EMERGENT METALS CORP.

(FORMERLY EMGOLD MINING CORPORATION)

(AN EXPLORATION STAGE COMPANY)

UNAUDITED CONDENSED INTERIM

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2022 AND 2021

Stated in US Dollars

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NOTICE TO READER

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the interim financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by and are the responsibility of the Company's management. The unaudited condensed interim consolidated financial statements have been prepared using accounting policies in compliance with International Financial Reporting Standards for the preparation of the condensed interim consolidated financial statements and are in accordance with IAS 34 – *Interim Financial Reporting*.

The Company's independent auditor has not performed a review of these unaudited condensed interim consolidated financial statements in accordance with standards established by the Canadian Chartered Professional Accountants for a review of interim financial statements by an entity's auditor.

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	Note	As at September 30 2022	December 31 2021
ASSETS			
Current assets			
Cash		**$ 12,807**	$ 357,312
Amounts receivable	4	**74,378**	65,915
Marketable securities	5	**347,633**	84,320
Prepaid expenses		**23,212**	37,860
		458,030	545,407
Non-current assets			
Advance payments for assets acquisition	6(d)	**112,880**	**118,320**
Deposit		**4,500**	4,500
Equipment	9	**49,730**	58,784
Exploration and evaluation assets	6	**2,505,064**	2,910,288
Reclamation bonds		**2,148**	2,148
Right-of-use asset	11	**18,686**	29,834
		2,693,008	3,123,874
Total Assets		**$ 3,151,038**	$ 3,669,281
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities		**619,315**	813,681
Deposit received		**50**	50
Due to related parties	7	**60,567**	50,353
Flow-through share premium liability	10	**54,456**	52,910
Lease liability	11	**8,939**	15,264
Warrant liability	8	**1,107,285**	385,708
		1,935,480	**1,317,966**
Lease liability	11	**11,270**	16,787
Total liabilities		**1,946,750**	**1,334,753**
SHAREHOLDERS' EQUITY			
Share capital	8	**48,283,437**	48,302,216
Shares to be cancelled		**–**	–
Warrants - reserve	8	**971,650**	971,650
Options - reserve	8	**7,865,859**	7,865,859
Accumulated Deficit		**(55,916,658)**	(54,805,197)
		1,204,288	2,334,528
Total liabilities and equity		**$ 3,151,038**	$ 3,669,281

Nature of operations and going concern (Note 1)
Commitments (Note 14)
Events after the Reporting Period (Note 15)

Approved and authorized for issuance by the board of directors on November 23, 2022

"David Watkinson" — David Watkinson, Director

"Andrew MacRitchie" — Andrew MacRitchie, Director

CONDENSED INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (LOSS)

	Note	Three months ended September 30, 2022	2021	Nine months ended September 2022	2021
EXPENSES					
Exploration and Evaluation					
Resource property expense	6	$ 382,917	$ 192,501	$ 898,307	$ 819,284
General and Administrative					
Advertising and promotion		1,076	39,530	84,993	200,753
Amortization	9	3,017	3,814	9,053	11,443
Banking costs		568	267	3,747	605
Depreciation of right-of-use asset	11	3,626	3,809	11,149	21,954
Insurance		9,026	5,894	24,868	17,459
Listing and filing fees		5,997	14,236	41,415	33,840
Management and consulting		44,599	47,703	148,954	255,963
Professional fees		33,998	26,959	91,464	77,836
Office and administration		9,304	5,543	23,515	17,081
Rent		6,538	5,010	17,070	18,063
Travel		6,364	4,540	15,605	14,953
Net Loss Before Other Items		(507,030)	(349,806)	(1,370,140)	(1,489,234)
Other Items					
Sublet income		7,225	5,400	18,325	16,350
Lease liability accetion expense	11	(891)	(1,475)	(3,139)	(4,296)
Foreign exchange gain		(42,054)	(11,814)	(20,827)	22,365
Gain on disposition of assets	6(d)	–	–	693,271	–
Gain on disposition of marketable securities		–	–	–	68,832
Fair value adjustment for marketable securities	5	(180,017)	(89,766)	(258,611)	(321,409)
Fair value adjustments for warrant liability	8	29,624	137,323	(170,340)	1,233,966
Income (Loss) and comprehensive income (loss)		(693,143)	(310,138)	(1,111,461)	(473,426)
Earnings (Loss) per share, basic and diluted		(0.04)	(0.02)	(0.07)	(0.04)
Weighted average number of common shares outstanding - basic and diluted		19,431,887	13,422,066	16,216,270	12,865,478

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

(* Number of shares, warrants and options have been adjusted retrospectively to reflect the effect of the March 2022 share consolidation at a ratio of ten pre-consolidation shares equal to one post-consolidation shares)

	Number of Outstanding Shares	Share Capital	Shares to be cancelled	Number of Outstanding Warrants	Reserves Warrants	Number of Outstanding Options	Reserves Options	Deficit	Shareholders' Equity
Balance, December 31, 2020	12,603,262	$ 47,869,337	$ (3,586)	7,167,701	$ 956,303	1,257,500	$ 7,865,859	$ (54,084,520)	$ 2,603,393
Private Placement - Non flow-through	1,050,000	498,440	–	525,000	–	–	–	–	498,440
Share issuance costs -Flow-through	–	(73,604)	–	75,000	25,000	–	–	–	(48,604)
Shares cancelled	(34,999)	–	3,586	(35,000)	–	–	–	–	3,586
Warrants expired	–	–	–	(23,080)	–	–	–	–	–
Comprehensive (loss) for the period	–	–	–	–	–	–	–	(473,426)	(473,426)
Balance, September 30, 2021	13,618,263	$ 48,294,173	$ –	$ 7,709,621	$ 981,303	$ 1,257,500	$ 7,865,859	$ (54,557,946)	$ 2,583,389
Balance, December 31, 2021	13,618,221	$ 48,302,216	$ –	7,002,955	$ 971,650	1,257,500	$ 7,865,859	$ (54,805,197)	$ 2,334,528
Private Placement - Non flow-through	**5,813,666**	–	–	**5,813,666**	–	–	–	–	–
Share issuance costs - Non flow-through	–	**(5,038)**	–	–	–	–	–	–	**(5,038)**
Expired	–	–	–	**(4,867,945)**	–	–	–	–	–
Comprehensive (loss) for the period	–	–	–	–	–	–	–	**(1,111,461)**	**(1,111,461)**
Balance, September 30, 2022	**19,431,887**	**$ 48,297,178**	**$ –**	**7,948,676**	**$ 971,650**	**1,257,500**	**$ 7,865,859**	**$ (55,916,658)**	**$ 1,218,029**

