

Gatling Exploration Inc.

Financial Statements

Year Ended March 31, 2021

(Expressed in Canadian Dollars)

Gatling Exploration Inc.

Year Ended March 31, 2021

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Independent Auditor's Report

To the Shareholders of Gatling Exploration Inc.

Opinion

We have audited the financial statements of Gatling Exploration Inc. ("the Company"), which comprise the statements of financial position as at March 31, 2021 and March 31, 2020 and the statements of comprehensive loss, changes in equity (deficiency) and cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2021 and March 31, 2020, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audit 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

We draw attention to Note 2 to the financial statements which describes the material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

Management is responsible for the other information. The other information comprises:

- Management's Discussion and Analysis

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

In connection with our audit of the 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 financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained the other information prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. 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 financial statements in accordance with International Financial Reporting Standards, 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.

In preparing the 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 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 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 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 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 financial statements, including the disclosures, and whether the 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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

"Crowe MacKay LLP"

**Chartered Professional Accountants
Vancouver, Canada
July 28, 2021**

Gatling Exploration Inc.
 Statements of Financial Position
 March 31,
 (Expressed in Canadian Dollars)

	2021	2020
Assets		
Current		
Cash and cash equivalents	\$ 1,875,290	\$ 23,813
Receivables (note 12)	179,926	194,714
Prepaid expenses (note 12)	104,093	180,078
	2,159,309	398,605
Non-current		
Property, plant and equipment (note 7)	139,744	159,121
Right-of-use asset (note 9)	217,696	371,363
	\$ 2,516,749	\$ 929,089
Liabilities		
Current		
Accounts payable and accrued liabilities (note 12)	\$ 734,620	\$ 1,476,896
Lease obligation – current portion (note 10)	169,827	146,468
Other liabilities (note 11)	132,449	-
	1,036,896	1,623,364
Non-current		
Lease obligation (note 10)	80,275	251,567
	1,117,171	1,874,931
Shareholders' Equity (Deficiency)		
Share Capital (note 13)	20,762,494	13,117,320
Share-based Payments Reserve (note 13)	2,120,332	1,200,083
Deficit	(21,483,248)	(15,263,245)
	1,399,578	(945,842)
	\$ 2,516,749	\$ 929,089

Going Concern (note 2)

Commitments (notes 11 and 16)

Subsequent Events (note 17)

Approved on behalf of the Board:

<i>"Richard Boulay"</i>	<i>"Nav Dhaliwal"</i>
..... Director Director
Richard Boulay	Nav Dhaliwal

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

Gatling Exploration Inc.
Statements of Comprehensive Loss
For the Years Ended March 31,
(Expressed in Canadian Dollars)

	2021	2020
Expenses		
Consulting fees (note 12)	\$ 737,490	\$ 627,612
Depreciation (notes 7 and 9)	171,192	166,778
Exploration and evaluation expenditures (notes 7, 8 and 12)	3,722,699	7,349,084
Foreign exchange loss (gain)	2,094	(1,981)
General exploration	-	79,110
Lease interest accretion (note 10)	38,010	54,422
Management fees (note 12)	205,000	230,000
Office and general (note 12)	157,060	228,723
Professional fees (note 12)	200,757	217,834
Rent recovery (note 12)	(72,124)	(3,484)
Share-based payments (notes 12 and 13)	891,900	176,204
Shareholder communications and investor relations	483,267	859,335
Transfer agent and filings fees	52,209	57,866
Travel	7,717	349,104
Loss Before Other Items	(6,597,271)	(10,390,607)
Other Items		
Other income (note 11)	344,908	418,533
Part XII.6 tax	-	(25,734)
Interest income	3,632	84,844
Net Loss and Comprehensive Loss for the Year	\$ (6,248,731)	\$ (9,912,964)
Basic and Diluted Loss Per Share	\$ (0.20)	\$ (0.42)
Weighted Average Number of Common Shares Outstanding – Basic and Diluted	31,299,239	23,746,317

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

Gatling Exploration Inc.
 Statements of Changes in Equity (Deficiency)
 (Expressed in Canadian Dollars)

	Share Capital		Share-based Payments Reserve	Deficit	Total
	Number of Shares	Share Capital			
Balance, March 31, 2019	22,835,426	\$ 12,378,787	\$ 1,213,212	\$ (5,468,786)	\$ 8,123,213
Shares issued for exploration and evaluation expenditures (note 8)	875,000	595,000	-	-	595,000
Stock options granted	-	-	176,204	-	176,204
Shares issued on exercise of stock options	130,250	72,705	-	-	72,705
Transfer of stock option fair value on exercise	-	70,828	(70,828)	-	-
Transfer of stock option fair value on expiry	-	-	(118,505)	118,505	-
Net loss and comprehensive loss for year	-	-	-	(9,912,964)	(9,912,964)
Balance, March 31, 2020	23,840,676	13,117,320	1,200,083	(15,263,245)	(945,842)
Private placements	15,912,140	8,433,427	-	-	8,433,427
Share issuance costs	-	(310,896)	57,077	-	(253,819)
Flow-through liability	-	(477,357)	-	-	(477,357)
Stock options granted	-	-	891,900	-	891,900
Transfer of stock option fair value on expiry	-	-	(28,728)	28,728	-
Net loss and comprehensive loss for year	-	-	-	(6,248,731)	(6,248,731)
Balance, March 31, 2021	39,752,816	\$ 20,762,494	\$ 2,120,332	\$ (21,483,248)	\$ 1,399,578

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

Gatling Exploration Inc.
Statements of Cash Flows
For the Years Ended March 31,
(Expressed in Canadian Dollars)

