

**CANEX Metals Inc.**  
**Condensed Interim Consolidated Financial Statements**  
(Expressed in Canadian Dollars)  
Three and Nine Months Ended June 30, 2021

(Unaudited)

# CANEX Metals Inc.

(Unaudited - Prepared by Management)

For The Three and Nine Months Ended June 30, 2021

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July 29, 2021

## **MANAGEMENT'S RESPONSIBILITY FOR CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

The accompanying unaudited condensed interim consolidated financial statements of CANEX Metals Inc. ("CANEX Metals") are the responsibility of the Board of Directors. The unaudited condensed interim consolidated financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. These unaudited condensed interim consolidated financial statements do not include all of the disclosures required for annual financial statements and therefore should be read in conjunction with CANEX Metals' audited annual consolidated financial statements and notes thereto for the year ended September 30, 2020. These unaudited condensed interim consolidated financial statements follow the same significant accounting policies and methods of application as those included in CANEX Metals' most recent audited annual consolidated financial statements, except as described in Note 3 "Significant accounting policies". Management acknowledges responsibility for the preparation and presentation of the consolidated financial statements, including responsibility for significant accounting judgements and estimates and the choice of accounting principles and methods that are appropriate to CANEX Metals' circumstances. In the opinion of management, the unaudited condensed interim consolidated financial statements have been prepared within acceptable limits of materiality and are in accordance with International Accounting Standard 34 "Interim Financial Reporting" using accounting policies consistent with IFRS appropriate in the circumstances.

Management has established processes, which are in place to provide it sufficient knowledge to support management representations that it has exercised reasonable diligence that (i) the unaudited condensed interim consolidated financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated as of the date of, and for the periods presented by, the unaudited condensed interim consolidated financial statements and (ii) the unaudited operations and cash flows of CANEX Metals, as of the date of, and for the period presented by, the unaudited condensed interim consolidated financial statements.

The Board of Directors is responsible for reviewing and approving the consolidated financial statements and for ensuring that management fulfils its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the internal controls over the financial reporting process, the consolidated financial statements and the auditors' report. The Audit Committee also reviews CANEX Metals' Management's Discussion and Analysis to ensure that the financial information reported therein is consistent with the information presented in the consolidated financial statements. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the consolidated financial statements for issuance to the shareholders.

Management recognizes its responsibility for conducting CANEX Metals' affairs in compliance with established financial standards, and applicable laws and regulation, and for maintaining proper standards of conduct for its activities.

"Shane Ebert"

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Shane Ebert  
President/Director

"Chantelle Collins"

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Chantelle Collins  
Chief Financial Officer

## **AUDITOR INVOLVEMENT**

The accompanying unaudited condensed interim consolidated financial statements of CANEX Metals have been prepared by and are the responsibility of management. The unaudited condensed interim consolidated financial statements as at and for the nine months ended June 30, 2021 has not been reviewed by CANEX Metals' auditors.

# CANEX Metals Inc.

## Condensed Interim Consolidated Statements of Financial Position

(Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

	June 30 2021	September 30 2020
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash (Note 5)	\$ 1,440,551	\$ 448,978
Accounts receivable (Note 6)	2,567	7,498
Mining exploration tax credit receivable (Note 8)	-	4,450
Prepaid expenses	88,908	36,811
Short-term investments (Note 7)	788,691	551,271
	<u>2,320,717</u>	<u>1,049,008</u>
<b>Non-current Assets</b>		
Exploration and evaluation asset advances and deposits (Note 8)	37,874	37,874
Exploration and evaluation assets (Note 8)	2,084,179	1,411,604
Equipment (Note 9)	35	48
	<u>2,122,088</u>	<u>1,449,526</u>
<b>TOTAL ASSETS</b>	<b>\$ 4,442,805</b>	<b>\$ 2,498,534</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Current Liabilities</b>		
Accounts payable and accrued liabilities (Note 10)	\$ 31,934	\$ 98,089
<b>Non-current Liabilities</b>		
Decommissioning obligation (Note 11)	34,756	33,300
<b>TOTAL LIABILITIES</b>	<b>66,690</b>	<b>131,389</b>
<b>EQUITY</b>		
Share capital (Note 12)	17,791,864	15,747,739
Reserves	2,034,279	2,067,399
Deficit	(15,450,028)	(15,447,993)
<b>TOTAL EQUITY</b>	<b>4,376,115</b>	<b>2,367,145</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>\$ 4,442,805</b>	<b>\$ 2,498,534</b>

**Nature and continuation of operations** (Note 1)

**Commitments** (Note 18)

**Subsequent events** (Note 26)

**Approved by the Board**

"Shane Ebert"

\_\_\_\_\_  
Director

"Lesley Hayes"

\_\_\_\_\_  
Director

See accompanying notes to the financial statements.

**CANEX Metals Inc.**  
**Condensed Interim Consolidated Statements of Income (Loss) and**  
**Comprehensive Income (Loss)**

(Expressed in Canadian Dollars)  
(Unaudited - Prepared by Management)

	Three months ended June 30		Nine months ended June 30	
	2021	2020	2021	2020
<b>Expenses</b>				
General and administrative (Note 14)	\$ 79,421	\$ 90,760	\$ 310,715	\$ 357,163
Reporting to shareholders	744	-	18,466	4,984
Professional fees	5,262	2,294	15,548	9,534
Stock exchange and transfer agent fees	2,493	2,861	9,843	7,313
Depreciation	4	8	13	23
Pre-acquisition costs	-	6,169	-	6,169
Impairment (Note 8)	-	-	-	22,297
	<u>87,924</u>	<u>102,092</u>	<u>354,585</u>	<u>407,483</u>
<b>Loss before other items</b>	<b>(87,924)</b>	<b>(102,092)</b>	<b>(354,585)</b>	<b>(407,483)</b>
<b>Other items</b>				
Interest and other	(3,180)	370	(6,496)	685
(Loss) Gain from short-term investments	(56,335)	200,351	359,046	62,532
	<u>(59,515)</u>	<u>200,721</u>	<u>352,550</u>	<u>63,217</u>
<b>Net (loss) income and comprehensive (loss) income for the period</b>	<b>\$ (147,439)</b>	<b>\$ 98,629</b>	<b>\$ (2,035)</b>	<b>\$ (344,266)</b>
<b>Basic and diluted loss per share</b> (Note 16)	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ (0.01)</b>
<b>Weighted average shares outstanding - basic and diluted</b> (Note 16)	<b>72,741,685</b>	<b>52,609,210</b>	<b>66,385,870</b>	<b>43,543,371</b>

**Nature and continuation of operations** (Note 1)

See accompanying notes to the financial statements.

# CANEX Metals Inc.

## Condensed Interim Consolidated Statements of Cash Flows

(Expressed in Canadian Dollars)  
(Unaudited - Prepared by Management)

	Three months ended June 30		Nine months ended June 30	
	2021	2020	2021	2020
<b>Increase (decrease) in cash</b>				
<b>Operating activities</b>				
Cash paid to suppliers and contractors (Note 19)	\$ (59,309)	\$ (148,813)	\$ (424,365)	\$ (409,076)
<b>Cash used in operating activities</b>	<b>(59,309)</b>	<b>(148,813)</b>	<b>(424,365)</b>	<b>(409,076)</b>
<b>Investing activities</b>				
Interest and other income received	(3,180)	370	(6,496)	685
Cash received on sale of short-term investments	-	-	121,626	15,433
Cash received for exploration mining tax credit	-	-	4,450	-
Cash expended on exploration and evaluation asset advances and deposits	-	-	-	(305)
Cash expended on exploration and evaluation asset additions (Note 19)	(131,026)	(84,478)	(605,272)	(449,640)
<b>Cash (used) provided by investing activities</b>	<b>(134,206)</b>	<b>(84,108)</b>	<b>(485,692)</b>	<b>(433,827)</b>
<b>Financing activities</b>				
Share capital and warrant issue proceeds	-	600,039	1,700,000	1,206,039
Options exercised	-	-	-	6,000
Warrants exercised	-	-	230,000	248,667
Cash share issue costs	(248)	(5,164)	(28,370)	(15,062)
Obligation to issue common shares	-	(59,940)	-	-
<b>Cash used by financing activities</b>	<b>(248)</b>	<b>534,935</b>	<b>1,901,630</b>	<b>1,445,644</b>
(Decrease) increase in cash	<b>(193,763)</b>	302,014	<b>991,573</b>	602,741
<b>Cash:</b>				
<b>Beginning of period</b>	<b>1,634,314</b>	435,076	<b>448,978</b>	134,349
<b>End of period</b>	<b>\$ 1,440,551</b>	\$ 737,090	<b>\$ 1,440,551</b>	\$ 737,090

### Supplementary information: Interest and taxes

No cash was expended on interest or taxes during the three- and nine-month periods ended June 30, 2021 and June 30, 2020.

### Non-cash transactions

#### Nine months ended June 30

During the nine-month period ended June 30, 2020, the Company granted stock options to officers, directors and consultants and recorded a non-cash charge for stock-based payments of \$37,417 included in general and administrative expenses (Note 14). Refer to Note 15 – “Stock-based compensation transactions” for more information regarding this transaction. There was no similar transaction during the nine-month period ended June 30, 2021.

During the nine month period ended June 30, 2021, the Company issued 185,185 common shares valued at \$25,000 pursuant to an option agreement on the Gibson property. The acquisition was valued using the closing share price on the transaction date. See Note 8 – “Exploration and evaluation assets” for more information. (Nine months ended June 30, 2020 – 121,951 common shares valued at \$25,000).

#### Three months ended June 30

During the three month period ended June 30, 2021, the Company issued 750,000 common shares valued at \$84,375 pursuant to an option agreement on the Gold Range Property. The acquisition was valued at the closing share price on the transaction date. See Note 8 – “Exploration and evaluation assets” for more information. There were no similar non-cash transactions during the three month period ended June 30, 2020.

See accompanying notes to the financial statements.

# CANEX Metals Inc.

## Condensed Interim Consolidated Statement of Changes in Equity

(Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

	Reserves						Total
	Common share capital	Equity-settled share based payment	Warrants	Other Reserves*	Total Reserves	Deficit	
<b>Balance, September 30, 2019</b>	<b>14,243,517</b>	<b>123,716</b>	<b>44,695</b>	<b>1,886,077</b>	<b>2,054,488</b>	<b>(15,249,953)</b>	<b>1,048,052</b>
Net and comprehensive loss for the period	-	-	-	-	-	(344,266)	(344,266)
Options issued	-	37,417	-	-	37,417	-	37,417
Private placement share issuance	606,000	-	-	-	-	-	606,000
Share issuance costs	(6,441)	-	-	-	-	-	(6,441)
Options exercised	11,490	(5,490)	-	-	(5,490)	-	6,000
Warrants exercised	258,956	-	(10,289)	-	(10,289)	-	248,667
Share issuance costs	(1,953)	-	-	-	-	-	(1,953)
Share issuance – property acquisition (Note 8)	25,000	-	-	-	-	-	25,000
Share issuance costs	(1,504)	-	-	-	-	-	(1,504)
Private placement share issuance	600,039	-	-	-	-	-	600,039
Share issuance costs	(5,164)	-	-	-	-	-	(5,164)
<b>Balance, June 30, 2020</b>	<b>15,729,940</b>	<b>155,643</b>	<b>34,406</b>	<b>1,886,077</b>	<b>2,076,126</b>	<b>(15,594,219)</b>	<b>2,211,847</b>
Net and comprehensive income for the period	-	-	-	-	-	146,226	146,226
Warrants exercised	904	-	(492)	-	(492)	-	412
Options exercised	17,235	(8,235)	-	-	(8,235)	-	9,000
Share issuance costs	(340)	-	-	-	-	-	(340)
<b>Balance, September 30, 2020</b>	<b>15,747,739</b>	<b>147,408</b>	<b>33,914</b>	<b>1,886,077</b>	<b>2,067,399</b>	<b>(15,447,993)</b>	<b>2,367,145</b>
Net and comprehensive loss for the period	-	-	-	-	-	(2,035)	(2,035)
Warrants exercised	230,000	-	-	-	-	-	230,000
Share issuance – January 2021	1,700,000	-	-	-	-	-	1,700,000
Share issuance – property acquisition (Note 8)	25,000	-	-	-	-	-	25,000
Warrants expired – March 2021	33,120	-	(33,120)	-	(33,120)	-	-
Share issuance – property acquisition (Note 8)	84,375	-	-	-	-	-	84,375
Share issuance – costs	(28,370)	-	-	-	-	-	(28,370)
<b>Balance, June 30, 2021</b>	<b>17,791,864</b>	<b>147,408</b>	<b>794</b>	<b>1,886,077</b>	<b>2,034,279</b>	<b>(15,450,028)</b>	<b>4,376,115</b>

\* Other reserves are comprised of the aggregate of options and warrants that expired or were forfeited without exercise. These values were relieved from common share capital, share based payment reserve and warrants reserve respectively upon the expiry of the equity instrument.

See accompanying notes to the financial statements

# CANEX Metals Inc.

## Notes to the Condensed Interim Consolidated Financial Statements

(Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

Three and Nine Months Ended June 30, 2021

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### 1. Nature and continuance of operations

CANEX Metals Inc. ("the Company") is engaged in the business of mineral exploration and development in Canada. The Company was originally incorporated under the laws of the Province of Quebec, Canada and has been continued under the Alberta Business Corporations Act, Canada. The address of its primary office is Suite 815, 808 - 4th Avenue SW, Calgary, Alberta, Canada, T2P 3E8. The Company's common shares are listed on the TSX Venture Exchange under the symbol CANX.

Since inception, the efforts of the Company have been devoted to the acquisition, exploration and development of mineral properties. To date the Company has not received any revenue from mining operations and has not determined whether mineral properties contain ore reserves that are economically recoverable.

The Company incurred a net loss of \$2,035 during the nine-month period ended June 30, 2021 (\$344,266 – June 30, 2020) and a deficit of \$15,450,028 at June 30, 2021 (September 30, 2020 - \$15,447,993. The Company believes it has sufficient working capital to fund its administrative and other operating expenses for the twelve month period. Operating expenses beyond June 30, 2022, increases in expenditures over budget for the twelve month period ended June 30, 2022, exploration programs and new property acquisitions may require additional financing. There can be no assurance that the Company will be successful in obtaining financing. These material uncertainties cast significant doubt on the Company's ability to continue as a going concern. These financial statements do not include any adjustments which could be significant should the Company be unable to continue as a going concern.

### 2. Basis of presentation

#### a) Basis of presentation

These unaudited condensed interim consolidated financial statements are unaudited and have been prepared in accordance with International Accounting Standard ("IAS") 34 "Interim Financial Reporting", using accounting policies consistent with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretation of the International Reporting Interpretations Committee ("IFRIC").

These unaudited condensed interim consolidated financial statements have been prepared on a historical cost basis except for decommissioning obligations described in Note 11 and certain financial instruments described in Note 13. In addition, these statements have been prepared using the accrual basis of accounting except for cash flow information.

#### b) Principles of consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned US subsidiary, Canexco Inc. ("Canexco"). Canexco was incorporated by the Company on June 5, 2019 in Arizona, USA, to conduct its exploration and development business in the USA, (refer to Note 8 - "Exploration and evaluation assets" for more information). All intercompany transactions and balances have been eliminated on consolidation. Subsidiaries are those entities that the Company controls through its power to govern the financial and operating policies of the subsidiary. Subsidiaries are fully consolidated from the date control is obtained and are de-consolidated from the date control ceases. The functional currency of Canexco is the Canadian dollar.

### 3. Significant accounting policies

The financial framework and accounting policies applied in the preparation of these condensed interim consolidated financial statements are consistent with those as disclosed in its most recently completed audited annual consolidated financial statements for the year ended September 30, 2020.

CANEX Metals did not adopt any new accounting policies during the three- and nine-month periods ended June 30, 2021.

# CANEX Metals Inc.

## Notes to the Condensed Interim Consolidated Financial Statements

(Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

Three and Nine Months Ended June 30, 2021

### 4. Significant accounting judgments and estimates

The preparation of these unaudited condensed interim consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets, liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual outcomes could differ from these estimates. Circumstances could arise over the years that would require material revisions to these estimates. Changes in assumptions could have a material effect on the fair value of estimates.

These financial statements include estimates that, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the financial statements and may require accounting adjustments based on future occurrences. Adjustments resulting from revisions to accounting estimates are recognized in the period 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 expectation of future events that are believed to be reasonable under the circumstances.

There have been no material revisions to the nature of judgments and amount of changes in estimates or amounts reported in the Company's Unaudited Condensed Consolidated Interim Financial Statements for the three and nine month periods ended June 30, 2021.

