

**SHANE RESOURCES LTD.**

**Condensed Interim Financial Statements**

**For the nine months ended September 30, 2020 and 2019**

**(unaudited)**

**(Expressed in Canadian Dollars)**

**NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM FINANCIAL STATEMENTS**

The accompanying unaudited condensed interim financial statements of Shane Resources Ltd. (the “Company”) have been prepared by and are the responsibility of the Company’s management. These financial statements, along with the accompanying notes, have been reviewed and approved by the members of the Company’s audit committee.

In accordance with Canadian Securities Administrators National Instruments 51-102, the Company discloses that these unaudited condensed interim financial statements have not been reviewed by the Company’s auditors.

**SHANE RESOURCES LTD.**

**CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION**  
**(Expressed in Canadian Dollars)**  
**(Unaudited)**  
**AS AT**

	<b>September 30, 2020</b>	<b>December 31, 2019</b>
<b>ASSETS</b>		
<b>Current</b>	\$ 19,969	\$ -
Cash		
Receivables	11,073	3,020
	<u>\$ 31,042</u>	<u>\$ 3,020</u>
<b>LIABILITIES</b>		
<b>Current</b>		
Accounts payable	\$ 16,750	\$ 31,000
	<u>16,750</u>	<u>31,000</u>
<b>SHAREHOLDERS' EQUITY (DEFICIENCY)</b>		
Capital stock (Note 5)	6,887,428	6,797,012
Deficit	<u>(6,873,136)</u>	<u>(6,824,992)</u>
	14,292	(27,980)
	<u>\$ 31,042</u>	<u>\$ 3,020</u>

**Nature of operations** (Note 1)

**Going Concern** (Note 2)

**Subsequent Event** (Note 9)

The accompanying notes are an integral part of the interim financial statements.

Approved and authorized by the Board of Directors on November 25, 2020:

“Binyomin Posen”

Director

“Sandy Shorser”

Director

The accompanying notes are an integral part of the interim financial statements.

**SHANE RESOURCES LTD.**

**CONDENSED INTERIM STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS**  
**(Expressed in Canadian Dollars)**  
**(Unaudited)**

	<b>For the three months ended</b>		<b>For the nine months ended</b>	
	<b>September 30,</b>	<b>September 30,</b>	<b>September 30,</b>	<b>September 30,</b>
	<b>2020</b>	<b>2019</b>	<b>2020</b>	<b>2019</b>
<b>Operating costs for the period</b>				
Public company fees	\$ 550	\$ 16,618	\$ 975	\$ 20,086
Management and consulting fees (Note 7)	-	2,000	-	3,500
Professional fees	15,043	11,333	47,169	46,212
<b>Net loss and comprehensive loss for the period</b>	<b>\$ 15,993</b>	<b>29,951</b>	<b>\$ 48,144</b>	<b>\$ 69,798</b>
<b>Loss per share - basic and diluted</b>	<b>\$ (0.00)</b>	<b>\$(0.01)</b>	<b>\$ (0.00)</b>	<b>\$ (0.06)</b>
<b>Weighted average common shares</b>	<b>24,603,985</b>	<b>2,803,985</b>	<b>20,728,118</b>	<b>1,180,077</b>

On June 5, 2020, the common shares of the Company, were consolidated for 40 old shares to one new share. All share numbers, warrants and stock options have been adjusted to reflect this share consolidation.

The accompanying notes are an integral part of the interim financial statements.