	2021	2020
Operating Activities		
Net loss for the year	\$ (6,248,731)	\$ (9,912,964)
Items not involving cash		
Depreciation	174,744	172,994
Shares issued for exploration and evaluation expenditures	-	595,000
General exploration	-	79,110
Lease interest accretion	38,010	54,422
Share-based payments	891,900	176,204
Other income	(344,908)	(418,533)
Changes in non-cash working capital		
Receivables	14,788	(95,752)
Prepaid expenses	75,985	221,677
Accounts payable and accrued liabilities	(742,276)	1,366,137
Cash Used in Operating Activities	(6,140,488)	(7,761,705)
Investing Activity		
Purchase of equipment	(1,700)	(109,064)
Cash Used in Investing Activity	(1,700)	(109,064)
Financing Activities		
Shares issued for cash	8,433,427	72,705
Share issue costs	(253,819)	-
Repayments of lease obligation	(185,943)	(181,417)
Cash Provided by (Used in) Financing Activities	7,993,665	(108,712)
Inflow (Outflow) of Cash and Cash Equivalents	1,851,477	(7,979,481)
Cash and Cash Equivalents, Beginning of Year	23,813	8,003,294
Cash and Cash Equivalents, End of Year	\$ 1,875,290	\$ 23,813
Cash and Cash Equivalents		
Cash	\$ 622,654	\$ 23,813
Term deposits	1,252,636	-
	\$ 1,875,290	\$ 23,813
Supplemental Disclosure with Respect to Cash Flows		
Income tax paid	\$ -	\$ -
Interest received	\$ 3,632	\$ 84,844
Interest paid	\$ 39,475	\$ 50,481
Non-cash financing activities		
Fair value of shares issued for exploration and evaluation	\$ -	\$ 595,000
Fair value of stock options exercised	\$ -	\$ 70,828
Capitalization of right-of-use asset and lease obligation	\$ -	\$ 525,030

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

Gatling Exploration Inc.
Notes to the Financial Statements
For the Year Ended March 31, 2021
(Expressed in Canadian Dollars)

1. NATURE OF OPERATIONS

Gatling Exploration Inc. (the “Company”) is an exploration stage company incorporated on August 2, 2018, under the laws of the province of British Columbia, Canada. Its principal business activity is the acquisition, exploration and evaluation of mineral properties located in the province of Ontario, Canada. The Company’s common shares are traded on the TSX Venture Exchange under the symbol “GTR”. The Company’s shares also trade on the OTC Exchange in the United States under the symbol “GATGF”. The Company’s head office and principal business address is 1680 – 200 Burrard Street, Vancouver, British Columbia, Canada, V6C 3L6. The Company’s registered and records office is 400 – 725 Granville Street, Vancouver, British Columbia, Canada, V7Y 1G5.

On December 14, 2020, the Company consolidated its common shares on the basis of one new share for two old shares. All share and per share amounts have been revised to reflect the consolidation.

2. 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 liabilities in the normal course of operations.

The Company has incurred a loss during the year ended March 31, 2021 of \$6,248,731 (2020 - \$9,912,964) and as at March 31, 2021 has a deficit of \$21,483,248 (2020 - \$15,263,245), has limited resources, no sources of operating cash flow and no assurances that sufficient funding will be available to continue operations for an extended period of time. The Company is in the exploration stage, and accordingly, has not yet commenced revenue-producing operations. These material uncertainties may cast significant doubt upon the Company’s ability to continue as a going concern.

The application of the going concern concept is dependent upon the Company’s ability to satisfy its liabilities as they become due and to obtain the necessary financing to complete the exploration and development of its mineral property interests, the attainment of profitable mining operations or the receipt of proceeds from the disposition of its mineral property interests. There can be no assurance that management will obtain the necessary financing in the future.

If the going concern assumption were not appropriate for these financial statements, then adjustments may be necessary in the carrying values of assets and liabilities, the reported expenses and the statement of financial position classifications used. Such adjustments could be material.

In March 2020, there was a global outbreak of coronavirus (COVID-19). The actual and threatened spread of the virus globally has had a material adverse effect on the global economy and, specifically, the regional economies in which the Company operates. The pandemic could continue to have a negative impact on the stock market, including trading prices of the Company’s shares and its ability to raise new capital. These factors, among others, could have a significant impact on the Company’s operations.

3. BASIS OF PREPARATION

a) Statement of compliance

These financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Board.

These financial statements were reviewed by the Audit Committee and approved and authorized for issue by the Board of Directors on July 28, 2021.

Gatling Exploration Inc.
Notes to the Financial Statements
For the Year Ended March 31, 2021
(Expressed in Canadian Dollars)

3. BASIS OF PREPARATION (Continued)

b) Basis of measurement

These financial statements have been prepared under the historical cost basis, except for certain financial instruments, which are measured at fair value, as explained in the significant accounting policies (note 4). These financial statements have been prepared under the accrual basis of accounting, except for cash flow information.

4. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies have been applied consistently throughout by the Company for purposes of these financial statements.

a) Cash and cash equivalents

Cash and cash equivalents includes cash on hand, demand deposits with financial institutions, and other short-term, highly liquid investments that are readily convertible to known amounts of cash and subject to an insignificant risk of change in value.

b) Exploration and evaluation expenditures

Exploration and evaluation expenditures, including acquisition costs, are expensed in the year in which they are incurred. Mining exploration tax credits for certain exploration expenditures incurred are recognized as other income when received.

Mineral property acquisition costs and exploration and evaluation expenditures are recorded at cost. When shares are issued as part of mineral property acquisition costs, they are valued at the closing share price on the date of issuance. Payments related to a property acquired under an option or joint venture agreement, where payments are made at the sole discretion of the Company, are recorded upon payment.

Once the technical feasibility and commercial viability of extracting the mineral resources has been determined, the property is considered to be a mine under development and development costs are capitalized to “mines under construction” on the statement of financial position.

c) Decommissioning liabilities

An obligation to incur decommissioning and site rehabilitation costs occurs when environmental disturbance is caused by exploration, evaluation, development or ongoing production.

