ROCKCLIFF METALS CORPORATION
CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED MARCH 31, 2020 AND 2019
(EXPRESSED IN CANADIAN DOLLARS)

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Audit. Tax. Advisory.

Independent Auditor's Report

To the Shareholders of Rockcliff Metals Corporation

Opinion

We have audited the consolidated financial statements of Rockcliff Metals Corporation and its subsidiary (the "Company"), which comprise the consolidated statement of financial position as at March 31, 2020, and the consolidated statement of loss and comprehensive loss, consolidated statement of cash flows and consolidated statement of changes in equity for the year 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 consolidated financial position of the Company as at March 31, 2020, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards ("IFRS").

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 consolidated 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 consolidated financial statements in Canada. 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.

Other matter

The consolidated financial statements of the Company for the year ended March 31, 2019, were audited by another auditor who expressed an unmodified opinion on those statements on July 29, 2019.

We have audited the restatement to the consolidated financial statements as at March 31, 2019, as described in note 2(t) to the consolidated financial statements. In our opinion, such restatement is appropriate and has been properly applied. We were not engaged to audit, review or apply any procedures to the 2019 consolidated financial statements (restated) of the Company other than with respect to the restatement described above and accordingly, we do not express an opinion or any other form or assurance on the 2019 consolidated financial statements (restated) taken as a whole.

Other information

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

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Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information 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 auditor's 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 consolidated 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 consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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 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 consolidated 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 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 judgement 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 risks 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.

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- 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.

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 of the audit resulting in this independent auditor's report is Chris Milios.

McGovern Hurley LLP

McGovern Hurley LLP

Chartered Professional Accountants
Licensed Public Accountants

Toronto, Ontario
July 23, 2020

Rockcliff Metals Corporation
Consolidated Statements of Financial Position
(Expressed in Canadian dollars)

	As at March 31, 2020	As at March 31, 2019 (restated) Note 2(t)
ASSETS		
Current assets		
Cash and cash equivalents (note 6)	**$ 12,668,363**	$ 284,509
Funds held in trust (note 12)	**-**	20,279,100
Prepaid expenses and deposits	**96,603**	18,100
Amounts receivable and advances (note 7)	**749,798**	-
Total current assets	**13,514,764**	20,581,709
Long-term assets		
Equipment (note 8)	**65,532**	35,226
Right-of-use asset (note 9)	**67,017**	-
Total assets	**$ 13,647,313**	$ 20,616,935
LIABILITIES AND EQUITY		
Current liabilities		
Amounts payable and other liabilities (notes 11 and 17)	**$ 2,059,139**	$ 348,288
Deferred flow-through premium (notes 12 and 18)	**2,660,386**	-
Lease obligation (note 10)	**11,975**	-
Total current liabilities	**4,731,500**	348,288
Long-term liabilities		
Lease obligation (note 10)	**57,118**	-
Total liabilities	**$ 4,788,618**	$ 348,288
Equity		
Share capital (note 12)	**60,697,133**	28,275,966
Shares to be issued (note 12)	**-**	20,279,100
Reserve (notes 14 and 15)	**1,805,003**	2,198,662
Deficit	**(53,643,441)**	(30,485,081)
Total equity	**8,858,695**	20,268,647
Total liabilities and equity	**$ 13,647,313**	$ 20,616,935

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

Nature of operations and going concern (note 1)
Commitments and contingencies (notes 3 and 18)
Subsequent events (note 19)

Approved on behalf of the Board:

(Signed) "Donald Christie", Director

(Signed) "Petra Decher", Director

Rockcliff Metals Corporation
Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian dollars)

	Year ended March 31, 2020	2019
Operating expenses		
Exploration and acquisition costs (note 3)	**$ 25,374,093**	$ 1,281,237
Legal and professional	**512,495**	371,032
Share-based payments (notes 15 and 17)	**304,377**	588,525
General and administrative	**772,689**	269,873
Depreciation (note 8)	**16,382**	8,235
Salaries and benefits (note 17)	**938,438**	-
Investor relations	**245,560**	162,003
Technical studies	**156,673**	-
Right-of-use asset amortization (note 9)	**8,530**	-
Loss before the following items	**(28,329,237)**	(2,680,905)
Interest income	**371,220**	150
Foreign exchange loss	**(2,020)**	-
Amortization of flow-through premium (note 12)	**5,038,089**	-
Option payments (note 18)	**(971,200)**	-
Gain on sale of mineral exploration property	**-**	(31,676)
Net loss for the year	**$ (23,893,148)**	$ (2,712,431)
Other comprehensive loss		
Items that will not be reclassified subsequently to loss		
Decrease in unrealized loss on marketable securities	**-**	1,285
Comprehensive loss for the year	**$ (23,893,148)**	$ (2,711,146)
Basic and diluted net loss per share (note 13)	**$ (0.08)**	$ (0.04)
Weighted average number of common shares outstanding - basic and diluted	**285,263,112**	68,157,846

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

Rockcliff Metals Corporation
Consolidated Statements of Cash Flows
(Expressed in Canadian dollars)

	Year ended March 31, 2020	2019
Operating activities		
Net loss for the year	**$ (23,893,148)**	$ (2,712,431)
Adjustments for:		
Depreciation and amortization	**24,912**	8,235
Share-based payments	**304,377**	588,525
Shares issued for exploration and evaluation property interest	**11,516,141**	264,547
Amortization of flow-through premium	**(5,038,089)**	-
Non-cash working capital items:		
Amounts receivable and advances	**(749,798)**	30,846
Prepaid expenses and deposits	**(78,503)**	(9,101)
Amounts payable and other liabilities	**1,710,811**	234,075
Net cash (used in) operating activities	**(16,203,297)**	(1,595,304)
Investing activities		
Acquisition of equipment	**(46,688)**	(9,127)
Decrease (increase) in funds held in trust	**20,240,204**	(20,240,204)
Net cash provided by (used in) investing activities	**20,193,516**	(20,249,331)
Financing activities		
Proceeds from private placement	**8,455,671**	1,846,323
Share issue costs	**(55,582)**	(125,139)
Shares to be issued	**-**	20,279,100
Principal payments on lease obligations	**(6,454)**	-
Proceeds on sale of marketable securities	**-**	35,285
Net cash provided by financing activities	**8,393,635**	22,035,569
Net change in cash and cash equivalents	**12,383,854**	190,934
Cash and cash equivalents, beginning of year	**284,509**	93,575
Cash and cash equivalents, end of year (note 6)	**$ 12,668,363**	$ 284,509
Supplemental information:		
Broker warrants issued	**$ 36,792**	$ -
Right-of-use assets acquired	**$ 75,547**	$ -

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

Rockcliff Metals Corporation
Consolidated Statements of Changes in Equity
(Expressed in Canadian dollars)