CONSOLIDATED STATEMENT OF CASH FLOWS

	Note	Nine months ended September 30, 2022	2021
		$	$
Operating activities			
Income (Loss) for the periods		**(1,111,461)**	(473,426)
Items not affecting cash:			
Amortization of equipment	9	**9,053**	11,443
Depreciation of right-of-use assets	11	**11,149**	21,954
Lease liability accretion expense	11	**3,139**	4,296
Unrealized foreign exchange loss		**14,885**	(25,757)
Fair value adjustment for marketable securities	5	**258,611**	321,409
Fair value adjustments for warrant liability	8	**170,340**	(1,233,966)
Changes in non-cash operating working capital			-
Amounts receivable		**(8,462)**	65,909
Prepaid expenses and deposits		**14,648**	369,035
Accounts payable and accrued liabilities		**(194,366)**	(182,205)
Due to related parties		**10,214**	(180,498)
Cash used in operating activities		**(1,515,521)**	(1,369,438)
Investing activities			
Reclamation bond		**–**	(2,148)
Resource properties royalty payments received		**10,000**	10,000
Proceeds from sale of mineral property		**583,800**	–
Proceeds from sale of marketable securities		**–**	168,516
Acquisition of mineral properpties		**(45,000)**	(237,760)
Cash (used in) provided by investing activities		**548,800**	(61,392)
Financing activities			
Advance receipt for future shares issuance		**84,868**	–
Lease payments on principal portion		**(10,751)**	(7,680)
Lease payments on interest portion		**(3,139)**	(2,680)
Net proceeds from units issued for cash		**551,238**	618,449
Collection of subscription receivable		**–**	67,743
Cash provided by financing activities		**622,216**	675,832
(Decrease) in cash		**(344,505)**	(754,998)
Exchange difference on cash		**–**	(1,658)
Cash, beginning of year		**357,312**	1,194,539
Cash, end of period		**12,807**	437,883

The accompanying notes are an integral part of these condensed interim consolidated financial statements

1. Nature of operations and going concern

Effective March 2, 2022, the Company has changed its name from Emgold Mining Corporation to Emergent Metals Corp. (the "Company" or "Emergent").

The Company is incorporated under the British Columbia Corporations Act and the principal place of business is located at 1010 - 789 West Pender Street, Vancouver, British Columbia, V6C 1H2. The Company's business model is to acquire, explore, and divest of mineral property interests (an A&D model) with the goal of creating value for our shareholders. Acquisitions or divestitures could be purchase or sale of assets, option or joint venture of assets, royalty transaction, or other business transactions that are a fit for a specific asset. The Company's shares are traded on the TSX Venture Exchange ("TSX-V") under the symbol EMR, the OTC Market under the symbol EGMCF, and the Frankfurt ("FRA") and Berlin ("BSE") Stock Exchanges under the symbol EML.

These audited consolidated financial statements have been prepared on the basis of the accounting principles applicable to a going concern, which assumes the Company's ability to continue in operation for the foreseeable future and to realize the potential of its assets and discharge its liabilities in the normal course of operations. The Company currently has a negative operating cash flow and has incurred operating losses since inception. The Company generates cash inflow by the sale of common shares of public mining companies it owns, revenue generated by the sale, joint venture, option, or other transactions related to its assets, or through equity financings, where the amount or timing of cash inflow cannot be guaranteed.

The Company is currently unable to self-finance 100% of its planned operations for the 2022 fiscal year and has on-going cash needs to meet its overhead requirements, maintain its exploration assets, and complete planned exploration activities. The generation of revenue from the Company's exploration assets is dependent upon several factors, which include the discovery and/or expansion of mineral resources or reserves on each of its properties, the ability of the Company to obtain the necessary financing to advance exploration on these properties, the ability of the Company to make property, advance royalty, or claim maintenance payments to hold these properties, or the completion of transactions with third parties that generate revenue in the short and long term. The generation of cash inflow from equity financings is dependent upon several factors including the impact of Covid-19 on financial markets, the price of gold, and other impacts to financial markets that are beyond the control of the Company.

As at September 30, 2022, the Company had a working capital deficit of $1,477,450 (December 31, 2021 working capital deficit - $772,559), an accumulated deficit of $55,916,658 (December 31, 2021 - $54,805,197), a loss and comprehensive loss of $1,111,461 (September 30, 2021 – Loss and comprehensive loss of $473,426) and a net cash outflow used in operating activities of $1,515,521 (September 30, 2021 – outflow of $1,369,438) and expects to incur further losses in the development of its business. For the Company to continue to operate as a going concern it must obtain additional financing. While the Company has been successful in obtaining additional financing in the past, there can be no assurance that this will continue in the future. As a result, there is a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

If the going concern assumption were not appropriate for these consolidated financial statements, adjustments would be necessary to the carrying value of assets and liabilities, the reported expenses and the consolidated statement of financial position classifications used. Such adjustments could be material.

2. Basis of Preparation

a) Statement of Compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

The condensed interim consolidated financial statements were authorized for issue by the Board of Directors on November 23, 2022.

b) Basis of Measurement

The consolidated financial statements have been prepared on a historical cost basis, except for financial instruments classified as financial instruments at fair value through profit and loss, which are stated at their fair value. In addition, the consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information.

c) Summary of Significant Accounting Policies.

The accounting policies and methods of computation followed in preparing these Financial Statements are the same as those followed in preparing the most recent audited annual financial statements. For a summary of significant accounting policies, please refer to the Company's audited annual financial statements for the year ended 31 December 2021.

3. Critical accounting judgement and key sources estimation uncertainty

In the application of the Company's accounting policies management is required to make judgments, estimates and assumptions about the carrying amount and classification of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revisions affect only that period, or in the period of the revision and future periods, if the revision affects both current and future periods.

The following are the critical judgments and areas involving estimates, that management have made in the process of applying the Company's accounting policies and that have the most significant effect on the amount recognized in the consolidated financial statements.

a) Critical judgments in applying accounting policies

<u>Going concern assumption</u>

These consolidated financial statements have been prepared on the basis of the accounting principles applicable to a going concern, which assumes the Company's ability to continue in operation for the foreseeable future and to realize its assets and discharge its liabilities in the normal course of operations. There are several adverse conditions that cast substantial doubt upon the soundness of this assumption. Refer to note 1 for more details.

<u>Determination of functional currency</u>

In accordance with IAS 21, *The Effects of Changes in Foreign Exchange Rates*, management determined that the functional currency of the Company and its wholly owned subsidiaries is the US dollar. The assessment of the Company's functional currency and the functional currency of its subsidiaries involves judgment regarding the primary economic environment the Company and its subsidiaries operate in.

<u>Exploration and evaluation assets</u>

The Company makes certain judgements and assumptions regarding indicators of impairment and the recoverability of the carrying values of exploration and evaluation assets. Management has assessed for impairment indicators for the Company's properties and has concluded that no indicators of impairment as at September 30, 2022.

In addition, Management has exercised significant judgement in assessing whether the Company has sufficient financial resources to incur qualified exploration and evaluation expenditures to meet its obligations related to the issuance of flow-through shares.

b) Key sources of estimation uncertainty

Share based payments and fair value of warrants

Management assesses the fair value of stock options and warrants granted in accordance with the accounting policy stated in note 3. The fair value of stock options and warrants granted is measured using the Black-Scholes option pricing model, which was created for use in estimating the fair value of freely tradable, fully transferable options.

The following assumptions are used in the model: dividend yield; expected volatility; risk-free interest rate and expected option life. Changes to assumptions used to determine the grant date fair value of share-based compensation awards can affect the amounts recognized in the consolidated financial statements.

The inputs used in the IFRS 16 accounting

The significant judgments, estimates, and assumptions made by management applied in the preparation of these consolidated financial statements, specifically as they relate to IFRS 16 Leases, primarily included evaluating the appropriate discount rate to use to discount the lease liability for each lease, as well as determining the lease term, when the lease contained an extension option, and assessing if the Company was reasonably certain that it would exercise the extension option. Significant judgments, estimates, and assumptions over both factors would affect the present value of the lease liabilities, as well as the associated value of the right-of-use assets.