**SHANE RESOURCES LTD.**  
**CONDENSED INTERIM STATEMENTS OF CASH FLOWS**  
**(Expressed in Canadian Dollars)**  
**(Unaudited)**

**For the Nine months ended**  
**September 30, 2020      September 30, 2019**

	September 30, 2020	September 30, 2019
<b>Cash flows used in operating activities</b>		
Net loss for the period	\$ (48,144)	\$ (69,798)
Non-cash working capital item changes:		
Receivables	(8,053)	(2,906)
Payables and accrued liabilities	750	1,255
<b>Cash flows provided by financing activities</b>	<b>(55,447)</b>	<b>(71,449)</b>
Issuance of share capital, net of costs	75,416	72,000
	75,416	72,000
<b>Change in cash during the period</b>	<b>19,969</b>	<b>551</b>
<b>Cash, beginning of period</b>	<b>-</b>	<b>-</b>
<b>Cash, end of period</b>	<b>\$ 19,969</b>	<b>\$ 551</b>
<b>Cash (paid) received during the period for income taxes and interest</b>	<b>\$ -</b>	<b>\$ -</b>

The accompanying notes are an integral part of the interim financial statements.

**SHANE RESOURCES LTD.**

**STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIENCY)  
FOR THE NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2020 AND 2019**

(Expressed in Canadian Dollars)

(Unaudited)

	Number of Shares	Capital Stock	Deficit	Total
<b>Balance December 31, 2018</b>	<b>662,268</b>	<b>\$ 6,725,012</b>	<b>\$ (6,736,886)</b>	<b>\$ (11,874)</b>
Issuance of shares for cash	2,141,717	72,000	-	72,000
Loss for the period	-	-	(69,798)	(69,798)
<b>Balance September 30, 2019</b>	<b>2,803,985</b>	<b>6,797,012</b>	<b>(6,776,733)</b>	<b>20,279</b>
Loss for the period	-	-	(29,951)	(29,951)
<b>Balance December 31, 2019</b>	<b>2,803,985</b>	<b>6,797,012</b>	<b>(6,806,684)</b>	<b>(9,672)</b>
Issuance of shares for cash, net of costs	17,892,661	70,879	-	70,879
Issuance of shares for cash	907,339	4,537	-	4,537
Issuance of shares for debt	3,000,000	15,000	-	15,000
Loss for the period	-	-	(48,144)	(48,144)
<b>Balance September 30, 2020</b>	<b>24,603,985</b>	<b>\$ 6,887,428</b>	<b>\$ (6,873,136)</b>	<b>\$ 14,292</b>

On June 5, 2020, the common shares of the Company, were consolidated for 40 old shares to one new share. All share numbers, warrants and stock options have been adjusted to reflect this share consolidation.

The accompanying notes are an integral part of the annual financial statements.

# SHANE RESOURCES LTD.

## Notes to the Condensed Interim Financial Statements

September 30, 2020

(Expressed in Canadian Dollars)

(Unaudited)

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### 1. Nature of Operations

Shane Resources Ltd. (the “Company”) is a corporation incorporated under the laws of Saskatchewan.

On January 31, 2014, the shareholders, on a “majority of minority” basis, authorized the delisting of the Company’s shares from the NEX board of the TSX Venture Exchange. Shareholders also approved the sale of substantially all of the assets of the Company and the winding up of the Company.

On June 20, 2014, the Company was dissolved.

On December 21, 2018 the Company was revived. On May 9, 2019, the Securities Division of the Financial and Consumer Affairs Authority of Saskatchewan issued a variation order of its cease trade order dated June 11, 2014, which variation order: (i) authorized the Company to enter into a loan agreement with an arm’s length lender in the amount of \$10,000 which is convertible into 500,000 common shares of the Company at \$0.02 per share and 500,000 warrants of the Company at an exercise price of \$0.08 per share; and (ii) authorized the Company to distribute common shares to raise a total of \$62,000, of which the Company proposes to issue 1,155,642 common shares at \$0.02 per share and 486,075 common shares at \$0.08 per share.

On May 9, 2019, the Securities Division of the Financial and Consumer Affairs Authority of Saskatchewan issued a variation order (the “variation order”) to vary a cease trade order issued against the Company on June 11, 2014 (the “CTO”), which variation order was solely for the purpose of allowing the Company to enter into the loan agreement, the conversion of the loan and the private placement. The securities issued pursuant to the conversion of loan and the private placement are subject to the CTO. There was no guarantee that the CTO would be fully revoked and until such time as the CTO was fully revoked, the securities would remain subject to the CTO.