	Share Capital (#)	Share Capital ($)	Share to be issued	Contributed Surplus	Warrants	Accumulated other comprehensive loss	Deficit	Total
Balance, April 1, 2018 (restated) (note 2(t))	**53,569,064**	**$ 27,030,460**	**$ -**	**$ 263,741**	**$ 1,794,071**	**$ (10,000)**	**$ (28,951,835)**	**$ 126,437**
Issued in private placement	22,923,502	1,846,323	-	-	-	-	-	1,846,323
Warrants valuation	-	(740,225)	-	-	740,225	-	-	-
Share issue costs	-	(125,139)	-	-	-	-	-	(125,139)
Shares issued for mineral exploration property interest	2,473,957	264,547	-	-	-	-	-	264,547
Expiry of options	-	-	-	(65,237)	-	-	65,237	-
Expiry of warrants	-	-	-	-	(1,122,663)	-	1,122,663	-
Shares to be issued	-	-	20,279,100	-	-	-	-	20,279,100
Increase in unrealized loss on marketable securities	-	-	-	-	-	1,285	-	1,285
Reclass of realized loss on marketable securities	-	-	-	-	-	8,715	(8,715)	-
Share-based payments	-	-	-	588,525	-	-	-	588,525
Net loss for the year	-	-	-	-	-	-	(2,712,431)	(2,712,431)
Balance, March 31, 2019 (restated) (note 2(t))	**78,966,523**	**$ 28,275,966**	**$ 20,279,100**	**$ 787,029**	**$ 1,411,633**	**$ -**	**$ (30,485,081)**	**$ 20,268,647**

	Share Capital (#)	Share Capital ($)	Share to be issued	Contributed Surplus	Warrants	Accumulated other comprehensive loss	Deficit	Total
Balance, March 31, 2019	**78,966,523**	**$ 28,275,966**	**$ 20,279,100**	**$ 787,029**	**$ 1,411,633**	**$ -**	**$ (30,485,121)**	**$ 20,268,607**
Issued in private placement	139,982,665	28,695,875	(20,279,100)	-	-	-	-	8,416,775
Deferred flow-through premium	-	(7,698,475)	-	-	-	-	-	(7,698,475)
Share issue costs	-	(55,582)	-	-	-	-	-	(55,582)
Shares issued for mineral exploration property interest	88,669,999	11,516,141	-	-	-	-	-	11,516,141
Expiry of options	-	-	-	(63,420)	-	-	63,420	-
Broker warrants issued	-	(36,792)	-	-	36,792	-	-	-
Share-based payments	-	-	-	304,377	-	-	-	304,377
Expiry of warrants	-	-	-	-	(671,408)	-	671,408	-
Net loss for the year	-	-	-	-	-	-	(23,893,148)	(23,893,148)
Balance, March 31, 2020	**307,619,187**	**$ 60,697,133**	**$ -**	**$ 1,027,986**	**$ 777,017**	**$ -**	**$ (53,643,441)**	**$ 8,858,695**

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

1. Nature of operations and going concern

Rockcliff Metals Corporation (the "Company" or "Rockcliff") is engaged in the acquisition and exploration of mineral properties in Manitoba, Canada. The head office of the Company is located at 2231 Long Lake Road, Unit 2, Sudbury ON P3E 5H3. The Company is presently funding exploration and advancement of various technical and economic studies with an intent to advance projects towards a development decision.

During the year ended March 31, 2020, the Company announced the reorganization transaction (the "Transaction") involving a financing (the "Greenstone Subscription") led by Greenstone Resources II LP ("Greenstone") and a transfer of significant assets from Norvista Capital Corporation (TSX-V: NVV) ("Norvista"). The common shares of Rockcliff commenced trading on the Canadian Securitries Exchange ("CSE") on May 8, 2019 under the symbol "RCLF" and CUSIP number 77289R209.

As at March 31, 2020, the Company had not determined the existence of economically recoverable reserves. The Company's exploration property interests may be subject to increases in taxes and royalties, renegotiation of contracts, changes in environmental designations, currency exchange fluctuations and restrictions, and political uncertainty.

These consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assume 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 as they come due. The business of mining and exploring for minerals involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The Company's continued existence is dependent upon the preservation of its interest in the underlying properties, the discovery of economically recoverable reserves, the achievement of profitable operations, or the ability of the Company to raise alternative financing, if necessary, or alternatively upon the Company's ability to dispose of its interests on an advantageous basis. Changes in future conditions could require material write downs of the carrying values.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of operations of such properties, these procedures do not guarantee the Company's title. Property title may be subject to government licensing requirements or regulations, social licensing requirements, unregistered prior agreements, unregistered claims, aboriginal claims, and non-compliance with regulatory and environmental requirements.

2. Significant accounting policies

(a) Statement of compliance

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee. The accounting policies set out below have been applied consistently to the years presented in these consolidated financial statements unless otherwise noted below.

The Board of Directors approved the consolidated financial statements on July 23, 2020.

(b) Basis of presentation

These consolidated financial statements have been prepared on a historical cost basis other than cash equivalents which are measured at fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information.

2. Significant accounting policies (continued)

In the preparation of these consolidated financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of expenses during the period. Actual results could differ from these estimates. Of particular significance are the estimates and assumptions used in the recognition and measurement of items included in note 2(q).

(c) Basis of consolidation

The consolidated financial statements incorporate financial statements of Rockcliff Metals Corporation and its subsidiary. All intercompany transactions, balances, income and expenses are eliminated upon consolidation.

Subsidiaries consist of entities over which the Company is exposed to, or has rights to, variable returns as well as the ability to affect those returns through the power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date control is transferred to the Company and are deconsolidated from the date control ceases. The consolidated financial statements include all the assets, liabilities, revenues, expenses and cash flows of the Company and its subsidiary after eliminating inter-entity balances and transactions.

The following entities have been consolidated within the consolidated financial statements:

	Country of incorporation	Principal activity	Ownership
Rockcliff Metals Corporation	Canada	Parent company	100%
Goldpath Resources Corp.	Canada	Exploration company	100%

(d) Foreign currency translation

The functional currency, as determined by management, of the Company and its subsidiary is the Canadian dollar. For the purpose of the consolidated financial statements, the results and financial position are expressed in Canadian dollars.

Transactions in currencies other than the functional currency are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the period end exchange rates are recognized in operations. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

(e) Financial instruments

Financial assets

Financial assets are classified as either financial assets at fair value through profit or loss (“FVTPL”), fair value through other comprehensive income (“FVTOCI”) or amortized cost. The Company determines the classification of financial assets at initial recognition.

Financial assets at Fair-value through profit or loss

Financial instruments classified as fair value through profit and loss are reported at fair value at each reporting date, and any change in fair value is recognized in the statement of operations in the period during which the change occurs. Realized and unrealized gains or losses from assets held at FVPTL are included in losses in the period in which they arise.

2. Significant accounting policies (continued)

Financial assets at Fair-value through other comprehensive income

Financial assets carried at FVTOCI are initially recorded at fair value plus transaction costs with all subsequent changes in fair value recognized in other comprehensive income (loss). For investments in equity instruments that are not held for trading, the Company can make an irrevocable election (on an instrument-by-instrument bases) at initial recognition to classify them as FVTOCI. On the disposal of the investment, the cumulative change in fair value remains in other comprehensive income (loss) and is not recycled to profit or loss.