### 5. Cash

Cash is comprised of:

	<b>June 30, 2021</b>	<b>Sept 30, 2020</b>
Current bank accounts	\$ 1,053,686	\$ 269,361
Cash investment accounts	-	77,115
Cash held in foreign currencies	386,865	102,502
	<b>\$ 1,440,551</b>	<b>\$ 448,978</b>

### 6. Accounts receivable

	<b>June 30, 2021</b>	<b>Sept 30, 2020</b>
Trade receivables	\$ -	\$ 656
Due from related parties	45	246
Sales tax receivables	2,522	6,596
	<b>\$ 2,567</b>	<b>\$ 7,498</b>



# CANEX Metals Inc.

## Notes to the Condensed Interim Consolidated Financial Statements

(Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

Three and Nine Months Ended June 30, 2021

### 7. Short-term investments

	<u>June 30, 2021</u>	<u>Sept 30, 2020</u>
<b>Spruce Ridge Resources Ltd.</b>		
<b>Common shares</b> (Jun 30, 2021 – 5,633,500, Sept 30, 2020 – 5,633,500)	\$ 788,691	\$ 450,680
<b>Commander Resources Ltd.</b>		
<b>Common shares</b> (Jun 30, 2021 - Nil, Sept 30, 2020 - 20,000)	-	2,200
<b>Maple Gold Mines Ltd.</b>		
<b>Common shares</b> (Jun 30, 2021 - Nil, Sept 30, 2020 - 31,500)	-	4,568
<b>Canada Nickel Co. Inc.</b>		
<b>Common Shares</b> (Jun 30, 2021 – Nil, Sept 30, 2020 – 54,867)	-	93,823
	<u>\$ 788,691</u>	<u>\$ 551,271</u>

The common shares of Spruce Ridge Resources Ltd., Commander Resources Ltd., Maple Gold Mines Ltd. and Canada Nickel Co. Inc. were valued at their fair value, based on their respective period-end trading prices, at June 30, 2021 and September 30, 2020.

During the nine-month period ended June 30, 2021, the Company disposed of 20,000 Commander Resources Ltd. shares, 31,500 Maple Gold Mines Ltd. Shares and 54,867 Canada Nickel Co. Inc. shares for net cash proceeds of \$2,540, \$10,560 and \$108,526 respectively.

### 8. Exploration and evaluation assets

Mineral properties are recognized in these financial statements in accordance with the accounting policies outlined in Note 3 (f) "Exploration and evaluation assets" of the annual financial statements for the year ended September 30, 2020. Accordingly, their carrying values represent costs incurred to date, net of recoveries, abandonments and impairments. The recoverability of these amounts is dependent upon the existence of economically recoverable mineral reserves; the acquisition and maintenance of appropriate permits, licenses and rights; the ability of the Company to obtain necessary financing to complete the development of properties where necessary, and upon future profitable operations; or alternatively, upon the Company's ability to recover its costs through a disposition of its interests.

#### Gold Range Property, Arizona, USA

On June 11, 2019, the Company's wholly-owned subsidiary, Canexco Inc., entered into an arm's length Option Agreement to acquire a 100% interest in the Gold Range Property, Arizona, USA from a Prospector, the "Optionor". The Gold Range Property, under option, is comprised of three staked lode mineral claims with a total area of 61.98 acres and is located in Mohave County, Arizona, USA.

Under the terms of the agreement, the Company is committed to make options payments and minimum exploration expenditures totaling US\$90,000 and US\$80,000 over four years, respectively. On June 11, 2019, the Company paid US\$10,000 (CDN\$13,405), on June 6, 2020, the Company paid US\$15,000 (CDN\$20,306) and on June 1, 2021, the Company paid US\$15,000 (CDN\$18,423) in accordance with the agreement. In addition, the Optionor will retain a 2% NSR, half of which can be bought back by the Company for US\$500,000; the remaining half can be bought back for US\$1,000,000.

# CANEX Metals Inc.

## Notes to the Condensed Interim Consolidated Financial Statements

(Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

Three and Nine Months Ended June 30, 2021

### 8. Exploration and evaluation assets (continued)

#### Gold Range Property, Arizona, USA (continued)

As at June 30, 2021, under the terms of the Agreement, the Company is committed to the following cash payments and minimum exploration expenditures:

Due date	Option Payments	Minimum Exploration Expenditures
	US\$	US\$
June 11, 2022	20,000	20,000
June 11, 2023	30,000	30,000
<b>Total committed cash payments and minimum exploration expenditures</b>	50,000	50,000
<b>Exploration expenditures to June 30, 2021</b>	-	(1,293,245)
<b>Total remaining commitment as of June 30, 2021</b>	50,000	-

The remaining committed option payments of US\$50,000 would equate to CDN\$61,970 using the June 30, 2021 Bank of Canada exchange rate. An increase or decrease of 10% to the exchange rate would result in an increase or decrease in required option payments of \$6,197.

On February 24, 2020, the Company's wholly-owned subsidiary, Canexco Inc., entered into an arm's length Option Agreement to acquire a 100% interest in the Never Get Left Claim, Mohave County, Arizona, USA from Onyx Exploration Inc., the "Optionor" which is adjacent to the Company's Pit Zone target on the Gold Range Property. The Never Get Left Claim, under option, is comprised of one staked lode mineral claim with a total area of 20.99 acres and is located in Mohave County, Arizona, USA.

Under the terms of the agreement, the Company is committed to make options payments totaling US\$90,000 over four years. On February 24, 2020, the Company paid US\$10,000 (CDN\$13,397) and on February 18, 2021, the Company paid US\$15,000 (CDN\$19,063) in accordance with the agreement. In addition, the Optionor will retain a 2% NSR, half of which can be bought back by the Company for US\$500,000; the remaining half can be bought back for US\$500,000. Additionally, the Company must pay 10% of any profits realized from the processing and recovery of metals from the existing leach pad materials located within the Optionor's claim.

As at June 30, 2021, under the terms of the Agreement, the Company is committed to the following cash payments:

Due date	Option Payments
	US\$
February 24, 2022	15,000
February 24, 2023	20,000
February 24, 2024	30,000
<b>Total committed cash payments</b>	65,000

The remaining committed option payments of US\$65,000 would equate to CDN\$80,561 using the June 30, 2021 Bank of Canada exchange rate. An increase or decrease of 10% to the exchange rate would result in an increase or decrease in required option payments of \$8,056.

# CANEX Metals Inc.

## Notes to the Condensed Interim Consolidated Financial Statements

(Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

Three and Nine Months Ended June 30, 2021

### 8. Exploration and evaluation assets (continued)

#### Gold Range Property, Arizona, USA (continued)

On January 12, 2021, the Company and its wholly owned subsidiary, Canexco Inc., signed a Letter of Intent ("LOI") allowing the Company to earn into the Excelsior Mine Property ("the Property") from a private vendor over 3 stages. The definitive agreement was signed on June 2, 2021 and received TSXV approval on June 17, 2021. During stage 1, CANEX can earn a 25% interest in the Property by issuing 750,000 common shares of CANEX and spending US\$500,000 on exploration. During stage 2, CANEX can earn 51% interest in the Property by issuing 1 million shares of CANEX, spending US\$2,000,000 and paying a bonus payment equivalent to 1% of the gold price on recoverable gold equivalent ounces defined in the measured and indicated resource categories. Stages 1 and 2 must be completed over 2.5 years. On June 25, 2021, the Company issued 750,000 common shares valued at \$84,375, in accordance with the agreement.

During stage 3 CANEX can earn a 90% interest in the Property by issuing 1,000,000 CANEX shares and spending US\$2,000,000 on exploration and development including an economic study. To complete the stage 3 earn in CANEX must make another bonus payment to the Vendors equivalent to 1.5% of the gold price on recoverable gold equivalent ounces defined in the proven and probable reserve categories.

CANEX has 2 years to complete the stage 3 earn in once Stage 2 is complete. Once CANEX has earned a 90% interest in the Property, the Vendors can elect to maintain their 10% ownership by contributing their 10% share to exploration and development or to give up 100% ownership to CANEX and revert to a 1.5% NSR.

As at June 30, 2021, under the terms of the Agreement, the Company is committed to the following share issuances and minimum exploration expenditures:

	Option payments (Common Shares)	Minimum exploration expenditures (US\$)	Earn in on completion of obligation (%)
Stage 1	750,000	500,000	25
Stage 2	1,000,000	2,000,000	26
Stage 3	1,000,000	2,000,000	39
Total	2,750,000	4,500,000	90
Less obligations fulfilled to June 30, 2021	(750,000)	-	-
Total remaining commitments to June 30, 2021	2,000,000	4,500,000	

The remaining committed minimum exploration expenditures of US\$4,500,000 equate to CDN\$5,577,300 using the June 30, 2021 Bank of Canada exchange rate. An increase or decrease of 10% to the exchange rate would result in an increase or decrease in required option payments of \$557,730.

As at June 30, 2021, the Company holds 201 lode mining claims and 2 patented claims (1,504 hectares) in respect of the Gold Range Property, including acquisitions via the option agreements noted above as well as staking. The area has seen historic lode and placer gold production, but limited modern lode gold exploration. The gross costs and impairments recorded to the Gold Range Property at June 30, 2021 are \$1,610,652 and \$nil respectively (September 30, 2020 - \$963,577 and \$nil).

# CANEX Metals Inc.

## Notes to the Condensed Interim Consolidated Financial Statements

(Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

Three and Nine Months Ended June 30, 2021

### 8. Exploration and evaluation assets (continued)

#### Gibson Prospect, British Columbia

On April 4, 2017, the Company announced it had signed a Letter of Intent to acquire a 100% interest in the Gibson property from Altius Resources Inc. ("Altius"), a wholly held subsidiary of Altius Minerals Corp. (TSX:ALS), which is an arm's length party. Gibson is 887 Ha in size and located in central British Columbia, approximately 95 kilometres northwest of Fort St. James. The option purchase agreement (the "Agreement") was executed on May 12, 2017; and received Exchange approval on May 17, 2017. The Company also assumed the obligations of an underlying option agreement with Steven Scott, an arm's length party (the "Underlying Agreement").

Under the terms of the Agreement, the Company is committed to issue a maximum of 3,545,000 common shares to Altius in three stages plus incur minimum exploration expenditures up to \$500,000 within 18 months, and make \$90,000 in cash or share equivalent payments to Steven Scott. Upon approval of the Agreement, the Company issued 1,125,000 common shares to Altius valued at \$78,750 and paid \$5,000 to Steven Scott. On February 14, 2018, the Company paid \$15,000 to Steven Scott pursuant to the Underlying Agreement. On October 5, 2018, the Company issued 1,180,000 common shares to Altius valued at \$82,600 pursuant to the Agreement. On February 21, 2019, the Company issued 400,000 common shares to Steven Scott valued at \$20,000, on February 27, 2020, the Company issued 121,951 shares to Steven Scott valued at \$25,000 and on February 26, 2021, the Company issued 185,185 common shares to Steven Scott valued at \$25,000 pursuant to the Underlying Agreement. Under the terms of the underlying agreement with Steven Scott, effective February 26, 2021, the Company has fulfilled its obligations with respect to cash or cash equivalent payments and minimum exploration expenditures. On November 12, 2018, the Company was granted an extension to meet its minimum exploration expenditures of \$500,000 by November 12, 2018 to July 15, 2019, as lack of access during 2018, in part, prevented the Company from completing the required expenditures within the allotted time. On June 20, 2019, the Company was granted a further extension to meet its minimum exploration expenditures of \$500,000 by July 15, 2019 to July 15, 2020. On July 16, 2020, the Company was granted a further extension to meet its minimum exploration expenditures of \$500,000 by July 15, 2020 to November 30, 2020, which was subsequently extended to July 31, 2021. All other terms of the Agreement remain unchanged. The gross costs and impairments recorded to the Gibson Prospect as at June 30, 2021 are \$473,527 and \$nil, respectively (September 30, 2020 - \$448,027 and \$nil). As at June 30, 2021, under the terms of the Agreement, the Company is committed to the following share issuances, cash payments and minimum exploration expenditures:

	<u>Altius</u>	
	Share	Minimum
	issues	exploration
		expenditures (1)
Remaining commitments under the terms of the Agreement are as follows:		
Expenditure Commitment on or before July 31, 2021	-	500,000
Following the completion of the Expenditure Commitment	1,240,000	-
Total	1,240,000	500,000

(1) as at June 30, 2021, the Company has incurred exploration expenditures of \$293,500

Prior to 2019, Shane Ebert through his company, Vector Resources Inc. (see Note 17 - "Related parties and transactions and key management remuneration"), was involved in British Columbia project generation activities for Altius. Vector Resources Inc. is entitled to 5% of the compensation, 177,250 shares, due to Altius under the Gibson agreement.

In addition, Altius will retain a right to purchase an underlying 1.5% Net Smelter Royalty ("NSR") and preferential rights on any future royalties or streams granted on the Property. If the Company achieves a

# CANEX Metals Inc.

## Notes to the Condensed Interim Consolidated Financial Statements

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### **8. Exploration and evaluation assets (continued)**

#### **Gibson Prospect, British Columbia (continued)**

measured and indicated mineral resource in excess of 1 million gold equivalent ounces, a Milestone Payment of 1,275,000 shares will be issued to Altius. Altius will have a pro rata right to participate in future equity financings of the Company for two years. Pursuant to the underlying option agreement, Steven Scott is also entitled to the additional milestone bonuses 1) \$25,000 in cash or securities upon a Bankable Feasibility Study; and 2) \$50,000 in cash or securities upon Commercial Production.

#### **Echo, Fulton, Red and Beal properties, British Columbia**

On June 21, 2018, the Company signed a Definitive Agreement granting the Company an option to acquire a 100% interest in five mineral exploration properties in British Columbia from Altius, named Ace, Echo, Fulton, Red and Beal. The Ace property was subsequently dropped from the definitive agreement as exploration was conditional upon satisfactory resolution of a property access issue by August 15, 2018, which was not resolved. To earn a 100% interest in the remaining properties, the Company was required to spend a minimum of \$30,000 on exploration on or before September 21, 2019 and issue to Altius 500,000 common shares for each project. In addition, Altius would retain a 1.75% Gross Smelter Royalty ("GSR") on all properties within a 5 km area of interest. For each property that achieved a measured and indicated mineral resource in excess of 0.5 million gold equivalent ounces, a Milestone Payment of 1.5 million shares would be issued to Altius.

The results from field programs conducted during fiscal 2019 did not support further exploration on the Fulton, Red and Beal properties. As a result, the Company returned the respective properties to the vendor and impaired the full amount of expenditures on each respective property as of September 30, 2019. However, the Company was granted an extension on the expenditure deadline to December 31, 2019 to allow the Company time to conduct further work and evaluations on the Echo property. During the three-month period ended December 31, 2019, the Company conducted a ground magnetic survey at Echo. After thorough analysis of the results of this program, the Company, unable to identify clear targets for advancement, terminated the option, returning the Echo property to the vendor, fully impairing the remaining expenditures as of September 30, 2020. The gross costs and impairments recorded to the Echo, Fulton, Red and Beal properties combined as at September 30, 2020 are \$23,001 and \$23,001.

# CANEX Metals Inc.

## Notes to the Condensed Interim Consolidated Financial Statements

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Three and Nine Months Ended June 30, 2021

### 8. Exploration and evaluation assets (continued)

A summary of exploration and evaluation expenditures by category for the nine-month period ended June 30, 2021, and the year ended September 30, 2020 appear below:

Nine-month period ended June 30, 2021	British Columbia		Arizona, USA
	Total	Gibson Property	Gold Range Property
	\$	\$	\$
<b>Exploration expenditures:</b>			
Balance, September 30, 2020	1,026,751	220,531	806,220
Geological consulting	76,388	-	76,388
Field costs	17,382	-	17,382
Travel	5,621	-	5,621
Equipment rental	304	-	304
Geochemical	171,929	-	171,929
Excavating	8,367	-	8,367
Geophysical survey	193	-	193
Drilling	205,385	-	205,385
Decommissioning	1,456	-	1,456
<b>Balance, June 30, 2021</b>	<b>1,513,776</b>	<b>220,531</b>	<b>1,293,245</b>
<b>Property acquisition costs</b>			
Balance, September 30, 2020	384,853	227,496	157,357
Acquisition costs incurred	185,550	25,500	160,050
<b>Balance, June 30, 2021</b>	<b>570,403</b>	<b>252,996</b>	<b>317,407</b>
<b>Total exploration and evaluation assets, June 30, 2021</b>	<b>2,084,179</b>	<b>473,527</b>	<b>1,610,652</b>

# CANEX Metals Inc.

## Notes to the Condensed Interim Consolidated Financial Statements

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### 8. Exploration and evaluation assets (continued)

Year ended September 30, 2020	British Columbia			Arizona, USA
	Total	Gibson Property	Echo Property	Gold Range Property
	\$	\$	\$	\$
<b>Exploration expenditures:</b>				
Balance, September 30, 2019	283,389	220,531	4,156	58,702
Geological consulting	174,334	-	2,100	172,234
Field costs	13,102	-	151	12,951
Travel	43,009	-	-	43,009
Geochemical	143,276	-	1,952	141,324
Excavating	58,374	-	-	58,374
Geophysical survey	61,580	-	10,515	51,065
Archaeology	13,199	-	-	13,199
Drilling	235,404	-	-	235,404
Equipment rental	13,774	-	116	13,658
Decommissioning	6,300	-	-	6,300
Impairment	(18,990)	-	(18,990)	-
<b>Balance, September 30, 2020</b>	<b>1,026,751</b>	<b>220,531</b>	<b>-</b>	<b>806,220</b>
<b>Property acquisition costs</b>				
Balance, September 30, 2019	226,879	201,996	3,307	21,576
Acquisition costs incurred	161,281	25,500	-	135,781
Impairment	(3,307)	-	(3,307)	-
<b>Balance, September 30, 2020</b>	<b>384,853</b>	<b>227,496</b>	<b>-</b>	<b>157,357</b>
<b>Total exploration and evaluation assets, September 30, 2020</b>	<b>1,411,604</b>	<b>448,027</b>	<b>-</b>	<b>963,577</b>

From time to time the Company is required to advance amounts to service providers prior to their commencing exploration work on the mineral interest. The advance is applied to the invoiced services, generally through the final invoice. As these advances pertain to costs that form part of the long-term exploration and evaluation assets, they are classified as long-term. At June 30, 2021, the Company held \$10,000 in respect of the Gibson Prospect and \$27,874 in respect of the Gold Range Project in exploration and evaluation asset advances and deposits (September 30, 2020 - \$10,000 and \$27,874 respectively).