Decommissioning and site rehabilitation costs arising from the installation of plant and other site preparation work, discounted to their net present value, are provided when the obligation to incur such costs arises and are capitalized into the cost of the related asset. These costs are charged against operations through amortization of the asset and unwinding of the discount on the provision.

Depreciation is included in operating costs while the unwinding of the discount is included as a financing cost. Changes in the measurement of a liability relating to the decommissioning or site rehabilitation of plant and other site preparation work are added to, or deducted from, the cost of the related asset and charged against operating profit or loss. The discount rate used to measure the net present value of the obligations is the pre-tax rate that reflects the current market assessment of the time value of money and the risks specific to the obligation.

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

c) Decommissioning liabilities (continued)

The costs for the restoration of site damage, which arises during production, are provided at their net present values and charged against operations as extraction progresses.

d) Impairment of non-financial assets

Impairment tests on intangible assets with indefinite useful economic lives are undertaken annually at every reporting period. Other non-financial assets are subject to impairment tests whenever events or changes in circumstances indicate that their carrying amount may not be recoverable and at least annually. Where the carrying value of an asset exceeds its recoverable amount, which is the higher of value in use and fair value less costs to sell, the asset is written down accordingly.

Where it is not possible to estimate the recoverable amount of an individual asset, the impairment test is carried out on the asset's cash-generating unit, which is the lowest group of assets in which the asset belongs for which there are separately identifiable cash inflows that are largely independent of the cash inflows from other assets. The Company has one cash-generating unit for which impairment testing is performed.

An impairment loss is charged to profit or loss, except to the extent they reverse gains previously recognized in accumulated other comprehensive income (loss).

e) Financial instruments

All financial assets not classified at amortized cost or fair value through other comprehensive income are measured at fair value through profit or loss ("FVTPL"). On initial recognition, the Company can irrevocably designate a financial asset at FVTPL if doing so eliminates or significantly reduces an accounting mismatch.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated at FVTPL:

- It is held within a business model whose objective is to hold the financial asset to collect the contractual cash flows associated with the financial asset instead of selling the financial asset for a profit or loss; and
- Its contractual terms give rise to cash flows that are solely payments of principal and interest.

All financial instruments are initially recognized at fair value on the statement of financial position. Subsequent measurement of financial instruments is based on their classification. Financial assets and liabilities classified at FVTPL are measured at fair value with changes in those fair values recognized in net income (loss) for the period. Financial assets classified at amortized cost and financial liabilities are measured at amortized cost using the effective interest method.

Gatling Exploration Inc.
Notes to the Financial Statements
For the Year Ended March 31, 2021
(Expressed in Canadian Dollars)

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

e) Financial instruments (continued)

Fair value hierarchy

Fair value measurements of financial instruments are required to be classified using a fair value hierarchy that reflects the significance of inputs used in making the measurements. The levels of the fair value hierarchy are defined as follows:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: Inputs for assets or liabilities that are not based on observable market data.

f) Impairment of financial assets at amortized cost:

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 credit risk on 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 the twelve month expected credit losses. The Company shall recognize in profit or loss, 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.

g) Income taxes

Income tax expense consisting of current and deferred tax expense is recognized in the statement of comprehensive loss. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at period-end, adjusted for amendments to tax payable with regard to previous years.

Deferred tax assets and liabilities and the related deferred income tax expense or recovery are recognized for deferred 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 the enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability 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 substantive enactment occurs.

A deferred tax asset is recognized to the extent that it is probable that future taxable income will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, the deferred tax asset is reduced. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Gatling Exploration Inc.
Notes to the Financial Statements
For the Year Ended March 31, 2021
(Expressed in Canadian Dollars)

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

h) Share capital

Equity instruments are contracts that give a residual interest in the net assets of the Company. Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Company's common shares, stock options, share purchase warrants and flow-through shares are classified as equity instruments.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

The Company has adopted the residual value method with respect to the measurement of shares and warrants issued as private placement units. Under this method, the proceeds are allocated first to share capital based on the fair value of the common shares at the time the units are priced and any residual value is allocated to the share-based payments reserve. The fair value of the common shares is based on the closing quoted bid price on the announcement date. Consideration received for the exercise of warrants is recorded in share capital and the related residual value in warrants reserve is transferred to share capital. For those warrants that expire the recorded value is transferred to deficit.

i) Earnings (loss) per share

The Company presents basic earnings (loss) per share data for its common shares, calculated by dividing the income (loss) attributable to common shareholders of the Company by the weighted average number of shares outstanding during the period. The Company uses the treasury stock method for calculating diluted earnings (loss) per share. Under this method the dilutive effect on earnings per share is calculated on the use of the proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds of such exercise would be used to purchase 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 and warrants that would be anti-dilutive.

j) Share-based payments

The Company grants share options to acquire common shares of the Company to directors, officers, employees and consultants. The fair value of share-based payments to employees is measured at grant date, using the Black-Scholes option pricing model, and is recognized over the vesting period for employees using the graded vesting method. Fair value of share-based payments for non-employees is recognized and measured at the date the goods or services are received based on the fair value of the goods or services received. If it is determined that the fair value of goods and services received cannot be reliably measured, the share-based payment is measured at the fair value of the equity instruments issued using the Black-Scholes option pricing model.

For both employees and non-employees, the fair value of share-based payments is recognized as an expense with a corresponding increase in share-based payments reserve. The amount recognized as expense is adjusted to reflect the number of share options expected to vest. Consideration received on the exercise of stock options is recorded in share capital and the related share-based payment in share-based payments reserve is transferred to share capital.

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to profit or loss over the remaining vesting period.