Financial assets at amortized cost

Financial assets are classified at amortized cost if the objective of the business model is to hold the financial asset for the collection of contractual cash flows, and the asset's contractual cash flows are comprised solely of payments of principal and interest. The Company's accounts receivable are recorded at amortized cost as they meet the required criteria. A provision is recorded based on the expected credit losses for the financial asset and reflects changes in the expected credit losses at each reporting period.

Financial liabilities

Financial liabilities are initially recorded at fair value and subsequently measured at amortized cost, unless they are required to be measured at FVTPL (such as derivatives) or the Company has elected to measure at FVTPL. The Company's financial liabilities include trade and other payables which are classified at amortized cost.

Classification	
Cash	Amortized cost
Cash equivalents	FVTPL
Funds held in trust	Amortized cost
Marketable securites	FVTOCI
Amounts receivable and advances	Amortized cost
Accounts payable and accrued liabilities	Amortized cost
Lease obligation	Amortized cost

Impairment

IFRS 9 requires an 'expected credit loss' model to be applied which requires a loss allowance to be recognized based on expected credit losses. This applies to financial assets measured at amortized cost. The expected credit loss model requires an entity to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in initial recognition.

Financial instruments recorded at fair value on the consolidated statements of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels: Level 1 - valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities; Level 2 - valuation techniques based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and Level 3 - valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable inputs). As of March 31, 2020, cash equivalents of $25,000 are classified as Level 2 under the fair value hierarchy (March 31, 2019 - $25,000).

2. Significant accounting policies (continued)

(f) Equipment

Items of equipment are stated at cost, less accumulated depreciation and accumulated impairment losses.

The initial cost of an asset comprises its purchase price or construction cost, any costs directly attributable to bringing the asset into operation, the initial estimate of the rehabilitation obligation, and for qualifying assets, borrowing costs. The purchase price or construction cost is the aggregate amount paid and fair value of any other consideration given to acquire the asset.

Depreciation:

Equipment is generally depreciated on a straight line basis over their estimated useful lives of 3 to 5 years.

An item of equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statements of loss and comprehensive loss when the asset is derecognized. The assets' residual values, useful lives and methods of depreciation are reviewed each reporting period, and adjusted prospectively if appropriate.

(g) Impairment of non-financial assets

At the end of each reporting period, the Company reviews the carrying amounts of its non-financial assets with finite lives to determine whether there is any indication that those assets are impaired. Where such an indication exists, the recoverable amount of the asset is estimated. For the purpose of measuring recoverable amounts, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units or "CGUs"). The recoverable amount is the higher of an asset's fair value less costs to sell and value in use (being the present value of the expected future cash flows of the relevant CGU). An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The Company evaluates impairment losses for potential reversals when events or circumstances warrant such consideration.

(h) Exploration costs

The Company expenses exploration and evaluation costs as incurred. Exploration and evaluation expenditures include acquisition costs of mineral exploration properties, property option payments and evaluation activity.

Once a project has been established as commercially viable and technically feasible, related development expenditures are capitalized. This includes costs incurred in preparing the site for mining operations. Capitalization ceases when the mine is capable of commercial production, with the exception of development costs that give rise to a future benefit.

Property option payments received are recognized in the consolidated statement of loss in the period they are received by the Company.

(i) Cash and cash equivalents

Cash and cash equivalents in the consolidated statements of financial position comprise cash at banks and other short-term highly liquid investments with original maturities of three months or less. The Company's cash is invested with major financial institutions in business accounts that are available on demand by the Company for its programs. The Company does not invest in any asset-backed deposits/investments.

2. Significant accounting policies (continued)

(j) Provisions

A provision is recognized when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and the amount of the obligation can be reliably estimated. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

A provision for onerous contracts is recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract.

The Company had no material provisions at March 31, 2020 and March 31, 2019.

(k) Share-based payment transactions

The fair value of share options granted is recognized as an expense with a corresponding increase in equity. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, including directors of the Company.

The fair value of share-based payments to employees is measured at the grant date and recognized over the period during which the options vest. Share-based payments to non-employees are measured at the fair value of the goods or services received or the fair value of the equity instruments issued if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The fair value of the options granted is measured using the Black-Scholes option pricing model, taking into account the terms and conditions upon which the options were granted. At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the actual number of share options that are expected to vest. For those options and warrants that expire after vesting, the recorded value is transferred to deficit.

(l) Income taxes

Income tax on the profit or loss for the years presented comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

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 regards to previous years.

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: goodwill not deductible for tax purposes and the initial recognition of assets or liabilities that affect neither accounting nor taxable profit. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the financial position reporting date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized.

2. Significant accounting policies (continued)

(m) Restoration, rehabilitation and environmental obligations

A legal or constructive obligation to incur restoration, rehabilitation and environmental costs may arise when environmental disturbance is caused by the exploration, development or ongoing production of a mineral property interest. Such costs arising from the decommissioning of plant and other site preparation work, discounted to their net present value, are provided for and capitalized at the start of each project to the carrying amount of the asset or expensed if they relate to exploration and evaluation activities, as soon as the obligation to incur such costs arises. Discount rates using a pretax rate that reflects the time value of money are used to calculate the net present value. These costs are charged against profit or loss over the economic life of the related asset, through amortization using either a unit-of-production or the straight-line method as appropriate. The related liability is adjusted for each period for the unwinding of the discount rate and for changes to the current market-based discount rate, amount or timing of the underlying cash flows needed to settle the obligation. Costs for restoration of subsequent site damage that is created on an ongoing basis during production are provided for at their net present values and charged against profits as extraction progresses.

The Company has no material restoration, rehabilitation and environmental costs as the disturbance to date is minimal.

(n) Loss per share

The Company presents basic and diluted loss per share data for its common shares, calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the year. Diluted loss per share is determined by adjusting the loss attributable to common shareholders and the weighted average number of common shares outstanding for the effects of all warrants and options outstanding that may add to the total number of common shares. During the years ended March 31, 2020 and 2019, all outstanding options and warrants were considered anti-dilutive and were therefore excluded from the diluted loss per share calculation.

(o) Lease and right-of-use assets

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. Contracts that convey the right to control the use of an identified asset for a period of time in exchange for consideration are accounted for as leases giving rise to right-of-use assets.

At the commencement date, a right-of-use asset is measured at cost, where cost comprises: (a) the amount of the initial measurement of the lease liability; (b) any lease payments made at or before the commencement date, less any lease incentives received; (c) any initial direct costs incurred by the Company; and (d) an estimate of costs to be incurred by the Company in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

A lease liability is initially measured at the present value of the unpaid lease payments discounted using the interest rate implicit in in the lease or if that rate cannot be reliably determined, the Company's incremental borrowing rate. Subsequently, the Company measures a lease liability at amortized cost using the effective interest method. It is then remeasured to reflect revised in-substance fixed lease payments. Except where the costs are included in the carrying amount of another asset, the Company recognizes in profit or loss (a) the interest on a lease liability and (b) variable lease payments not included in the measurement of a lease liability in the period in which the event or condition that triggers those payments occurs. The Company subsequently measures a right-of-use asset at cost less any accumulated depreciation and any accumulated impairment losses; and adjusted for any remeasurement of the lease liability. Right-of-use assets are depreciated over the shorter of the asset’s useful life and the lease term.

