 21, 2022. The value of the finders units was valued at $98,259 which was recorded as share issue costs. A total of 70,000 finders shares were issued in connection with the private placement and valued at $21,000 which was recorded as share issuance costs. Other share issue costs totaled $26,158.

The difference between the Company's FT and non-FT unit placements was $0.02 per unit and as a result, the Company allocated $159,941 of the gross proceeds to flow-through share premium liability (Note 8).

In August 2019, the Company issued 17,500,140 units at a price of $0.14 per unit for gross proceeds of $2,450,020. Each unit consisted of one common share of the Company and one half-share purchase warrant, with each full warrant entitling the holder to acquire one common share of the Company at an exercise price of $0.21 per share with an expiry of either August 6, 2022 or September 4, 2022. Share issue costs totaled $123,066. A total of 772,322 finders warrants were issued in connection with the private placement with each finders warrant exercisable into one common share on the same terms as the warrants in the private placement. The fair value of the finders warrants was $44,431 which was recorded as share issue costs. The fair value was calculated using the following assumptions: risk free rate 1.39%, expected volatility 71%, expected life 3 years, dividend yield 0%.

(ii) The Company issued 2,300,000 common shares with a fair value of $366,000 in connection with the Stillwater West, Catalyst and Outpost/Pacer property agreements.

(iii) The Company issued 23,345,435 common shares pursuant to the exercise of share purchase warrants with a weighted average exercise price of $0.12 per share for total gross proceeds of $2,917,698.

(iv) The Company issued 75,000 common shares pursuant to the exercise of stock options with an exercise price of $0.12 for total gross proceeds of $14,359.

Year ended March 31, 2019

(i) In November 2018, the Company issued 8,000,000 units at a price of $0.15 per unit for gross proceeds of $1,200,000. Each unit consisted of one common share of the Company and one half-share purchase warrant. Each full warrant entitles the holder to acquire one common share of the Company at an exercise price of $0.225 per share for a period of 36 months. The Company paid finders' fees totaling $5,497.

In August 2018, the Company issued 2,875,000 FT shares of the Company at a price of $0.20 per FT Share for gross proceeds of $575,000. The Company paid finders' fees totaling $21,000. The Company's share price was $0.22 per share on the date of completion and as a result, the Company allocated $517,500 of the gross proceeds to share capital and the remaining $57,500 of the gross proceeds to flow-through share premium liability.

(ii) The Company issued 2,699,999 common shares with a fair value of $478,642 in connection with the Drayton, Stillwater West, Black Lake and Yukon Properties agreements.

(iii) The Company issued 1,026,000 common shares pursuant to the exercise of share purchase warrants with a weighted average exercise price of $0.13 per share for total gross proceeds of $129,560.

(Expressed in Canadian Dollars)

c) Stock options

The Company has a fixed Long-Term Incentive Plan whereby the Company may grant certain awards to directors, officers, employees and consultants, including stock options, to a maximum of 12,000,000 common shares. The exercise price, term and vesting period of each award are determined by the Board within regulatory guidelines.

A summary of the changes in stock options is presented below:

	Number of options	Weighted average exercise price
		$
Balance, March 31, 2018	**5,938,570**	**0.14**
Granted	1,420,000	0.18
Cancelled	(175,000)	0.12
Balance, March 31, 2019	**7,183,570**	**0.15**
Granted	3,900,000	0.22
Exercised	(75,000)	0.12
Cancelled	(448,570)	0.35
Balance, March 31, 2020	**10,560,000**	**0.17**
Exercisable, March 31, 2020	**6,845,000**	**0.14**

The following stock options were outstanding and exercisable as at March 31, 2020:

Expiry date	Weighted average exercise price	Outstanding	Exercisable	Weighted average remaining life (in years)
	$			
[(1)] March 20, 2022	0.15	2,740,000	2,740,000	1.97
August 30, 2022	0.12	350,000	350,000	2.42
September 28, 2022	0.12	2,350,000	2,350,000	2.50
August 22, 2023	0.20	425,000	425,000	3.40
November 23, 2023	0.15	300,000	200,000	3.65
February 28, 2024	0.20	495,000	330,000	3.92
June 14, 2024	0.15	1,050,000	350,000	4.21
September 18, 2024	0.18	300,000	100,000	4.47
January 29, 2025	0.18	2,550,000	-	4.84
	0.17	**10,560,000**	**6,845,000**	**3.28**

[(1)] Subsequent to March 31, 2020 a total of 100,000 options with an exercise price of $0.15 were exercised.

