Wildsky Resources

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the Six Months ended May 31, 2022

(Unaudited)

Notice of No Auditor Review

In accordance with National Instrument 51-102, Part 4, subsection 4.3(3)(a), the Company discloses that the unaudited condensed consolidated interim financial statements, and accompanying notes thereto, for the six months ended May 31, 2022 have been prepared by and are the responsibility of the Company's management. They have been reviewed and approved by the Company's Audit Committee and the Board of Directors.

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

WILDSKY RESOURCES INC.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)
AS AT

	Notes	May 31, 2022	November 30, 2021
ASSETS			
Current			
Cash		$ 999,138	$ 1,367,438
Receivables		6,056	3,784
Investments	5	5,918,210	8,331,200
Prepaid expenses		22,192	4,375
Total current assets		6,945,596	9,706,797
Property, plant and equipment	3	27,462	38,355
Exploration advance		44,619	-
Exploration and evaluation assets	4	292,398	161,141
Total assets		$ 7,310,075	$ 9,906,293
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current			
Accounts payable and accrued liabilities		$ 4,865	$ 118,662
Due to related parties	9	46,733	163,185
Convertible debentures	7	-	201,208
Total current liabilities		51,598	483,055
Shareholders' equity			
Share capital	8	54,328,351	54,104,351
Share-based payments reserve		10,324,173	10,163,462
Equity components of convertible debentures	7	-	24,000
Deficit		(57,394,047)	(54,868,575)
Total shareholders' equity		7,258,477	9,423,238
Total liabilities and shareholders' equity		$ 7,310,075	$ 9,906,293

Nature of operations and going concern (Note 1)

On behalf of the Board:

"Wilson Jin" Director *"John Anderson"* Director

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

WILDSKY RESOURCES INC.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	Three Months Ended May 31, 2022	Three Months Ended May 31, 2021	Six Months Ended May 31, 2022	Six Months Ended May 31, 2021
EXPENSES				
Accretion of interest (Note 7)	$ 7,409	$ 14,966	$ 18,792	$ 46,998
Amortization (Note 3)	5,448	3,672	10,893	6,508
Director fees (Note 9)	3,000	4,000	6,000	8,000
Filing and transfer agent	5,295	4,155	6,302	12,262
Management fees (Note 9)	66,000	48,000	120,000	94,000
Professional fees	11,623	12,345	13,703	23,353
Project investigation	25,000	4,586	224,358	4,586
Rent and office expenses	12,558	5,345	18,091	10,033
Salary and benefits	-	16,150	5,301	26,916
Share-based compensation (Notes 8 and 9)	-	-	160,711	-
Shareholder relations	513	3,775	962	6,604
Travel	113	-	3,771	-
Total expenses	(136,959)	(116,994)	(588,884)	(239,260)
Fair value adjustment on investments (Note 5)	(5,727,300)	-	(2,107,277)	-
Interest income	586	-	1,128	-
Gain on disposal of investment (Note 5)	-	-	169,561	-
Share of loss on equity investment (Note 6)	-	(138,077)	-	(279,188)
	(5,726,714)	(138,077)	(1,936,588)	(279,188)
Loss and comprehensive loss for the period	(5,863,673)	(255,071)	(2,525,472)	(518,448)
Basic loss per common share	$ (0.22)	$ (0.01)	$ (0.10)	$ (0.03)
Weighted average number of common shares outstanding - Basic	26,607,639	23,157,204	26,188,384	15,615,637
Diluted loss per common share	$ (0.22)	$ (0.01)	$ (0.10)	$ (0.03)
Weighted average number of common shares outstanding - diluted	26,607,639	23,157,204	26,188,384	15,615,637