On May 27, 2019, the Company announced that Loomac Management Ltd. acquired, pursuant to the conversion of a loan in the amount of \$10,000 advanced by Loomac Management Ltd. to the Company, 500,000 units of the Company at a price of \$0.02 per unit. Each unit consists of one common share and one common share purchase warrant (“warrant”), each warrant entitling the holder to purchase one additional common share at an exercise price of \$0.08 per share until May 27, 2024. The common shares, the warrants and the common shares issuable upon exercise of the warrants are subject to a statutory four-month holder period and the CTO.

On May 27, 2019, the Company announced that Loomac Management Ltd. acquired, pursuant to a private placement, beneficial ownership and control of 800,000 common shares at a price of \$0.02 per share. The common shares were subject to a statutory four-month holder period and the CTO.

As a result of the above transactions, Loomac Management Ltd. beneficially owned and controlled a total of

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## Notes to the Condensed Interim Financial Statements

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(Expressed in Canadian Dollars)

(Unaudited)

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1,500,000 common shares which represented 69.37% of the issued common shares of the Company. If Loomac Management Ltd. exercised all the warrants, it would have beneficially owned 2,000,000 common shares of the Company, which would have represented approximately 75.12% of the issued and outstanding common shares of the Company on a fully diluted basis, at that time.

On June 25, 2019, the Company closed the private placement where the Company issued (i) 1,155,642 common shares, at a subscription price of \$0.02 per common share; and (ii) 486,075 common shares, at a subscription price of \$0.08 per common share. The common shares were subject to a statutory four month hold period and the CTO.

On November 12, 2019, the Company announced that on November 8, 2019 the Financial and Consumers Affairs Authority, Securities Division of Saskatchewan issued an order revoking its previously issued cease trade order in respect of the securities of the Corporation.

### 2. Going Concern

These financial statements have been prepared using International Financial Reporting Standards (“IFRS”) applicable to a going-concern, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. Accordingly, it does not give effect to adjustments, if any that would be necessary should the Company be unable to continue as a going concern and, therefore, be required to realize its assets and liquidate its liabilities in other than the normal course of business and at amounts which may differ from those shown in the financial statements. The ability of the Company to continue as a going concern is dependent on its ability to obtain additional equity financing and achieve future profitable operations.

As at September 30, 2020, the Company had working capital of \$14,292. The Company’s liquidity is dependent on its ability to obtain additional equity financing and achieve future profitable operations.

The Company has not generated revenue from operations and will require additional financing to maintain its operations and activities. These material uncertainties and conditions may cast significant doubt as to the Company’s ability to continue as a going concern.

Further, in March 2020, the World Health Organization declared coronavirus COVID – 19 a global pandemic which has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposing quarantine period and social distancing, have caused material disruption to businesses globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. The duration and impact of the COVID-19 outbreak is unknown currently, as is the efficacy of the

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## Notes to the Condensed Interim Financial Statements

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(Expressed in Canadian Dollars)

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government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company in future periods.

The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence.

### 3. Basis of Presentation

#### Statement of compliance

These condensed interim financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) applicable to the preparation of interim financial statements, including IAS34, Interim financial reporting. The comparative information has also been prepared on this basis.

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

These financial statements were authorized for issue by the Board of Directors on November 25, 2020.

#### Basis of measurement

These financial statements are presented in Canadian dollars, unless otherwise stated.

#### Critical accounting judgments and estimates

The preparation of these financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the period. Actual results could differ from these estimates.

#### *Critical judgments in applying accounting policies*

The preparation of these financial statements requires management to make judgments regarding the going concern of the Company, as discussed in Note 2.