### 9. Equipment

Computer equipment and software	June 30, 2021	Sept 30, 2020
<b>Cost</b>		
Balance, beginning of period and end of period	\$ 9,685	\$ 9,685
<b>Accumulated depreciation</b>		
Balance, beginning of period	9,637	9,606
Depreciation	13	31
<b>Balance, end of period</b>	<b>9,650</b>	<b>9,637</b>
<b>Net book value</b>	<b>\$ 35</b>	<b>\$ 48</b>

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### 10. Accounts payable and accrued liabilities

	June 30, 2021	Sept 30, 2020
Trade payables	\$ 16,960	\$ 39,453
Due to related parties	14,205	33,124
Accrued liabilities	744	25,500
Commodity tax payable	25	12
	<u>\$ 31,934</u>	<u>\$ 98,089</u>

### 11. Decommissioning obligation

Changes in the decommissioning obligation:

	June 30, 2021	Sept 30, 2020
Balance, beginning of period and end of period	\$ 33,300	\$ 27,000
Additions	1,456	6,300
	<u>\$ 34,756</u>	<u>\$ 33,300</u>

The above noted provision represents estimated costs to restore the Company's mineral property which includes the cost of filling trenches and revegetation as applicable. Management believes that there are no other significant legal obligations as at the respective period end dates for current and future decommissioning obligations. The period end present value of the decommissioning obligation was determined using a risk-free rate of 0.45% (September 30, 2020 – 0.25%). The estimated total undiscounted amount, using an inflation rate of 2.26% (September 30, 2020 – 0.73%) for the nine-month period ended June 30, 2021 is \$36,345 (year ended September 30, 2020 - \$34,116). The timing of future decommissioning costs is uncertain, as the costs will not be incurred until the Company gives up its legal right to explore the property or the current land use permits expire, at which time the reclamation must have been completed. No accretion expense has been recorded in the current period because the amount is immaterial.

### 12. Share capital, stock options and warrants

#### a) Authorized

Unlimited number of common shares without par value

#### b) Issued and outstanding common share capital

	Shares	Value \$
<b>Balance, as at September 30, 2020</b>	<b>53,207,049</b>	<b>15,747,739</b>
Warrants exercised – October 15, 2020	2,300,000	230,000
Share issuance costs	-	(830)
Share issuance – January 7, 2021	16,292,500	1,629,250
Share issuance – January 11, 2021	707,500	70,750
Share issuance – property acquisition	185,185	25,000
Share issuance costs	-	(27,292)
Warrant expiry – March 23, 2021	-	33,120
Share issuance – property acquisition	750,000	84,375
Share issuance costs	-	(248)
<b>Balance, as at June 30, 2021</b>	<b>73,442,234</b>	<b>17,791,864</b>



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(Unaudited - Prepared by Management)

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### 12. Share capital, stock options and warrants (continued)

#### b) Issued and outstanding common share capital (continued)

	Shares	Value \$
<b>Balance, as at September 30, 2019</b>	<b>30,866,415</b>	<b>14,243,517</b>
Private Placement – October 29, 2019	12,120,000	606,000
Share issuance costs	-	(6,441)
Options exercised – November 13, 2019	100,000	11,490
Warrants exercised – January 22, 2020	100,000	8,000
Warrants exercised – February 5, 2020	369,334	31,584
Warrants exercised – February 7, 2020	1,450,000	116,000
Warrants exercised – February 12, 2020	1,150,000	92,000
Share issuance – property acquisition	121,951	25,000
Share issuance costs	-	(1,504)
Warrants exercised – March 3, 2020	103,999	11,372
Share issuance costs	-	(1,953)
Private Placement – April 7, 2020	6,667,100	600,039
Share issuance costs	-	(5,164)
Warrants exercised – July 9, 2020	8,250	904
Options exercised – August 27, 2020	150,000	17,235
Share issuance costs	-	(340)
<b>Balance, as at September 30, 2020</b>	<b>53,207,049</b>	<b>15,747,739</b>

### 2021

On October 15, 2020, 2,300,000 warrants exercisable at \$0.10 per share, expiring October 20, 2020, were exercised for total proceeds of \$230,000 including 100,000 exercised by related parties.

On January 7, 2021, the Company closed the first tranche of its non-brokered private placement, issuing 16,292,500 common shares at \$0.10 per share for aggregate gross proceeds of \$1,629,250. On January 11, 2021, the Company closed the final tranche of its non-brokered private placement, issuing 707,750 common shares at \$0.10 per share for aggregate gross proceeds of \$70,750. A total of \$16,500 was paid in finder's fees in connection with this financing.

On February 26, 2021, the Company issued 185,185 common shares valued at \$25,000 pursuant to an option agreement on the Gibson property. The share issuance was valued using the closing share price on the transaction date. See Note 8 – “Exploration and evaluation assets for more information.

On March 23, 2021, 460,000 warrants, exercisable at \$0.25 per share, expired without exercise.

On June 25, 2021, the Company issued 750,000 common shares valued at \$84,375 pursuant to option agreement on the Gold Range property. The share issuance was valued using the closing share price on the transaction date. See Note 8 – Exploration and evaluation assets for more information.

### 2020

On October 29, 2019, the Company closed its non-brokered private placement, issuing 12,120,000 common shares for aggregate gross proceeds of \$606,000.

On November 13, 2019, 100,000 options exercisable at \$0.06 per share were exercised for total proceeds of \$6,000.

On January 22, 2020, 100,000 warrants exercisable at \$0.08 per share were exercised for total proceeds of \$8,000.

# CANEX Metals Inc.

## Notes to the Condensed Interim Consolidated Financial Statements

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(Unaudited - Prepared by Management)

Three and Nine Months Ended June 30, 2021

### 12. Share capital, stock options and warrants (continued)

#### b) Issued and outstanding common share capital (continued)

During February, 2020, 2,900,000 warrants exercisable at \$0.08 per share, expiring June 6, 2022 were exercised for total proceeds of \$232,000 and 69,334 warrants exercisable at \$0.05 per share, expiring June 6, 2022 were exercised for total proceeds of \$3,467.

On March 3, 2020, 103,999 warrants exercisable at \$0.05 per share, expiring June 6, 2022, were exercised for total proceeds of \$5,200.

On February 27, 2020, the Company issued 121,951 common shares valued at \$25,000 pursuant to an option agreement on the Gibson property. The share issuance was valued using the closing share price on the transaction date. See Note 8 – “Exploration and evaluation assets” for more information.

During the subsequent period from July 1 2021 to July 29, 2021, the date of these financial statements, no shares were issued, nor cancelled and returned to treasury.

#### c) Stock options outstanding

<u>Expiry</u>	<u>Number of options</u>		<u>Exercise Price</u>
	<u>Jun 30, 2021</u>	<u>Sept 30, 2020</u>	
June 26, 2022	<b>925,000</b>	925,000	\$0.06
September 23, 2024	<b>1,200,000</b>	1,200,000	\$0.06
October 4, 2024	<b>710,000</b>	710,000	\$0.055
	<b><u>2,835,000</u></b>	<u>2,835,000</u>	

The Company has an option plan (the Plan), under which up to 10% of the issued and outstanding common shares are reserved for issuance. Under the Plan, the options that have been granted expire at the earlier of five years from the grant date, the date at which the Directors determine, or 60 days from the date on which the optionee ceases to be a director, officer, employee or consultant. The exercise price of the options granted under the Plan will not be less than that from time to time permitted under the rules of the stock exchange or exchanges on which the shares are then listed, which price reflects trading values at that time. All of the options outstanding at the respective period ends have vested.

#### d) Stock option transactions

There were no stock option transactions during the three- and nine-month periods ended June 30, 2021.

	<u>Number of options</u>	<u>Weighted average exercise price</u>
<b>Balance, September 30, 2020 and June 30, 2021</b>	<u>2,835,000</u>	<u>\$0.059</u>
	<u>Number of options</u>	<u>Weighted average exercise price</u>
<b>Balance, September 30, 2019</b>	2,375,000	\$0.06
Issued	710,000	\$0.055
Exercised	(250,000)	\$0.059
<b>Balance, September 30, 2020</b>	<u>2,835,000</u>	<u>\$0.059</u>

# CANEX Metals Inc.

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(Expressed in Canadian Dollars)

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### 12. Share capital, stock options and warrants (continued)

#### d) Stock option transactions (continued)

Refer to Note 15 – “Stock-based payment transactions” for more information regarding the options issued during the year ended September 30, 2020. In addition, 100,000 options, expiring June 22, 2022 were exercised for total proceeds of \$6,000 during the nine-month period ended June 30, 2020.

During the subsequent period from July 1, 2021 and up to July 29, 2021, the approval date of these financial statements, there were no stock options exercised and none expired; however, 1,575,000 stock options were issued to directors, officers and consultants of the Company, exercisable at a price of \$0.15 per share expiring July 27, 2024.

#### e) Warrant transactions and warrants outstanding

The warrants summarized below may be exercised to acquire an equal number of common shares.<sup>1</sup>

##### Nine-months ended June 30, 2021

Exercise Price	Expiry	Balance Sept 30, 2020	Warrants exercised	Warrants Expired	Balance June 30, 2021
\$0.10	October 16, 2020	2,300,000	2,300,000	-	-
\$0.25	March 23, 2021	460,000	-	460,000	-
\$0.08	June 6, 2022	1,399,990	-	-	1,399,990
\$0.05	June 6, 2022	13,416	-	-	13,416
		4,173,406	2,300,000	460,000	1,413,406

##### Year ended September 30, 2020

Exercise Price	Expiry	Balance Sept 30, 2019	Warrants Issued	Warrants Exercised	Balance Sept 30, 2020
\$0.10	October 16, 2020	2,300,000	-	-	2,300,000
\$0.25	March 23, 2021	460,000	-	-	460,000
\$0.08	June 6, 2022	4,399,990	-	3,000,000	1,399,990
\$0.05	June 6, 2022	194,999	-	181,583	13,416
		7,354,989	-	3,181,583	4,173,406

#### 2021

On October 15, 2020, 2,300,000 warrants exercisable at \$0.10 per share, expiring October 20, 2020, were exercised for total proceeds of \$230,000 including 100,000 exercised by related parties and on March 23, 2021, 460,000 warrants exercisable at \$0.25 per share, expired without exercise.

#### 2020

On January 22, 2020, 100,000 warrants exercisable at \$0.08 per share were exercised for total proceeds of \$8,000.

During February, 2020, 2,900,000 warrants exercisable at \$0.08 per share, expiring June 6, 2022 were exercised for total proceeds of \$232,000 and 69,334 warrants exercisable at \$0.05 per share, expiring June 6, 2022 were exercised for total proceeds of \$3,467.

# CANEX Metals Inc.

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### 12. Share capital, stock options and warrants (continued)

#### e) Warrant transactions and warrants outstanding (continued)

On March 3, 2020, 103,999 warrants exercisable at \$0.05 per share, expiring June 6, 2022, were exercised for total proceeds of \$5,200.

During the subsequent period from July 1, 2021 to July 29, 2021, the date of this report, no further warrants were exercised and none were issued nor expired.

### 13. Financial instruments

Financial instruments recorded at fair value are classified using a fair value hierarchy that prioritizes the inputs to fair value measurements. The three levels of fair value are summarized below:

- Level 1 - Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 - Inputs other than quoted prices that are observable for assets or liabilities either directly, (i.e. prices), or indirectly, (i.e. derived from prices); and
- Level 3 - Inputs that are not based on observable market data.

Level 1 has been utilized to value common shares included in short-term investments.

The following summarizes the categories of the various financial instruments:

	June 30, 2021	September 30, 2020
	<u>Carrying Value</u>	
<b>Financial Assets</b>		
<b>Financial assets measured at fair value:</b>		
Short-term investments	\$ 788,691	\$ 551,271
<b>Financial asset measured at amortized cost:</b>		
Cash	\$ 1,440,551	\$ 448,978
Accounts receivable	45	902
	<u>\$ 1,440,596</u>	<u>\$ 449,880</u>
<b>Financial Liabilities</b>		
<b>Financial liabilities measured at amortized cost:</b>		
Accounts payable and accrued liabilities	\$ 31,909	\$ 98,077

The above noted financial instruments are exclusive of any commodity taxes receivable or payable. The carrying value of financial assets and liabilities measured at amortized cost approximates fair value due to the short-term nature of the instruments.

The Company undertakes transactions denominated in US currency through its exploration in the US; consequently, it is exposed to exchange rate fluctuations. The Company will acquire US funds from time to time to settle US\$ denominated liabilities. The Company had US\$312,139 (CDN\$386,865) in a US denominated bank account at June 30, 2021 (September 30, 2020 - US\$76,844, (CDN\$102,502)). The effect of a foreign currency increase or decrease of 10% on this cash holding would result in an increase or decrease of CDN\$38,687 (September 30, 2020 - CDN\$10,250). Additionally, at June 30, 2021, accounts payable and accrued liabilities include liabilities of US\$11,065 (CDN\$13,714) (September 30, 2020 - US\$26,890 (CDN\$35,869)), that must be settled in US\$. The effect of a foreign currency increase or decrease of 10% on this liability would result in an increase or decrease of CDN\$1,371 (September 30, 2020 - CDN\$3,587) to the amount payable.

# CANEX Metals Inc.

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Three and Nine Months Ended June 30, 2021

### 14. General and administrative

	Three months ended June 30		Nine months ended June 30	
	2021	2020	2021	2020
Administrative consulting fees	\$ 41,328	\$ 72,740	\$ 204,320	\$ 237,039
Stock-based compensation	-	-	-	37,417
Occupancy costs	4,697	4,697	14,092	14,092
Office, secretarial and supplies	9,950	8,931	44,300	37,449
Travel and promotion	19,818	-	37,755	21,425
Insurance	2,211	1,857	5,766	5,389
Directors' fees	1,000	1,800	2,600	2,400
Computer network and website maintenance	417	735	1,882	1,952
	\$ 79,421	\$ 90,760	\$ 310,715	\$ 357,163

### 15. Stock-based payment transactions

During the three- and nine-month periods ended June 30, 2021, there were no stock-based payment transactions.

During the nine month period ended June 30, 2020, the Company issued 710,000 options that may be exercised at \$0.055 per share to October 4, 2024. The options were valued at \$37,417 using the Black-Scholes Options Pricing model assuming a 5-year term, volatility of 182.33%, a risk free discount rate of 1.25% and a dividend rate of 0%.

### 16. Loss per share

Basic earnings (loss) per share are calculated using the weighted average number of common shares outstanding during the period. Diluted earnings (loss) per share are computed using the treasury stock method. Stock options and warrants outstanding are not included in the computation of diluted earnings (loss) per share if their inclusion would be anti-dilutive. No adjustments were made in arriving at diluted weighted average number of common shares for the three and nine month periods ended June 30:

Weighted average number of common shares:	2021	2020
Basic and diluted	66,385,870	43,543,371
Income (loss) per share		
Basic	\$ (0.00)	\$ 0.00
Diluted	\$ (0.00)	\$ 0.00

# CANEX Metals Inc.

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Three and Nine Months Ended June 30, 2021

### 17. Related party balances and transactions and key management remuneration

The Company is considered a related party to Jade Leader Corp. ("Jade Leader") by virtue of common officers and directors. In addition, related parties include members of the Board of directors, officers and their close family members. Vector Resources Inc., a company controlled by Shane Ebert, President and director of CANEX Metals; and 635280 Alberta Ltd., a company controlled by Jean Pierre Jutras, an officer and director of CANEX Metals are also considered related parties. The Company incurred the following amounts charged to (by) related parties:

	Note	Three months ended June 30		Nine months ended June 30	
		2021	2020	2021	2020
<b>Key management remuneration:</b>					
President and director	a)	\$ (21,175)	\$ (25,050)	\$ (58,800)	\$ (100,650)
Corporate secretary	b)	(7,845)	(6,450)	(33,255)	(26,261)
Chief Financial Officer	c)	-	-	-	(700)
Director's fees	d)	(1,000)	(1,800)	(2,600)	(2,400)
		<u>\$ (30,020)</u>	<u>\$ (33,300)</u>	<u>\$ (94,655)</u>	<u>\$ (130,011)</u>
<b>Other related party transactions:</b>					
<b>Jade Leader</b>					
Office rent and operating costs paid	e)	\$ (4,697)	\$ (4,697)	\$ (14,091)	\$ (14,091)
General and administrative and secretarial costs paid	e)	\$ (932)	\$ (1,193)	\$ (4,721)	\$ (7,304)
General and administrative and secretarial costs received	e)	\$ 503	\$ 657	\$ 830	\$ 2,379
<b>635280 Alberta Ltd.</b>					
Geological consulting services	f)	\$ (594)	\$ -	\$ (1,219)	\$ (1,200)

The following amounts were receivable from or due to related parties at the respective period ends:

	Note	June 30, 2021	Sept 30, 2020
<b>Balances receivable (owing)</b>			
<b>Consulting fees:</b>			
President and director	a)	\$ (5,696)	\$ (27,313)
Corporate secretary	b)	(3,481)	-
Directors	d)	(300)	-
635280 Alberta Ltd.	f)	(623)	-
<b>Office rent and operating costs</b>			
Jade Leader Corp.	e)	\$ -	\$ (4,469)
<b>General and administrative and secretarial costs:</b>			
Jade Leader Corp.	e)	\$ -	\$ (1,342)
Jade Leader Corp.	e)	\$ 45	\$ 246

Management compensation payable to "key management personnel" during the respective three- and nine-month periods is reflected in the table above and consists of consulting fees paid to the President, the CFO, and the Corporate Secretary and directors' fees. Officers and directors are also compensated through the granting of options from time-to-time. There were no options granted to officers and directors during the three- and nine-month periods ended June 30, 2021. During the nine-month period ended June 30, 2020, the Company granted stock options to officers, directors and consultants and recorded a non-cash charge for stock based payments of \$37,417 that is recorded in general and administrative expenses (Note 15 – "Stock-based payment transactions"). Key management personnel are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director of the Company.