2. Significant accounting policies (continued)

(p) Flow-through shares

The Company finances some exploration expenditures through the issuance of flow-through shares. The resource expenditure deductions for income tax purposes are renounced to investors in accordance with the appropriate income tax legislation. When the common shares are offered, the difference ("premium") between the amount recognized in common shares and the amount the investors pay for the shares is recognized as a flow-through share related liability which is reversed into the statement of loss when the eligible expenditures are incurred. The amount recognized as a flow-through share related liability represents the difference between the quoted price of the common shares and the amount the investor pays for the flow-through shares. The Company indemnifies the subscribers of flow-through shares for additional taxes payable by the subscribers if the Company does not meet its expenditure requirements.

(q) Significant accounting judgments and estimates

The preparation of these consolidated financial statements in conformity with IFRS requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These consolidated financial statements include estimates that, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the year in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Critical accounting estimates:

Significant assumptions about the future that management has made that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

Estimation of restoration, rehabilitation and environmental obligations and the timing of expenditure

Restoration, rehabilitation and similar liabilities are estimated based on the Company’s interpretation of current regulatory requirements, constructive obligations and are measured at fair value. Fair value is determined based on the net present value of estimated future cash expenditures for the settlement of restoration, rehabilitation or similar liabilities that may occur. Such estimates are subject to change based on changes in laws and regulations and negotiations with regulatory authorities.

Income taxes and recoverability of potential deferred tax assets

The Company is subject to income, value added, withholding and other taxes. Significant judgment is required in determining the Company’s provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company’s income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations. The Company’s interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made.

2. Significant accounting policies (continued)

Share-based payments

Management determines costs for share-based payments using market-based valuation techniques. The fair value of the market-based and performance-based share awards are determined at the date of grant using generally accepted valuation techniques. Assumptions are made and judgment used in applying valuation techniques. These assumptions and judgments include estimating the future volatility of the stock price, expected dividend yield, future employee turnover rates and future employee stock option exercise behaviors and corporate performance. Such judgments and assumptions are inherently uncertain. Changes in these assumptions affect the fair value estimates.

Contingencies
Refer to note 18.

Critical accounting judgments:

Determination of whether a set of assets acquired and liabilities assumed constitute a business requires the Company to make certain judgments, taking into account all facts and circumstances. Applying the acquisition method requires the consideration paid and each identifiable asset and liability to be measured at its acquisition-date fair value.

(r) New standards not yet adopted

IAS 1 – Presentation of Financial Statements (“IAS 1”) and IAS 8 – Accounting Policies, Changes in Accounting Estimates and Errors (“IAS 8”) were amended in October 2018 to refine the definition of materiality and clarify its characteristics. The revised definition focuses on the idea that information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. The amendments are effective for annual reporting periods beginning on or after January 1, 2020. Earlier adoption is permitted.

Classification of Liabilities as Current or Non-Current (Amendments to IAS 1)

The IASB has published Classification of Liabilities as Current or Non-Current (Amendments to IAS 1) which clarifies the guidance on whether a liability should be classified as either current or non-current. The amendments:

- clarify that the classification of liabilities as current or non-current should only be based on rights that are in place "at the end of the reporting period"
- clarify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability
- make clear that settlement includes transfers to the counterparty of cash, equity instruments, other assets or services that result in extinguishment of the liability.

This amendment is effective for annual periods beginning on or after January 1, 2022. Earlier application is permitted. The extent of the impact of adoption of this amendment has not yet been determined.

(s) New policies adopted during the year

Leases and right-of-use assets

In January 2016, the IASB issued IFRS 16 - Leases ("IFRS 16"), replacing IAS 17 - Leases. IFRS 16 provides a single lessee accounting model and requires the lessee to recognize assets and liabilities for all leases on its statement of financial position, providing the reader with greater transparency of an entity’s lease obligations.

At April 1, 2019, the Company adopted the standard and there was no material impact on the Company's financial statements.

(Expressed in Canadian dollars)

2. Significant accounting policies (continued)

Uncertainty over Income Tax Treatments

On June 7, 2017, the IASB issued IFRIC Interpretation 23 Uncertainty over Income Tax Treatments. The Interpretation provides guidance on the accounting for current and deferred tax liabilities and assets in circumstances in which there is uncertainty over income tax treatments. The Interpretation is applicable for annual periods beginning on or after January 1, 2019. The Company adopted this standard at April 1, 2019 and there was no material impact on the Company's consolidated financial statements.

Definition of a Business (Amendments to IFRS 3)

The IASB has issued Definition of a Business (Amendments to IFRS 3) to clarify the definition of a business for the purpose of determining whether a transaction should be accounted for as an asset acquisition or a business combination. The amendments:

- clarify the minimum attributes that the acquired assets and activities must have to be considered a business
- remove the assessment of whether market participants can acquire the business and replace missing inputs or processes to enable them to continue to produce outputs
- narrow the definition of a business and the definition of outputs
- add an optional concentration test that allows a simplified assessment of whether an acquired set of activities and assets is not a business

As April 1, 2019, the Company adopted this clarification to IFRS 3 and there was no material impact on the Company's financial statements.

(t) Change in accounting policy

During the year ended March 31, 2020, the Company changed its accounting policy to expense all exploration and evaluation expenditures. Previously the Company had capitalized certain acquisition expenditures. The Company believes that expensing such costs as incurred provides more reliable and relevant financial information. The consolidated financial statements for the year ended March 31, 2019 have been restated to reflect adjustments made as a result of this change in accounting policy. The following is a reconciliation of the Company’s consolidated financial statements as at March 31, 2019.

	March 31, 2019 as previously reported	**Adjustments**	**March 31, 2019 as currently reported**
Current assets	$ 20,581,709	$ -	$ 20,581,709
Equipment	35,226	-	35,226
Mineral properties	2,072,482	(2,072,482)	-
Total Assets	**$ 22,689,417**	**$ (2,072,482)**	**$ 20,616,935**
Total Liabilities	**$ 348,288**	**$ -**	**$ 348,288**
Share capital	28,275,966	-	28,275,966
Shares to be issued	20,279,100	-	20,279,100
Reserves	2,198,662	-	2,198,662
Accumulated deficit	(28,412,599)	(2,072,482)	(30,485,081)
Total Liabilities and shareholders' equity	**$ 22,689,417**	**$ (2,072,482)**	**$ 20,616,935**

3. Exploration and evaluation properties

Tower Property
The Company holds a 100% interest in the Tower property, subject to an existing 2% net smelter return royalty in favour of a previous owner. The property is located in the Thompson Nickel Belt District in Manitoba.

Talbot Property
On November 12, 2019, the Company earned a 51% interest in the Talbot Property, from Hudson Bay Exploration and Development Company Limited (“HBED”), a wholly owned subsidiary of Hudbay Minerals Inc. ("Hudbay").