Gatling Exploration Inc.
Notes to the Financial Statements
For the Year Ended March 31, 2021
(Expressed in Canadian Dollars)

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

j) Share-based payments (continued)

Where a grant of options is cancelled and settled during the vesting period, excluding forfeitures when vesting conditions are not satisfied, the Company immediately accounts for the cancellation as an acceleration of vesting and recognizes the amount that otherwise would have been recognized for services received over the remainder of the vesting period. Any payment made to the employee on the cancellation is accounted for as the repurchase of an equity interest, except to the extent the payment exceeds the fair value of the equity instrument granted, measured at the repurchase date. Any such excess is recognized as an expense. The amounts recorded in reserves for unexercised share options are transferred from share-based payments reserve to deficit upon their expiry or cancellation.

k) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses. The residual value, useful life and depreciation method are evaluated every reporting period and changes to the residual value, estimated useful life or depreciation method resulting from such review are accounted for prospectively. Depreciation is provided for at the following rates per annum:

Camp and infrastructure	straight-line over 10 years
Computer equipment	30% declining-balance
Equipment	20% declining-balance
Leasehold improvements	straight-line over lease term

l) Flow-through shares

The Company will, from time to time, issue flow-through common shares to finance its exploration programs. Pursuant to the terms of the flow-through share agreements, these shares transfer the tax deductibility of qualifying resource expenditures to investors. Upon issuance, the Company bifurcates the flow-through share into: (i) a flow-through share premium equal to the estimated premium, if any, investors pay for the flow-through feature, which is recognized as a liability; and (ii) share capital. Upon expenses being renounced, the Company derecognizes the liability and recognizes a deferred tax liability for the amount of tax reduction renounced to the investors. The premium is recognized as other income and the related deferred tax is recognized as a tax provision.

Proceeds received from the issuance of flow-through shares are restricted to be used only for Canadian resource property exploration expenditures within a two-year period. The Company may also be subject to a Part XII.6 tax on flow-through proceeds renounced under the Look-back Rule in accordance with Government of Canada flow-through regulations. When applicable, this tax is accrued as a financial expense until paid.

m) Leases

On the date that the leased asset becomes available for use, the Company recognizes a right-of-use (“ROU”) asset and a corresponding lease obligation. Interest expense associated with the lease obligation is charged to the statement of income (loss) over the lease period with a corresponding increase to the lease obligation. The lease obligation is reduced as payments are made against the principal portion of the lease. The ROU asset is depreciated over the shorter of the asset’s useful life and the lease term on a straight-line basis. Depreciation of the ROU asset is recognized in depreciation expense.

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

m) Leases (continued)

ROU assets and lease obligations are initially measured on a present value basis. Lease obligations are measured as the net present value of the lease payments, which may include: fixed lease payments, variable lease payments that are based on an index or a rate, and amounts expected to be payable under residual value guarantees and payments to exercise an extension or termination option, if the Company is reasonably certain to exercise either of those options. ROU assets are measured at cost, which is comprised of the amount of the initial measurement of the lease obligation, less any incentives received, plus any lease payments made at, or before, the commencement date and initial direct costs and asset restoration costs, if any. The rate implicit in the lease is used to determine the present value of the liability and ROU asset arising from a lease, unless this rate is not readily determinable, in which case the Company's incremental borrowing rate is used.

n) Accounting standard issued but not yet effective

IAS 1 Presentation of Financial Statements

IAS 1 has been amended to clarify classification of liabilities as current or non-current. The amendments are effective for the years beginning on or after January 1, 2023. The amendment is expected to have no impact for the Company.

5. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

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

The effect of a change in an accounting estimate is recognized prospectively by including it in comprehensive income (loss) in the year of the change, if the change affects that year only, or in the year of the change and future years, if the change affects both.

Critical judgments in applying accounting policies

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

a) Title to mineral property interests

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.

5. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS (Continued)

b) Income taxes

Significant judgment is required in determining the provision for income taxes. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Company recognizes liabilities and contingencies for anticipated tax audit issues based on the Company's current understanding of the tax law. For matters where it is probable that an adjustment will be made, the Company records its best estimate of the tax liability, including the related interest and penalties in the current tax provision. Management believes they have adequately provided for the probable outcome of these matters; however, the final outcome may result in a materially different outcome than the amount included in the tax liabilities.

In addition, the Company recognizes deferred tax assets relating to tax losses carried forward to the extent that it is probable that taxable profit will be available against which a deductible temporary difference can be utilized. This is deemed to be the case when there are sufficient taxable temporary differences relating to the same taxation authority and the same taxable entity that are expected to reverse in the same year as the expected reversal of the deductible temporary difference, or in years into which a tax loss arising from the deferred tax asset can be carried back or forward. However, utilization of the tax losses also depends on the ability of the taxable entity to satisfy certain tests at the time the losses are recouped.

c) Going concern risk assessment

The Company's ability to continue its operations and to realize its assets at their carrying values is dependent upon its ability to fund its existing acquisition and exploration commitments on its exploration and evaluation projects when they come due, which would cease to exist if the Company decides to terminate its commitments, and to cover its operating costs. The Company may be able to generate working capital to fund its operations by the sale of its exploration and evaluation assets or raising additional capital through equity markets. However, there is no assurance it will be able to raise funds in the future. These financial statements do not give effect to any adjustments required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in the accompanying financial statements.

Key sources of estimation uncertainty

The following are key assumptions concerning the future and other key sources of estimation uncertainty that have a significant risk of resulting in material adjustments to the financial statements.

a) Decommissioning liabilities

Rehabilitation provisions have been created based on the Company's internal estimates. Assumptions, based on the current economic environment, have been made that management believes are a reasonable basis upon which to estimate the future liability. These estimates take into account any material changes to the assumptions that occur when reviewed regularly by management. Estimates are reviewed annually and are based on current regulatory requirements. Significant changes in estimates of contamination, restoration standards and techniques will result in changes to provisions from year to year. Actual rehabilitation costs will ultimately depend on future market prices for the rehabilitation costs, which will reflect the market condition at the time the rehabilitation costs are actually incurred.