Fair value of warrants derivative

The Company has determined that its functional currency is the US dollar and has issued warrants with exercise price fixed in Canadian Dollar. The Company measures the cost of the warrants derivative by reference to the fair value on the grant date and revalues them at each reporting date. In determining the fair value of the warrants, the Company used the Black-Scholes option pricing model with the following assumptions: average volatility rate; market price at the reporting date; risk-free interest rate; the remaining expected life of the warrant and an exchange rate at the reporting date. The inputs used in the Black-Scholes model are taken from observable markets.

Changes to assumptions used can affect the amounts recognized in the consolidated financial statements.

Income taxes

Provisions for income taxes are made using the best estimate of the amount expected to be paid based on a qualitative assessment of all relevant factors. The Company reviews the adequacy of these provisions at the end of the reporting period. However, it is possible that at some future date an additional liability could result from audits by taxing authorities. Where the final outcome of these tax-related matters is different from the amounts that were originally recorded, such differences will affect the tax provisions in the period in which such determination is made.

3. Financial instruments and risk management

a) Classification

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

The following table shows the classifications:

Financial assets	Classification
Cash	Amortized cost
Marketable securities	FVTPL
Reclamation bonds	Amortized cost
Accounts receivable excludes goods and services tax	Amortized cost
Due from related parties	Amortized cost

Financial liabilities	Classification
Accounts payable and accrued liabilities	Amortized cost
Due to related parties	Amortized cost
Lease liability	Amortized cost
Warrant liability	FVTPL

Measurement

Financial assets and liabilities at amortized cost

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

Financial assets and liabilities at FVTPL

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

Impairment of financial assets

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

b) Fair values

Financial instruments of the Company carried on the Consolidated Statements of Financial Position are carried at amortized cost with the exception of marketable securities and warrant liabilities, which are carried at fair value. There are no significant differences between the carrying value of these financial instruments carried at amortized cost and their estimated fair values as at September 30, 2022 and 2021 due to the short term nature of the instruments.

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 inputs used in making the measurements. The levels in the hierarchy are:

- Level 1 – quoted prices in active markets for identical financial instruments.
- Level 2 – quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations in which all significant inputs and significant value drivers are observable in active markets.
- Level 3 – valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.

The Company's marketable securities were considered to be classified as Level 1 and warrant liabilities were classified as Level 3. There have been no changes between levels during the year.

c) Market risk

Market risk is the risk that changes in market prices will affect the Company's earnings or the value of its financial instruments. Market risk is comprised of commodity price risk and interest rate risk. The objective of market risk management is to manage and control exposures within acceptable limits, while maximizing returns. The Company's marketable securities is exposed to market risk in trading its investments and unfavorable market conditions could result in dispositions of investments at less than favorable prices.

d) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its bank accounts. The Company's bank accounts are held with major banks in Canada and US, accordingly the Company believes it is not exposed to significant credit risk.

e) Interest rate risk

Interest rate risk is the risk of losses that arise as a result of changes in contracted interest rates. The Company is nominally exposed to interest rate risk.

f) Foreign exchange risk

The functional currency of the Company and its subsidiaries is the US dollar. Most of the foreign exchange risk is related to Canadian dollar denominated financial instruments held by the Company.

The Company does not hedge its exposure to currency fluctuations. To manage this risk, the Company holds most cash in USD, and maintains only the budgeted amount of foreign cash required to fund its near-term exploration expenditures.

The US dollar equivalent balances denominated in Canadian dollars at September 30, 2022 and December 31, 2021 are as follows:

Rounded (000's)	September 30, 2022	December 31, 2021
Cash	**$ –**	$ 265,000
Accounts receivable excludes sales taxes receivable	**76,000**	66,000
Accounts payable and accrued liabilities	**(540,000)**	(696,000)
Due to related parties	**(24,000)**	12,000
Lease liability	**(21,000)**	(32,000)
Warrant liabilities	**(1,072,000)**	(386,000)
	$ (1,223,000)	$ (771,000)

Based on the net exposure at September 30, 2022 and December 31, 2021, a 5% depreciation or appreciation in Canadian dollar against US dollar would result in a gain or loss of $76,000.

g) Commodity price risk

Commodity price risk is the risk that the fair value of future cash flows will fluctuate as a result of changes in commodity prices. Commodity prices for minerals are impacted by world economic events that dictate the levels of supply and demand as well as the relationship between the Canadian and United States dollar, as outlined above. As the Company has not yet developed commercially viable mineral property interests, it is not directly exposed to commodity price risk.

For the Periods ended September 30, 2022 and 2021 in US Dollars, unless otherwise stated

4. Accounts receivable

The Company's receivables consist of refundable goods and services tax, and other receivables, as follows:

	September 30, 2022	December 31, 2021
Goods and services tax	**$ 71,783**	$ 64,615
Other receivable	**2,595**	1,300
	$ 74,378	$ 65,915

5. Marketable securities

As at September 30, 2022, the fair value of the Company's marketable securities was $347,633 (December 31, 2021 - $84,320) and the unfavorable change of fair value adjustment of $258,611 for the nine months ended September 30, 2022 (September 30, 2021 – unfavorable change of fair value adjustment of $321,409).

Certain portion of the marketable securities related to investment in warrants was classified as level 3 in the fair value hierarchy with an estimated fair value of $10,943 as at September 30, 2022. The fair value of these marketable securities on September 30, 2022 was estimated using the Black Scholes model with the following assumptions: risk-free interest rate with the range from 3.76% to 3.79%; dividend yield of 0%; historical stock price volatility with the range from 139% to 388%; and an expected life of 2.45 years.

For the Periods ended September 30, 2022 and 2021 in US Dollars, unless otherwise stated

6. Exploration and evaluation assets

Property acquisition costs	Casa South, QC	East West, QC	Trecesson, QC	New York Canyon, NV	Troilus North, QC	Mindora, NV	Golden Arrow, NV	Buckskin Rawhide - East, NV	Buckskin Rawhide - West, NV	Koegel Rawhide, NV	Total
Balance as at January 1, 2021	**$ 527,235**	**$ 402,557**	**$ –**	**$ 258,957**	**$ 56,440**	**$ 145,307**	**$ 637,870**	**$ 294,052**	**$ 140,029**	**$ 140,030**	**$ 2,602,477**
Acquisition Costs	–	214,668	15,319	–	–	45,000	–	–	–	–	274,987
(Royalty payment received)	–	–	–	–	–	–	–	(10,000)	–	–	(10,000)
Balance as at September 30, 2021	**$ 527,235**	**$ 617,225**	**$ 15,319**	**$ 258,957**	**$ 56,440**	**$ 190,307**	**$ 637,870**	**$ 284,052**	**$ 140,029**	**$ 140,030**	**$ 2,867,464**
Balance as at January 1, 2022	**$ 529,148**	**$ 440,227**	**$ 208,228**	**$ 258,957**	**$ 56,440**	**$ 190,307**	**$ 662,870**	**$ 284,052**	**$ 140,029**	**$ 140,030**	**$ 2,910,288**
Acquisition Costs	–	–	–	–	–	45,003	–	–	–	–	45,003
Disposal	–	(440,227)	–	–	–	–	–	–	–	–	(440,227)
(Royalty payment received)	–	–	–	–	–	–	–	(10,000)	–	–	(10,000)
Balance as at September 30, 2022	**$ 529,148**	**$ –**	**$ 208,228**	**$ 258,957**	**$ 56,440**	**$ 235,310**	**$ 662,870**	**$ 274,052**	**$ 140,029**	**$ 140,030**	**$ 2,505,064**