On completion of the earn-in, the option agreement calls for the Company and Hudbay to form a joint venture, for which the Company will be the Operator of the joint venture. Provided Hudbay contributes its pro rata (49%) share of expenditures under the joint venture, it will have two years from the date the Company earned its 51% interest to purchase an additional 2% interest for a cash payment of $240,000 plus 2% of all expenditures incurred since the formation of the joint venture. If Hudbay exercises this option, it will become the Operator of the joint venture. The property is located in Manitoba. As at March 31, 2020, no joint venture agreement has been signed.

Rail Property
The Company holds a 100% interest in the Rail property, subject to a 2% net smelter returns royalty in favour of the former owner, Hudbay. The property located in the Snow Lake District in Manitoba.

Bur Property
The Company has an option agreement whereby it can earn a 100% interest by spending $3 million by March 22, 2021. The property is located is the Snow Lake District in Manitoba.

Freebeth Property
The Company holds a 100% interest in the Freebeth Property, subject to a 2% net smelter return royalty in favour of the former owner, Hudbay. The property located in the Snow Lake District in Manitoba.

Copperman Property
The Company holds a 100% interest in the Copperman Property, located in the Snow Lake District in Manitoba.

Morgan Property
The Company holds a 100% interest in the Morgan Property, subject to a 2% net smelter return royalty. The property is located in the Snow Lake District in Manitoba.

Pennex Property
The Company holds a 100% in the Pennex Property, located in the Snow Lake District in Manitoba.

Lon Property
The Company holds a 100% interest in the Lon Property located in the Snow Lake District in Manitoba. The Company also acquired certain mining rights and mining data in respect of the Lon Deposit subject to a ½% net smelter return royalty in two of the claims acquired. The Company may purchase this net smelter return royalty for $250,000.

Snow Lake Gold Property
The Company holds, through its 100% owned subsidiary Goldpath Resources Corporation (“Goldpath”), an option agreement on the Snow Lake Gold Property whereby it can earn a 100% interest by spending $1 million by October 4, 2022. The property is located in the Snow Lake District in Manitoba.

Laguna Property
The Company holds, through its 100% owned subsidiary Goldpath, an option agreement on the Laguna Property whereby it can earn a 100% interest by spending $1 million over 5 years. The property is located in the Snow Lake District in Manitoba. In April, 2018 the Company optioned the property to Kinross Gold Corporation (“Kinross”), allowing it to earn a 70% interest by spending $5.5 million over 6 years.

Snow Lake South (SLS) and Danlee Properties

The Company holds a 100% interest in the SLS properties (SLS #1-5), which surround the Danlee Property. The properties are located in the Snow Lake District in Manitoba.

(Expressed in Canadian dollars)

3. Exploration and evaluation properties (continued)

The following is a breakdown by property of exploration costs:

Year ended March 31, 2020

	Talbot	Tower	Rail	Bur	SLS	Freebeth	Goldpath	Bucko	Other	Total
Acquisition costs	$ -	$ -	$ -	$ -	$ -	$ -	$ 75,000	$ 4,385,016	$ 19,000	$ 4,479,016
Exploration expenditures	2,997,713	4,485,825	2,370,692	1,699,948	471,191	938,281	145,827	-	716,909	13,826,386
Option payments	4,192,125	2,876,566	-	-	-	-	-	-	-	7,068,691
Total, March 31, 2020	**$ 7,189,838**	**$ 7,362,391**	**$ 2,370,692**	**$ 1,699,948**	**$ 471,191**	**$ 938,281**	**$ 220,827**	**$ 4,385,016**	**$ 735,909**	**$ 25,374,093**

Year ended March 31, 2019

	Talbot	Tower	Rail	Bur	SLS	Freebeth	Goldpath	Bucko	Other	Total
Acquisition costs	$ -	$ -	$ -	$ -	$ 4,375	$ -	$ 128,750	$ -	$ 224,121	$ 357,246
Exploration expenditures	51,125	11,508	54,222	510,636	208,534	37	1,083,893	-	291,948	2,211,903
Government grants received	-	-	-	(174,928)	-	-	-	-	-	(174,928)
Option payments	(530,000)	-	-	-	-	-	-	-	(582,984)	(1,112,984)
Total, March 31, 2019	**$ (478,875)**	**$ 11,508**	**$ 54,222**	**$ 335,708**	**$ 212,909**	**$ 37**	**$ 1,212,643**	**$ -**	**$ (66,915)**	**$ 1,281,237**

4. Capital risk management

The Company manages its capital with the following objectives:

- to ensure sufficient financial flexibility to achieve the ongoing business objectives including funding of future growth opportunities, and pursuit of accretive acquisitions; and
- to maximize shareholder return through enhancing the share value.

The Company monitors its capital structure and makes adjustments according to market conditions in an effort to meet its objectives given the current outlook of the business and industry in general. The Company may manage its capital structure by issuing new shares, repurchasing outstanding shares, adjusting capital spending, or disposing of assets. The capital structure is reviewed by management and the Board of Directors on an ongoing basis.

The Company manages capital through its financial and operational forecasting processes. The Company reviews its working capital and forecasts its future cash flows based on operating expenditures, and other investing and financing activities. The forecast is updated based on activities related to its mineral properties. Selected information is provided to the Board of Directors of the Company.

The Company's capital management objectives, policies and processes have remained unchanged during the year ended March 31, 2020. The Company is not subject to any capital requirements imposed by a lending institution or regulatory body.

5. Financial risk management

Financial risk

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk (including interest rate risk, foreign currency risk and commodity and equity price risk).

Risk management is carried out by the Company's management team with guidance from the Audit Committee under policies approved by the Board of Directors. The Board of Directors also provides regular guidance for overall risk management. There were no changes to credit risk, liquidity risk or market risk during the years ended March 31, 2020 and March 31, 2019.

(i) Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash and cash equivalents. Cash and cash equivalents are held with select major Canadian chartered banks, from which management believes the risk of loss to be minimal.

(ii) Liquidity risk

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they come due. The Company's liquidity and operating results may be adversely affected if its access to the capital market is hindered, whether as a result of a downturn in stock market conditions generally or matters specific to the Company. The Company generates cash flow primarily from its financing activities. The Company prepares annual capital expenditure budgets, which are monitored and updated as required. In addition, the Company requires authorization for expenditures on projects to assist with the management of capital. The Company's financial liabilities comprise amounts payable and other liabilities and current lease obligations which are due within 12 months.

5. Financial risk management (continued)

(iii) Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates and commodity and equity prices.

(a) Interest rate risk

The Company currently does not have any short-term or long-term debt that is interest bearing and, as such, the Company's current exposure to interest rate risk is minimal.

(b) Foreign currency risk

The Company's functional and reporting currency is the Canadian dollar and the Company holds minimal cash balances in US dollars which could give rise to exposure to foreign exchange risk. It is not the Company's policy to hedge its foreign currency related to the US dollar. Foreign currency risk is not considered significant.

(c) Commodity and equity price risk

The Company is exposed to price risk with respect to commodity prices. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices, as they relate to precious and base metals and other minerals, and the stock market to determine the appropriate course of action to be taken by the Company.