(Expressed in Canadian Dollars)

d) Share purchase warrants

A summary of the changes in warrants is presented below:

	Number of warrants	Weighted average exercise price
		$
Balance, March 31, 2018	**23,899,387**	**0.12**
Issued	4,000,000	0.23
Exercised	(1,026,000)	0.13
Balance, March 31, 2019	**26,873,387**	**0.14**
Issued	17,502,450	0.23
Exercised	(23,345,435)	0.12
Balance, March 31, 2020	**21,030,402**	**0.23**

The following share purchase warrants were outstanding as at March 31, 2020:

Expiry date	Exercise price	Outstanding
	$	
November 26, 2021	0.225	3,685,325
August 6, 2022	0.21	5,448,453
September 4, 2022	0.21	3,910,566
November 21, 2022	0.25	7,986,058
		21,030,402

e) Share-based payment expense and reserve

Pursuant to vesting schedules, the share-based payment expense for the stock options that were granted during the years ended March 31, 2020 and 2019 was, respectively, $260,268 and $184,732, and was recorded in the consolidated statement of loss and comprehensive loss.

The fair value of the stock options that were granted during the years ended March 31, 2020 and 2019 was calculated using the Black-Scholes option pricing model with the following weighted average assumptions:

	March 31, 2020	March 31, 2019
Risk free interest rate	1.38%	1.96%
Expected life in years	5	5
Expected volatility	74.6%	83%
Expected dividends	0.0%	0.0%

During the year ended March 31, 2020, the Company reclassified $66,748 (2019 - $nil) from share-based payment reserve to deficit with respect to options that were cancelled during the year, reclassified $5,359 (2019 - $nil) to share capital with respect to options that were exercised during the year and assigned a value of $44,431 to warrants issued (Note 9b).

(Expressed in Canadian Dollars)

10. RELATED PARTY TRANSACTIONS

Key management personnel are the Directors and Officers of the Company. Key management personnel, or their related parties, may hold positions in other entities that result in them having control or significant influence over the financial or operating policies of those entities. Amounts paid by the Company for the services provided by related parties are determined by negotiation among the parties and are reviewed and approved by the Board. These transactions are in the normal course of operations and are measured at their exchange amount.

In addition to key management personnel, the Company transacted with the following related parties during the years ended March 31, 2020 and 2019:

- TruePoint Exploration Inc. ("TruePoint") is a privately held exploration service company that provides exploration and administrative services to the Company and several other exploration companies in the industry. Michael Rowley, the President and CEO of the Company, and another director of the Company, are minority shareholders of TruePoint, which makes it a related party. Charges from TruePoint are for exploration, management and office administration expenses;

- Metallic Minerals Corp. ("Metallic") and Granite Creek Copper Inc. ("Granite Creek") are public companies with Directors and/or Officers in common. Together with the Company, they are members of the Metallic Group of Companies which is a collaboration of leading precious and base metals exploration companies that aim to gain a competitive advantage through sharing administration costs, expertise and other resources;

- Midnight Mining Services Ltd. ("Midnight Mining"), a private company controlled by Bill Harris, a director of the Company. Effective December 4, 2019, Bill Harris resigned from the Company's Board and as a result, Midnight Mining ceased to be a related party;

- MVR Consulting Inc. ("MVR"), a private company controlled by the President and CEO; and

- Foran Mining Corporation ("Foran"), a public company whose CFO, Tim Thiessen, was the CFO of the Company. Effective March 31, 2020, Tim Thiessen resigned from the Company. A new CFO was appointed on April 3, 2020.