For the Periods ended September 30, 2022 and 2021 in US Dollars, unless otherwise stated

Exploration & Evaluation Expenditure	Casa South, QC	East West, QC	Tecesson, QC	New York Canyon, NV	Troilus North, QC	Other Prospects	Mindora, NV	Golden Arrow, NV	Buckskin Rawhide - East, NV	Buckskin Rawhide - West, NV	Koegel Rawhide, NV	Total
Balance as at January 1, 2021	**$ 899,811**	**$ 35,956**	**$ 3,768**	**$ 103,645**	**$ 339,249**	**$ 205,636**	**$ 100,863**	**$ 731,939**	**$ 6,165**	**$ 18,720**	**$ 22,621**	**$ 2,468,373**
Claims Fee	–	–	–	–	–	244	57,963	88,112	–	3,774	6,429	156,522
Carrying Costs	3,155	3,281	–	–	–	–	–	108,000	–	–	–	114,436
General property search	–	260	–	7,186	–	2,925	150,010	372,198	–	–	15,747	548,326
Balance as at September 30, 2021	**$ 902,966**	**$ 39,497**	**$ 3,768**	**$ 110,831**	**$ 339,249**	**$ 208,805**	**$ 308,836**	**$1,300,249**	**$ 6,165**	**$ 22,494**	**$ 44,797**	**$ 3,287,657**
Balance as at January 1, 2022	**$1,493,080**	**$ 41,584**	**$ 5,355**	**$ 115,783**	**$ 339,249**	**$ 208,776**	**$ 313,055**	**$1,409,300**	**$ 6,165**	**$ 22,494**	**$ 44,798**	**$ 3,999,639**
Claims Fee	4,795	262	1,596	–	–	256	26,118	88,137	–	3,774	6,429	131,367
Carrying Costs	–	–	–	–	–	–	–	108,346	–	–	–	108,346
General property search	578,325	22,601	27,509	4,317	–	2,342	2,792	19,050	1,658	–	–	658,594
Balance as at September 30, 2022	**$2,076,200**	**$ 64,447**	**$ 34,460**	**$ 120,100**	**$ 339,249**	**$ 211,374**	**$ 341,965**	**$1,624,833**	**$ 7,823**	**$ 26,268**	**$ 51,227**	**$ 4,897,946**

a) Golden Arrow Property, Nevada

The Company has a 100% interest in the Golden Arrow Property, an advanced stage exploration property, totaling 494 unpatented lode mining claims and 17 patented lode mining claims totaling about 10,000 acres. A total of 309 unpatented mining claims are owned and a total of 185 unpatented mining claims are leased.

On October 9, 2018, Emergent completed the acquisition of the 51% interest in the property and also exercised its option to earn 100% interest after completing the $100,000 in aggregate cash payments and issuing Nevada Sunrise a total of 5.0 million common shares of Emergent.

Six unpatented claims are subject to and advance royalty payment of $25,000 per year and a 3% NSR upon production (2% can be purchased for $200,000). 351 unpatented mining claims are subject to a $25,000 per year advance royalty payment and a 3% NSR upon production, of which 1% can be purchased for $1 million. Seventeen patented mining claims are subject to a 1% NSR.

b) New York Canyon Property, Nevada

On July 8, 2019, the Company completed a Claim Purchase Agreement with Searchlight Resources Inc. (TSXV: SCLT) giving it the option to acquire a 100% interest the New York Canyon Property, subject to underlying royalties. The property included 21 patented mineral claims and 60 unpatented mining claims totalling about 1,500 acres. Sixty unpatented claims are subject to a 2% NSR, 1% which can be purchased for $1 million. Eighteen patented claims are subject to a 1.75% NSR royalty capped at $2 million and a $0.50 per metric tonne royalty for decorative stone shipped or sold from the property capped at $0.5 million. The Company completed the CDN$50,000 in payment due at closing of the transaction and issued 2,941,176 common shares to Searchlight Resources Inc.

On November 15, 2019, the Company staked 92 additional claims, expanding the size of the property to 152 unpatented and 21 patented mineral claims.

As at December 31, 2019, the remaining commitment for completing the 100% interest acquisition included three payments of CDN$100,000 each due to Searchlight. Pursuant to the Claim Purchase Agreement, the Company had the option of accelerating the acquisition. If the outstanding payments (3 x CDN$100,000) were made on or before the 6-month anniversary of the closing of the Transaction, the Company would be entitled to a 25% discount on the outstanding balance, reducing the amount of the payment due to CDN$225,000.

Kennecott Joint Venture Agreement

On February 7, 2020, the Company signed an Earn-In with Option to Joint Venture Agreement with Kennecott Exploration Company ("Kennecott"), a subsidiary of Rio Tinto PLC (NYSE: RIO) for the New York Canyon Property. Kennecott can earn up to a 75% interest in the Property by completing $22.5 million in exploration expenditures. Kennecott staked 265 unpatented mineral claims, expanding the Property to 21 patented and 417 unpatented mineral claims, totaling approximately 8,700 acres.

Under the terms of the Earn-In with Option to Joint Venture between the Company and Kennecott:

1. Kennecott will have an option (the "First Option") to acquire a 55% undivided interest in the Property by incurring $5.0 million in expenditures over a 5-year period, of which $1.0 million is a committed expenditure that must be completed prior to the 18-month anniversary of the Agreement.
2. Kennecott will have a second option (the "Second Option") to earn an additional 10% undivided interest in the Property (for a total of 65%) by incurring an additional S$7.5 million in expenditures over a 3-year period.
3. Kennecott will have a third option (the "Third Option") to earn an additional 10% undivided interest in the Property (for a total of 75%) by incurring an additional $10 million in expenditures over a 3-year period.
4. Any expenditure in excess of an option expenditure requirement in a given time period will be credited against subsequent option expenditure requirements. Kennecott may, at any time or from time to time, accelerate its satisfaction of the First, Second, or Third Option by paying the Company money in lieu of incurring expenditures.
5. While earning in, Kennecott will have the right to make exploration and development decisions.

6. Kennecott must maintain the Property in good standing during the option period(s), including payment of BLM and County maintenance fees and make any underlying property payments due to Searchlight.
7. Kennecott will have the right to elect to form a joint venture (the "Joint Venture") with the Company upon completion of either the First, Second, or Third Option. Upon establishing a Joint Venture each participant will fund the joint venture according to its participating interest, with Kennecott acting as the Manager of the joint venture. If a party's participating interest falls below 10%, then such parties participating interest will be converted to a 1% Net Smelter Royalty, capped at $25 million.
8. As further consideration for the grant of Options, Kennecott agrees to make a payment of $25,000 to Golden Arrow within forty-five (45) days of executing the Agreement (the "Execution Payment"). The Company has received this payment in 2020.