# CANEX Metals Inc.

## Notes to the Condensed Interim Consolidated Financial Statements

(Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

Three and Nine Months Ended June 30, 2021

### 17. Related party balances and transactions and key management remuneration (continued)

- a) The President and director of the Company billed for consulting services that were either expensed or, when his services related directly to mineral property exploration, capitalized to exploration and evaluation assets. During the nine months ended June 30, 2021 \$33,000, (2020 - \$49,800), was expensed through reporting to general and administrative expenses and \$25,800, (2020 - \$50,850), was capitalized to exploration and evaluation assets.
- b) The Corporate Secretary provides services to the Company on a contract basis.
- c) The Chief Financial Officer provides services to the Company on a contract basis.
- d) Up to December 31, 2020, the Company paid directors who were not officers of the Company \$500 for meeting attendance in person and \$300 for meeting attendance by telephone. Effective January 1, 2021, the Company will now pay directors \$500 for meeting attendance regardless of whether it is attended by phone or in person. There are two directors who are not officers and the amounts above reflect directors' fees paid/payable for meetings attended during the above-noted periods.
- e) Jade Leader incurred certain administrative expenses on the Company's behalf that were subsequently billed to the Company on a quarterly basis. Further, the Company incurred certain administrative costs on behalf of Jade Leader that were billed on a quarterly basis. Effective April 1, 2015, the Company commenced to lease office space from Jade Leader. Jade Leader and the Company share two common officers and two common directors.
- f) During the three- and nine-month periods ended June 30, 2021 and the three-month period ended June 30, 2020, geological consulting services were provided by 635280 Alberta Ltd.

Related party receivables pertain to billings plus applicable sales taxes for which payment has not been received and related party payables reflect billings plus applicable sales taxes that were not yet paid by the Company at the respective period ends. Related party transactions were measured at the amounts agreed to by the transacting parties.

### 18. Commitments

Pursuant to a lease agreement for office space, effective August 1, 2020, the Company is committed to pay \$1,566 per month until August 31, 2021.

### 19. Supplemental disclosure statement of cash flows

Reconciliation of cash used in operating activities to operating loss:

	Three months ended June 30		Nine months ended June 30	
	2021	2020	2021	2020
Loss before other items	\$ (87,924)	\$ (102,092)	\$ (354,585)	\$ (407,483)
Depreciation	4	8	13	23
Stock-based compensation	-	-	-	37,417
Impairment	-	-	-	22,297
Changes in assets and liabilities pertaining to operations:				
Accounts receivable	11,687	1,301	2,491	(8,079)
Prepaid expenses	17,952	(3,578)	(20,187)	(28,722)
Accounts payable and accrued liabilities	(1,028)	(44,452)	(52,097)	(24,529)
Cash paid to suppliers and contractors	\$ (59,309)	\$ (148,813)	\$ (424,365)	\$ (409,076)

# CANEX Metals Inc.

## Notes to the Condensed Interim Consolidated Financial Statements

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(Unaudited - Prepared by Management)

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### 19. Supplemental disclosure statement of cash flows (continued)

Reconciliation of cash expended on exploration and evaluation assets:

	Three months ended June 30		Six months ended June 30	
	2021	2020	2021	2020
Change in exploration and evaluation assets	\$ (221,268)	\$ (82,314)	\$ (672,575)	\$ (453,230)
Property acquisition – Share issuance	84,375	-	109,375	25,000
Impairment	-	-	-	(22,297)
Changes in assets and liabilities pertaining to operations:				
Accounts receivable	4,200	3,917	2,440	2,075
Accounts payable and accrued liabilities	1,667	(6,081)	(45,968)	(1,188)
Decommissioning obligation	-	-	1,456	-
Cash expended on exploration and evaluation assets	\$ (131,026)	\$ (84,478)	\$ (605,272)	\$ (449,640)

### 20. Segment disclosures

During the nine-month periods ended June 30, 2021 and June 30, 2020 and the year ended September 30, 2020, the Company was only engaged in mineral exploration and all exploration activities were undertaken in Canada and/or the United States. Activities undertaken in both countries were similar in nature. As at June 30, 2021, the value of non-current assets associated with United States operations is \$1,638,526 (September 30, 2020 - \$991,451) including exploration and evaluation asset advances and deposits of \$27,874 (September 30, 2020 - \$27,874) and exploration and evaluation assets of \$1,610,652 (September 30, 2020 - \$963,577). All remaining non-current assets are associated with Canadian operations. Consequently, segmented information is not presented in these financial statements. Refer to Note 8 – “Exploration and evaluation assets” for details of the carrying amounts of these assets at the respective period ends.

### 21. Capital

The Company’s objective when managing capital is to continue as a going concern so that it can provide value to shareholders by acquiring and conducting exploration on mineral exploration properties with the ultimate objective of finding commercial quantities of base and/or precious metals. Capital is defined as capital stock, warrants, contributed surplus and deficit. The Company has traditionally financed through equity issues rather than debt and does not anticipate using debt to finance its continuing grass roots exploration. Should the Company evolve to the point where it is developing or operating a mine, debt options will be investigated.

The Company will raise equity as cash flow requirements dictate and will attempt, when able, to time financings with more favorable market conditions. The Company can scale back exploration, and to a certain extent, discretionary administrative costs during tighter equity markets. The Company invests capital that is surplus to its immediate operational needs in short-term, liquid and highly-rated financial instruments such as Bankers’ Acceptances and Term Deposits until such time as it is required to pay operating expenses and mineral property costs, including option payments (Note 8). The Company objective is to manage its capital to safeguard its cash and its ability to continue as a going concern, and to utilize as much of its available capital.



# CANEX Metals Inc.

## Notes to the Condensed Interim Consolidated Financial Statements

(Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

Three and Nine Months Ended June 30, 2021

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### 22. Financial risk management

#### a) Credit risk

Credit risk is the risk of financial loss to the Company if counterparties to a financial instrument fail to meet their contractual obligations. The Company's financial instruments that could be subject to credit risk consist of receivables, excluding sales tax. The Company has had a history of prompt receipt of its receivables and considers credit risk to be low on these instruments as at June 30, 2021 and September 30, 2020.

#### b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they come due. The Company's approach to managing liquidity risk is the utilization of budgets, to attempt to maintain sufficient liquidity in order to meet operational and exploration requirements as well as property acquisition commitments. The Company raises capital through equity issues and its ability to do so is dependent on a number of factors including market acceptance, stock price and exploration results. The Company is continually investigating financing options. The continuing operations of the Company are dependent upon its ability to obtain adequate financing or to commence profitable operations in the future. On October 15, 2020, 2,300,000, warrants, expiring October 20, 2020, were exercised for total proceeds of \$230,000. Refer to Note 12 – "Share capital, stock options and warrants" for further details. The Company also closed a private placement financing on January 11, 2021 for aggregate gross proceeds of \$1,700,000. Increases in activity levels, new property acquisitions and any level of exploration on its mineral properties may require additional financing. There can be no assurance that the Company will be successful in obtaining financing. Refer to Note 1 - "Nature of operations and continuance of operations".

The Company's significant remaining contractual maturities for financial liabilities as at June 30, 2021 and September 30, 2020 are as follows:

- Accounts payable and accrued liabilities are due within one year.

#### c) Market risk

The Company's equity investments are subject to market price risk. The investments in common shares are recorded at fair value at the respective period ends with the resultant gains or losses recorded in earnings. The price value of these investments can vary from period to period. During the nine-month period ended June 30, 2021, the market price fluctuation on the investments held resulted in a net gain of \$307,335 (September 30, 2020 - net gain of \$164,065) on short-term investments. In 2021, a 10% change in fair value of the Company's marketable investments would result in a charge to income of \$78,869 (2020 - \$55,127). The Company does not intend to hold these investments for more than one year.

The Company has not yet developed producing mineral interests and as a result it is not exposed to commodity price risk associated with developed properties at this time.

#### d) Interest rate risk

The Company has no debt facilities and has minimal amounts of interest income; consequently it is not exposed to significant interest rate risk at this time. All market risk is associated with the Company's investments in common shares, which are recorded at fair value at the respective period ends with the resultant gains or losses recorded in earnings.

#### e) Foreign exchange risk

The Company undertakes transactions denominated in US currency; consequently, it is exposed to exchange rate fluctuations. The Company has disclosed US\$ commitments pertaining to three option agreements in Note 8 – "Exploration and evaluation assets". The Company undertakes transaction denominated in US currency, consequently it is exposed to exchange rate fluctuations. The effect of a

# CANEX Metals Inc.

## Notes to the Condensed Interim Consolidated Financial Statements

(Expressed in Canadian Dollars)

(Unaudited - Prepared by Management)

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### 22. Financial risk management (continued)

#### e) Foreign exchange risk (continued)

foreign currency increase or decrease of 10% on the US denominated cash balance and liabilities has been disclosed in Note 13 – “Financial instruments”.

### 23. Novel coronavirus pandemic

In early January 2020, a human infection originating in China was traced to a novel strain of coronavirus. The virus has since spread to other parts of the world including North America and Europe, causing unprecedented disruptions in the global economy as efforts to contain the spread of the virus has intensified. On March 11, 2020, the World Health Organization declared this outbreak of coronavirus (“COVID-19”) as a pandemic as it continues to spread throughout North America. The March 2020 exploration program on the Gold Range Property, Arizona, was ended prior to completion to comply with health and travel advisories related to COVID-19. Commencing July 1, 2020, the Company continued its planned exploration programs for the remainder of 2020 and into 2021, (refer to Note 8 – “Exploration and evaluation assets”) as previously imposed travel restrictions as a result of COVID-19 were lifted and the Company determined that work could safely resume in the targeted areas. At this time, the full extent and duration of the impact of COVID-19 on the Company's operations and financial performance is currently unknown, and depends on future developments that are uncertain and unpredictable, including the duration and spread of the pandemic, its impact on capital and financial markets on a macro-scale and any new information that may emerge concerning the severity of the virus, its spread to other regions and the actions to contain the virus or treat it impact, among others.

### 26. Subsequent events

The Company plans to commence a third drill program at Gold range in August 2021 with an approved budget of US\$525,000 (CDN\$660,000). The program will consist of around 50 drill holes and in excess of 3000 metres of drilling. The third phase of drilling will initially focus on expanding high grade near surface mineralization identified at the Excelsior Zone, which was tested in early 2021 and returned 1.6 g/t gold over 35.1 metres including 2.2 g/t gold over 24.4 metres (previously released see June 14, 2021 news release). The drill program will also look to expand mineralization at Eldorado and Malco, and test additional targets in the central and northern part of the project area.

**CANEX Metals Inc.**  
**MANAGEMENT'S DISCUSSION AND ANALYSIS**  
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The following management discussion and analysis (MD&A) is management's assessment of the results and financial condition of CANEX Metals Inc. ("CANEX Metals" or "the Company") for the three- and nine-month periods ended June 30, 2021 and should be read in conjunction with the Unaudited Condensed Interim Consolidated Financial Statements as at and for the three- and nine-month periods ended June 30, 2021 ("Q3 2021") and related notes thereto as well as the Audited Consolidated Financial Statements for the year ended September 30, 2020 and related notes thereto. The date of this MD&A is July 29, 2021. CANEX Metals' common shares trade on the TSX Venture Exchange under the symbol "CANX". The Company's most recent filings are available on the System for Electronic Document Analysis and Retrieval ('SEDAR') and can be accessed at [www.sedar.com](http://www.sedar.com).

The Company's Unaudited Condensed Interim Consolidated Financial Statements for the nine months ended June 30, 2021 have been prepared in accordance with IAS 34 "Interim Financial Reporting" and the IFRS accounting policies the Company adopted in its initial IFRS Annual Consolidated Financial Statements as at and for the year ended September 30, 2020. The Company's accounting policies are provided in Note 3 "Summary of significant accounting policies" to the annual Consolidated Financial Statements as at September 30, 2020. All dollar amounts are in Canadian dollars, unless otherwise noted.

The "Qualified Person" under the guidelines of National Instrument 43-101 of the Canadian Securities Administrators ("NI 43-101") for CANEX Metals' exploration projects in the following discussion and analysis is Dr. Shane Ebert, P. Geo., a Professional Geologist, registered in the Province of British Columbia and the President and Director of CANEX Metals. The scientific and technical information concerning such properties contained herein has been reviewed by Dr. Ebert.

Statements and/or financial forecasts that are unaudited and not historical, including without limitation, exploration budgets, data regarding potential mineralization, exploration results and future plans and objectives, are to be regarded as forward-looking statements that are subject to risks and uncertainties that can cause actual results to differ materially from those anticipated. Such risks and uncertainties include risks related to the Company's business including, but not limited to: general market and economic conditions, continued industry and public acceptance, regulatory compliance, potential liability claims, additional capital requirements and uncertainty of obtaining additional financing and dependence on key personnel. Actual exploration and administrative expenditures can differ from budget due to unforeseen circumstances, changes in the marketplace that will cause suppliers' prices to change, and additional findings that will dictate that the exploration plan be altered to result in more or less work than was originally planned.

All forward-looking information is stated as of the effective date of this document and is subject to change after this date. There can be no assurance that forward-looking information will prove to be accurate and future events and actual results could differ materially from those anticipated.

**1) Principal Business of the Company**

CANEX Metals, including its wholly owned subsidiary, Canexco Inc. ("Canexco"), is engaged exclusively in the business of mineral exploration and development and, as the Company has no mining operations and no earnings there from, is in the exploration stage. The recoverability of the amounts comprising exploration and evaluation assets is dependent upon the existence of economically recoverable mineral reserves; the acquisition and maintenance of appropriate permits, licenses and rights; the ability of the Company to obtain financing to complete the development of the mineral properties where necessary and upon future profitable production; or, alternatively, upon the Company's ability to recover its costs through a disposition of its interests. The Company's philosophy is to acquire projects at the grass roots level and advance them to a point where partners can be brought in to further the properties to the stage where a mine is commercially feasible, or the property can be sold outright.

**CANEX Metals Inc.**  
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The Company has no operating income and no earnings; exploration and operating activities are financed by the sale of common shares and warrants. None of the Company's mineral properties are in production. Consequently, the Company's net income is a limiting indicator of its performance and potential.

**2) Highlights – Three months and nine months ended June 30, 2021**

**Gold Range Property, Arizona, USA**

- The Gold Range Property is located in Northern Arizona within an area that has seen historic lode and placer gold production but limited modern gold exploration. Since fiscal 2019, systematic fieldwork by the Company, including geological mapping, structural analyses, airborne geophysics, and surface rock and soil sampling has identified multiple gold exploration targets that are interpreted to be part of the same large mineralizing event.

The summer 2020 field program was completed by September 30, 2020. Field personnel conducted surface exploration and mapping activities focussing on expanding existing zones and discovering new zones of gold mineralization. Multiple new gold exploration targets were identified and were advanced to define new drill targets for future testing. Over 100 rock and 214 soil samples were collected from these targets and submitted for assay. A single geophysical test line of induced polarization – resistivity was completed. Due to high fire risk a second test line was cancelled. Results of these programs were released in News Release 20-19 dated September 10, 2020.

The first drill program, which was conducted during August and September 2020, terminated early due to equipment limitations. However, 14 holes for a total of 1481 meters of drilling were completed. Drilling was conducted at 5 different targets across the Gold Range property and a total of 1,044 drill samples were sent for analysis. Results from this program were disclosed in News Release 20-20, 20-21 and 20-22 dated October 27, 2020, November 2, 2020 and November 16, 2020 respectively. On the back of drilling success, the Company staked an additional 47 claims extending the south and southeast part of the property.