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

WILDSKY RESOURCES INC.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	Six Months Ended May 31, 2022	Six Months Ended May 31, 2021
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the period	$ (2,525,472)	$ (518,448)
Items not affecting cash:		
Accretion of interest	18,792	46,998
Amortization	10,893	6,508
Fair value adjustment on investments	2,107,277	-
Gain on disposal of investment	(169,560)	-
Share-based compensation	160,711	-
Share of loss on equity investment	-	279,188
Changes in non-cash working capital items:		
Other receivables and prepaids	(20,088)	5,836
Accounts payable and accrued liabilities	(113,798)	(15,163)
Due to related parties	(116,452)	(7,007)
Net cash used in operating activities	(647,697)	(202,088)
CASH FLOWS FROM FINANCING ACTIVITIES		
Share issuance costs	-	(6,450)
Repayment of loan principal	-	(10,000)
Payment of loan interest	(20,000)	(50,200)
Net cash used in financing activities	(20,000)	(66,650)
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from disposal of investment	475,274	-
Restricted cash	-	800,000
Exploration advance	(44,619)	-
Purchase of equipment	-	(33,170)
Exploration and evaluation assets	(131,258)	(146,020)
Net cash provided by investing activities	299,397	620,810
Change in cash during the period	(368,300)	352,072
Cash, beginning of period	1,367,438	35,323
Cash, end of period	$ 999,138	$ 387,395

Supplemental disclosures with respect to cash flows (Note 13)

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

WILDSKY RESOURCES INC.
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(Expressed in Canadian dollars)

	Share Capital						
	Number	Amount	Share subscription received in advance	Share-Based Payments Reserve	Equity component of convertible debentures	Deficit	Total
Balance, November 30, 2020	14,839,813	$ 52,983,761	$ 800,000	$ 10,072,391	$ 94,727	$ (55,724,776)	$ 8,226,103
Shares issued for cash	8,000,000	800,000	(800,000)	-	-	-	-
Share issuance costs	-	(6,450)	-	-	-	-	(6,450)
Equity component of convertible debentures	-	-	-	-	(35,687)	59,687	24,000
Conversion of convertible debenture	2,920,000	327,040	-	-	(35,040)	-	292,000
Net loss for the period	-	-	-	-	-	(518,448)	(518,448)
Balance, May 31, 2021	25,759,813	54,104,351	-	10,072,391	24,000	(56,183,537)	8,017,205
Share-based compensation	-	-	-	91,071	-	-	91,071
Net income for the period	-	-	-	-	-	1,314,962	1,314,962
Balance, November 30, 2021	25,759,813	54,104,351	-	10,163,462	24,000	(54,868,575)	9,423,238
Conversion of convertible debenture	2,000,000	224,000	-	-	(24,000)	-	200,000
Share-based compensation	-	-	-	160,711	-	-	160,711
Net income for the period	-	-	-	-	-	(2,525,472)	(2,525,472)
Balance, May 31, 2022	27,759,813	$ 54,328,351	$ -	$ 10,324,173	$ -	$ (57,394,047)	$ 7,258,477

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

(Expressed in Canadian dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN

Wildsky Resources Inc. ("Wildsky" or the "Company") was incorporated in January 2006 under the laws of British Columbia, Canada. The Company's registered office is Suite 410 – 938 Howe Street, Vancouver, British Columbia, Canada. Wildsky is listed on the TSX Venture Exchange under the trading symbol "WSK". The Company and its subsidiary are in the business of acquisition, exploration and development of mineral properties.

These consolidated financial statements have been prepared on a going concern basis which assumes that the Company will be able to continue its operations for the foreseeable future and meet its obligations and commitments in the normal course of business. As the Company is in the exploration stage, no revenue has been generated to date. At May 31, 2022, the Company had cash of $999,138 (November 30, 2021 - $1,367,438), a working capital of $6,893,998 (November 30, 2021 –$9,223,742) and a deficit of $57,394,047 (November 30, 2021 - $54,868,575). Management has assessed that this working capital is sufficient for the Company to continue as a going concern beyond one year. If the going concern assumption were not appropriate for these financial statements, it could be necessary to restate the Company's assets and liabilities on a liquidation basis.

These consolidated financial statements do not reflect the adjustments to the carrying values of the assets and liabilities, the reported expenses and the statements of financial position classifications that would be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. SIGNIFICANT ACCOUNTING POLICIES

Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and comply with IAS 34 Interim Financial Reporting. These financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended November 30, 2021.

These financial statements were approved and authorized for issue by the Board of Directors on July 7, 2022.