<u>100% Acquisition from Searchlight</u>

On March 11, 2020, Kennecott paid the remaining option payments of CDN$225,000 on behalf of the Company for the acquisition of 100% interest in New York Canyon Property. The CDN$225,000 payment was part of Kennecott's $1.0 million committed expenditure required prior to the 18-month anniversary of the Agreement.

c) Mindora Property, Nevada

On June 15, 2019, Emergent and Nevada Sunrise LLC ("Nevada Sunrise") entered into a claim purchase agreement for the purchase of 12 unpatented mining claims ("Mindora Claims of Nevada Sunrise") owned by Nevada Sunrise by Emergent. The payment terms were later amended on December 23, 2019 as follows:

- $25,000 due on or before December 31, 2019 (paid);
- $25,000 due on or before February 29, 2020 (paid); and
- $25,000 per year, for four years, with each payment due on subsequent anniversary dates of the signing date on June 15, 2019 (first and second payment completed)

On June 15, 2019, Emergent and BL Exploration LLC ("BL") entered into a claim purchase agreement for the purchase of 18 unpatented mining claims ("Mindora Extension Property") owned by BL by Emergent. The payment terms was later amended on December 23, 2019 as follows:

Emergent would pay BL:

- Cash payment of $50,000 ($25,000 paid in fiscal 2019 and $25,000 paid in fiscal 2020) for the total purchase price upon closing date;
- Grant of $20,000 Advance Minimum Royalty ("AMR") per year and a 2% Net Smelter Royalty ("NSR") on the Mindora Extension Property; Any AMR shall be credited against future NSR payments. The AMR shall be due on each anniversary of the closing date on June 15, 2019; and Emergent would retain a first option to acquire half of the 2% NSR by making a payment of $200,000 on or before the 5th anniversary of the Closing Date. AMR remains at $20,000 per year.

If Emergent does not exercise the first option described above, Emergent would still retain a second option to acquire half of the 2% NSR by making a payment of $500,000 after the 5th anniversary and before the 9th anniversary of the Closing Date. AMR remains at $20,000 per year;

On December 17, 2020, Emergent announced that it has staked 117 unpatented claims at Mindora, expanding the property size to 147 unpatented claims totaling about 2,940 acres.

During the year ended December 31, 2021, the annual $20,000 AMR payment was made to BL and a $25,000 property payment was made to Nevada Sunrise.

d) Buckskin Rawhide East Property, Nevada

The Company has a 100% interest in the 48 unpatented mineral claims, totalling 960 acres, making up Buckskin Rawhide East Property. The claims are inlying claims to Rawhide Mining LLC's ("RMC") operating Rawhide Mien.

The Buckskin Rawhide Property is leased to RMC, owners of the Rawhide Mine, under the following terms:

1. The Lease Term is 20 years (start date of 01 June 2013)
2. Advance royalty payments will be $10,000 per year, paid by RMC to Emergent, with the first payment due at signing and subsequent payments due on the anniversary of the Lease Agreement.
3. During the Lease Term, RMC will make all underlying claim fees to keep the claims in good standing.
4. RMC will conduct a minimum of $250,000 in exploration activities by the end of Year 1.
5. RMC will conduct an additional minimum of $250,000 in exploration activities by the end of Year 3, for a total of $500,000 in exploration activities by the end of Year 3.
6. RMC will have the option of earning a 100% interest in the property by bringing it into commercial production.
7. Upon bringing the property into commercial production, RMC will make "Bonus Payments" to Emergent. Bonus Payments will be $15 per ounce of gold when the price of gold ranges between $1,200 per ounce and $1,799 per ounce. If the price of gold exceeds $1,800 per ounce, the Bonus Payment will increase to $20 per ounce.
8. After meeting its exploration requirements, should RMC subsequently elect to drop the property of decide not to
9. advance it, the property will be returned to Emergent. Should Emergent subsequently advance the property into production, RMC shall then be entitled to the same type of Bonus Payments as contemplated in 7 above.

Under the terms of the lease agreement, RMC was to complete $500,000 in exploration related expenditures on the property by the third anniversary or June 1, 2016. However, as at June 1, 2016, RMC had completed only $325,000 in exploration activities on the property.

On June 1, 2016, RMC and Emergent mutually agreed to amend the original Lease Agreement whereby RMC would pay Emergent $175,000, in seven quarterly payments of $25,000, starting June 1, 2016, to keep the Lease Agreement in good standing. These payments were in lieu of completing the additional $175,000 in exploration work required in the original Lease Agreement.

During the six months ended June 30, 2022, $10,000 Advance royalty payments were received by the Company from RMC.

e) Buckskin Rawhide West Property, Nevada

The Company has a 100% interest acquisition in the Buckskin Rawhide West Property. On February 6, 2012, the Company entered a Lease and Option to Purchase Agreement with Jeremy C. Wire to acquire the PC and RH mineral claims, located 0.3 miles west of Emergent's Buckskin Rawhide Property. Pursuant to the lease agreement, advance royalty payments or equivalent aggregate value in common shares having an equivalent market value were paid/issued to Jeremy C. Cash payment of$5,000 was paid and common shares of $5,000 was issued in 2012. Common shares of $10,000 were issued each year during 2013, and 2014, $20,000 in year 2015, and $30,000 each year in 2016, 2017, and 2018 (total $140,000) completed the acquisition of the property. The property is subject to a 2% Net Smelter Royalty, which can be purchased at any time for $1.0 million.

f) Koegel Rawhide, Nevada

Emergent has a 100% interest in the Koegel Rawhide Property. The property consists of the RHT and GEL claims, 19 unpatented lode mining claims totalling 380 acres, acquired from Jeremy C. Wire. On February 13, 2013, the Company entered a Lease and Option to Purchase Agreement with Jeremy C. Wire to acquire the RHT and GEL mineral claims, located 4.0 miles south of Emergent's Buckskin Rawhide East Property. Pursuant to the lease agreement, advance royalty payments or equivalent aggregate value in common shares having an equivalent market value were paid/issued to Jeremy C. Wire. Cash payment of$5,000 was paid and common shares of $5,000 was issued in 2012. Common shares of $10,000 were issued each year during 2013, and 2014, $20,000 in year 2015, and $30,000 each year in 2016, 2017, and 2018 (total $140,000) completed the acquisition of the property. The property is subject to a 2% Net Smelter Royalty, which can be purchased at any time for $1.0 million.

In addition, Emergent staked 17 additional unpatented lode claims totalling 340 acres. In total, the 36 unpatented lode claims totalling 720 acres make up the Property.

g) Casa South Property, Quebec

The Company has a 100% interest in the Casa South Property, an early-stage exploration property consisting of 204 mining titles covering a total of 11,400 hectares. It is adjacent to Hecla Mining Corporation's (NYSE: HL) operating Casa Berardi Mine.

On March 20, 2019, the Company closed the acquisition of the option to acquire up to a 91% interest in the property by obtaining final Exchange approval, by completing the first option payment of CDN$75,000 to the Vendors, and by making the share payment required under the Amended Assignment Agreement to the finder.

The Company issued 807,692 common shares for settling CDN$52,500 finder's fee related to the acquisition of the mineral claims of Casa South, Quebec.

On June 13, 2019, Emergent announced it had amended the option agreement to allow it to acquire a 100% interest in the property. On July 29, 2019, the Company issued 4,000,000 units to the vendors of Casa South Property, Quebec whereby each unit consists of one common share and one-half share purchase warrant exercisable at CDN$0.25/unit with a 2-year expiry term.

On February 5, 2020, Emergent announced that it expanded the property with the addition of 24 mineral claims totaling approximately 1,320 ha (3,260 ac) bringing the total of the property consisting of 204 claims for payments totaling $26,111.