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5. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS (Continued)

a) Decommissioning liabilities (continued)

The final cost of the currently recognized rehabilitation provisions may be higher or lower than currently provided for. As at March 31, 2021, the Company is contributing to shared progressive rehabilitation costs on certain of its claims on an ongoing basis. Costs have not been material to date and future costs are not expected to be material. Accordingly, no provision has been made.

b) Fair value of stock options granted

The Company uses the Black-Scholes option pricing model to value the stock options granted during the year. The Black-Scholes model was developed for use in estimating the fair value of traded options that have no vesting restrictions and are fully transferable. The model requires management to make estimates that are subjective and may not be representative of actual results. Changes in assumptions can materially affect estimates of fair values.

c) Leases

Lease obligations that are recognized at March 31, 2021 have been estimated using a 12% discount rate based on the cost of borrowing for debt instruments of comparable terms for companies with a comparable investment grade to the Company. This rate represents the rate that the Company would incur to obtain the funds necessary to purchase an asset of a similar value, with similar payment terms and security in a similar economic environment.

6. FINANCIAL INSTRUMENTS

Financial instruments are agreements between two parties that result in promises to pay or receive cash or equity instruments. The Company classifies its financial instruments as follows: cash and cash equivalents are classified as FVTPL; receivables, as amortized cost; and accounts payable and accrued liabilities and lease obligation, as amortized cost. The carrying values of these instruments approximate their fair values due to their short term to maturity.

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

March 31, 2021	Level 1	Level 2	Level 3	Total
Cash and cash equivalents	\$ 1,875,290	\$ -	\$ -	\$ 1,875,290
March 31, 2020	Level 1	Level 2	Level 3	Total
Cash and cash equivalents	\$ 23,813	\$ -	\$ -	\$ 23,813

The Company has exposure to the following risks from its use of financial instruments:

- Credit risk;
- Liquidity risk; and
- Market risk.

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6. FINANCIAL INSTRUMENTS (Continued)

a) Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company manages credit risk, in respect of cash and cash equivalents, by placing at major Canadian financial institutions. The Company has minimal credit risk. Included in the receivables balance is \$149,276 owing from the Canada Revenue Agency (2020 - \$178,964).

b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquid funds to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The contractual financial liabilities of the Company as of March 31, 2021 equal \$1,117,171 (2020 - \$1,874,931); \$904,447 (2020 - \$1,623,364) of the liabilities presented as accounts payable and lease obligation – current portion are due within one month of the reporting date.

c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates, will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return on capital.

i) Currency risk – The Company has no funds held in a foreign currency and only a small amount of its accounts payable and accrued liabilities is denominated in US dollars. A fluctuation in the exchanges rates between the Canadian and US dollars of 10% would result in a nominal change to the Company's accounts payable and accrued liabilities and foreign exchange gain or loss. The Company does not use any techniques to mitigate currency risk.

ii) Interest rate risk – Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. Interest earned on cash and cash equivalents is at nominal interest rates, and therefore, the Company does not consider interest rate risk to be significant. The Company has no interest-bearing financial liabilities.

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

d) Capital management

The Company considers its capital to be comprised of shareholders' equity.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares. Although the Company has been successful at raising funds in the past through the issuance of share capital, it is uncertain whether it will continue this method of financing due to the current difficult market conditions.

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6. FINANCIAL INSTRUMENTS (Continued)

d) Capital management (continued)

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

Management reviews the capital structure on a regular basis to ensure that the above objectives are met. There have been no changes to the Company's approach to capital management during the year ended March 31, 2021. The Company is not subject to externally imposed capital requirements.

7. PROPERTY, PLANT AND EQUIPMENT

	Camp and Infrastructure	Computer Equipment	Equipment	Leasehold Improvements	Total
Cost					
Balance, March 31, 2019	\$ -	\$ -	\$ 497	\$ -	\$ 497
Additions	106,604	25,920	23,554	21,923	178,001
Balance, March 31, 2020	106,604	25,920	24,051	21,923	178,498
Additions	-	1,700	-	-	1,700
Balance, March 31, 2021	\$ 106,604	\$ 27,620	\$ 24,051	\$ 21,923	\$ 180,198
Depreciation					
Balance, March 31, 2019	\$ -	\$ -	\$ 50	\$ -	\$ 50
Depreciation*	6,216	3,888	2,803	6,420	19,327
Balance, March 31, 2020	6,216	3,888	2,853	6,420	19,377
Depreciation*	3,552	6,865	4,240	6,420	21,077
Balance, March 31, 2021	\$ 9,768	\$ 10,753	\$ 7,093	\$ 12,840	\$ 40,454
Net book value, March 31, 2020	\$ 100,388	\$ 22,032	\$ 21,198	\$ 15,503	\$ 159,121
Net book value, March 31, 2021	\$ 96,836	\$ 16,867	\$ 16,958	\$ 9,083	\$ 139,744

* Camp and infrastructure depreciation is included in exploration and evaluation expenditures

8. EXPLORATION AND EVALUATION EXPENDITURES

Larder Lake Project

On September 24, 2018, as part of a plan of arrangement, the Company received a 100% interest in the Larder Lake Project, located in Ontario. A portion of the project includes a 1.5% net smelter return royalty ("NSR"), of which 1% may be repurchased by the Company for \$750,000. The plan of arrangement was deemed to be a purchase of an asset. As such, IFRS 2 *Share-based Payments* was used to determine the fair value of the assets acquired. As the fair value of the assets given up to acquire the assets was more readily available, the Company valued the acquisition using the fair value of shares issued of \$0.56 per share. On September 24, 2018, the fair value of the assets acquired and liabilities assumed were as follows:

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8. EXPLORATION AND EVALUATION EXPENDITURES (Continued)

Larder Lake Project (continued)

	Amount
Consideration provided (fair value of 16,713,256 common shares at \$0.56 per share)	\$ 9,359,423
Allocated to net assets acquired:	
Cash transferred to Company	(7,000,000)
Fair value of Larder Lake Project acquired	(2,359,423)
	\$ -

Fair value of \$2,359,423 was allocated to the project and expensed for the period as exploration and evaluation costs.