The second drill program was conducted between January 28, 2021 and March 1, 2021, consisting of 34 drill holes across 2.5 kilometres of strike length along the southern portion of the Gold Range Property. In total, 2357.6 metres were drilled in holes ranging from 38 to 137 meters deep. 1642 drill samples were collected and submitted for assay. Fifteen holes were drilled at the Eldorado Zone to test and expand the Company's previously announced bulk tonnage oxide discovery, 5 holes tested various targets across the southern part of the property and 14 holes tested the Excelsior Mine area. As of July 6, 2021, all results have been released for the 34 holes drilled in this program. Refer to News Releases 21-5 dated January 28, 2021, 21-6 dated March 1, 2021, 21-7 dated April 15, 2021, 21-8 dated April 26, 2021, 21-9 dated May 27, 2021, 21-11 dated June 7, 2021, 21-12 dated June 14, 2021, 21-13 dated June 28, 2021 and 21-14 dated July 6, 2021 for more information regarding the drill program and results.

CANEX has now completed 48 drill holes on the Gold Range property and has identified a new mineralized trend that is 3 kilometres long and potentially composed of multiple flat to moderately dipping mineralized zones showing substantial width potential. Within this trend the Company has intersected significant widths of oxidized and mineralized material exceeding 1 g/t gold, with zones locally exceeding 2g/t gold. The large size potential and strong grades provide a compelling exploration target which the Company plans to aggressively advance.

In addition, the Company is currently conducting a field program including additional geologic mapping, collecting soil samples and construction of drill pads in preparation for the next drilling program, the details of which will be announced once finalized.

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During Q2 2021, the Company made a US\$15,000 (CDN\$19,063) option payment in respect of the Never Get Left Claim in accordance with the terms of the option agreement. For more information refer to Section 3) "Mineral properties – Gold Range, Arizona, USA" outlined below.

During Q3 2021, the Company made a US\$15,000 (CDN\$18,423) in respect of the option agreement with a prospector. For more information refer to Section 3) "Mineral properties – Gold Range, Arizona, USA" outlined below.

On January 12, 2021, the Company, through its 100% owned Arizona subsidiary Canexco Inc., signed a binding Letter of Intent to option the Excelsior Mine Property composed of 11 lode mining claims and 2 patented mining claims covering 3 past producing historic gold mines. The definitive agreement was signed on June 2, 2021 and received TSX Venture approval on June 17, 2021. On June 25, 2021, CANEX issued 750,000 common shares valued at \$84,375 in accordance with the terms of the agreement. The Excelsior Mine Property sits within the boundaries of the Gold Range Project. The agreement allows CANEX to earn a 90% interest in the Excelsior Mine Property by issuing 2,750,000 common shares and spending US\$4.5 million on exploration and development in 3 stages over 4.5 years. Refer to News Release NR21-10 dated June 3, 2021 for more information related to this transaction.

- Key exploration events at Gold Range include:
  - Option agreement signed on 3 key claims over a new gold discovery – June 2019
  - CANEX stakes 11 claims surrounding the new gold discovery – June 2019
  - CANEX stakes 23 additional claims – October 2019
  - Trenching and Drilling permits received – October 2019
  - Trenching and mapping program conducted – October 2019
  - CANEX stakes 32 additional claims – November 2019
  - Drone airborne magnetic survey results received – January 2020
  - CANEX stakes 73 additional claims – January 2020
  - Amended exploration permit received – February 2020
  - CANEX options Never Get Left Claim – February 2020
  - Field mapping, prospecting, and soil sampling conducted – Feb to May 2020
  - Field mapping and soil sampling conducted – July to August 2020
  - Drill program conducted – August to September 2020
  - CANEX stakes 47 additional claims – November 2020
  - Second drill program conducted – January 28 to March 1, 2021
  - Results from the second drill program released – April 15 to July 6, 2021
  - Excelsior Mine Property definitive option agreement signed – June 2, 2021
  
- For more information related to the fiscal 2020 and the nine-month period ended June 30, 2021 exploration program updates and results refer to the following News Releases: 19-16 dated December 3, 2019, 19-17 dated December 16, 2019, 20-1 dated January 16, 2020, 20-2 dated January 20, 2020, 20-3 dated January 27, 2020, 20-6 dated February 20, 2020, 20-7 dated February 25, 2020, 20-8 dated February 26, 2020, 20-10 dated March 27, 2020, 20-13 dated April 27, 2020, 20-14 dated May 11, 2020, 20-15 dated May 27, 2020, 20-16 dated June 24, 2020, 20-17 dated June 29, 2020, 20-18 dated August 25, 2020, 20-19 dated September 10, 2020, 20-20 dated September 29, 2020, 20-20 dated October 27, 2020, 20-21 dated November 2, 2020, 20-22 dated November 16, 2020, 21-5 dated January 28, 2021, 21-6 dated March 1, 2021, 21-7 dated April 15, 2021, 21-8 dated April 26, 2021, 21-9 dated May 27, 2021, 21-10 dated June 3, 2021, 21-11 dated June 7, 2021, 21-12 dated June 14, 2021, 21-13 dated June 28, 2021 and 21-14 dated July 6, 2021.

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**Gibson Prospect, British Columbia**

- On February 26, 2021, under the terms of an underlying option agreement with Steven Scott, the Company fulfilled its obligations with respect to cash or cash equivalent payments and minimum exploration expenditures, by issuing 185,185 common shares to Steven Scott valued at \$25,000. For more information refer to Section 3) “Mineral properties – Gibson Prospect, British Columbia” below.

**Corporate**

- On October 15, 2020, 2,300,000 warrants exercisable at \$0.10 per share, expiring October 20, 2020, were exercised for total proceeds of \$230,000.
- During the three-month period ended December 31, 2020, the Company disposed of 20,000 Commander Resources Ltd. shares, 31,500 Maple Gold Mines Ltd shares and 54,867 Canada Nickel Co. Inc. shares for net cash proceeds of \$2,540, \$10,560 and \$108,526, respectively further bolstering its treasury. (Refer to Note 7 “Short-term investments” to the unaudited condensed interim consolidated financial statements for the three- and nine-month periods ended June 30, 2021).
- On December 23, 2020, the Company held its Annual General Meeting (“AGM”) approving its Financial Statements for the year ended September 30, 2019.
- On December 10 and 11, 2020, the Company announced a non-brokered equity financing for 17,000,000 common shares at a price of \$0.10 per share for gross proceeds of \$1,700,000. The first tranche closed on January 7, 2021 for 16,292,500 common shares and gross proceeds of \$1,629,250. The final tranche closed on December 11, 2021 for 707,750 common shares and gross proceeds of \$70,750. Proceeds of the financing will be used to drill test and further explore the Gold Range Property and for general working capital.

The Company continues to actively search for new early stage exploration opportunities and avenues for growth in stable jurisdictions within North America. The Company has not entered into any business combination, acquisition or similar agreements except as noted above.

**3) Mineral Properties**

**Gold Range Property, Arizona, USA**

As at June 30, 2021, the Company holds 201 lode mining claims and 2 patented claims ( 1,504 hectares) in respect of the Gold Range Property, including acquisitions via the option agreements noted below as well as staking. The area has seen historic lode and placer gold production but limited modern lode gold exploration. The gross costs and impairments recorded to the Gold Range Property at June 30, 2021 are \$1,610,652 and \$nil, respectively (September 30, 2020 - \$963,577 and \$nil).

On June 11, 2019, the Company’s wholly owned subsidiary, Canexco Inc., entered into an Option Agreement to acquire a 100% interest in the Gold Range Property, Arizona, USA from a Prospector, the “Optionor”. The Gold Range Property, under option, is comprised of three staked lode mineral claims with a total area of 61.98 acres and is in Mohave County, Arizona, USA. Since the acquisition through the option agreement, the Company has continued to stake additional lode mining claims increasing its holdings to 192 mining lode claims (1,415 hectares) covering prospective ground surrounding the area of interest optioned. The area has seen historic lode and placer gold production but limited modern lode gold exploration.

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Under the terms of the agreement, the Company is committed to make options payments and minimum exploration expenditures totaling US\$90,000 and US\$80,000 over four years, respectively. On June 11, 2019, the Company paid US\$10,000 (CDN\$13,405), on June 6, 2020, the Company paid US\$15,000 (CDN\$20,306) and on June 1, 2021, the Company paid US\$15,000 (CDN\$18,423) in accordance with the agreement. In addition, the Optionor will retain a 2% NSR, half of which can be bought back by the Company for US\$500,000; the remaining half can be bought back for US\$1,000,000. Refer to Section 7) c) "Contractual obligations" for the remaining commitments under the terms of the agreement at June 30, 2021.

On February 24, 2020, the Company's wholly-owned subsidiary, Canexco Inc., entered into an arm's length Option Agreement to acquire a 100% interest in the Never Get Left Claim, Mohave County, Arizona, USA from Onyx Exploration Inc., the "Optionor", which is adjacent to the Company's Pit Zone target on the Gold Range Property. The Never Get Left Claim, under option, is comprised of one staked lode mineral claims with a total area of 20.99 acres and is located in Mohave County, Arizona, USA.

Under the terms of the agreement, the Company is committed to make option payments totaling US\$90,000 over four years. The Company paid US\$10,000 (CDN\$13,397) and US\$15,000 (CDN\$19,063) on February 24, 2020 and February 18, 2021, respectively, in accordance with the agreement. In addition, the Optionor will retain a 2% NSR, half of which can be bought back by the Company for US\$500,000; the remaining half can be bought back for US\$500,000. Additionally, the Company must pay 10% of any profits realized from the processing and recovery of metals from the existing leach pad materials located within the Optionor's claim. Refer to Section 7) d) "Contractual obligations" for the remaining commitments under the terms of the agreement at June 30, 2021.

On January 12, 2021, the Company and its wholly owned subsidiary, Canexco Inc., signed a Letter of Intent ("LOI") allowing the Company to earn into the Excelsior Mine Property ("the Property") from a private vendor over 3 stages. The definitive agreement was signed on June 2, 2021 and received TSXV approval on June 17, 2021. During stage 1, CANEX can earn a 25% interest in the Property by issuing 750,000 common shares of CANEX and spending US\$500,000 on exploration. During stage 2, CANEX can earn 51% interest in the Property by issuing 1 million shares of CANEX, spending US\$2,000,000 and paying a bonus payment equivalent to 1% of the gold price on recoverable gold equivalent ounces defined in the measured and indicated resource categories. Stages 1 and 2 must be completed over 2.5 years. On June 25, 2021, the Company issued 750,000 common shares valued at \$84,375, in accordance with the agreement.

During stage 3 CANEX can earn a 90% interest in the Property by issuing 1,000,000 CANEX shares and spending US\$2,000,000 on exploration and development including an economic study. To complete the stage 3 earn in CANEX must make another bonus payment to the Vendors equivalent to 1.5% of the gold price on recoverable gold equivalent ounces defined in the proven and probable reserve categories.

CANEX has 2 years to complete the stage 3 earn in once Stage 2 is complete. Once CANEX has earned a 90% interest in the Property, the Vendors can elect to maintain their 10% ownership by contributing their 10% share to exploration and development or to give up 100% ownership to CANEX and revert to a 1.5% NSR.

Refer to Section 7) e) "Contractual obligations" for the remaining commitments under the terms of the agreement at June 30, 2021.

In 2019 a prospector using a hand-held metal detector discovered a quartz vein containing abundant visible gold concealed under shallow soil cover at the Gold Range property. This area is termed the Discovery Zone, and subsequent work by CANEX has demonstrated that soil sampling should be an effective tool for identifying these covered gold zones, with a test soil line over the Discovery Zone returning up to 838 parts per billion gold in proximity to the discovery. CANEX has conducted 3 detailed soil lines around the

**CANEX Metals Inc.**  
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discovery area to help trace the zone prior to a trenching program that will be designed to fully expose the mineralized quartz vein. Fieldwork at the Adit Zone has defined a 1000-metre-long linear trend of historic workings and exposed quartz veins along the zone. Surface and underground exposures at the core of the Adit Zone were mapped and chip sampled, with gold observed in several samples. During Q4 2019, the Company submitted a reclamation bond of US\$20,450, for its proposed exploration program. Permitting for trenching and drilling activities was received in October 2019. The Company commenced its planned program during Q1 2020, which included excavator trenching, surface rock and soil sampling and geologic mapping with the goal to better define and sample known mineralized zones across their entire width and explore them along strike. A follow up program was conducted to evaluate the newly identified target areas, and consisted of a property wide airborne magnetic survey, additional trenching and drilling and a 10-day detailed mapping and soil sampling program of multiple new targets. Positive magnetic survey results prompted the Company to file an appended exploration permit application with the Bureau of Land Management, to allow for an expanded trenching and drilling program and to commission an additional drone magnetic survey over two priority targets to obtain increased resolution and positioning.

Permitting was received in February 2020, allowing the Company to conduct its planned mapping and sampling programs at Gold Range in preparation for a final trenching program, prior to selecting drill targets. The March 2020 program was ended prior to completion to comply with health and travel advisories related to the Corona virus pandemic (see Section 20) “Novel corona virus pandemic”). However, during Q3 2020, the Company engaged a local contractor to complete a seven day field program of soil sampling. Results for 303 soil samples and one rock sample from the Central zone are reported in News Release 20-13 dated April 27, 2020. Results related to the February and March field programs are reported in News Release 20-14 dated May 11, 2020. Additional results related to the May field program are reported in News Release 20-17 dated June 29, 2020.

On July 2, 2020, the Company resumed its planned exploration program at Gold Range as travel restrictions were lifted and work was allowed resume in the area. Field personnel began conducting surface exploration and mapping activities focusing on expanding existing zones and discovering new zones of gold mineralization. Multiple new gold exploration targets were identified and have been advanced to define new drill targets for future testing. Over 100 rock samples and 214 soil samples were collected from these targets and submitted for assay, the results of which were disclosed in News Release 20-19 dated September 10, 2020 and News-Release 20-20 dated September 29, 2020.

The drill program began on August 25, 2020, with the goal to drill 1675 meters of reverse circulation drilling designed to test up to 7 different targets over multiple holes per targets. Equipment limitations forced early termination of the drill program with 88 percent of the planned drilling being completed. Results from this program were released in News Releases 20-20, 20-21 and 20-22 dated October 7, 2020, November 2, 2020 and November 16, 2020. Based on these results, the Company planned and completed a second drill program.

The second drill program was conducted between January 28, 2021 and March 1, 2021, and consisted of 34 drill holes across 2.5 kilometres of strike length along the southern portion of the Gold Range Property. In total, 2357.6 metres were drilled in holes ranging from 38 to 137 meters deep. 1642 drill samples were collected and submitted for assay. Fifteen holes were drilled at the Eldorado Zone to test and expand the Company’s previously announced bulk tonnage oxide discovery, 5 holes tested various targets across the southern part of the property and 14 holes tested the Excelsior Mine area. As of July 6, 2021, all results have been released for the 34 holes drilled in this program. Refer to News Releases 21-5 dated January 28, 2021, 21-6 dated March 1, 2021, 21-7 dated April 15, 2021, 21-8 dated April 26, 2021, 21-9 dated May 27, 2021, 21-11 dated June 7, 2021, 21-12 dated June 14, 2021, 21-13 dated June 28, 2021 and 21-14 dated July 6, 2021 for more information regarding the drill program and results.



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**Gibson Prospect, British Columbia**

The Gibson prospect ("Gibson") is 887 hectares in size and located in central British Columbia, approximately 95 kilometres northwest of Fort St. James. The area is accessible via a network of all-weather logging roads. Gibson contains mesothermal gold-silver mineralization hosted in highly altered volcanic and sedimentary rocks adjacent to the Hogem Batholith. The zone was discovered and explored by Noranda Exploration Company from 1989 to 1991. Following soil sampling and induced polarization geophysical surveys, Noranda exposed precious metal mineralization in hand trenches with surface samples returning 12.86 g/t gold and 144.7 g/t silver over 1.5 meters and 5.35 g/t gold and 2136 g/t silver over 1.7 meters. Noranda subsequently drilled 9 holes with 8 and 9 holes intersecting significant gold and silver mineralization. The best drill intercept returned 4.26 meters grading 6.77 g/t gold and 1828 g/t silver. The mineralized zone appears to be about 4.5 metres wide and at least 400 metres long and remains open in all directions. Prior to recent work by CANEX no follow up trenching or drilling has been conducted at Gibson since the highly successful Noranda program.

The Noranda hand trenching and drill results are reported in BC Assessment report 21762 for Noranda Exploration Company by Stewart and Walker 1991. This drilling was done prior to NI 43-101 and should be considered historic in nature. The results have not been verified by CANEX Metals and should not be relied upon.

On April 4, 2017, the Company announced it had signed a Letter of Intent to acquire a 100% interest in the Gibson property from Altius Resources Inc. ("Altius"), a wholly held subsidiary of Altius Minerals (TSX:ALS). The Option agreement ("the Agreement") was executed on May 12, 2017; and received Exchange approval on May 17, 2017. The Company also assumed the obligation of an underlying option agreement with Steven Scott, an arm's length party (the "Underlying Agreement").