The property is subject to a 1.5% NSR, of which 0.5% can be purchased by Emergent for CDN$500,000.

h) Trecesson Property, Quebec

The Company has a 100% interest in the Trecesson Property consisting of 56 mineral claims totaling ,903 ha. It is locate1d 13 km west of Amos, Quebec. The property is subject to underlying royalties to Exploration Carat, Group Leblanc, and Robert-Audet, each a 2% NSR applicable to separate individual claims blocks. Emergent may buy back 1% of each NWR for CDN$1.0 million at any time.

On September 24, 2021, the Company completed the acquisition of a 50% interest in the East-West Property and 100% interest in the Trecesson Property, both located in Quebec, from Knick Exploration Inc. The Transaction was completed as part of a Commercial Proposal made under the Canadian Bankruptcy and Insolvency Act by Knick with its creditors. The Proposal was agreed to by a vote of creditors and subsequently approved by the Superior Court of Quebec, Abitibi District. The Company paid the Trustee $126,183 or CDN$160,000 in return for Knick's interest in the properties. In addition, operations loans totaling $78,864 or CDN$100,000 advanced to Knick are considered as part of the acquisition cost of the East-West Property and Trecesson Properties by the Company. These acquisition costs were allocated to Trecesson together with other direct acquisition incurred in fiscal 2021 totalling $208,228.

i) Troilus North Royalty Interest, Quebec

In December 2018, Troilus Gold acquired the Troilus North property from the Company for CDN$250,000 in cash and 3.75 million Troilus Gold common shares. Two underlying royalties remained on the property (the "Troilus North Royalties"), including a 1% NSR granted to CAT Strategic Metals (formerly Chimata Gold Corporation) (CSE: CAT) ("CAT").

On December 9, 2019, the Company and CAT completed the assignment agreement whereby CAT assigned its rights in the Troilus North Royalty to the Company for a cash payment of CDN$75,000 (paid). Troilus Gold retains first option to acquire this 0.5% of this royalty for a cash payment of CDN$500,000 and a second option to acquire the remaining 0.5% of this royalty for an additional cash payment of CDN$500,000. On April 29, 2020, the above assignment transaction was approved by TSX Venture Exchange.

j) East West Property Royalty, Quebec

On December 6, 2019, Emergent signed a Claim Purchase and Option Agreement giving the Company the option (the "First Option") to acquire up to a 50% interest in the East-West Property, Quebec (the "Property") from a private individual (the "Vendor"). The remaining 50% interest in the Property is owned by Knick Exploration Inc. ("Knick") (TSXV: KNX). Emergent has also acquired a second option (the "Second Option") to increase its ownership in the Property to 55%.

The Vendor granted Emergent the First Option to acquire 50% ownership and title to the claims comprising the Property and all rights under pursuant to a sale agreement between the Vendor and Knick dated November 27, 2018, as amended on November 29, 2019 (together, the "Sale Agreement"). In exchange, Emergent agreed to pay the Vendor:

- 4,000,000 common shares in the share capital of Emergent (the "Share Consideration")(issued to the Vendor on January 3, 2020 the Closing Date);
- CDN$35,000 to be paid to the Vendor upon the three-month anniversary of the Closing Date;
- CDN$50,000 to be paid to the Vendor upon the six-month anniversary of the Closing Date; and
- CDN$50,000 to be paid to the Vendor upon the nine-month anniversary of the Closing Date.

On May 5, 2020, the Company paid CDN$35,000 to the Vendor. On July 9, 2020, Emergent paid the remaining CDN$100,000 to the Vendor, exercised its option to acquire a 50% interest in the claims, and subsequently transferred the 50% interest in the claims from the Vendor into Emergent's name. The completion of the acquisition of the 50% interest was announced by press release on November 11, 2020.

On September 24, 2021, the Company has completed the acquisition of a 50% interest in the East-West Property and 100% interest in the Trecesson Property, both located in Quebec, from Knick Exploration Inc. The Transaction was completed as part of a Commercial Proposal made under the Canadian Bankruptcy and Insolvency Act by Knick with its creditors. The Proposal was agreed to by a vote of creditors and subsequently approved by the Superior Court of Quebec, Abitibi District. The Company paid the Trustee $126,183 or CDN$160,000 in return for Knick's interest in the properties. In addition, operations loans totaling $78,864 or CDN$100,000 advanced to Knick are considered as part of the acquisition cost of the East-West Property and Trecesson Properties by the Company.

The acquisition costs incurred during the year ended December 31, 2021 totaling $233,595 (CDN$295,801) consist of (i) $126,183 (CDN$160,000) payment made to the Trustee per above, (ii) $78,864 (CDN$100,000) forgiveness of the operation loans advanced to Knick of cash, (iii) $12,303 capitalized operation loans interest from Knick and (iii) $28,548 (CDN$35,801) legal and professional fees related to the acquisition.

On May 3, 2022, the Company completed the sale of the 100% of its interests, rights and title to its East-West Property, Quebec to O3 Mining Inc. ("O3") (TSXV:OIII). The consideration for O3 to acquire the Company's interest in the East West Property was consisted of:

(i) Cash consideration of CDN$750,000 at closing (CDN$750,414 were received in May 2022);

(ii) Issuance of 350,000 O3's common shares to the Company at closing (325,000 O3's common shares were received in May 2022);

(iii) Grant of 1% net smelter returns ("NSR") royalty to the Company over the East West Property in favour of the Company (the "Royalty"), which shall be subject to a buy-back right in favor of O3 (the "Buy-Back Right"), whereby O3 may elect to buy back the Royalty for: (a) CDN$500,000 if the Buy-Back Right is exercised within the first three years from the date of the Definitive Agreement (as defined herein); (b) CDN$1,000,000 if the Buy-Back Right is exercised within the fourth and fifth years from the date of the Definitive Agreement. For greater certainty, subsequent to the fifth anniversary date of a Definitive Agreement for the Transaction, the Royalty will no longer be subject to the Buy-Back Right. The Transaction is subject to due diligence by O3, completion of a Definitive Agreement, and any necessary regulatory approvals.

For the Periods ended September 30, 2022 and 2021 in US Dollars, unless otherwise stated

During the six months ended September 30, 2022, $693,271 for the gain on disposition of assets were recognized as a result of the disposition of the Property.

7. Related party transactions

Name and Principal Position	Period(i)		Remuneration or fees(ii)
	2022	**$**	**112,500**
David Watkinson, CEO and President – salary	2021	$	112,500
	2022	**$**	**36,000**
David Watkinson, CEO and President – benefits and allowance	2021	$	36,000
	2022	**$**	**–**
David Watkinson, CEO and President – Share-based compensation	2021	$	–
	2022	**$**	**90,000**
Robert Rosner, CFO and director – management fees	2021	$	90,000
	2022	**$**	**–**
Robert Rosner, CFO and director – Share-based compensation	2021	$	–
	2022	**$**	**–**
Andrew MacRitchie, Director – Share-based compensation	2021	$	–
	2022	**$**	**–**
Vincent Garibaldi, Director – Share-based compensation	2021	$	–
	2022	**$**	**–**
Julien Davy, Director – Share-based compensation	2021	$	–
	2022	**$**	**24,697**
Vancouver Corporate Solutions Inc. owned by Denis Landsberger, Corporate Secretary – Consulting fees	2021	$	–

(i) For the six months ended September 30, 2022 and 2021.

(ii) Amounts disclosed were paid or accrued to the related party.