Commodity price risk could adversely affect the Company. In particular, the Company's future profitability and viability of development depend upon the world market price of precious and base metals and other minerals. Precious and base metals and other mineral prices have fluctuated widely in recent years. There is no assurance that, even if commercial quantities of precious and base metals and other minerals are produced in the future, a profitable market will exist for them. As of March 31, 2020, the Company was not a precious mineral, base metals and other minerals producer. Even so, commodity price risk may affect the completion of future equity transactions such as equity offerings and the exercise of stock options and warrants. This may also affect the Company's liquidity and its ability to meet its ongoing obligations.

6. Cash and cash equivalents

	As at March 31, 2020	As at March 31, 2019
Cash	**$ 12,643,363**	$ 259,509
Cash equivalents	**25,000**	25,000
Total	**$ 12,668,363**	$ 284,509

(Expressed in Canadian dollars)

7. Amounts receivable and advances

	As at March 31, 2020	As at March 31, 2019
Harmonized sales tax recoverable - (Canada)	**$ 749,798**	$ -
Total	**$ 749,798**	$ -

8. Equipment

Equipment is represented by the following:

Cost	**Machinery and equipment**
Balance, March 31, 2018	$ 53,214
Additions	9,127
Balance, March 31, 2019	62,341
Additions	46,688
Balance, March 31, 2020	$ 109,029

Depreciation	**Machinery and equipment**
Balance, March 31, 2018	$ 18,880
Depreciation	8,235
Balance, March 31, 2019	27,115
Depreciation	16,382
Balance, March 31, 2020	$ 43,497

Net book value	**Machinery and equipment**
Balance, March 31, 2019	$ 35,226
Balance, March 31, 2020	$ 65,532

(Expressed in Canadian dollars)

9. Rights-of-use assets

Right-of-use assets at April 1, 2019	**$**	**-**
Additions		75,547
Amortization		(8,530)
Balance, March 31, 2020	$	67,017

Right-of-use assets consist of office space amortized over 62 months.

10. Lease obligations

At the commencement date of the leases, the lease liability was measured at the present value of the lease payments that were not paid at that date. The lease payments are discounted using an interest rate of 10%, which is the Company's incremental borrowing rate. The lease liability is an operating type lease for office premises. The continuity of the lease liabilities are presented in the table below:

Balance, March 31, 2019	$	-
Additions		75,547
Lease payments		(6,454)
Balance, March 31, 2020	$	69,093

As at March 31, 2020		
Less than one year	$	11,975
Greater than one year		57,118
Total lease obligation	$	69,093

Maturity analysis - contractual undiscounted cash flows

As at March 31, 2020		
Less than one year	$	18,345
Greater than one year		68,386
Total undiscounted lease obligation	$	86,731

11. Amounts payable and other liabilities

		As at March 31, 2020		**As at March 31, 2019**
Falling due within the year				
Trade payables	**$**	**1,711,902**	$	194,054
Accrued liabilities		**347,237**		106,936
Government remittances		**-**		47,298
Total	**$**	**2,059,139**	$	348,288

(Expressed in Canadian dollars)

12. Share capital

On August 16, 2018, the Company completed the share consolidation of its issued and outstanding common shares on the basis of one post-consolidation common share for every three pre-consolidation common shares. All applicable references to the number of shares, warrants and stock options and per share information has been restated to reflect the effect of the share consolidation, unless otherwise noted.

a) Authorized share capital

The authorized share capital consisted of an unlimited number of common shares. The common shares do not have a par value. All issued shares are fully paid.

b) Common shares issued

	Number of common shares	Amount
Balance, March 31, 2018	**53,569,064**	**$ 27,030,460**
Units issued in private placement (i)	22,923,502	1,846,323
Warrants valuation (i)	-	(740,225)
Share issue costs (i)	-	(125,139)
Shares issued for mineral exploration property interest (ii)	2,473,957	264,547
Balance, March 31, 2019	**78,966,523**	**$ 28,275,966**
Shares issued in private placement - flow-through (iii)	87,760,833	20,862,600
Shares issued in private placement (v)	52,221,832	7,833,275
Deferred flow-through premium (iv)	-	(7,698,475)
Share issue costs (vii)	-	(55,582)
Shares issued for mineral exploration property interest (vii)	88,669,999	11,516,141
Warrant valuation (vi), (note 14)	-	(36,792)
Balance, March 31, 2020	**307,619,187**	**$ 60,697,133**

(i) On August 16, 2018, the Company closed a non-brokered private placement for total gross proceeds of $1,846,323. The Company placed 12,083,885 Flow Through Units ("FTU") at a price of $0.09 per FTU for gross proceeds of $1,087,550 and 10,839,617 Working Capital Units ("WCU") at a price of $0.07 per WCU for gross proceeds of $758,773. Red Cloud Klondike Strike Inc. acted as a finder in connection with the financing.

Each FTU consisted of one common share and one-half of a common share purchase warrant. Each WCU consisted of one common share and one common share purchase warrant. Each full warrant entitles the holder to purchase one common share at a price of $0.15 for two years from closing.

The grant date fair value of $567,113 was assigned to the 16,881,560 warrants issued as estimated by using a fair value market technique incorporating the Black-Scholes option pricing model, using the following assumptions: a risk-free interest rate of 2.08%; an expected volatility factor of 117%; an expected dividend yield of 0%; and an expected life of 2 years.

Eligible finders were paid cash fees of $91,174 and issued 767,784 FT Broker Warrants and 315,335 WC Broker Warrants. Each FT Broker Warrant entitles the holder to acquire one broker unit at a price of $0.09, with each broker unit consisting of one common share and one-half of a warrant, for a period of two years from closing and each WC Broker Warrant entitles the holder to acquire one WCU at a price of $0.07 for a period of two years from closing.

The grant date fair value of $61,553 and $111,559 was assigned to the FT Broker Warrants and WC Broker Warrants issued, respectively, as estimated by using a fair value market technique incorporating the Black-Scholes option pricing model, using the following assumptions: a risk-free interest rate of 2.08%; an expected volatility factor of 117%; an expected dividend yield of 0%; and an expected life of 2 years.

12. Share capital (continued)

An insider of the Company subscribed for 100,000 WCUs.

(ii) On February 15, 2019, the Company issued 2,250,000 shares at a deemed price of $0.094 to Royal Nickel Corporation for the acquisition of mineral properties. In conjunction with the share issuance for the acquisition of mineral property, 140,625 shares were issued to Red Cloud Klondike Strike Inc. for finders fees

In addition, during the year ended March 31, 2019 the Company issued a total of 83,332 common shares under the terms of option agreements on its Laguna and Snow Lake Properties

(iii) On May 7, 2019, the Company closed a flow-through equity financing of $19,862,600 consisting of 82,760,833 common shares of the Company that qualify as flow-through shares for purposes of the Income Tax Act (Canada) (the “Tax Act”) priced at $0.24 per share.

In addition, the Company issued 5,000,000 common shares of the Company that qualify as flow-through shares for the purposes of the Tax Act priced at $0.20 per flow-through share in the sum of $1,000,000.

(iv) As a result of the flow-through common shares being issued at a premium to the market price in recognition of the tax benefits accruing to subscribers; a deferred flow-through premium has been recorded for $7,698,475. As the Company incurs eligible expenditures against this liability, the Company reduces the liability at the same premium rate and records this as a flow-through premium recovery on the statement of operations.