Under the terms of the Agreement, the Company is committed to issue a maximum 3,545,000 common shares to Altius, in three stages plus incur minimum exploration expenditures up to \$500,000 within 18 months, and make \$90,000 in cash or share equivalent payments to Steven Scott, to earn a 100% interest in Gibson. The Company issued 1,125,000 common shares to Altius on signing of the Option Agreement and Exchange approval valued at \$78,750 and paid \$5,000 to Steven Scott pursuant to the Underlying Agreement. On February 14, 2018, the Company paid Steven Scott \$15,000 pursuant to the Underlying Agreement. On October 5, 2018, the Company issued 1,180,000 common shares to Altius valued at \$82,600 pursuant to the Agreement. The Company issued 400,000 common shares valued at \$20,000, 121,951 common shares valued at \$25,000 and 185,185 common shares valued at \$25,000 on February 21, 2019, February 27, 2020 and February 26, 2021, respectively to Steven Scott pursuant to the Underlying Agreement. Effective February 26, 2021, under the terms of the Underlying Agreement with Steven Scott, the Company has fulfilled its obligations with respect to cash or cash equivalent payments and minimum exploration expenditures. On November 12, 2018, the Company was granted an extension to meet its minimum exploration expenditures of \$500,000 by November 12, 2018 to July 15, 2019, as lack of access during 2018, in part, prevented the Company from completing the required expenditures within the allotted time. On June 20, 2019, the Company was granted a further extension to meet its minimum exploration expenditures of \$500,000 by July 15, 2019 to July 15, 2020 as lack of access to capital has prevented the Company from completing the required expenditures by the allotted time. On July 16, 2020, the Company was granted a further extension to meet its minimum exploration expenditures of \$500,000 by July 15, 2020 to November 30, 2020 which was subsequently extended to July 31, 2021. All other terms of the Agreement remain unchanged. For more information relating to this transaction see News Release 17-1 issued April 4, 2017 and Section 7) Contractual obligations in this report.

Prior to 2019, Shane Ebert through his company, Vector Resources (see Note 17 - "Related parties and transactions and key management remuneration" to the Unaudited Condensed Interim Consolidated Financial

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Statements for the three- and nine-month periods ended June 30, 2021, which accompany this MD&A) was involved in British Columbia project generation activities for Altius. Vector Resources is entitled to 5% of the compensation, 177,250 shares, due to Altius under the Gibson agreement.

In addition, Altius will retain a right to purchase an underlying 1.5% Net Smelter Royalty ("NSR") and preferential rights on any future royalties or streams granted on the Property. If the Company achieves measured and indicated mineral resources in excess of 1 million gold equivalent ounces, a Milestone Payment of 1,275,000 shares will be issued to Altius. Altius will have a pro rata right to participate in future equity financings of the Company for two years.

Pursuant to the Underlying Agreement, Steven Scott is also entitled to the additional milestone bonuses of 1) \$25,000 in cash or securities upon a Bankable Feasibility Study; and 2) \$50,000 in cash or securities upon Commercial Production.

Exploration permits for Gibson were received allowing the Company to establish an access road into the zone and conduct trenching and drilling. During August 2017, the Company completed an access trail into Gibson and excavated 8 trenches, uncovering considerable zones of alteration and silver-gold mineralization. Detailed trench mapping and sampling was conducted with 161 surface rock samples and 464 soils collected. Highlights of the trenching results include 4.0 g/t gold equivalent (Au Eq) over 12 metres, 24.1 g/t Au Eq over 1 metre, 5.9 g/t Au Eq over 3 metres, 10.7 g/t Au Eq over 1 metre, 1.3 g/t Au Eq over 16 metres, 2.8 g/t Au Eq over 9 metres, and 5.5 g/t Au Eq over 3 metres. As a condition of permitting, the Company has issued a \$10,000 reclamation security deposit to British Columbia Ministry of Energy and Mines.

The Company completed its summer 2018 drilling program on the Gibson Prospect in October 2018. Ten shallow drill holes were completed, testing a small portion of a soil anomaly measuring 850 metre long by up to 500 metres wide. The results for all holes have been received and are summarized in the News Release 19-2, dated January 16, 2019. The main Gibson Vein Zone ("GVZ") shows high grade and bulk minable potential. Five of six holes drilled into the GVZ have returned high grade and indicate continuity over the 200 metres of strike drilled to date. Two to three subparallel veins ranging from 0.5 to 3.7 metres wide occur within the GVZ and the veins remain open in all directions. CANEX Metals has submitted a new exploration permit application to allow for additional drilling, trenching and geophysical surveys, and looks forward to an active exploration season in 2021; however future exploration expenditures on the Gibson Prospect will be dependent upon the Company successfully completing financing to fund planned programs. The gross costs and impairment recorded to the Gibson Prospect as at June 30, 2021 are \$473,527 and \$nil, respectively (September 30, 2020 - \$448,027 and \$nil).

**Echo, Fulton, Red and Beal properties, British Columbia**

On June 21, 2018, the Company signed a Definitive Agreement granting the Company an option to acquire a 100% interest in five mineral exploration properties in British Columbia from Altius, named Ace, Echo, Fulton, Red and Beal. The Ace property was subsequently dropped from the definitive agreement as exploration was conditional upon satisfactory resolution of a property access issue by August 15, 2018, which was not resolved. To earn a 100% interest in the remaining properties, the Company was required to spend a minimum of \$30,000 on exploration on or before September 21, 2019 and issue to Altius 500,000 common shares for each project. In addition, Altius would retain a 1.75% Gross Smelter Royalty ("GSR") on all properties within a 5 km area of interest. For each property that achieved a measured and indicated mineral resource in excess of 0.5 million gold equivalent ounces, a Milestone Payment of 1.5 million shares would be issued to Altius.

The results from field programs conducted during fiscal 2019 did not support further exploration on the Fulton, Red and Beal properties. As a result, the Company returned the respective properties to the vendor and

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impaired the full amount of expenditures on each respective property as of September 30, 2019. However, the Company was granted an extension on the expenditure deadline to December 31, 2019 to allow the Company time to conduct further work and evaluations on the Echo property. During the three-month period ended December 31, 2019, the Company conducted a ground magnetic survey at Echo. After thorough analysis of the results of this program, the Company, unable to identify clear targets for advancement, terminated the option, returning the Echo property to the vendor, fully impairing the remaining expenditures as of September 30, 2020. The gross costs and impairments recorded to the Echo, Fulton, Red and Beal properties combined as at September 30, 2020 were \$23,001 and \$23,001.

**4) Operating Results**

A summarized statement of operations appears below to assist in the discussion that follows:

	Three months ended June 30		Nine months ended June 30	
	2021	2020	2021	2020
General and administrative	\$ (79,421)	\$ (90,760)	\$ (310,715)	\$ (357,163)
Reporting to shareholders	(744)	-	(18,466)	(4,984)
Professional fees	(5,262)	(2,294)	(15,548)	(9,534)
Stock exchange and transfer agent fees	(2,493)	(2,861)	(9,843)	(7,313)
Depreciation	(4)	(8)	(13)	(23)
Pre-acquisition costs	-	(6,169)	-	(6,169)
Impairment	-	-	-	(22,297)
(Loss) gain on short-term investments	(56,335)	200,351	359,046	62,532
Interest and other income	(3,180)	370	(6,496)	685
<b>Net and comprehensive (loss) income</b>	<b>\$ (147,439)</b>	<b>\$ 98,629</b>	<b>\$ (2,035)</b>	<b>\$ (344,266)</b>

Significant variances in results are discussed below:

- Variances in general and administrative expenditures and professional fees are examined in further detail in the chart below.
- Reporting to shareholders expenditures during the nine-month period ended June 30, 2021 include fees for filing the fiscal 2020 annual audited financial statements, expenditures for the Annual General Meeting (“AGM”) relating to the fiscal 2019 financial statements, both of which took place during Q1 2021 as well as additional reports accessed for investor relations activities during Q3 2021. Expenditures incurred during the nine-month period ended June 30, 2020 relate to fees for the fiscal 2019 audited financial statements. The Company did not hold an AGM during the comparative period.
- Stock exchange and transfer agent fees relate directly to the number of security exchange transactions during the periods, which have increased by \$2,500 between the current nine-month and comparative nine-month periods. The increase is primarily a result of the stock option plan fees of \$2,700 which were incurred during Q2 2021. There was no similar expenditure during the comparative nine-month period.
- Pre-acquisition costs incurred in the three-month period ended June 30, 2020, of \$6,169 pertain to expenditures incurred to investigate exploration opportunities related to the Gold Range Property in Arizona, USA, (refer to Section 3) “Mineral properties, Gold Range Property, Arizona, USA). There were no similar expenditures during the current three- and nine-month periods ended June 30, 2021.
- During Q2 2020, the Company impaired the full amount of expenditures relating to the Echo property in British Columbia as it was unable to identify clear targets for advancement; the option was terminated, and the property was returned to the vendor. There were no similar charges in the current three- and nine-month periods ended June 30, 2021.
- During the nine-month period ended June 30, 2021, the Company recognized a net gain of \$359,049 on its short-term investments, including a net realized gain of \$51,711 on the sale of certain short-term

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investments and net cash proceeds of \$121,826. Refer to Note 7 “Short-term investments” to the Unaudited Condensed Interim Consolidated Financial Statements for the nine-month period ended June 30, 2021, which accompany this document, for further information regarding these transactions. During the nine-month period ended June 30, 2020, the Company recognized a net gain of \$62,532 on its short-term investments (June 30, 2019, – net gain of \$10,838). The net gain at June 30, 2020 includes a realized loss of \$2,649 on the sale of 200,000 Spruce Ridge Resources shares resulting in a cash inflow of \$15,433. These market price changes result in significant valuation adjustments from period to period.

- Interest and other income include foreign exchange losses of \$3,400 and \$6,900 during the three- and nine month periods ended June 30, 2021 respectively, on the US dollar denominated bank account. There were no similar transactions during the three- and nine-month periods ended June 30, 2020, as the US dollar denominated bank account was acquired during Q4 2020.

**General and administrative expenses**

A summarized statement of operations appears below to assist in the discussion that follows:

	<b>Three months ended</b>		<b>Nine months ended</b>	
	<b>June 30</b>		<b>June 30</b>	
	<b>2021</b>	<b>2020</b>	<b>2021</b>	<b>2020</b>
Administrative consulting fees	\$ 41,328	\$ 72,740	\$ 204,320	\$ 237,039
Stock-based compensation	-	-	-	37,417
Occupancy costs	4,697	4,697	14,092	14,092
Office, secretarial and supplies	9,950	8,931	44,300	37,449
Travel and promotion	19,818	-	37,755	21,425
Insurance	2,211	1,857	5,766	5,389
Directors' fees	1,000	1,800	2,600	2,400
Computer network and website maintenance	417	735	1,882	1,952
<b>Total general and administrative expenses</b>	<b>\$ 79,421</b>	<b>\$ 90,760</b>	<b>\$ 310,715</b>	<b>\$ 357,163</b>

- Administrative consulting fees, which consist of fees for the CFO, the controller, geological consulting, and services provided by other consultants, have decreased by \$31,400 and \$32,700 during the three- and nine-month periods ended June 30, 2021, in accordance with planned expenditures for 2021. Fees for the nine-month period ended June 30, 2021 include geological consulting fees of \$33,000 (June 30, 2020 - \$49,800), fees to the CFO of \$nil, (June 30, 2020 - \$700), fees to the controller of \$20,250 (June 30, 2020 - \$20,700) and fees to other consultants of \$151,100 (June 30, 2020 - \$165,800). Current and comparative period geological consulting and other consulting fees relate to managing investor relations and marketing to secure corporate financing.
- During the nine-month period ended June 30, 2020, the Company granted, pursuant to its stock option plan, a total of 710,000 options to consultants of the Company, exercisable at \$0.055 per share to October 4, 2024. The options were valued at \$37,417 using the Black-Scholes Options Pricing model assuming a 5-year term, volatility of 118.84%, a risk-free discount rate of 1.25% and a dividend rate of 0%. There were no options issued during the current three- and nine-month periods.
- There is no change in occupancy costs between the current and comparative periods. See Note 17 - "Related party balances and transactions and key management remuneration" and Note 18 - "Commitments" in the Unaudited Condensed Interim Consolidated Financial Statements dated June 30, 2021, which accompany this document and Section 7) “contractual obligations, a) Office lease”.
- There is an increase of \$1,000 and \$6,800 in office, secretarial and supplies between the current three- and nine-month periods respectively, and the comparative three- and nine-month periods. The majority of the variance relates to contract fees for administrative services and office supply expenditures. The increase is consistent with the increase in activity levels during fiscal 2021.

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- Travel and promotional expenditures have increased by \$19,800 and \$16,330 during the three- and nine-month periods ended June 30, 2021 respectively and the comparative three- and nine-month periods, in accordance with the 2021 budget. Due to the COVID-19 pandemic (refer to Section 20) “Novel coronavirus pandemic”, marketing and promotional events that the Company has attended in the past were temporarily suspended to reduce the spread of the virus. As a result, promotional travel by the Company was suspended by the end of Q2 2020; however, the Company has continued its promotional efforts with respect to investor relations through a number of other avenues, including presenting to potential investors at virtual conferences, and investments in various on-line investor relations management tools. The comparative periods’ expenditures include travel for promotional activities conducted by the Company’s President and an outside consultant during Q1 and Q2 2020, as noted above and include attending the Association of Mineral Exploration (“AME”) Roundup held in Vancouver, BC and Prospectors and Developers Association of Canada (“PDAC”) conference held in Toronto, Ontario.
- There is no significant variation in insurance premiums between current and comparative periods; however, insurance premiums related to Directors and Officers liability have increased commencing June 1, 2021 by \$4,100. This increase will be reflected in insurance expense for the remainder of the renewal term.
- Commencing January 1, 2021, the Company increased payments to directors who are not officers of the Company to \$500 for meeting attendance in person or by telephone. Prior to January 1, 2021, the Company paid directors who were not officers \$500 for meeting attendance in person and \$300 for meeting attendance by telephone. There are two directors who are not officers and the amounts above reflect directors’ fee paid or payable for meetings attended during the above-noted periods.
- There is no significant variance between current and comparative period computer network and website maintenance fees. These expenditures include website hosting fees, internet fees and other computer related expenditures.

**Professional fees**

A summarized statement of operations appears below to assist in the discussion that follows:

	<b>Three months ended</b>		<b>Nine months ended</b>	
	<b>June 30</b>		<b>June 30</b>	
	<b>2021</b>	<b>2020</b>	<b>2021</b>	<b>2020</b>
Audit and accounting	\$ -	\$ -	\$ 2,144	\$ 422
Legal and filing fees	<b>5,262</b>	2,294	<b>13,404</b>	9,112
<b>Total professional fees</b>	<b>\$ 5,262</b>	\$ 2,294	<b>\$ 15,548</b>	\$ 9,534

- Professional fees consist of annual auditing fees plus legal and other filing fees. The current and comparative nine-month period audit and accounting fees relate to the audited financial statements, and filing US tax returns on account of Canexco, for the years ended September 30, 2020 and 2019 respectively.
- Legal and filing fees incurred in fiscal 2021 include \$7,500 for miscellaneous legal consultations and audit support including legal fees associated with the Excelsior option agreement (refer to Section 3) “Mineral properties – Gold Range property, Arizona” which was finalized during Q3 2021; the remainder relate to news releases during the period. Legal and filing fees incurred in the comparative nine-month period were \$4,800 and include \$1,920 on account of Canexco with respect to miscellaneous business operations in the USA, as well as \$2,900 with respect to audit support and other miscellaneous legal services; the remainder relate to filing fees and news releases.