The following table reports amounts included in due to (from) related parties.

	September 30, 2022		December 31, 2021	
David Watkinson, the CEO	**$**	**47,071**	$	22,096
Robert Rosner, the CFO		**13,496**		28,257
	$	**60,567**	$	50,353

All related party balances are measured at their exchange amount, which is the amount of consideration established and agreed to by the related parties. Amounts due to related parties are unsecured, non-interest bearing and due on demand.

8. Share capital

As required by IFRS, all references to share capital, common shares outstanding and per share amounts in these consolidated financial statements and the accompanying notes have been restated retrospectively to reflect the March 17, 2022 for 1 for 10 share consolidation. The Company’s outstanding options and warrants were adjusted on the same basis as the common shares, with proportionate adjustment being made to the exercise prices.

For the Periods ended September 30, 2022 and 2021 in US Dollars, unless otherwise stated

a) Authorized

Unlimited - Number of common shares without par value. Unlimited - Number of preference shares without par value.

b) Common shares, issued and fully paid

During the period ended September 30, 2022:

On March 17, 2022, the Company completed a consolidation (the "Consolidation") of the Company's issued and outstanding common shares on the basis of ten (10) pre-Consolidation shares for one (1) post-Consolidation share.

On May 31, 2022, the Company completed a non-flow-through private placement with an issuance of 5.813,666 units at CDN$0.12/unit. Each unit consists of one common share and one share purchase warrants exercisable at CDN$0.15/unit with a 2-year expiry term.

During the period ended September 30, 2021:

On March 15, 2021, the Company returned 34,999 common shares to the treasury due to the non-payment of private placement subscription on September 18, 2020.

c) Stock options

The Company has a rolling stock option plan for its directors and employees to acquire common shares of the Company at a price determined by the fair market value of the shares at the date of grant. The maximum aggregate number of common shares reserved for issuance pursuant to the plan is 10% of the issued and outstanding common shares.

Stock option activities during the periods ended September 30, 2022 and 2021 are summarized as follows:

STOCK OPTION ACTIVITY	September 30, 2022		Weighted average exercise price	September 30, 2021		Weighted average exercise price
			(CDN$)			(CDN$)
Options Outstanding and Exercisable						
Balance – beginning of year	**1,257,500**	**$**	**1.10**	1,257,500	$	1.10
Granted	-		-	–		–
Balance – end of period	**1,257,500**	**$**	**1.10**	1,257,500	$	1.10

Details of stock options outstanding as at September 30, 2022 are as follows:

Expiry Date	Exercise Price (CDN$)	September 30, 2022
November 19, 2023	$1.50	**260,000**
May 17, 2024	$2.00	**102,500**
January 30, 2025	$0.90	**300,000**
November 30, 2025	$0.90	**595,000**
		1,257,500

d) Warrants

Share purchase warrants activity during the periods ended September 30, 2022 and 2021 are summarized as follows:

SHARE PURCHASE WARRANT ACTIVITY	September 30, 2022	Weighted average exercise price (CDN$)	September 30, 2021	Weighted average exercise price (CDN$)
Warrants Outstanding and Exercisable				
Balance – beginning of year	**7,002,955**	**$ 1.07**	**7,167,701**	$ 1.10
Granted	**5,813,666**	**0.15**	–	–
Cancelled	–	–	(35,000)	1.20
Expired/Forfeited	**(4,867,945)**	**1.04**	(23,080)	**1.80**
Balance – end of period	**7,948,676**	**$0.42**	7,109,621	$ 1.10

Details of share purchase warrants outstanding as at September 30, 2022 are as follows:

Expiry Date	Exercise Price (CDN$)	September 30, 2022	December 31, 2021
May 31, 2024	$0.15	**5,813,666**	–
August 10, 2023	$1.00	**25,000**	25,000
July 16. 2023	$1.00	**575,000**	575,000
July 30, 2022	$0.80	-	3,493,913
September 18, 2022	$1.60	-	583,360
March 28, 2022	$1.70	–	65,000
		7,948,676	**7,002,955**

Movement related to the warrant liability resulted from the private placement subscribers' warrants (finders warrants are excluded from derivative liability calculation), for warrants priced in Canadian dollars, is as follows:

WARRANT LIABILITY (WARRANTS PRICED IN CANADIAN DOLLARS)	September 30, 2022		September 30, 2021	
	Number of Warrants	Fair Value	Number of Warrants	Fair Value
Balance – beginning of year	**6,640,783**	**$ 385,708**	6,657,450	$ 2,082,156
Issued	**5,813,666**	**551,238**	–	–
Exercised	–	–	–	–
Cancelled	–	–	(35,000)	–
Expiration and Fair value adjustments	**(6,115,783)**	170,339	–	(1,100,229)
Balance – end of period	**6,338,666**	**$ 1,107,285**	6,622,450	$ 981,927

During the period ended September 30, 2022, the Company issued 5,813,666 subscribers' warrants (September 30, 2021 - $NIL). The subscribers' warrants granted during the period ended September 30, 2022 were initially recognized on the grant date using the Black-Scholes option pricing model, with the following assumptions: weighted average risk free rate of 2.67%, volatility factor of 354% and an expected life of 24 months.

The subscribers' warrants granted during the period ended September 30, 2022 were subsequently re-valued on the Company's reporting dates using the Black-Scholes option pricing model, with the following assumptions: weighted average risk free rate of 3.76%, volatility factors of 382% and an expected life of 20 months.

For the Periods ended September 30, 2022 and 2021 in US Dollars, unless otherwise stated

The subscribers' warrants granted during the year ended December 31, 2021 were subsequently re-valued on the Company's reporting dates using the Black-Scholes option pricing model, with the following assumptions: weighted average risk free rate of 3.76%, volatility factors of 139% - 142% and an expected life of 9 months – 10 months.

A fair value adjustment of $170,339 to increase the warrant liability has been recorded for the period ended June 30, 2022 (September 30, 2021 – $1,100,229 of fair value decrease). As at September 30, 2022, the Company had a warrant liability in the amount of $1,107,285 (December 31, 2021 - $385,708).

9. Equipment

		Equipment		Computer		Vehicle		Total
Cost								
Balance, December 31, 2020	$	58,785	$	51,802	$	43,210	$	153,797
Additions		–		–		–		–
Balance, September 30, 2021	**$**	**58,785**	**$**	**51,802**	**$**	**43,210**	**$**	**153,797**

		Equipment		Computer		Vehicle		Total
Accumulated Amortization								
Balance, December 31, 2020	$	28,123	$	47,312	$	4,321	$	79,756
Additions		4,599		1,011		5,832		11,442
Balance, September 30, 2021	**$**	**32,722**	**$**	**48,323**	**$**	**10,153**	**$**	**91,198**

		Equipment		Computer		Vehicle		Total
Cost								
Balance, December 31, 2021	$	58,785	$	51,802	$	43,210	$	153,797
Additions		–		–		–		–
Balance, September 30, 2022	**$**	**58,785**	**$**	**51,802**	**$**	**43,210**	**$**	**153,797**

		Equipment		Computer		Vehicle		Total
Accumulated Amortization								
Balance, December 31, 2021	$	34,255	$	48,659	$	12,099	$	95,013
Additions		3,679		708		4,667		9,054
Balance, September 30, 2022	**$**	**37,934**	**$**	**49,367**	**$**	**16,766**	**$**	**104,067**

		Equipment		Computer		Vehicle		Total
Net Carrying Amount								
Balance, September 30, 2021	**$**	**26,063**	**$**	**3,479**	**$**	**33,057**	**$**	**62,599**
Balance, September 30, 2022	**$**	**20,851**	**$**	**2,435**	**$**	**26,444**	**$**	**49,730**

For the Periods ended September 30, 2022 and 2021 in US Dollars, unless otherwise stated

10. Flow-through shares premium liability

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

Flow-through Share Premium Liability		September 30, 2022		September 30, 2021
Balance - beginning of the year	**$**	**52,910**	$	91,633
Foreign exchange		**1,546**		2,499
Balance - end of the period	**$**	**54,456**	$	94,132

Summary of renunciations related to the tranches for flow through share issuances during the period ended June 30, 2022 are as follows:

During the period ended September 30, 2022, CDN$731,595 was spent on qualifying activities in relation to the flow through shares issued during the year ended December 31, 2020.