(v) On May 8, 2019, the Company issued 52,221,832 common shares priced at $0.15 per common share for the sum of $7,833,275.

(vi) Eligible finders were issued 350,000 Flow-Through Broker Warrants ("FT Warrants") for the flow-through financing and 78,633 Financing Warrants ("HD Warrants") for the non flow-through financing. Each FT Warrant entitles the holder to acquire one common share at a price of $0.20 until May 2, 2021 and each HD Warrant entitles the holder to acquire one common share at a price of $0.15 until May 2, 2021. The FT Warrants and HD Warrants were given a value of $29,761 and $7,031, respectively; estimated by using a fair value market technique incorporating the Black-Scholes option pricing model, using the following assumptions: a risk-free interest rate of 1.61%; and expected volatility factor of 169%; an expected dividend yield of 0%; and an expected life of 2 years.

(vii) On May 3, 2019, the Company closed an asset acquisition ("Acquisition") and acquired i) 100% of Norvista Capital Corporation's ("Norvista") interest in an option agreement with Hudbay Minerals Inc. (the “Talbot Option Agreement”) granting the Company an option to earn a minimum 51% interest in the Talbot Property in central Manitoba (the “Talbot Property”); and ii) 100% of Norvista’s interest in a lease agreement with CaNickel Mining Limited providing for a lease of the mill and auxiliary facilities at the Bucko Lake Mine near Wabowden, in central Manitoba (the “Bucko Mill Lease”), in consideration for the issuance of 66,290,000 common shares of the Company. In addition, pursuant to the agreement with Akuna Minerals Inc. (a subsidiary of Norvista), the Company acquired a 100% interest in certain mining claims located in central Manitoba, known as the Tower Property (the “Tower Property”), which is located approximately 40 kilometres east of the Talbot Property, in consideration for the issuance of 22,096,667 common shares of the Company. The Company and Norvista share certain common directors.

The 88,386,667 common shares issued for the Acquisition, the 82,760,833 common shares acquired by Greenstone Capital Corporation ("Greenstone") along with the 49,819,167 common shares issued to Greenstone as part of the Acquisition, see notes 12(b)(iii),(v) are subject to escrow, to be released over a three year period. Norvista and its affiliates held approximately 27.4% of the issued and outstanding capital of the Company following the completion of the Acquisition. Greenstone acquired a total of 132,580,000 common shares of the Company, representing approximately 43.1% of the issued and outstanding common shares.

(Expressed in Canadian dollars)

12. Share capital (continued)

On June 11, 2019, the Company issued 200,000 commons shares at $0.095 for the acquisition of the Danlee Property.

During the year ended March 31, 2020 the Company issued a total of 83,332 common shares under the terms of option agreements on its Laguna and Snow Lake Properties.

13. Net loss per common share

The calculation of basic and diluted loss per share from operations for the year ended March 31, 2020 was based on the loss attributable to common shareholders of $23,893,148 (year ended March 31, 2019 - $2,712,431) and the weighted average number of common shares outstanding of 285,263,112 (year ended March 31, 2019 - 68,157,846).

Diluted loss per share for the year ended March 31, 2020 did not include the effect of 18,393,312 warrants (March 31, 2019 - 25,836,067 warrants) and 14,880,848 stock options (March 31, 2019 - 6,874,997 stock options) as they are anti-dilutive.

14. Warrants

The following table reflects the continuity of warrants for the years ended March 31, 2020 and 2019:

	Number of warrants	Grant date fair value ($)	Weighted average exercise price ($)
Balance, March 31, 2018	**12,828,320**	**1,794,071**	**0.33**
Granted (note 12(b)(i))	17,964,679	740,225	0.15
Expired	(4,956,932)	(1,122,663)	0.30
Balance, March 31, 2019	**25,836,067**	**1,411,633**	**0.21**
Granted (note 12(b)(vi))	428,633	36,792	0.19
Expired	(7,871,388)	(671,408)	0.35
Balance, March 31, 2020	**18,393,312**	**777,017**	**0.15**

The following table reflects the warrants issued and outstanding as of March 31, 2020:

Number of warrants outstanding	Grant date fair value ($)	Exercise price ($)	Expiry date
16,881,560	567,113	0.15	August 16, 2020
315,335	61,553	0.07	August 16, 2020 (1)
767,784	111,559	0.09	August 16, 2020 (2)
428,633	36,792	0.19	May 2, 2021
18,393,312	777,017	0.15	

(1) Exercisable into units consisting of 1 common share and 1 warrant. Each additional warrant is exercisable at $0.15 until August 16, 2020.

(2) Exercisable into units consisting of 1 common share and 1/2 warrant. Each additional whole warrant is exercisable at $0.15 until August 16, 2020.

(Expressed in Canadian dollars)

15. Stock options

The following table reflects the continuity of stock options for the years ended March 31, 2020 and 2019:

	Number of stock options	Weighted average exercise price ($)
Balance, March 31, 2018	**2,341,667**	**0.21**
Options granted (i)	5,050,000	0.15
Options expired	(516,670)	0.90
Balance, March 31, 2019	**6,874,997**	**0.16**
Options granted (ii, iii, iv, v)	9,847,517	0.15
Options expired	(1,841,666)	0.15
Balance, March 31, 2020	**14,880,848**	**0.15**

(i) On October 9, 2018, the Company granted 5,050,000 incentive stock options to certain directors, officers andconsultants of the Company. The options are exercisable at $0.15 per share for a period of 5 years, terminating onOctober 9, 2023. The grant date fair value of $569,135 was assigned to the 5,050,000 stock options issued asestimated by using a fair value market technique incorporating the Black-Scholes option pricing model, using thefollowing assumptions: a risk-free interest rate of 3.05%; and expected volatility factor of 169%; an expected dividendyield of 0%; and an expected life of 5 years.

(ii) On June 10, 2019, the Company granted 5,250,000 incentive stock options to certain directors, officers and consultants of the Company. The options are exercisable at $0.15 per share for a period of 5 years, terminating on June 10, 2024 The grant date fair value of $586,567 was assigned to the 5,250,000 stock options issued as estimated by using a fair value market technique incorporating the Black-Scholes option pricing model, using the following assumptions: a risk-free interest rate of 1.91%; and expected volatility factor of 150%; an expected dividend yield of 0%; and an expected life of 5 years.

(iii) On December 16, 2019, the Company granted 1,250,000 incentive stock options to a director of the Company. The options are exercisable at $0.15 per share for a period of 5 years, terminating on December 16, 2024 The grant date fair value of $75,180 was assigned to the 1,250,000 stock options issued as estimated by using a fair value market technique incorporating the Black-Scholes option pricing model, using the following assumptions: a risk-free interest rate of 1.72%; and expected volatility factor of 146%; an expected dividend yield of 0%; and an expected life of 5 years.