# SHANE RESOURCES LTD.

## Notes to the Condensed Interim Financial Statements

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(Expressed in Canadian Dollars)

(Unaudited)

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### 4. Significant Accounting Policies

The financial statements of the Company have been prepared in accordance with IFRS and reflect the following significant accounting policies:

#### Financial Instruments

##### *Recognition*

The Company recognizes financial assets and financial liabilities on the date the Company becomes a party to the contractual provisions of the instruments.

##### *Classification*

The Company classifies its financial assets and financial liabilities in the following measurement categories:

- (i) those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss; and
- (ii) those to be measured at amortized cost.

The classification of financial assets depends on the business model for managing the financial assets and the contractual terms of the cash flows. Financial liabilities are classified as those to be measured at amortized cost unless they are designated as those to be measured subsequently at fair value through profit or loss (an irrevocable election at the time of recognition). For assets and liabilities measured at fair value, gains and losses are either recorded in profit or loss or other comprehensive income or loss.

The Company reclassifies financial assets when and only when its business model for managing those assets changes. Financial liabilities are not reclassified. The Company has implemented the following classifications:

- Cash is classified as an asset at fair value and any period end change in fair value is recorded in profit or loss.
- All current liabilities are classified as other financial liabilities and measured at amortized cost using the effective interest rate method. Interest expense is recorded in profit or loss.

##### *Measurement*

All financial instruments are required to be measured at fair value on initial recognition, plus, in case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability. Transaction costs of financial assets and financial liabilities with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

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## Notes to the Condensed Interim Financial Statements

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Financial assets that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortized cost at the end of the subsequent accounting periods. All other financial assets including equity investments are measured at their fair values at the end of subsequent accounting periods, with any changes taken to profit and loss or other comprehensive income or loss (an irrevocable election at the time of recognition).

### *Impairment*

The Company assesses all information available, including on a forward-looking basis, the expected credit losses associated with its assets carried at amortized cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. To assess whether there is a significant increase in credit risk, the Company compares the risk of a default occurring on the asset as the reporting date, with the risk of default as at the date of initial recognition, based on all information available, and reasonable and supportive forward-looking information.

See Note 8 for additional information on the classification of the Company's financial instruments.

### **Impairment of long lived assets**

At each financial position reporting date the carrying amounts of the Company's long-lived assets are reviewed to determine whether there is any indication that those assets are impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use, which is the present value of future cash flows expected to be derived from the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in the profit or loss for the period. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

### **Basic and diluted loss per share**

Basic loss per share is computed by dividing the loss for the year by the weighted average number of common shares outstanding during the year. For diluted per share computations, assumptions are made regarding potential common shares outstanding during the year. The weighted average number of common shares is increased to include the number of additional common shares that would be outstanding if, at the beginning of the year, or at time of issuance, if later, all options and warrants are exercised. Proceeds from exercise are used to purchase the Company's common shares at their average market price during the year,

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thereby reducing the weighted average number of common shares outstanding. If these computations prove to be anti-dilutive, diluted loss per share is the same as basic loss per share.

### Income taxes

Income tax expense is comprised of current and deferred tax. Current tax and deferred tax are recognized in net income except to the extent that it relates to a business combination or items recognized directly in equity or in other comprehensive loss/income.

Current taxes are recognized for the estimated income taxes payable or receivable on taxable income or loss for the current year and any adjustment to income taxes payable in respect of previous years. Current taxes are determined using tax rates and tax laws that have been enacted or substantively enacted by the year end date.

Deferred tax assets and liabilities are recognized where the carrying amount of an asset or liability differs from its tax base, except for taxable temporary differences arising on the initial recognition of goodwill and temporary differences arising on the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting nor taxable profit or loss.

Recognition of deferred tax assets for unused tax losses, tax credits and deductible temporary differences is restricted to those instances where it is probably that future taxable profit will be available against which the deferred tax asset can be utilized. At the end of each reporting period the Company reassesses unrecognized deferred tax assets. The Company recognizes a previously unrecognized deferred tax asset to the extent that it has become probably that future taxable profit will allow the deferred tax asset to be recovered.