Details of transactions between the Company and related parties, in addition to those transactions disclosed elsewhere in these consolidated financial statements, are described below.

a) Related Party Transactions

The Company's related party transactions for the year ended March 31 were as follows:

	March 31, 2020	March 31, 2019
	$	$
Consulting fees [(1)]	202,063	244,631
Share-based payments [(2)]	93,941	72,134
Transactions with TruePoint [(3)]	2,446,166	91,047
	2,742,170	**407,812**

[(1)] Consulting fees consisted of $160,813 for CEO fees (2019: $164,255), $41,250 for CFO fees (2019: $38,063), $Nil charged by Midnight Mining (2019: $40,184) and $Nil for the Company's Corporate Secretary, Alicia Milne (2019 - $2,129).

[(2)] Share-based payments expense was a non-cash item that consisted exclusively of the fair value of stock options that were granted to key management personnel.

[(3)] Exploration and administrative support costs were charged by TruePoint and consisted of mineral exploration and evaluation costs, consulting fees, corporate advisory fees and office and administration costs.

(Expressed in Canadian Dollars)

b) Related Party Balances

In previous periods, companies in the Metallic Group of Companies paid for certain shared costs on behalf of each other. The payable balances at March 31, 2019 with Metallic and Granite Creek in the tables below are a result of these shared costs.

The Company's related party (receivable) payable balances consisted of the following:

	March 31, 2020	March 31, 2019
Due to Key Management Personnel	**$**	**$**
Due to MVR (1)	-	97,743
Due to Midnight Mining (2)	-	7,010
Due to Michael Rowley (3)	7,890	33,896
Due to Tim Thiessen (3)	4,200	-
	12,090	**138,649**

(1) This amount was for CEO fees and was included in non-current due to related parties.
(2) This amount was for consulting fees and was included in accounts payable and accrued liabilities.
(3) This amount was for expense reimbursements and was included in accounts payable and accrued liabilities.

Due to Related Parties	**$**	**$**
Due to Metallic (1)	-	243,795
Due to Granite Creek (1)	-	101,904
Due (from) / to TruePoint (1)	(233,981)	131,047
Due to Foran (2)	-	14,678
	(233,981)	**491,424**

(1) The amount at March 31, 2020 was included in due from related parties. The amount due from TruePoint is comprised of net advances against which service invoices have been applied. The amounts at March 31, 2019 were included in non-current due to related parties.
(2) In previous periods, Foran paid for certain shared consulting and office and administration costs. The amount at March 31, 2019 consisted of these shared costs and was included in current due to related parties.

Amounts due to related parties are unsecured, non-interest-bearing, and have no formal terms of repayment.

c) Insider Participation in Private Placements

A summary of insider participation in the Company's private placements for the year ended March 31, 2020 and 2019 was as follows:

August 2019 Private Placement	Number of shares	Price	Proceeds
		$	**$**
Greg Johnson	395,000	0.14	55,300

August 2018 Private Placement	Number of shares	Price	Proceeds
		$	**$**
Michael Rowley	240,000	0.20	48,000
Gregor Hamilton	200,000	0.20	40,000
	440,000		88,000

(Expressed in Canadian Dollars)

November 2018 Private Placement	Number of shares	Price	Proceeds
		$	**$**
Alicia Milne	10,000	0.15	1,500
Midnight Mining	350,000	0.15	52,500
MVR Consulting	80,339	0.15	12,051
Greg Johnson	350,000	0.15	52,500
Garth Kirkham [1]	20,000	0.15	3,000
Matthew Lee [1]	23,300	0.15	3,495
	833,639		125,046

[1] These persons were no longer related parties as at the beginning of the year ended March 31, 2020.