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**5) Liquidity and Capital Resources**

The Company's working capital position at June 30, 2021 was \$2,288,783 (September 30, 2020 - \$950,919) an increase of \$1,337,864. Changes to working capital and cash flow in the current and comparative periods are discussed below:

- The current three- and nine-month periods operating expenditures resulted in a cash outflow of \$59,309 and \$424,365 respectively, compared to \$148,813 and \$409,076 during the respective comparative three- and nine-month periods. The increases are consistent with the factors described in Section 4) "Operating results".
- During Q1, Q2 and Q3 2021, the Company incurred foreign exchange losses on its US dollar denominated bank account resulting in net cash outflows of \$3,180 and \$6,496 during the three- and nine-month periods ended June 30, 2021 respectively. There were no similar losses incurred during the comparative periods.
- An increase in the fair market value of the short-term investments from September 30, 2020 to June 30, 2021 resulted in a net gain of \$307,335 and increase in working capital (2020 – \$65,181).
- During the nine-month period ended June 30, 2021, the Company disposed of 20,000 Commander Resources Ltd. shares, 31,500 Maple Gold Mines Ltd. shares and 54,867 Canada Nickel Co. Inc. shares resulting in a net realized gain of \$51,711 for net cash proceeds of \$121,626. During the nine-month period ended June 30, 2020, the Company disposed of 200,000 Spruce Ridge Resources Ltd. shares for cash proceeds of \$15,433 net of commissions. See Note 7 – "Short-term investments" to the Unaudited Condensed Interim Consolidated Financial Statements dated June 30, 2021 for more information.
- During the nine-month period ended June 30, 2021, the Company invested \$605,272 (June 30, 2020, - \$449,640) in exploration and evaluation assets for exploration activities, which primarily relate to the Gold Range property in Arizona, USA. See Note 8 – "Exploration and evaluation assets" to the Unaudited Condensed Interim Consolidated Financial Statements dated June 30, 2021, which accompany this document and Section 3) "Mineral Properties" for more information. The Company also received \$4,450 for a British Columbia Mining Exploration Tax credit on account of the Echo property, British Columbia for expenditures relating to the year ended September 30, 2020.
- On October 15, 2020, 2,300,000 warrants exercisable at \$0.10 per share, expiring October 20, 2020, were exercised for total proceeds of \$230,000. During the nine-month period ended June 30, 2020, 3,000,000 warrants exercisable at \$0.08 per share, expiring June 6, 2022 were exercised for total proceeds of \$240,000 and 173,333 warrants exercisable at \$0.05 per share, expiring June 6, 2022 were exercised for total proceeds of \$8,667.
- During the nine-month period ended June 30, 2021, the Company closed a non-brokered private placement financing for aggregate gross proceeds of \$1,700,000. On October 29, 2019, the Company completed a non-brokered private placement share issue for gross proceeds of \$606,000 and on November 13, 2019, 100,000 options were exercised for total proceeds of \$6,000. On April 7, 2020, the Company completed a non-brokered private placement share issue for aggregate gross proceeds of 600,039, of which \$59,940 was received as partial proceeds during the three-month period ended March 31, 2020 (refer to Section 6) "Financing" and Section 13) "Share capital and equity reserves").
- During the nine-month period ended June 30, 2021, the Company incurred cash share issuance costs of \$28,370 (Nine-months ended June 30, 2020 - \$15,062).

The Company is continually investigating financing options. The continuing operations of the Company are dependent upon its ability to obtain adequate financing or to commence profitable operations in the future. The Company feels that it has sufficient working capital to finance general and administration and other operating expenses for 12 months assuming similar activity levels to the previous twelve-month period. However, increases in activity levels, new property acquisitions and increased levels of exploration on its mineral properties will require additional financing. There can be no assurance that the Company will be successful in obtaining financing. Refer to Note 1 "Nature and continuance of operations" in the Unaudited Condensed Interim Consolidated Financial Statements dated June 30, 2021.

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**6) Financing**

**Nine-month period ended June 30, 2021**

On October 15, 2020, 2,300,000 warrants exercisable at \$0.10 per share, expiring October 20, 2020, were exercised for total proceeds of \$230,000 including 100,000 warrants exercised by related parties.

On January 7, 2021, the Company closed the first tranche of its non-brokered private placement, issuing 16,292,500 common shares at \$0.10 per share for aggregate gross proceeds of \$1,629,250. On January 11, 2021, the Company closed the final tranche of its non-brokered private placement, issuing 707,750 common shares at \$0.10 per share for aggregate gross proceeds of \$70,750. A total of \$16,500 was paid in finder's fees in connection with this financing.

On February 26, 2021, the Company issued 185,185 common shares valued at \$25,000 pursuant to an option agreement on the Gibson property. The share issuance was valued using the closing share price on the transaction date. See Section 3) "Mineral properties – Gibson Prospect, British Columbia" for more information.

On June 25, 2021, the Company issued 750,000 common shares valued at \$84,375 pursuant to an option agreement on the Gold Range property. The share issuance was valued using the closing share price on the transaction date. See Section 3) "Mineral properties – Gold Range property, Arizona, USA".

**Year ended September 30, 2020**

On October 29, 2019, the Company closed its non-brokered private placement, issuing 12,120,000 common shares for aggregate gross proceeds of \$606,000.

On November 13, 2019, 100,000 options exercisable at \$0.06 per share were exercised for total proceeds of \$6,000.

During February 2020, 2,900,000 warrants exercisable at \$0.08 per share, expiring June 6, 2022, were exercised for total proceeds of \$232,000 and 69,334 warrants exercisable at \$0.05 per share, expiring June 6, 2022, were exercised for total proceeds of \$3,467.

On March 3, 2020, 103,999 warrants exercisable at \$0.05 per share, expiring June 6, 2022, were exercised for total proceeds of \$5,200

On April 7, 2020, the Company closed a non-brokered private placement share issuance of 6,667,100 common shares issued at \$0.09 per share for gross aggregate proceeds of \$600,039.

On July 9, 2020, 8,250 warrants exercisable at \$0.05 per share were exercised for total proceeds of \$412.

On August 27, 2020, 150,000 options exercisable at \$0.06 per share, expiring June 26, 2020, were exercised for total proceeds of \$9,000.

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**7) Contractual Obligations**

a) The Company has entered into a lease for office space commencing August 1, 2020, terminating August 31, 2021. As at June 30, 2021, the contractual cash obligations for the following five fiscal years are as follows:

<u>Nature of obligation</u>	<u>2021</u>	<u>2022</u>	<u>2023</u>	<u>2024</u>	<u>2025</u>
	\$	\$	\$	\$	\$
Office lease	3,132	-	-	-	-

b) On April 4, 2017, the Company announced it had signed a Letter of intent to acquire a 100% interest in the Gibson property from Altius Resources Inc. ("Altius"). Gibson is 887 Ha in size and located in central British Columbia, approximately 95 kilometres northwest of Fort St. James. The purchase agreement was executed on May 12, 2017 and received Exchange approval on May 17, 2017. The Company has also assumed the obligations of an underlying option agreement with Steven Scott.

As at June 30, 2021, under the terms of the Agreement, the Company is committed to the following remaining share issuances, cash payments and minimum exploration expenditures:

The remaining commitments of the agreement are as follows:

	<b>Altius</b>	
	Share issues	Minimum Exploration Expenditures (Note 1)
		(\$)
Expenditure commitment, on or before July 31, 2021	-	500,000
Following the completion of the Expenditure Commitment	1,240,000	-
<b>Total remaining commitment</b>	<b>1,240,000</b>	<b>500,000</b>

Note 1 - As at June 30, 2021, the Company has incurred exploration expenditures of \$293,500

In addition, Altius will retain a right to purchase an underlying 1.5% Net Smelter Royalty ("NSR") and preferential rights on any future royalties or streams granted on the Property. If the Company achieves measured and indicated mineral resources in excess of 1 million gold equivalent ounces, a Milestone Payment of 1,275,000 shares will be issued to Altius. Altius will have a pro rata right to participate in future equity financings of the Company for two years.

Pursuant to the Underlying Agreement, Steven Scott is also entitled to the additional milestone bonuses of: 1) \$25,000 in cash or securities upon a Bankable Feasibility Study; and 2) \$50,000 in cash or securities upon Commercial Production.

On November 12, 2018, the Company was granted an extension to meet its minimum exploration expenditures of \$500,000 by November 12, 2018 to July 15, 2019, as lack of access during 2018, in part, prevented the Company from completing the required expenditures within the allotted time. On June 20, 2019, the Company was granted a further extension to meet its minimum exploration expenditures of \$500,000 by July 15, 2019 to July 15, 2020. On July 16, 2020, the Company was granted a further extension to meet its minimum exploration expenditures by July 15, 2020 to November 30, 2020 and was subsequently granted a further extension to July 31, 2021. All other terms of the agreement remain unchanged.

c) On June 11, 2019, the Company's wholly owned subsidiary, Canexco Inc., entered into an Option Agreement to acquire a 100% interest in the Gold Range Property, Arizona, USA from a Prospector, the



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“Optionor” Under the terms of the Agreement, the Company is committed to the following cash payments and minimum exploration expenditures:

<b>Due date</b>	<b>Option Payments</b>	<b>Minimum Exploration Expenditures</b>
	<b>US\$</b>	<b>US\$</b>
June 11, 2022	20,000	20,000
June 11, 2023	30,000	30,000
<b>Total cash payments and exploration expenditure commitment</b>	<b>50,000</b>	<b>50,000</b>
<b>Exploration expenditures to June 30, 2021</b>	-	1,293,245
<b>Total remaining commitment as of June 30, 2021</b>	<b>50,000</b>	-

The committed option payments and exploration expenditures of US\$50,000 would equate to CDN\$61,970 using the June 30, 2021 Bank of Canada exchange rate. An increase or decrease of 10% to the exchange rate would result in an increase or decrease in required option payments CDN\$6,197

d) On February 24, 2020, the Company’s wholly owned subsidiary, Canexco Inc., entered into an arm’s length Option Agreement to acquire a 100% interest in the Never Get Left Claim, Mohave County, Arizona, USA from Onyx Exploration Inc.

As at June 30, 2021 under the terms of the Agreement, the Company is committed to the following cash payments:

<b>Due date</b>	<b>Option Payments</b>
	<b>US\$</b>
February 24, 2022	15,000
February 24, 2023	20,000
February 24, 2024	30,000
<b>Total committed cash payments and minimum exploration expenditures</b>	<b>65,000</b>

The remaining committed option payments of US\$65,000 would equate to CDN\$80,561 using the June 30, 2021 Bank of Canada exchange rate. An increase or decrease of 10% to the exchange rate would result in an increase or decrease in required option payments of \$8,056.

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e) On January 12, 2021, the Company and its wholly owned subsidiary, Canexco Inc., signed a Letter of Intent (“LOI”) allowing the Company to earn into the Excelsior Mine Property (“the Property”) from a private vendor over 3 stages. Stages 1 and 2 must be completed over 2.5 years. To complete the stage 3 earn in CANEX must make another bonus payment to the Vendors equivalent to 1.5% of the gold price on recoverable gold equivalent ounces defined in the proven and probable reserve categories. CANEX has 2 years to complete the stage 3 earn in once Stage 2 is complete. Once CANEX has earned a 90% interest in the Property, the Vendors can elect to maintain their 10% ownership by contributing their 10% share to exploration and development or to give up 100% ownership to CANEX and revert to a 1.5% NSR.

As at June 30, 2021, under the terms of the Agreement, the Company is committed to the following share issuances and minimum exploration expenditures:

	<b>Option payments Common Shares</b>	<b>Minimum exploration expenditures (US\$)</b>	<b>Earn in on completion of obligation (%)</b>
Stage 1	750,000	500,000	25
Stage 2	1,000,000	2,000,000	26
Stage 3	1,000,000	2,000,000	39
Total	2,750,000	4,500,000	90
Less obligations fulfilled to June 30, 2021	(750,000)	-	-
Total remaining commitments to June 30, 2021	2,000,000	4,500,000	

The remaining committed minimum exploration expenditures of US\$4,500,000 equate to CDN\$5,577,300 using the June 30, 2021 Bank of Canada exchange rate. An increase or decrease of 10% to the exchange rate would result in an increase or decrease in required option payments of \$557,730.

**8) Exploration Expenditures**

Refer to Note 8 “Exploration and evaluation assets,” in the Unaudited Condensed Interim Consolidated Financial Statements for exploration and evaluation asset expenditures for the three- and nine-month periods ended June 30, 2021

**9) Off-Balance Sheet Transactions**

There are no off-balance sheet transactions to report.

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**10) Selected Quarterly Financial Information**

The following selected financial data has been extracted from the unaudited condensed interim consolidated financial statements for the fiscal periods indicated and should be read in conjunction with those unaudited financial statements.

Three months ended	Jun 30 2021 (Q3 2021)	Mar 31 2021 (Q2 2021)	Dec 31 2020 (Q1 2021)	Sep 30 2020 (Q4 2020)	Jun 30 2020 (Q3 2020)	Mar 31 2020 (Q2 2020)	Dec 31 2019 (Q1 2020)	Sep 30 2019 (Q4 2019)
	\$	\$	\$	\$	\$	\$	\$	\$
Loss before recovery (impairment) of exploration and evaluation assets	(87,924)	(131,615)	(135,047)	(84,258)	(102,092)	(125,505)	(157,591)	(124,785)
Recovery (impairment) of exploration and evaluation assets	-	-	-	4,450	-	(22,297)	-	(11,563)
Loss before other items	(87,924)	(131,615)	(135,047)	(79,808)	(102,092)	(147,802)	(157,591)	(136,348)
Dividend income	-	-	-	98,575	-	-	-	-
Interest and other income	(3,180)	(1,610)	(1,705)	(1,537)	370	237	78	39
Gain (loss) on short-term investments	(56,335)	84,503	330,878	128,998	200,351	(114,130)	(23,689)	115,882
Comprehensive profit (loss)	(147,439)	(48,722)	194,126	146,228	98,629	(261,695)	(181,202)	(20,427)
Basic and diluted earnings (loss) per share	0.00	0.00	0.00	0.00	0.00	(0.01)	0.00	0.00

Generally, the most significant influences on the variability of profit or loss are the amount of stock-based compensation, the amount of exploration and evaluation asset impairments or recoveries, the timing of the AGM in the respective periods in which it is held and gains or losses on short-term investments. Increases in activity in the junior mining sector in recent periods have also resulted in increased expenditures.

The Company's improved working capital position in recent periods has allowed the Company to expand its operations into fiscal 2020 and 2021 which is reflected above including increased expenditures administrative consulting fees, office expenditures and travel and promotional activities included in travel and promotion as described in Section 4) "Operating results, General and administrative expenses". Q1 2020 loss before impairment of exploration and evaluation also includes stock option compensation of \$37,417 for the issuance of 710,000 options granted to consultants. Q4 2019 includes \$59,216 for stock options granted for the issuance of 1,200,000 options granted to directors, officers and consultants during that quarter. Additionally, the most recent AGM was held in Q1 2021 and prior to that, Q4 2019.

The timing of the impairments and gains on sale of the Company's Exploration and evaluation assets cannot be predicted in advance and will vary from one reporting period to the next. As a result, there may be dramatic changes in the financial results and balance sheet position reported by the Company on a period by period basis. Q4 2020 recovery is related to the British Columbia Mining Exploration Tax credit applied for at September 30, 2020 on account of the Echo property, British Columbia which was fully impaired during Q2 2020. Q4 2019 impairment relates to the Fulton, Red and Beal properties which were fully impaired in that period. Refer to Section 3) "Mineral properties – Echo, Fulton, Red and Beal properties, British Columbia.

Losses in interest and other income in Q4 2020 and each quarter during fiscal 2021, reflect foreign exchange losses on a US dollar denominated bank account held by the Company to conduct its business in the United States.

The Company received common shares in four separate publicly traded Companies as partial consideration for the sale of mineral property interests in past years. Comprehensive Profit or Loss will fluctuate as the carrying value of these investments is adjusted to fair value at the respective period ends.

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**Directors and Officers**

Shane Ebert	<i>Director and President</i>	Gregory Hanks	<i>Director</i>
Jean Pierre Jutras	<i>Director and Vice-President</i>	Chantelle Collins	<i>Chief Financial Officer</i>
Barbara O'Neill	<i>Corporate Secretary</i>	Lesley Hayes	<i>Director</i>

**11) Related Party balances and transactions and key management remuneration**

Transactions for Q3 2021 are disclosed and explained in Note 17 to the Unaudited Condensed Interim Unaudited Consolidated Financial Statements for the three- and nine-month periods ended June 30, 2021 which accompanies this MD&A.

**12) Share capital and equity reserves**

Refer to Note 12 to the financial statements and the Condensed Interim Statement of Changes in Equity for common share capital, stock option and warrant transactions during the nine months ended June 30, 2021 and balances as at that date. During the subsequent period from July 1, 2021 to July 29, 2021, the date of this report, there were no further shares issued, and none were cancelled and returned to treasury.

On July 27, 2021, the Company granted 1,575,000 stock options to directors, officers, and consultants of the Company, exercisable at \$0.15 per share, expiring July 27, 2024. There were no further changes to stock options during the subsequent period from July 1, 2021 to July 29, 2021, the date of this report.

**13) Financial instruments**

The carrying value of financial assets and liabilities measured at amortized cost approximates fair value due to the short-term nature of the instruments. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest or credit risks arising from these financial instruments.

The Company undertakes transactions denominated in US currency through its exploration in the US; consequently, it is exposed to exchange rate fluctuations. The Company will acquire US funds from time to time to settle US dollar denominated liabilities. The Company had US\$312,139 (CDN\$386,865) in a US denominated bank account at June 30, 2021 (September 30, 2020 – US\$76,844, (CDN\$102,502)). The effect of a foreign currency increase or decrease of 10% on this cash holding would result in an increase or decrease of CDN\$38,687 (September 30, 2020 – CDN\$10,250). Additionally, at June 30, 2021, accounts payable and accrued liabilities include liabilities of US\$11,065 (CDN\$13,714) (September 30, 2020 – US\$26,890 (CDN\$35,869)), that must be settled in US\$. The effect of a foreign currency increase or decrease of 10% on this liability would result in an increase or decrease of CDN\$1,371 (September 30, 2020 – CDN\$3,587) to the amount payable.

**14) Financial risk management**

**a) Credit risk**

Credit risk is the risk of financial loss to the Company if counterparties to a financial instrument fail to meet their contractual obligations. The Company's financial instruments that could be subject to credit risk consist of receivables and government grant receivables. The Company has had a history of prompt receipt of their receivables and considers credit risk to be low on these instruments as at June 30, 2021 and September 30, 2020.