On April 1, 2019, the Company entered into an assignment and assumption agreement to acquire the Kir Vit claim package in Ontario. Under the terms of the agreement, the Company took assignment of a January 2017 underlying agreement between the vendor and certain parties that originally staked the claims comprising Kir Vit (the “stakers”). In consideration of the assignment, the Company issued 875,000 common shares to the vendor valued at \$595,000.

On July 9, 2019, the Company exercised the option in the underlying agreement and made a cash payment of \$250,000 to the stakers. The vendor was granted a 0.5% NSR. The stakers retain a 2% NSR, of which the Company may repurchase one-half (1%) for \$1,000,000. If the Company announces a production decision, a \$4,000,000 payment is due to the vendor and a \$250,000 payment is due to the stakers.

Summaries of exploration and evaluation expenditures for the years ended March 31, 2021 and 2020 are as follows:

Year Ended March 31, 2021	Larder Lake Project
Acquisition Costs	
Claim costs	\$ 37,319
Total Acquisition Costs	37,319
Property Exploration Costs	
Assays and geochemistry	328,841
Camp and other costs	363,681
Depreciation	3,552
Drilling	2,251,474
Geological	695,076
Geophysics	3,394
Travel and transport	39,362
Total Exploration Costs	3,685,380
Total Exploration and Evaluation Expenditures	\$ 3,722,699

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8. EXPLORATION AND EVALUATION EXPENDITURES (Continued)

Year Ended March 31, 2020	Larder Lake Project
Acquisition Costs	
Fair value of Larder Lake Project acquired	\$ 845,000
Claim costs	101,022
Total Acquisition Costs	946,022
Property Exploration Costs	
Assays and geochemistry	812,462
Camp and other costs	430,497
Depreciation	6,216
Drilling	4,302,870
Geochemical	3,205
Geological	703,850
Geophysics	64,208
Travel and transport	79,754
Total Exploration Costs	6,403,062
Total Exploration and Evaluation Expenditures	\$ 7,349,084

9. RIGHT-OF-USE ASSET

	Right-of-Use Asset
Cost	
Balance, April 1, 2019, March 31, 2020 and March 31, 2021	\$ 525,030
Depreciation	
Balance, April 1, 2019	\$ -
Depreciation	153,667
Balance, March 31, 2020	153,667
Depreciation	153,667
Balance, March 31, 2021	\$ 307,334
Net book value, March 31, 2020	\$ 371,363
Net book value, March 31, 2021	\$ 217,696

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10. LEASE OBLIGATION

	March 31, 2021	March 31, 2020
Balance, beginning of year	\$ 398,035	\$ 525,030
Lease interest accretion	38,010	54,422
Lease payments	(185,943)	(181,417)
Balance, end of year	250,102	398,035
Current portion	(169,827)	(146,468)
Non-current portion	\$ 80,275	\$ 251,567

11. OTHER LIABILITIES

Other liabilities consist of the liability portion of the flow-through shares issued. The following is a continuity schedule of the liability portion of the flow-through share issuances.

	March 31, 2021	March 31, 2020
Balance, beginning of year	\$ -	\$ 418,533
Liability incurred on flow-through shares issued in July 2020	202,500	-
Liability incurred on flow-through shares issued in December 2020	274,857	-
Settlement of flow-through share liability by incurring expenditures	(344,908)	(418,533)
Balance, end of year	\$ 132,449	\$ -

In November 2018, the Company issued 5,772,164 flow-through shares at a price of \$0.60 per share. The premium paid by investors was calculated as \$0.09 per share. Accordingly, \$519,495 was recorded as other liabilities.

In July 2020, the Company issued 2,025,000 flow-through shares at a price of \$0.60 per share. The premium paid by investors was calculated as \$0.10 per share. Accordingly, \$202,500 was recorded as other liabilities.

In December 2020, the Company issued 5,497,140 flow-through shares at a price of \$0.55 per share. The premium paid by investors was calculated as \$0.05 per share. Accordingly, \$274,857 was recorded as other liabilities.

As at March 31, 2021, the Company had \$1,456,944 (2020 - \$nil) of remaining commitment to incur exploration expenditures in relation to its December 2020 flow-through financing and did not have any remaining commitment to incur exploration expenditures in relation to its July 2020 (2020 - \$nil) and November 2018 (2020 - \$nil) flow-through financings.

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12. RELATED PARTY TRANSACTIONS

These amounts of key management compensation are included in the amounts shown on the statements of comprehensive loss:

	Year Ended March 31, 2021	Year Ended March 31, 2020
Short-term compensation (consulting fees, exploration and evaluation expenditures, management fees and professional fees)	\$ 820,000	\$ 800,000
Share-based compensation	557,855	66,352
	\$ 1,377,855	\$ 866,352

During the year ended March 31, 2021, short-term compensation to related parties consisted of \$270,000 (2020 - \$165,000) in consulting fees, \$255,000 (2020 - \$300,000) in exploration and evaluation expenditures, \$205,000 (2020 - \$230,000) in management fees and \$90,000 (2020 - \$105,000) in professional fees.