11. SUPPLEMENTAL CASH FLOW INFORMATION

The net change in non-cash operating working capital balances for the years ended March 31 consisted of the following:

	March 31, 2020	**March 31, 2019**
	$	**$**
Accounts receivable	(162,108)	26,608
Prepaid expenses	(682,891)	63,733
Accounts payable and accrual liabilities	(265,823)	87,237
	(1,110,822)	177,578

The non-cash transactions for the year ended March 31, 2020 consisted of the following:

- issuing a total of 2,300,000 common shares valued at $366,000 as option payments on its Stillwater West, Catalyst and Outpost/Pacer properties;
- issuing 772,322 warrants as finders fees valued at $44,431 pursuant to the August 2019 private placement noted in Note 9b; and
- issuing 655,060 units as finders fees valued at $98,259 pursuant to the November 2019 private placement noted in Note 9b.

The non-cash transactions for the years ended March 31, 2019 consisted of the Company issuing a total of 2,699,999 common shares valued at $478,642 as option payments on its exploration and evaluation assets.

12. FINANCIAL INSTRUMENTS

a) Categories of Financial Instruments

The Company's financial instruments include cash, accounts receivable, accounts payable and accrued liabilities and due to related parties. The Company has classified its financial instruments as amortized cost.

b) Fair Value

The carrying values of accounts payable and accrued liabilities, due to related parties and short-term loans approximate their fair values due to the short period to maturity.

c) Financial Risk Management

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

The Company's exposure to these risks and its methods of managing the risks are summarized as follows:

i) Liquidity Risk

Liquidity risk is the risk that the Company will be unable to meet financial obligations as they fall due. The Company's approach to managing liquidity risk is to provide reasonable assurance that it will have sufficient funds to meet liabilities when due by forecasting cash flows for operations, anticipated investing and financing activities and through management of its capital structure.

As at March 31, 2020, all of the Company's financial liabilities had contractual maturities of less than 90 days.

ii) Currency Risk

The Company is exposed to currency risk to the extent expenditures incurred or funds received and balances maintained by the Company are denominated in currencies other than the Canadian dollar. The Company does not manage currency risks through hedging or other currency management tools and considers the risks related to foreign currency are not significant at this time. The Company is not exposed to material currency risk.

iii) Interest Rate Risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. Based on the current cash balances and expected future interest rates, the Company is not exposed to material interest rate risk.

iv) Credit Risk

Credit risk is the risk that a counterparty to a financial instrument will fail to discharge its contractual obligations. The Company is exposed to credit risk mainly in respect to managing its cash. The Company mitigates such credit risk by risk management policies that require significant cash deposits or any short-term investments be invested with Canadian chartered banks rated BBB or better. All investments must be less than one year in duration.

v) Other Price Risk

Other price risk is the risk that the future cash flows of a financial instrument will fluctuate due to changes in market prices, other than those arising from interest rate risk or foreign currency risk. The Company is not exposed to significant other price risk.

13. CAPITAL MANAGEMENT

The Company's objectives in managing its capital are to maintain the ability to continue as a going concern in order to support the acquisition, exploration and development of its exploration and evaluation assets.

The Company considers the items included in equity as capital. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue new shares through private placements, sell assets to reduce debt or return capital to shareholders.

(Expressed in Canadian Dollars)

As the Company is in the exploration stage, its operations have been substantially funded by the issuance of equity instruments. The Company will continue to rely on equity issuances for future funding depending upon market and economic conditions at the time.

There have been no changes in the Company's approach to capital management during the year ended March 31, 2020.

The Company is not subject to externally imposed capital requirements.

14. INCOME TAXES

Income tax expense differs from the amount that would result from applying the Canadian federal and provincial income tax rates to earnings before income taxes. These differences result from the following items:

	March 31, 2020	March 31, 2019
	$	$
Net Loss for the year	(3,680,096)	(2,564,334)
Canadian federal and provincial income tax rates	27%	27%
Expected income tax recovery at statutory rate	(993,626)	(692,370)
Increase (decrease) due to:		
Non-deductible expenditures and other permanent differences	71,598	51,372
Non-taxable income	(18,763)	20,678
Losses for which no tax benefit is recorded	760,522	415,376
Income tax benefit renounced with flow-through shares	180,269	204,944
Income tax recovery as recorded	-	-

The components of unrecognized deductible temporary differences and unused tax losses for which no deferred tax asset has been recognized consist of the following amounts:

	$	$
Share issue costs	152,298	45,518
Exploration and evaluation assets	2,112,620	1,696,000
Capital losses and other	48,152	48,152
Non-capital losses	9,356,034	6,386,357
Unrecognized temporary differences and non-capital losses	11,669,104	8,179,027

In assessing the ability to realize deferred tax assets, management considers whether it is probable that some portion or all of the deferred tax assets will be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which those deferred tax assets are deductible.