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**b) Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they are due. The Company's approach to managing liquidity risk is the utilization of budgets, to attempt to maintain sufficient liquidity in order to meet operational and exploration requirements as well as property acquisition commitments. The Company raises capital through equity issues and its ability to do so is dependent on several factors including market acceptance, stock price and exploration results. The continuing operations of the Company are dependent upon its ability to obtain adequate financing or to commence profitable operations in the future. The Company feels that it has sufficient working capital to finance general and administration and other operating expenses for 12 months assuming similar activity levels to the previous twelve-month period. However, increases in activity levels, new property acquisitions and increased levels of exploration on its mineral properties will require additional financing. There can be no assurance that the Company will be successful in obtaining financing. Refer to Note 1 "Nature and continuance of operations" in the Unaudited Condensed Interim Consolidated Financial Statements dated June 30, 2021.

The Company's significant remaining contractual maturities for financial liabilities at June 30, 2021 and September 30, 2020 are as follows:

- Accounts payable and accrued liabilities are due within one year.

**c) Market risk**

The Company's equity investments are subject to market price risk. The investments in common shares are recorded at fair value at the respective period ends with the resultant gains or losses recorded in earnings. The price value of these investments can vary from period to period. During the nine-month period ended June 30, 2021, the market price fluctuation resulted in a net gain of \$307,335 (year ended September 30, 2020 – net gain of \$164,065) on short-term investments. In 2021, a 10% change in fair value of the Company's marketable investments would result in a charge to income of \$78,869 (September 30, 2020 - \$55,127). The Company does not intend to hold these investments for more than one year.

The Company has not yet developed producing mineral interests; it is not exposed to commodity price risk associated with developed properties at this time.

**d) Interest rate risk**

The Company has no debt facilities and has minimal amounts of interest income; it is not exposed to significant interest rate risk at this time. All market risk is associated with the Company's investments in common shares, which are recorded at fair value at the respective period ends with the resultant gains or losses recorded in earnings.

**e) Foreign exchange risk**

The Company undertakes transactions denominated in US currency through its exploration in the US; consequently, it is exposed to exchange rate fluctuations. The Company has disclosed US\$ commitments pertaining to three option agreements in Note 8 – "Exploration and evaluation assets" to the Unaudited Condensed Consolidated Interim Financial Statements at June 30, 2021 and Section 7) c), d) and e) "Contractual obligations".

**15) Outlook**

The Company's primary objective is to discover mineral resources in economic quantities capable of supporting an operating mine. Should the Company discover such a promising property, it would likely attempt to ally with a more senior mining company that might option-in on the property or purchase the property outright, as the Company does not have expertise in operating a mine.

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- On October 15, 2020, warrants were exercised for gross proceeds of \$230,000 adding to the Company's working capital position during fiscal 2021. Further, on January 11, 2021 the Company closed its non-brokered private placement issuing 17,000,000 common shares for aggregate gross proceeds of \$1,700,000. Refer to Section 6) "Financing". The proceeds have provided working capital for the Company's operations as well as fund continuing exploration of the Gold Range Property in Arizona.
- During fiscal 2019, 2020 and 2021, the Company acquired by option and staking, the Gold Range Property in Arizona, USA, through its 100% owned subsidiary, Canexco Inc. Refer to Section 3) "Mineral properties, Gold Range Property, Arizona" for more information. To date exploration programs have included excavator trenching, surface rock and soil sampling, geologic mapping, a property wide airborne magnetic survey, further detailed mapping and soil sampling program and an initial drill program to identify priority targets for further evaluation. The results of these exploration programs have been positive. During Q1 2021, the Company continued to evaluate the results of its summer 2020 exploration program and has staked an additional 47 claims. As a result of successful financing efforts, the Company was well funded to continue its planned exploration program which included a second drill program that commenced January 28, 2021 and concluded March 1, 2021, the results of which were received, compiled and evaluated between April 15, 2021 and July 6, 2021.

The next steps forward, will include select targets in the central and northern part of the property that remain untested, and additional work focused on the Eldorado to Excelsior area including a third drill program, the details of which are currently being finalized. In addition, the Company is currently conducting a field program including additional geologic mapping, collecting soil samples and construction of drill pads in preparation for the next drilling program.

During Q3 2021, the Company entered an Option agreement to acquire a 90% interest in the Excelsior Mine property which falls within the Gold Range area. The terms of the agreement are outlined in Section 3) "Mineral properties – Gold Range property, Arizona, USA" and Section 7) "Contractual obligations – e) "Excelsior Mine property".

- With respect to the Gibson Prospect, CANEX Metals has submitted a new exploration permit application to allow for additional drilling, trenching and geophysical surveys. On June 20, 2019, the Company was granted an extension to meet its minimum exploration expenditures of \$500,000 by July 15, 2019 to July 15, 2020 as lack of access to capital has prevented the Company from completing the required expenditures by the allotted time. On July 16, 2020 the Company was granted a further extension to November 30, 2020 and was subsequently granted a further extension to July 31, 2021 (refer to Section 3) "Mineral properties, Gibson Prospect, British Columbia" and Section 7) Contractual Obligations of this document). Throughout fiscal 2019, 2020 and 2021, the Company has continued to meet its contractual obligations except as noted above.
- The Company is continuing its efforts to raise capital in this challenging market place, so that it can further pursue exploration activities with respect to its existing mineral properties, including meeting its expenditure commitments with respect to the Gibson Prospect, in British Columbia.

The Company continues to actively search for new early stage exploration opportunities and avenues for growth in stable jurisdictions within North America. The Company has not entered into any business combination, acquisition or similar agreements except as noted above.

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**16) Risks**

The business and operations of the Company are subject to numerous risks, many of which are beyond the Company's control. The Company considers the risks set out below to be some of the most significant to potential investors in the Company, but not all of the risks associated with an investment in securities of the Company. If any of these risks materialize into actual events or circumstances or other possible additional risks and uncertainties of which the Company is currently unaware or which it considers to be material in relation to the Company's business actually occur, the Company's assets, liabilities, financial condition, results of operation (including future results of operations), business and business prospects, are likely to be materially and adversely affected. In such circumstances, the price of the Company's securities could decline and investors may lose all or part of their investment.

The Company is a natural resource company engaged in the acquisition, exploration and development of mineral properties. Given the nature of the mining business, the limited extent of the Company's assets and the present stage of exploration, the following risk factors, among others, should be considered:

- **Exploration, development and operating risks**  
The Company is in the process of exploring its properties and has not yet determined whether its properties contain economically recoverable reserves and, therefore, does not generate any revenues from production. The recovery of expenditures on mineral properties and the related deferred exploration expenditures are dependent on the existence of economically recoverable mineralization, the ability of the Company to obtain financing necessary to complete the exploration and development of its properties, and upon future profitable production, or alternatively, on the sufficiency of proceeds from disposition. Mineral exploration is highly speculative in nature, involves many risks and frequently is non-productive. There is no assurance that exploration efforts will be successful.
- **Substantial capital requirements and liquidity**  
Substantial additional funds for the establishment of the Company's current and planned mining operations will be required. No assurances can be given that the Company will be able to raise the additional funding that may be required for such activities, should such funding not be fully generated from operations. Mineral prices, environmental rehabilitation or restitution, revenues, taxes, transportation costs, capital expenditures and operating expenses and geological results are all factors which will have an impact on the amount of additional capital that may be required. To meet such funding requirements, the Company may be required to undertake additional equity financing, which would be dilutive to shareholders. Debt financing if available, may also involve restrictions on financing and operating activities. There is no assurance that additional financing will be available on terms acceptable to the Company or at all. If the Company is unable to obtain additional financing as needed, it may be required to reduce the scope of its operation and pursue only those projects that can be funded through cash flows generated from its existing operations, if any.
- **Fluctuating mineral prices**  
The economics of mineral exploration are affected by many factors beyond the Company's control, including commodity prices, the cost of operations, variations in the grade of minerals explored and fluctuations in the market price of minerals. Depending on the price of minerals, the Company may determine that it is impractical to continue a mineral exploration operation. Mineral prices are prone to fluctuations and the marketability of minerals is affected by government regulation relating to price, royalties, allowable production and the importing and exporting of minerals, the effect of which cannot be accurately predicted. There is no assurance that a profitable market will exist for the sale of any minerals found on the Company's properties.
- **Regulatory, permit and license requirements**  
The current or future operations of the Company require permits from various governmental authorities, and such operations are and will be governed by laws and regulations concerning

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exploration, development, production, taxes, labour standards, occupational health, waste disposal, toxic substances, land use, environmental protection, site safety and other matters. Companies engaged in the exploration and development of mineral properties generally experience increased costs and delays in development and other schedules as a result of the need to comply with applicable laws, regulations and permits. There can be no assurance that all permits which the Company may require for facilities and the conduct of exploration and development operations on the Properties will be obtainable on a reasonable terms, or that such laws and regulation will not have an adverse effect on any exploration or development project which the Company might undertake.

Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed and may include corrective measures requiring capital expenditures, installation of additional equipment or remedial actions. Parties engaged in exploration and development operations may be required to compensate those suffering loss or damage by reason of the exploration and development activities and may have civil or criminal fines or penalties imposed upon them for violation of applicable laws or regulations. Amendments to current laws, regulations and permits governing operations and activities of mineral companies, or more stringent implementation thereof, could have a material adverse impact on the Company and cause increases in capital expenditures or exploration and development costs, or require abandonment or delays in the development of new or existing properties.

- **Financing risks and dilution to shareholders**

The Company has limited financial resources, no operations and no revenues. If the Company's exploration program on its properties is successful, additional funds will be required for the purposes of further exploration and development. There can be no assurance that the Company will be able to obtain adequate financing in the future or that such financing will be available on favourable terms or at all. It is likely such additional capital will be raised through the issuance of additional equity which will result in dilution to the Company's shareholders.

- **Title to properties**

Acquisition of title to mineral properties is a very detailed and time-consuming process. Title to, and the area of, mineral properties may be disputed. The Company cannot give an assurance that title to its properties will not be challenged or impugned. Mineral properties sometimes contain claims or transfer histories that examiners cannot verify. A successful claim that the Optionors or the Company, as the case may be does not have title to its properties could cause the Company to lose any rights to explore, develop and mine any minerals on its properties without compensation for its prior expenditures relating to its properties.

- **Competition**

The mineral exploration and development industry is highly competitive. The Company will have to compete with other mining companies, many of which have greater financial, technical and other resources than the Company, for, among other things, the acquisition of mineral claims, leases and other mineral interest as well as for the recruitment and retention of qualified employees and other personnel. Failure to compete successfully against other mining companies could have a material adverse effect on the Company and its prospects.

- **Reliance on management and dependence on key personnel**

The success of the Company will be largely dependent upon the performance of its directors and officers and the ability to attract and retain key personnel. The loss of the services of these persons may have a material adverse effect on the Company's business and prospects. The Company will compete with numerous other companies for the recruitment and retention of qualified employees and contractors. There is no assurance that the Company can maintain the service of its directors and



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officers or other qualified personnel required to operate its business. Failure to do so could have a material adverse effect on the Company and its prospects.

- **Environmental risks**

The Company's exploration and appraisal programs will, in general, be subject to approval by regulatory bodies. Additionally, all phases of the mining business present environmental risks and hazards and are subject to environmental regulation pursuant to a variety of international conventions and provincial and municipal laws and regulations. Environmental legislation provides for, among other things, restrictions and prohibitions on spills, releases or emissions of various substances produced in association with mining operations. The legislation also requires that drill sites and facility sites be operated, maintained, abandoned and reclaimed to the satisfaction of applicable regulatory authorities. Compliance with such legislation can require significant expenditures and a breach may result in the imposition of fines and penalties, some of which may be material. Environmental legislation is evolving in a manner expected to result in stricter standards and enforcement, larger fines and liability and potentially increase capital expenditures and operating costs.

- **Conflicts of interest**

Certain of the Directors and Officers of the Company are engaged in, and will continue to engage in, other business activities on their own behalf and on behalf of other companies and, as a result of these and other activities, such Directors and Officers of the Company may become subject to conflicts of interest. Canadian corporate laws provide that in the event that a Director has an interest in a contract or proposed contract or agreement, the director shall disclose his interest in such contract or agreement and shall refrain from voting on any matter in respect of such contract or agreement unless otherwise provided under those laws. To the extent that conflicts of interest arise, such conflicts will be resolved in accordance with the provisions of the applicable Canadian corporate laws.

- **Uninsurable risks**

Exploration, development and production operations on mineral properties involve numerous risks, including unexpected or unusual geological operating conditions, rock bursts, cave-ins, fires, floods, earthquakes and other environmental occurrences, any of which could result in damage to, or destruction of mines and other producing facilities, damage to life or property, environmental damage and possible legal liability. Although precautions to minimize risk will be taken, operations are subject hazards that may result in environmental pollution and consequent liability that could have a material adverse impact on the business, operations and financial performance of the Company. It is not always possible to obtain insurance against all such risks and the Company may decide not to insure against certain risks as a result of high premiums or other reasons. Should such liabilities arise, they could have an adverse impact on the Company's results of operations and financial condition and could cause a decline in the value of the Company's shares.

- **Litigation**

The Company and/or its directors may be subject to a variety of civil or other legal proceedings, with or without merit.

## **17) Critical Accounting Estimates**

The most significant accounting estimate for the Company relates to the carrying value of its exploration and evaluation assets. Exploration and evaluation assets consist of the capitalized costs of exploration and mining concessions. Acquisition and leasehold costs and exploration costs are capitalized and deferred until such time as the property is put into production or the properties are disposed of either through sale or abandonments. The estimated values of exploration and evaluation assets are evaluated by management on a regular basis to determine whether facts and circumstances suggest that the carrying amount of the asset may exceed its recoverable amount. Reference is made to project economics, including the timing of the exploration and/or development work, the work programs and exploration results experienced by the

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Company and others, financing, the extent to which optionees have committed, or are expected to commit to, exploration on the property and the imminent expiry of the right to explore, among other factors. When it becomes apparent that the carrying value of a specific property will not be realized, an impairment provision is made for the estimated decline in value.

The Company's estimate for decommissioning obligations is based on existing laws, contracts and other policies. The value of the obligation is based on estimated future costs for abandonments and reclamations which require that certain assumptions be made. By their nature, these estimates are subject to measurement uncertainty.

Another significant accounting estimate relates to valuing stock-based compensation and warrants. The Company uses the Black-Scholes Option Pricing Model. Option pricing models require the input of highly subjective assumptions including the expected price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate, and therefore the existing models do not necessarily provide a reliable single measure of the fair value of the Company's stock options granted and vested, or warrants issued, during the year.

The Company estimates the fair value of its short-term equity investments at each period end as they are carried at fair value in the Balance Sheet. The Company uses the closing price of the common shares on the period-end date and uses the Black-Scholes Option Pricing Model discussed above to estimate the value of its investment in warrants. The price at which these instruments can ultimately be sold will vary from these estimates due to the timing of their sale, the volume of trading in the securities at any given time and changes in the market over time, among other factors.

**18) New Accounting Policies**

The Company did not adopt any new accounting policies during the nine-month period ended June 30, 2021.

**19) Novel coronavirus pandemic**

In early January 2020, a human infection originating in China was traced to a novel strain of coronavirus. The virus has since spread to other parts of the world including North America and Europe, causing unprecedented disruptions in the global economy as efforts to contain the spread of the virus has intensified. On March 11, 2020, the World Health Organization declared this outbreak of coronavirus ("COVID-19") as a pandemic as it continues to spread throughout North America. The March 2020 exploration program on the Gold Range Property, Arizona, was ended prior to completion to comply with health and travel advisories related to COVID-19. Commencing July 1, 2020, the Company continued its planned exploration programs for the remainder of 2020 and into 2021, (refer to Note 8 – "Exploration and evaluation assets" to the Unaudited Condensed Interim Consolidated Financial Statements for the three- and nine-month periods ended June 30, 2021), as previously imposed travel restrictions as a result of COVID-19 were lifted and the Company determined that work could safely resume in the targeted areas. At this time, the full extent and duration of the impact of COVID-19 on the Company's operations and financial performance is currently unknown, and depends on future developments that are uncertain and unpredictable, including the duration and spread of the pandemic, its impact on capital and financial markets on a macro-scale and any new information that may emerge concerning the severity of the virus, its spread to other regions and the actions to contain the virus or treat it impact, among others.

**20) Subsequent events**

The Company plans to commence a third drill program at Gold range in August 2021 with an approved budget of US\$525,000 (CDN\$660,000). The program will consist of around 50 drill holes and in excess of 3000 metres of drilling. The third phase of drilling will initially focus on expanding high grade near

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surface mineralization identified at the Excelsior Zone, which was tested in early 2021 and returned 1.6 g/t gold over 35.1 metres including 2.2 g/t gold over 24.4 metres (previously released see June 14, 2021 news release). The drill program will also look to expand mineralization at Eldorado and Malco, and test additional targets in the central and northern part of the project area.

**21) Other**

Additional information relating to the Company may be found on SEDAR at [www.sedar.com](http://www.sedar.com).