Basis of presentation

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

Basis of consolidation

These consolidated financial statements include the balances and results of the Company and those entities over which the Company exercises control:

			Direct or Indirect Ownership	
Subsidiary	**Jurisdiction**	**Nature of business**	**May 31, 2022**	**November 30, 2021**
1248120 BC Ltd.	BC, Canada	Inactive	100%	100%
1187935 BC Ltd.	BC, Canada	Holding Company	100%	100%
Zijin Midas (Nigeria) Limited	The Federal Republic of Nigeria	Holding Company	100%	100%

2. SIGNIFICANT ACCOUNTING POLICIES *(cont'd…)*

Basis of consolidation *(cont'd…)*

The Company consolidates these subsidiaries on the basis that it controls these subsidiaries. Control is defined as the exposure, or rights, to variable returns from involvement with an investee and the ability to affect those returns through power over the investee. All intercompany transactions and balances have been eliminated on consolidation.

Management judgments and estimates

The preparation of these consolidated financial statements in accordance with IFRS requires management use of estimates, assumptions and judgment that impact the Company's reported financial results. These estimates are based on past experiences and expectations of future events. Uncertainty on these judgments could result in material differences of the carrying amounts in the Company's financial position.

The key judgments and estimates that affect the consolidated financial statements are:

Impairment of exploration and evaluation assets (E&E assets)

The Company carries out an impairment assessment on its E&E assets when circumstances indicate their carrying values may exceed their recoverable amounts. The process of determining the impairment involves significant judgment and estimation on the recoverability of the E&E assets as it relies on both an interpretation of geological and technical data as well as market conditions including commodity prices, investor sentiment and global financing. As new information comes up, the recoverable amounts of the assets and the impairment loss may differ from these judgments and estimates.

Impairment of property, plant and equipment

The Company carries out an impairment assessment on its property, plant and equipment when circumstances indicate their carrying values may exceed their recoverable amounts. The process of determining the impairment involves significant judgment and estimation on the recoverability of the carrying value of the property, plant and equipment, which is impacted by factors such as the condition of and demand for such assets. Therefore, actual recoverable amounts of the assets and the impairment loss may differ from these judgments and estimates.

New, amended and future accounting pronouncements

Accounting standards and amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

(Expressed in Canadian dollars)

3. PROPERTY, PLANT AND EQUIPMENT

	Computers	Geological equipment	Total
Cost			
Balance, November 30, 2020	$ 3,072	$ 30,961	$ 34,033
Additions	3,393	31,000	34,393
Balance, November 30, 2021	6,465	61,961	68,426
Additions	-	-	-
Balance, May 31, 2022	$ 6,465	$ 61,961	$ 68,426
Accumulated amortization			
Balance, November 30, 2020	$ 2,645	$ 10,321	$ 12,966
Additions	757	16,348	17,105
Balance, November 30, 2021	3,402	26,669	30,071
Additions	566	10,327	10,893
Balance, May 31, 2022	$ 3,968	$ 36,996	$ 40,964
At November 30, 2021	$ 3,063	$ 35,292	$ 38,355
At May 31, 2022	$ 2,497	$ 24,965	$ 27,462

4. EXPLORATION AND EVALUATION ASSETS

	Nasarawa Property (Nigeria)	***Tsorena Property (Ethiopia)***	***Total***
Balance, November 30, 2020	-	-	-
Acquisition costs	122,496	66,475	188,971
License maintenance	23,824	-	23,824
Write-off of exploration and evaluation assets	(51,354)	-	(51,354)
Balance, November 30, 2021	94,666	66,475	161,141
Data	16,057	-	16,057
Field	46,783	-	46,783
Permit application	27,866	-	27,866
Project manager	35,840	-	35,840
Travel	4,711	-	4,711
Balance, May 31, 2022	$ 225,923	$ 66,475	$ 292,398

4. EXPLORATION AND EVALUATION ASSETS *(cont'd…)*

Nasarawa Property (the Federal Republic of Nigeria)

In December 2020, the Company received approval from the TSX-V for its acquisition of 1187935 BC Limited ("1187935 BC"). 1187935 BC legally and beneficially owns 9,900,000 ordinary shares (out of 10,000,000 ordinary shares issued and outstanding, the "Shares") of Zijin Midas Nigeria Limited ("ZMNL"), a private company incorporated in the Federal Republic of Nigeria. The remaining 100,000 shares of ZMNL are held by an individual in trust for the Company.