Transactions with related parties are included in the amounts shown on the statements of comprehensive loss as follows:

	Year Ended March 31, 2021	Year Ended March 31, 2020
Related company controlled by officer and director (consulting fees and office and general)	\$ 95,000	\$ 120,000
Related companies with common officers and directors (rent recovery)	\$ 182,000	\$ 116,000
Related company in which an officer is a director (exploration and evaluation expenditures)	\$ 115,000	\$ -

As at March 31, 2021, the Company had receivables of \$30,650 (2020 - \$15,750) related to office rent recovery and other expense reimbursements from companies with common officers and directors.

As at March 31, 2021, the Company had prepaid expenses of \$7,000 (2020 - \$7,500) related to expenses with a company controlled by a member of key management.

As at March 31, 2021, the Company had accounts payable of \$5,000 (2020 - \$62,500) with companies controlled by officers and directors and \$7,116 (2020 - \$10,575) related to shared office and general expenses with a company controlled by an officer and director. The balances owing are unsecured, non-interest-bearing and have no specific terms of repayment.

13. SHARE CAPITAL

a) Authorized

Unlimited number of common voting shares without par value

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13. SHARE CAPITAL (Continued)

b) Issued and outstanding

During the year ended March 31, 2021

On July 20, 2020, the Company closed a private placement for total gross proceeds of \$3,790,000. The Company issued 2,025,000 flow-through common shares of the Company at a price of \$0.60 per flow-through common share for gross proceeds of \$1,215,000 and 5,150,000 common shares of the Company at a price of \$0.50 per common share for gross proceeds of \$2,575,000. The premium paid by investors on the flow-through shares was calculated as \$0.10 per share. Accordingly, \$202,500 was recorded as other liabilities. Share issue costs of \$28,837 were incurred.

On December 18, 2020, the Company closed a private placement for gross proceeds of \$4,643,427. The Company issued 3,240,000 units at a price of \$0.50 per unit for gross proceeds of \$1,620,000. Each unit consists of one common share and one-half of one share purchase warrant. Each warrant entitles the holder to acquire one common share at a price of \$0.70 for a period of two years from the date of issuance. The Company also issued 5,497,140 flow-through common shares at a price of \$0.55 per share for gross proceeds of \$3,023,427. The premium paid by investors on the flow-through shares was calculated as \$0.05 per share. Accordingly, \$274,857 was recorded as other liabilities. The Company paid finders' fees of \$63,600 and issued 397,512 agent warrants with an exercise price of \$0.70 and a term to expiry of two years (note 13(d)). The Company also incurred other share issue costs of \$161,382.

During the year ended March 31, 2020

On April 12, 2019, the Company issued 875,000 common shares valued at \$595,000 for the Kir Vit claims (note 8).

During the year ended March 31, 2020, the Company issued 130,250 common shares for proceeds of \$72,705 on the exercise of 130,250 stock options. The value of the stock options of \$70,828 was transferred to share capital from share-based payments reserve upon exercise.

c) Stock options

The Company has a stock option plan to grant incentive stock options to directors, officers, employees and consultants. Under the plan, the aggregate number of common shares that may be subject to option at any one time may not exceed 10% of the issued common shares of the Company as of that date, including options granted prior to the adoption of the plan. Options granted may not exceed a term of ten years, and the term will be reduced to one year following the date of death of the optionee. All options vest when granted unless they are otherwise specified by the Board of Directors or if they are granted for investor relations activities.

Options granted for investor relations activities vest over a twelve-month period with no more than 25% of the options vesting in any three-month period.

Gatling Exploration Inc.
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13. SHARE CAPITAL (Continued)

c) Stock options (continued)

Stock option transactions and the number of stock options outstanding are summarized as follows:

	Year Ended March 31, 2021		Year Ended March 31, 2020	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Outstanding, beginning of year	2,107,250	\$ 0.53	2,262,500	\$ 0.50
Granted	1,850,000	\$ 0.57	200,000	\$ 0.98
Exercised	-	-	(130,250)	\$ 0.56
Expired	(100,000)	\$ 0.68	(225,000)	\$ 0.48
Outstanding, end of year	3,857,250	\$ 0.55	2,107,250	\$ 0.53

The weighted average share price on the date of exercise for the year ended March 31, 2020 was \$1.04.

The following stock options were outstanding and exercisable at March 31, 2021:

Expiry Date	Weighted Average Remaining Contractual Life in Years	Exercise Price	Outstanding	Exercisable
October 15, 2021	0.54	\$ 0.42	1,332,250	1,332,250
February 13, 2022	0.87	\$ 0.66	500,000	500,000
February 27, 2022	0.91	\$ 0.62	125,000	125,000
August 1, 2022	1.34	\$ 0.78	50,000	50,000
September 16, 2022	1.46	\$ 1.16	100,000	100,000
July 22, 2023	2.31	\$ 0.68	850,000	850,000
December 21, 2023	2.73	\$ 0.45	650,000	650,000
January 20, 2024	2.81	\$ 0.44	250,000	250,000
	1.54		3,857,250	3,857,250

The Company applies the fair value method using the Black-Scholes option pricing model in accounting for its stock options granted. Accordingly, share-based payments of \$891,900 (2020 - \$176,204) were recognized during the year ended March 31, 2021.

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13. SHARE CAPITAL (Continued)

c) Stock options (continued)

The fair value of each stock option granted was calculated using the following weighted average assumptions:

	Year Ended March 31, 2021	Year Ended March 31, 2020
Expected life (years)	3.00	3.00
Risk-free interest rate	0.27%	1.50%
Annualized volatility	170%	167%
Dividend yield	N/A	N/A
Stock price at grant date	\$ 0.56	\$ 1.02
Exercise price	\$ 0.57	\$ 0.98
Weighted average grant date fair value	\$ 0.48	\$ 0.88

Option pricing models require the input of highly subjective assumptions regarding volatility. The Company has used historical volatility and the volatility of a comparable company to estimate the volatility of the share price.