(Expressed in Canadian Dollars)

As at March 31, 2020, the Company's unrecognized Canadian non-capital losses expire as follows:

	$
2027	67,000
2028	556,000
2029	570,000
2030	660,000
2031	537,000
2032	467,000
2033 to 2040	4,154,000
	7,011,000

In addition, the Company has approximately CAD$2,345,000 in United States tax losses with no expiry date.

15. SEGMENTED INFORMATION

The Company has one operating segment, acquisition, exploration and development of mineral properties. The table below shows consolidated data by geographic segment based on the location:

	March 31, 2020	March 31, 2019
	$	$
Non-current assets by geographic segment		
Canada	1,163,528	882,028
United States	1,334,569	941,891
	2,498,097	1,823,919

16. COMMITMENTS

As a result of the issuance of FT shares on November 21, 2019, the Company has a commitment to incur $1,359,500 on qualifying Canadian exploration expenditures on or before December 31, 2020. At March 31, 2020, approximately $1,205,308 of the commitment was remaining. In July 2020, in recognition of the impacts of COVID-19, the Canadian government announced proposed temporary relief measures to flow-through regulations including allowing companies an additional twelve months-period to incur eligible expenditures. Once enacted into law, this relief measure is expected to reduce the Company's short-term flow-through commitment substantially by extending the deadline for incurring expenses to December 31, 2021.

As a result of the issuance of FT Shares on August 22, 2018, the Company had a commitment to incur $575,000 on qualifying Canadian exploration expenditures on or before December 31, 2019. The Commitment was completed.

17. CORONAVIRUS (COVID-19) PANDEMIC

Outbreak of the corona virus and the worldwide COVID-19 pandemic may result in impacts to the Company's on-going exploration plans and activities in 2020. The Company is focused on the health and well-being of its workers and the communities in which we work and has implemented preventative measures accordingly. The Company will continue to monitor advice and regulations from the World Health Organization, governments and local communities, and adjust measures as appropriate.

The Company may face disruption to operations, supply chain delays, travel and trade restrictions, and impacts on economic activity in affected countries or regions can be expected that are difficult to quantify. Regional disease outbreaks represent a threat to hiring and maintaining skilled workers, and could be a major health-care challenge for its workforce. There can be no assurance that the Company's personnel will not be impacted by these regional disease outbreaks and ultimately that the Company could see its workforce productivity reduced or incur increased medical costs as a result of these health risks.

In addition, the COVID-19 pandemic has created a dramatic slowdown in the global economy. The duration of the COVID-19 outbreak and the resulting travel restrictions, social distancing recommendations, government response actions, business disruptions and business closures may have an impact on the Company's exploration operations and access to capital.

There can be no assurance that the Company will not be impacted by adverse consequences that may be brought about by the COVID-19 pandemic's impact on global industrial and financial markets which may reduce metal prices, share prices and financial liquidity, thereby limiting access to additional capital.

18. SUBSEQUENT EVENT

The Company closed a private placement subsequent to March 31, 2020. A total of 22,500,000 units were issued at a price of $0.20 per unit (a "Unit") for total gross proceeds of $4,500,000. Each Unit consists of one common share of the Company and one share purchase warrant (a "Warrant"), with each Warrant entitling the holder to acquire one additional common share of the Company at a price of $0.30 per share until July 17, 2023. Finder's fees of $78,000 cash, 551,550 finder's units and 390,000 compensation options were paid/issued in connection with the financing. Each finder's unit consists of one share and one Warrant. Each compensation option entitles the holder to acquire one Unit at an exercise price equal to the Unit price for a period of 36 months.