Pursuant to a Share Purchase Agreement (the Agreement) with 1187395 BC dated December 5, 2019, the Company paid cash consideration of US$96,000 ($122,496). On December 15, 2020, the Company obtained a 100% interest in 1187935 BC.

The purchase of 1187395 BC and its subsidiary, ZMNL, are considered an acquisition of exploration and evaluation assets as 1187935 BC and ZMNL had no other assets other than the ten Exploration Licenses (the "EL's") in Nigeria held by ZMNL, three of the EL's pertain to niobium-tantalum ("Nb-Ta") exploration (each being a "Nb-Ta EL"), and the remaining seven EL's are for gold and lead-zinc exploration (each being a "Au-Pb EL"). As a result, the total consideration paid (US$96,000 ($122,496)) was allocated to the Nasarawa Property acquisition costs.

During the year ended November 30, 2021, the Company decided not to renew the seven Au-Pb ELs when it came due in October 2021. As a result, the Company wrote off $51,354 of acquisition costs and license maintenance fees related to the seven Au-Pb ELs.

Tsorena Property (the Federal Democratic Republic of Ethiopia)

On July 8, 2021, the Company was issued Exploration License #00570, which convers an area about 395.64 km², located in Tigray National Regional State, Central Zone, Enticho Woreda, Ethiopia. The Tsorena Property focuses on gold and base metal exploration.

The Company paid $66,475 (US$52,905) for license application, data and document purchase.

(Expressed in Canadian dollars)

5. INVESTMENTS ACCOUNTED UNDER FVTPL

Pursuant to the Cassiar Project Option Agreement, during fiscal years 2019 and 2020, the Company received a total of 11,640,000 common shares (the "Payment Shares") (valued at $5,790,900) in the capital of Cassiar Gold Corp ("GLDC").

On October 2, 2020, upon receiving the last tranche of GLDC Payment Shares, the Company held 11,640,000 common shares of GLDC, representing 25.98% of the total issued and outstanding shares of GLDC. Before October 2, 2020, the Company held less than a 20% interest in GLDC. The investment in GLDC was measured as financial assets at fair value through profit or loss.

In November 2021, the Company sold 1,480,000 of its GLDC shares for gross proceeds of $1,179,891 (with cost of $736,300); as a result, the Company's shareholding in GLDC reduced to 16.88% as of November 30, 2021. The disposal of GLDC shares caused the loss of significant influence and therefore the discontinuation of the equity method for the investment. As at November 30, 2021, the Company transferred $7,586,880 of book value from equity investment to financial assets at fair value through profit or loss.

During the six months ended May 31, 2022, the Company sold 614,500 of its Margaux shares for gross proceeds of $475,274 (with cost of $305,713).

As at May 31, 2022, the Company held 9,545,500 (November 30, 2021 - 10,160,000) of GLDC shares with a fair value of $5,918,210 ($0.62 per share) (November 30, 2021 - $8,331,200 ($0.82 per share)).

	Amount
Balance, as at November 30, 2020	$ -
Carrying value of equity investment transferred to investments under FVTPL	7,586,880
Fair value adjustment	744,320
Balance, as at November 30, 2021	8,331,200
Cost of investment sold	(305,713)
Fair value adjustment	(2,107,277)
Balance, as at May 31, 2022	$ 5,918,210

6. INVESTMENTS ACCOUNTED UNDER EQUITY METHOD

	Amount
Balance, as at November 30, 2020	$ 8,083,526
Gain on dilution of investment in equity investment	565,662
Cost of shares disposed	(736,300)
Share of loss on equity investment	(326,008)
Carrying amount of balance transferred to investments accounted under FVTPL	(7,586,880)
Balance, as at November 30, 2021	$ -

(Expressed in Canadian dollars)

6. INVESTMENTS ACCOUNTED UNDER EQUITY METHOD (cont'd…)

On October 2, 2020, upon receiving the last tranche of GLDC Payment Shares, the Company held 11,640,000 common shares of GLDC, representing 25.98% of the total issued and outstanding shares of GLDC. Before October 2, 2020, the Company held less than a 20% interest in GLDC. The investment in GLDC was measured as financial assets at fair value through profit or loss. Starting October 2, 2020, the investment in GLDC was accounted for using the equity method. The fair value of the 11,640,000 GLDC shares, $8,148,000, was transferred from financial assets at fair value through profit or loss to equity investment.