(iv) On January 1, 2020, the Company granted 2,723,404 incentive stock options to certain directors and officers of the Company. The options are exercisable at $0.15 per share for a period of 7 years, terminating on January 1, 2027 The grant date fair value of $134,335 was assigned to the stock options issued as estimated by using a fair value market technique incorporating the Black-Scholes option pricing model, using the following assumptions: a risk-free interest rate of 2.56%; and expected volatility factor of 151%; an expected dividend yield of 0%; share price of $0.07; and an expected life of 7 years with a probability of vesting as per below.

(Expressed in Canadian dollars)

15. Stock options (continued)

The options vest on January 1, 2023 subject to performance vesting conditions where if the total shareholder return compared to a peer group is:

- in the 75th percentile of the performance condition, 100% of the stock options vest.
- between 40-74 percentile of the performance condition, proportionate vesting of the stock options occur.
- lower than the 40th percentile of the performance condition, no options will vest.

Management estimated the probability for the Company to be in the 75th percentile to be 25%, between 40-74 percentile to be 50% and lower than the 40th percentile to be 25%.

(v) On March 5, 2020, the Company granted 624,113 incentive stock options to an officer of the Company. The options are exercisable at $0.15 per share for a period of 6.8 years, terminating on January 1, 2027, and the same vesting conditions described in Note 15(iv). The grant date fair value of $10,635 was assigned to the stock options issued as estimated by using a fair value market technique incorporating the Black-Scholes option pricing model, using the following assumptions: a risk-free interest rate of 0.81%; and expected volatility factor of 152%; an expected dividend yield of 0%; share price of $0.06; and an expected life of 6.8 years with a probability of vesting as per the option granted on January 1, 2020, see note 15(iv).

Details of the stock options outstanding at March 31, 2020 are as follows:

Grant date fair value($)	Contractual life (years)	Number of options	Exercisable options	Exercise price ($)	Expiry date
316,827	0.10	2,749,999	2,749,999	0.15	May 8, 2020*
26,882	0.23	233,333	233,333	0.15	June 22, 2020*
3,625	1.00	33,333	33,333	0.30	April 1, 2021
71,046	1.01	616,666	616,666	0.15	April 4, 2021
34,563	1.53	300,000	300,000	0.15	October 9, 2021
270,745	3.53	2,350,000	2,350,000	0.15	October 9, 2023
338,534	4.20	4,000,000	2,666,667	0.15	June 24, 2024
75,180	4.72	1,250,000	416,667	0.15	December 16, 2024
134,335	6.76	2,723,404	-	0.15	January 1, 2027
10,635	6.76	624,113	-	0.15	January 1, 2027
1,282,372	3.18	14,880,848	9,366,665	0.15	

*Subsequent to March 31, 2020 these options expired unexercised.

(Expressed in Canadian dollars)

16. Income taxes

(a) Provision for income taxes

Major items causing the Company's income tax rate to differ from the combined Canadian federal and provincial statutory rate of 26.5% (2019 - 26.5%) were as follows:

	Year ended March 31, 2020	Year ended March 31, 2019
Loss before income taxes	**$ (23,893,148)**	$ (2,712,431)
Expected income tax recovery based on the statutory rate:	**$ (6,332,000)**	$ (719,000)
Adjustments to expected income tax benefit:		
Share-based payments	**81,000**	156,000
Expenses not deductible for tax purposes	**2,000**	313,300
Other	**5,354,000**	9,300
Change in unrecorded deferred tax asset	**895,000**	240,400
Deferred income tax recovery	**$ -**	$ -

(b) Deferred income tax

Deferred tax assets have not been recognized in respect of the following deductible temporary differences:

	March 31, 2020	March 31, 2019
Deductible temporary differences		
Non-capital loss carry-forwards	**$ 14,397,000**	$ 11,163,000
Exploration and evaluation assets	**10,035,000**	6,230,000
Share issue costs	**171,000**	220,134
Other temporary differences	**256,000**	112,000
Deductible temporary differences not recognized	**$ 24,859,000**	$ 17,725,134

Deferred tax assets have not been recognized in respect of these items because it is not probable that future taxable profits will be available against which the Company can use the benefits.

At March 31, 2020, the Company has estimated non-capital losses for Canadian income tax purposes of approximately $14,397,000 (2019 - $11,163,000) available to use against future taxable income. The non-capital losses expire between 2026 and 2040.

(Expressed in Canadian dollars)

17. Major shareholders and related party transactions

Major shareholders

As of March 31, 2020, Greenstone holds a total of 132,580,000 common shares of the Company, representing approximately 43.1%.

As of March 31, 2020, Norvista holds a total of 82,925,238 common shares of the Company, representing approximately 27.0%. See note 12(b)(vii))

None of the Company's major shareholders have different voting rights than other holders of the Company's common shares.

Related parties include the Board of Directors and key management personnel and enterprises that are controlled by these individuals as well as certain persons performing similar functions.

Related party transactions conducted in the normal course of operations are measured at the exchange value (the amount established and agreed to by the related parties).

Related Party	**Nature of Relationship**
Durham Exploration (i)	Controlled by a former Director
Lapierre Exploration Services (ii)	Controlled by a former President and CEO
Norvista Capital (iii)	Major shareholder of the Company and common directors

(a) The Company entered into the following nature of transactions with related parties:

	Year ended March 31,	
	2020 **$**	**2019** **$**
Geological consulting (i)	**70,000**	67,800
Geological consulting (ii)	**153,500**	240,000
Rent (iii)	**6,500**	15,365

Included in the March 31, 2020, amounts payable and other liabilities is $67,215 due to related parties (March 31, 2019 - $176,666). These amounts are unsecured, non-interest bearing and due on demand.

(b) In accordance with IAS 24, key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including any directors (executive and non-executive) of the Company. Remuneration of directors and key management personnel of the Company was as follows:

	Year ended March 31,	
	2020 **$**	**2019** **$**
Salaries and benefits	**879,341**	-
Share-based payments	**304,377**	445,717

See Note 12(b)(vii) and note 18

18. Commitments and contingencies

As at March 31, 2020, pursuant to the issuance of 87,760,833 flow-through shares on May 7, 2019 (note 12), the Company is required to incur qualifying expenditures of approximately $20,862,600 by December 31, 2020. The Company has indemnified the subscribers for any tax related amounts that become payable by the subscriber as a result of the Company not meeting its expenditure commitments. As of March 31, 2020 the Company has fulfilled approximately $13,802,250 of the total commitment.

The Company is party to certain management contracts. These contracts require payment of $652,500 upon the occurrence of a change of control of the Company, as defined by each officer's respective consulting agreement. The Company is also committed to payments upon termination of approximately $652,500 pursuant to the terms of these contracts. As a triggering event has not taken place, these amounts have not been recorded in these consolidated financial statements.

The Company has entered into a option agreement for the Bucko mill lease. As at March 31, 2020, the Company has a minimum commitment of $80,000 with respect to this agreement due within 30 days.

The Company's exploration and evaluation activities are subject to laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company believes its activities are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

19. Subsequent events

The outbreak of the novel strain of coronavirus, specifically identified as “COVID-19”, has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods and social distancing, have caused material disruption to businesses globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions.

The duration and impact of the COVID-19 outbreak is unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company and its operating subsidiaries in future periods. The Company is closely monitoring the business environment as a result to ensure minimal distribution to business operations.