### Share based payments

The Company grants stock options to buy common shares of the Company to directors, officers, employees and service providers. The Company recognizes share-based compensation expense based on the estimated fair value of the options. A fair value measurement is made for each vesting installment within each option grant and is determined using the Black-Scholes option-pricing model. The fair value of the options is recognized over the vesting period of the options granted as both share-based compensation expense and reserves. This includes a forfeiture estimate, which is revised for actual forfeitures in subsequent periods. The reserves account is subsequently reduced if the options are exercised and the amount initially recorded is then credited to capital stock.

In situations where equity instruments are issued to non-employees and some or all of the goods or services received by the entity as consideration cannot be specifically identified, they are measured at fair value of the share-based payment. Otherwise, share-based payments are measured at the fair value of goods or services received.

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## Notes to the Condensed Interim Financial Statements

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(Expressed in Canadian Dollars)

(Unaudited)

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### Foreign currency translation

The functional currency and the reporting currency of the Company is the Canadian dollar. Transactions denominated in foreign currency are translated into Canadian dollars at the rate of exchange in effect at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies have been translated into Canadian dollars at the rate of exchange in effect at the statement of financial position date, while non-monetary assets and liabilities are translated at historical rates.

Any gains or losses resulting from translation have been included in the statement of operations and comprehensive loss.

### Comprehensive income (loss)

Comprehensive income (loss) is the change in the Company's equity that results from transactions and other events from other than the Company's shareholders. Gains and losses that would otherwise be recorded as part of net earnings is presented in other "comprehensive income" until it is considered appropriate to recognize into net earnings. Comprehensive income (loss) consists of net income (loss) and other comprehensive income (loss) and represents the change in shareholders' equity which results from transactions and events from sources other than the Company's shareholders. For the years presented, net loss was the same as comprehensive loss.

### Recent Accounting Pronouncements

The Company has initially adopted *IFRS 15 Revenue from contracts with customers* and *IFRS 9 Financial instruments* from January 1, 2018. The effect of initially applying these standards did not have a material impact on the Company's financial statements. In the case of IFRS 15, because the Company does not have any revenue from contracts with customers the adoption of this standard did not have any effect on the Company's financial statements.

#### *IFRS 9 Financial instruments*

IFRS 9 sets out requirements for recognizing and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items. This standard replaces *IAS 39 Financial instruments: recognition and measurement*. There was no material impact to the Company's financial statements as a result of transitioning to IFRS 9.

The details of the new significant accounting policies and the nature and effect of the changes to previous accounting policies are set out below.

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## Notes to the Condensed Interim Financial Statements

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(Expressed in Canadian Dollars)

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### (a) Classification and measurement of financial assets and liabilities

IFRS 9 largely retains the existing requirements in IAS 39 for the classification and measurement of financial liabilities. However, it eliminates the previous IAS 39 categories for financial assets of “held to maturity”, “loans and receivables” and “available for sale”.

The adoption of IFRS 9 has not had a significant effect on the Company’s accounting policies related to financial liabilities and derivative financial instruments. The impact of IFRS 9 on the classification and measurement of financials assets is set out in the following paragraph.

A financial asset is classified as measured at “amortized cost”, “fair value through other comprehensive income (FVOCI)” or “fair value through profit and loss (FVTPL)”. The classification of financial assets is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. Derivatives embedded in contracts where the host is a financial asset in the scope of the standard are never separated. Instead, the hybrid financial instrument as a whole is assessed for classification. The Company’s financial assets, which consist of receivables, are classified at FVTPL.

### (b) Impairment of financial assets

An “expected credit loss (ECL)” model applies to financial assets measured at amortized cost, contract assets and debt investments at FVOCI, but not to investments in equity instruments. The Company’s financial assets measured at amortized cost and subject to the ECL model consist primarily of receivables.

The adoption of the ECL impairment model had a negligible impact on the carrying amounts of the Company’s financial assets on the transition date given that the receivables are substantially all current and that the Company’s financial assets are not of a nature which is subject to customer default.