On August 14, 2021, GLDC closed on a non-brokered private placement of 520,971 flow-through units at a price of $0.60 per unit and 5,312,360 premium flow-through units at a price of $0.60 per unit, for total proceeds of $3,500,000. As a result of the private placement, the Company's shareholding in GLDC decreased to 19.34%. The Company recognized $417,227 of loss on dilution as a result.

During the year ended November 30, 2021, the Company recognized $326,008 of its portion of GLDC's loss.

In November 2021, the Company disposed 1,480,000 of GLDC shares and its shareholding in GLDC decreased to 16.88%. The disposal of GLDC shares caused the loss of significant influence and therefore the discontinuation of the equity method for the investment as of November 30, 2021. As at November 30, 2021, the Company transferred $7,586,880 of book value from equity investment to financial assets at fair value through profit or loss.

7. CONVERTIBLE DEBENTURES

	Six months ended May 31, 2022	Year ended November 30, 2021
Convertible debenture – beginning balance	$ 201,208	$ 509,112
Convertible debentures at renewal	-	(200,000)
Convertible debentures revalued at renewal	-	176,000
Conversion of convertible debentures	(200,000)	(292,000)
Repayment of principal	-	(10,000)
Interest accretion	18,792	68,296
Interest payment	(20,000)	(50,200)
Convertible debenture – ending balance	$ -	$ 201,208

7. CONVERTIBLE DEBENTURES (cont'd…)

Convertible Debenture May 2019

In May 2019, the Company closed a non-brokered, private placement of debentures (the "Debentures") of the Company at a price of $1,000 per Debenture for gross proceeds of $302,000. Each Debenture bears an annual simple interest rate of 10% over its term of up to twelve months (the "Term"). The Debenture holder may, at any time and from time to time up to maturity, elect to convert the outstanding Debentures into common shares in the capital of the Company at a price of $0.10 per share.

On May 20, 2020, the Debentures were renewed for a year at the same terms. The Company repaid interest of $30,200 at the renewal date.

On May 20, 2021, the principal of $292,000 was converted into 2,929,000 common shares of the Company at a conversion price of $0.10. The Company repaid the remaining principal of $10,000 and interest of $30,200. At the date of conversion, the carrying amount of liabilities $292,000 and equity components of the debts $35,040, totalling $327,040, was transferred to share capital. The Company transferred the remaining $37,440 in equity components of debts to deficit. There is no gain or loss recorded at conversion.

During the six months ended May 31, 2022, the Company recorded $Nil (2021 - $29,280) of accretion and interest on this debt.

Convertible Debenture April 2020

In April 2020, the Company closed a non-brokered, private placement of debentures (the "Debentures") of the Company at a price of $1,000 per Debenture for gross proceeds of $200,000. Each Debenture bears an annual simple interest rate of 10% over its term of up to twelve months (the "Term"). The Debenture holder may, at any time and from time to time up to maturity, elect to convert the outstanding Debentures into common shares in the capital of the Company at a price of $0.10 per share.

On April 25, 2021, the Debentures were renewed for a year at the same terms. The Company repaid interest of $20,000 at the renewal date.

For accounting purposes, the renewed Debentures are separated into their liability ($176,000) and equity components ($24,000) by first valuing the liability component. The fair value of the liability component at the time of issue was calculated as the discounted cash flows of the Debentures assuming an 25% discount rate, which was the estimated rate for a similar debenture without a conversion feature. The fair value of the equity component (conversion feature) was determined at the time of issue as the difference between the face value of the Debentures and the fair value of the liability component. The Company transferred the $22,470 in equity components of debentures to deficit. There was no gain or loss recognized at the renewal date.

On April 25, 2022, the principal of $200,000 was converted into 2,000,000 common shares of the Company at a conversion price of $0.10. The Company repaid interest of $20,000. At the date of conversion, the carrying amount of liabilities $200,000 and equity components of the debts $24,000, totalling $224,000, was transferred to share capital.

During the six months ended May 31, 2022, the Company recorded $18,792 (2021 - $17,718) of accretion and interest on this debt.