Tranche 1 flow through share issued on September 18, 2020 for gross proceeds of CDN$ 1,041,000

As of September 30, 2022, the flow-through spending commitment of CDN$ 157,047 remained unspent and must be spent on qualifying activities prior to December 31, 2022.

Tranche 1 flow through share issued on July 16, 2021 for gross proceeds of CDN$ 800,000

As of September 30, 2022, the gross proceeds of CDN$ 800,000 remained unspent and must be spent on qualifying activities prior to December 31, 2022.

Tranche 1 flow through share issued on August 10, 2021 for gross proceeds of CDN$ 40,000

As of September 30, 2022, the gross proceeds of CDN$ 40,000 remained unspent and must be spent on qualifying activities prior to December 31, 2022.

11. Leases – right of use assets and lease liabilities

2019 Office Lease

The Company leases a corporate office in Vancouver, BC from third parties under lease agreements on November 1, 2019 and the lease was to expire on October 31, 2022.

Effective October 1, 2020, the original lease term was shortened to March 31, 2021. The modification of the lease term resulted in the reduction of the Right-of-use assets by $38,007 (CDN$50,519) and lease liability by $40,962 (CDN$54,447) and resulted in the recognition of a gain of $2,955 (CDN$3,928).

2021 Office Lease

The Company entered into a 3-year lease agreement for new office space in Vancouver on January 1, 2021. There are arrangements with other companies that share rent and office expense on a cost-recovery basis. The Company recognized the corresponding Right-of-use asset at inception of the lease in the amount of $43,597 (CDN$58,832) related to the 2021 Office Lease in accordance with IFRS 16.

Right-of-use assets

A summary of the changes in the right-of-use assets for the periods ended September 30, 2022 and 2021 is as follow:

For the Periods ended September 30, 2022 and 2021 in US Dollars, unless otherwise stated

Right-of-use assets		
Balance at January 1, 2021	$	11,986
Addition		45,119
Depreciation		(21,954)
Foreign exchange difference		(1,522)
Balance at September 30, 2021	$	33,629
Balance at January 1, 2022	$	29,834
Depreciation		(11,149)
Foreign exchange difference		1
Balance at September 30, 2022	$	18,686

2019 Office Lease

On November 1, 2019, the Company entered into lease agreement which resulted in the lease liability of $72,752 (undiscounted value of $111,600, discount rate used is 15.95%). This liability represents the monthly lease payment from November 1, 2019 to October 31, 2022, the end of the lease term. The lease term was subsequently modified to expire on March 31, 2021.

2021 Office Lease

In addition to the old office lease commitment ended March 31, 2021, the Company entered into a 3-year lease agreement for new office space in Vancouver on January 1, 2021. There are arrangements with other companies that share rent and office expense on a cost-recovery basis. The Company recognized the lease liability at inception of the lease in the amount of $43,597 (CDN$57,448) with an incremental borrowing rate of 15.95% related to the 2021 Office Lease in accordance with IFRS 16.

A summary of changes in lease liabilities during the periods ended September 30, 2022 and 2021 is as follows:

Lease liabilities		
Balance at January 1, 2021	$	7,129
Addition		45,119
Lease payment on principal portion		(15,053)
Lease payment on interest portion		(4,296)
Lease liability accreation expense		4,296
Foreign exchange difference		(1,162)
Balance at September 30, 2021	$	36,033
Balance at January 1, 2022	$	32,051
Addition		–
Lease payment on principal portion		(10,750)
Lease payments on interest portion		(3,139)
Lease liability accreation expense		3,139
Foreign exchange difference		(1,092)
Balance at September 30, 2022	$	20,209
Current portion	$	8,939
Long term portion	$	11,270

Future lease payments		
2022		**17,685**
2023		**4,456**
Total undiscounted lease payments		**22,141**
Less: imputed interest		**(1,932)**
Total carry value of lease obligations	**$**	**20,209**

12. Capital disclosures

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition and exploration of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company defines capital that it manages as share capital.

Management reviews its capital management approach on an on-going basis and believes that this approach is reasonable and appropriate relative to the size of the Company.

The Company is in the business of mineral exploration and has no source of operating revenue. Operations are financed through the issuance of capital stock or liability instruments, or through the sale of property, plant, and equipment. Capital raised is held in cash in an interest-bearing bank account until such time as it is required to pay operating expenses or resource property costs. The Company is not subject to any externally imposed capital restrictions. Its objectives in managing its capital are to safeguard its cash and its ability to continue as a going concern, and to utilize as much of its available capital as possible for exploration activities. The Company's objectives have not changed during the nine months ended September 30, 2022.

13. Segmented disclosure

The Company operates in one operating segment, which is acquisition, and exploration of mineral properties. The following provides segmented disclosure on the non-current assets:

SEGMENT DISCLOSURE (ROUNDED TO 000s)		Canada		United States		Total
September 30, 2022						
Long-term Assets						
Advance payments for assets acquisition	**$**	**113,000**	**$**	**–**	**$**	**113,000**
Deposit	**$**	**–**	**$**	**5,000**	**$**	**5,000**
Exploration and Evaluation Assets	**$**	**794,000**	**$**	**1,711,000**	**$**	**2,505,000**
Equipment	**$**	**–**	**$**	**50,000**	**$**	**50,000**
Right-of-use asset	**$**	**19,000**	**$**	**–**	**$**	**19,000**
September 30, 2021						
Long-term Assets						
Advance payments for assets acquisition	$	–	$	–	$	–
Deposit	$	–	$	5,000	$	5,000
Exploration and Evaluation Assets	$	1,216,000	$	1,651,000	$	2,867,000
Equipment	$	–	$	63,000	$	63,000
Right-of-use asset	$	34,000	$	–	$	34,000

14. Commitment

The Company has commitment related to the issuance of flow through shares. See Note 11 for a discussion of flow through expenditure commitments related to exploration assets.

15. Events after the reporting period

a) Private placements

On October 21, 2022, the Company completed the first Tranche of a non-brokered private placement (the "Offering") of 3,065,000 units (the "Units") at a price of CDN$0.20 per Unit for gross proceeds of up to CDN$1,000,000. Each Unit will consist of one common share in the capital of the Company (a “Share”) and one whole transferable common share purchase warrant (a “Warrant”). Each whole Warrant will be exercisable to acquire one Share at an exercise price of CDN$0.26 per Share for a period of 24 months from the date of issuance. and one day from the date of issuance of such securities.