During the year ended March 31, 2021, the Company did not transfer any amounts (2020 - \$70,828) from the share-based payments reserve to share capital as no (2020 - 130,250) stock options were exercised.

During the year ended March 31, 2021, the Company transferred \$28,728 (2020 - \$118,505) from the share-based payments reserve to deficit upon the expiration of 100,000 (2020 - 225,000) stock options.

d) Warrants

Warrant transactions and the number of warrants outstanding are summarized as follows:

	Year Ended March 31, 2021		Year Ended March 31, 2020	
	Number of Warrants	Weighted Average Exercise Price	Number of Warrants	Weighted Average Exercise Price
Outstanding, beginning of year	-	-	-	-
Granted	2,017,512	\$ 0.70	-	-
Outstanding, end of year	2,017,512	\$ 0.70	-	-

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13. SHARE CAPITAL (Continued)

d) Warrants (continued)

The following warrants were outstanding and exercisable at March 31, 2021:

Expiry Date	Weighted Average Remaining Contractual Life in Years	Exercise Price	Exercisable
December 18, 2022	1.72	\$ 0.70	2,017,512

The Company applies the residual method in accounting for its warrants issued through private placements. Accordingly, \$nil was recorded for the 1,620,000 warrants issued on December 18, 2020.

The Company applies the fair value method using the Black-Scholes option pricing model in accounting for its broker warrants granted. Accordingly, share issue costs of \$57,077 (2020 - \$nil) were recognized for the 397,512 broker warrants issued during the year ended March 31, 2021.

The fair value of each stock option granted was calculated using the following weighted average assumptions:

	Year Ended March 31, 2021	Year Ended March 31, 2020
Expected life (years)	2.00	N/A
Risk-free interest rate	0.29%	N/A
Annualized volatility	82%	N/A
Dividend yield	N/A	N/A
Stock price at grant date	\$ 0.45	N/A
Exercise price	\$ 0.70	N/A
Weighted average grant date fair value	\$ 0.14	N/A

Option pricing models require the input of highly subjective assumptions regarding volatility. The Company has used historical volatility and the volatility of a comparable company to estimate the volatility of the share price.

14. SEGMENTED DISCLOSURE

The Company has one operating segment, being mineral exploration and development. All of the Company's assets are located in Canada.

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15. INCOME TAXES

A reconciliation of income taxes at statutory rates with reported taxes is as follows:

	March 31, 2021	March 31, 2020
Loss for the year before income taxes	\$ (6,248,731)	\$ (9,912,964)
Statutory income tax rate	27.00%	27.00%
Income tax benefit computed at statutory tax rate	(1,687,000)	(2,676,000)
Items not deductible for income tax purposes	141,000	(51,000)
Unrecognized benefit of deferred income tax assets	1,546,000	2,727,000
Income tax expense (recovery)	\$ -	\$ -

The significant components of the Company's deferred income tax assets and deferred income tax liabilities at March 31, 2021 are presented below:

	March 31, 2021	March 31, 2020
Non-capital losses carried forward	\$ 1,715,000	\$ 1,112,000
Excess of unused exploration expenditures for Canadian tax purposes over carrying value of mineral property interests	1,411,000	1,201,000
Capital assets	20,000	12,000
Share issue costs	80,000	37,000
	3,226,000	2,362,000
Unrecognized deferred income tax assets	(3,226,000)	(2,362,000)
Net deferred income tax assets	\$ -	\$ -

The Company has non-capital losses of \$6,353,000 available for carry-forward to reduce future years' income for income tax purposes. These losses expire as follows:

2039	\$ 1,149,000
2040	2,997,000
2041	2,207,000
	\$ 6,353,000

16. COMMITMENTS

- a) The Company has entered into agreements with officers and directors that include termination and change of control clauses. In the case of termination without cause, the officers and directors are entitled to an amount equal to a multiple (ranging from one to two times) the annual base fee payable. In the case of a change of control, the officers and directors are entitled to an amount equal to a multiple (ranging from one to three times) the sum of the annual base fee and minimum incentive fee payable. As at March 31, 2021, the total annual base fee of the officers and directors under the agreements is \$780,000 and the total annual minimum incentive fee is \$110,000.

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16. COMMITMENTS (Continued)

- b) The Company entered into an office sublease agreement that commenced March 1, 2019 and expires August 30, 2022 with remaining basic rent per fiscal year approximately as follows:

Fiscal 2022	\$	190,000
Fiscal 2023		80,000
	\$	270,000

17. SUBSEQUENT EVENTS

- a) On July 9, 2021, the Company closed the first tranche of a private placement for gross proceeds of \$2,326,240. The Company issued 2,050,000 units at a price of \$0.40 per unit for gross proceeds of \$820,000. Each unit consists of one common share and one-half of one share purchase warrant. Each warrant entitles the holder to acquire one common share at a price of \$0.60 for a period of two years from the date of issuance. The Company also issued 3,347,200 flow-through common shares at a price of \$0.45 per share for gross proceeds of \$1,506,240. The Company paid finders' fees of \$37,800 and issued 94,500 agent warrants with an exercise price of \$0.60 and a term to expiry of two years.
- b) On July 14, 2021, the Company issued 150,000 common shares to acquire a 25% interest in certain mining leases on the Larder Lake Project, such that the Company now holds a 100% in those mining leases.
- c) On July 20, 2021, the Company announced it had entered into an exploration agreement with First Nations groups related to the Company's Larder Lake Project. Subject to TSX-V approval, the Company will issue 100,000 common shares and 100,000 stock options with an exercise price of \$0.365 and a term to expiry of three years to the First Nations groups. As of July 28, 2021, TSX-V approval had not been received.
- d) Subsequent to March 31, 2021, 25,000 stock options expired unexercised following the resignation of a director.