(Expressed in Canadian dollars)

8. SHARE CAPITAL

Authorized - unlimited number of common shares without par value

Share issuance

During the six months ended May 31, 2022.

1) The Company issued 2,000,000 shares pursuant to the convertible debts issued in April 2020 (Note 7) with a value of $224,000.

During the year ended November 30, 2021:

1) On December 15, 2020, the Company closed a non-brokered private placement by issuing 8,000,000 units at a price of $0.10 per unit for gross proceeds of $800,000 (received in May 2020). Each unit is comprised of one common share and ½ of one share purchase warrant (each whole warrant being a "Warrant"). Each Warrant is exercisable into a common share at a price of $0.15 per Warrant Share until December 15, 2023. The Company paid filing fee of $4,750 and legal fee of $1,700

2) The Company issued 2,920,000 shares pursuant to the convertible debts issued in May 2019 (Note 7) with a value of $327,040.

Stock options

The Company has a stock option plan whereby the Board of Directors may, from time to time, grant options to directors, officers, employees and consultants. The term of the option grants is up to ten years and vests immediately except for stock options granted to investor relations consultants whereby these options vest over 12 months. The maximum number of common shares reserved for issue shall not exceed 10% of the total number of common shares issued and outstanding as at the grant date.

On February 24, 2022, the Company granted to directors, officers and consultants 1,000,000 stock options, exercisable at $0.20 per share for a term of 5 years. These options vested on the date of grant. The fair value of the stock options granted was $160,711 ($0.16 per option).

On July 27, 2021, the Company granted to a director 500,000 stock options, exercisable at $0.20 per share for a term of 3 years. These options vested on the date of grant. The fair value of the stock options granted was $91,071 ($0.18 per option).

The fair value of the stock options granted was determined using the Black-Scholes option price modelling with the following assumptions:

Weighted average assumptions	Six months ended May 31, 2022	Year ended November 30, 2021
Risk free interest rate	1.74%	0.56%
Volatility	200.95%	212.55%
Expected life of options	5 years	3 years
Dividend rate	0%	0%

Expected stock price volatility was derived from the historical closing price of the Company's stock for a length of time equal to the expected life of the options. Companies are required to utilize an estimated forfeiture rate when calculating the expense for the reporting period. Based on the best estimate, management applied the estimated forfeiture rate of 0.00% in determining the expense recorded in the accompanying consolidated statements of loss and comprehensive loss.

(Expressed in Canadian dollars)

8. SHARE CAPITAL (*cont'd…*)

Stock options *(cont'd…)*

Stock option transactions are summarized as follows:

	Number of Options		Weighted Average Exercise Price
Balance, November 30, 2020	1,400,000	$	0.10
Granted	500,000		0.20
Expired/cancelled	(550,000)		0.10
Balance, November 30, 2021	1,350,000	$	0.14
Granted	1,000,000		0.20
Balance, May 31, 2022	2,350,000	$	0.16
Exercisable, at May 31, 2022	2,350,000	$	0.16

As at May 31, 2022, the following incentive stock options are outstanding:

Number of Options	Exercise Price	Expiry Date
850,000	$ 0.10	August 7, 2024
500,000	$ 0.20	July 26, 2024
1,000,000	$ 0.20	February 24, 2027

Warrants

On December 15, 2020, the Company closed a non-brokered private placement by issuing 8,000,000 units at a price of $0.10 per unit for gross proceeds of $800,000. Each unit is comprised of one common share and ½ of one share purchase warrant (each whole warrant being a "Warrant"). Each Warrant is exercisable into a common share at a price of $0.15 per Warrant Share till December 15, 2023.

(Expressed in Canadian dollars)

8. SHARE CAPITAL (*cont'd…*)

Warrants *(cont'd…)*

The continuity of the Company's warrants as of May 31, 2022 is as follows:

	Number of Warrants	Weighted Average Exercise Price
Balance, November 30, 2020	-	$ -
Issued	4,000,000	0.15
Balance, November 30, 2021 and May 31, 2022	4,000,000	$ 0.15

As at May 31, 2022, the following warrants are outstanding:

Number of Options	Exercise Price	Expiry Date
4,000,000	$ 0.15	December 14, 2023

9. RELATED PARTY TRANSACTIONS

The Company entered into the following transactions with related parties during the six months ended May 31, 2022:

a) The Company paid or accrued management fee of $84,000 (2021 - $58,000) to a company controlled by the CEO and President. As of May 31, 2022, $19,433 (November 30, 2021 - $96,197) payable to the company controlled by the CEO and President was included in due to related parties.

b) The Company paid or accrued management of $36,000 (2021 -$36,000) to a company controlled by the CFO. As of May 31, 2022, $6,300 (November 30, 2021 - $51,987) payable to the company controlled by the CFO was included in due to related parties.

c) The Company accrued directors' fees of $6,000 (2021 -$8,000) to two directors (2021 – two directors and one former director). As of May 31, 2022, $21,000 (November 30, 2021 - $15,000) payable to the two directors and one former director was included in due to related parties.

d) The Company granted 800,000 (2021 - Nil) stock options to directors and officers with a fair value on issuance of $128,568 (2021 - $Nil).

Accounts payable to related parties do not bear interest, are unsecured and repayable on demand.

(Expressed in Canadian dollars)

10. SEGMENTED INFORMATION

The Company primarily operates in one reportable operating segment, being the acquisition and exploration of exploration and evaluation assets located in Africa.

11. FAIR VALUE MEASUREMENT AND RISK MANAGEMENT

IFRS 13, Fair Value Measurement, establishes a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;
Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and,
Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company's accounts payable and accrued liabilities, due to related parties, and convertible debentures are measured at amortized cost. Its financial assets, cash, is measured at fair value and GST receivable, is measured at amortized cost. The Company's carrying values of these items approximate their fair value due to the relatively short periods to maturity of the instruments.

The Company's financial instruments as at May 31, 2022 are as follows:

	Level 1	Level 2	Level 3
Financial assets at FVTPL			
Cash	$ 999,138	$ -	$ -
Investments	$ 5,918,210	$ -	$ -

Liquidity risk

Liquidity risk is the risk that the Company might not be able to meet its obligations and commitments as they come due. As at May 31, 2022, the Company had cash of $999,138 (November 30, 2021 - $1,367,438) and a working capital of $6,893,998 (November 30, 2021 –$9,223,742).

Credit risk

Credit risk arises from cash held with financial institutions as well as credit exposure on outstanding receivables.

The Company's cash is held at high-credit rating financial institutions. The Company's maximum exposure to credit risk is the carrying amounts of cash and receivables on its consolidated statement of financial position.

11. FAIR VALUE MEASUREMENT AND RISK MANAGEMENT (cont'd…)

Market risk

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

i. Interest rate risk
Interest rate risk arises from changes in market rates of interest that could adversely affect the Company. The Company's convertible debentures bear interest at 10% per annum. The Company's exposure to interest rate risk is insignificant.

ii. Foreign currency risk
Foreign currency risk arises from fluctuations in foreign currencies versus the Canadian dollar that could adversely affect reported balances and transactions denominated in those currencies. The Company currently has no significant assets or liabilities and has no revenue or expenses denominated in a foreign currency, so it is not exposed to foreign currency risk.

iii. Equity price risk

Equity price risk arises from market fluctuations in equity prices that could adversely affect the Company's operations. The Company's current exposure to equity price risk is limited to declines in the values and volumes including those of its own shares, which could impede its ability to raise additional funds when required.

12. CAPITAL MANAGEMENT

The Company's capital management objective is to ensure its ability to continue as a going concern to meet its operational obligations and to maintain capital access to fund its mineral exploration activities in the Federal Republic of Nigeria.

The capital that the Company manages is the total of liabilities and equity on the consolidated statements of financial position. The Company may modify the capital structure to meet its funding needs by issuing new equity shares and/or debt instruments, disposing assets or bringing in joint venture partners. To facilitate the management of its capital, the Company prepares annual budgets approved by the Board of Directors. The budget is reviewed and updated periodically to account for changes in the expenditures and economic conditions. The Company is not subject to any externally imposed capital requirements.

13. SUPPLEMENTAL DISCLOSURES WITH RESPECT TO CASH FLOWS

During the six months ended May 31, 2022, the Company converted $200,000 of convertible loan into 2,000,000 shares.

During the six months ended May 31, 2021, the Company converted $292,000 of convertible loan into 2,920,000 shares.