On January 13, 2016, the IASB issued IFRS 16 – Leases, the new leases standard. The standard is effective for periods beginning on or after January 1, 2019. There was no material impact to the Company’s financial statements as a result of adopting this new standard.

## 5. Capital Stock and Reserves

The authorized capital stock of the Company is an unlimited number of common shares and unlimited number of preferred shares issuable in series. The issued common shares in the Company are as follows:

## SHANE RESOURCES LTD.

### Notes to the Condensed Interim Financial Statements

September 30, 2020

(Expressed in Canadian Dollars)

(Unaudited)

	Common Shares	Amount
	#	\$
Balance, December 31, 2018	662,268	6,725,012
Issued for cash	2,141,717	72,000
Balance, December 31, 2019	2,803,985	6,797,012
Issued for cash, net of costs	17,892,661	70,879
Issued for cash	907,339	4,537
Issued for debt	3,000,000	15,000
Balance, September 30, 2020	24,603,985	6,887,428

On May 27, 2019, the Company announced that Loomac Management Ltd. acquired, pursuant to the conversion of a loan in the amount of \$10,000 advanced by Loomac Management Ltd. to the Company, 500,000 units of the Company at a price of \$0.02 per unit. Each unit consists of one common share and one common share purchase warrant (“warrant”), each warrant entitling the holder to purchase one additional common share at an exercise price of \$0.08 per share until May 27, 2024. The common shares, the warrants and the common shares issuable upon exercise of the warrants are subject to a statutory four-month hold period and cease trade order dated June 11, 2014 issued against the Company by the Securities Division of the Financial and Consumer Affairs Authority of Saskatchewan.

On May 27, 2019, the Company announced that Loomac Management Ltd. acquired, pursuant to a private placement, beneficial ownership and control of 1,000,000 common shares at a price of \$0.02 per share which have a four-month hold period and cease trade order dated June 11, 2014 issued against the Company by the Securities Division of the Financial and Consumer Affairs Authority of Saskatchewan.

On June 25, 2019, the Company closed a private placement where the Company issued (i) 1,155,642 common shares, at a subscription price of \$0.02 per common share; and (ii) 486,075 common shares, at a subscription price of \$0.08 per common share. The common shares are subject to a statutory four-month hold period and cease trade order dated June 11, 2014 issued against the Company by the Securities Division of the Financial and Consumer Affairs Authority of Saskatchewan.

On February 18, 2020, the Company issued 17,892,661 common shares for proceeds of \$89,463. Costs of \$18,584 were applied against the proceeds. The common shares are subject to a statutory four-month hold period.

On February 21, 2020, the Company issued 907,339 common shares for proceeds of \$4,537. Concurrently, the Company issued 3,000,000 shares to settle creditor debts in the amount of \$15,000. These shares were subject to a statutory four-month hold period.

# SHANE RESOURCES LTD.

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(Expressed in Canadian Dollars)

(Unaudited)

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### Stock Options

The Company has established a share-based compensation plan pursuant to which options to purchase common shares may be granted to certain officers, directors, and contractors of the Company as well as persons providing ongoing services to the Company. The aggregate number of shares issuable under the plan shall not exceed 10% of the issued and outstanding common shares of the Company. Unless otherwise determined by the Board of Directors of the Company (the "Board"), the exercise price of options equals at least the closing price of the common shares on the day prior to the date of the grant. Stock options vest in accordance with the determination of the Board at the time of the grant and may be granted for up to a ten-year term in accordance with TSX Venture Exchange policy.

### Options Granted

During the periods ended September 30, 2020 and December 31, 2019, the Company granted no stock options and had no stock options outstanding.

### Warrants

The following is a summary of warrants outstanding as at September 30, 2020 and December 31, 2019:

As at September 30, 2020, the Company had the following warrants outstanding:

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	Number of Warrants	Weighted Average Exercise Price
Outstanding at December 31, 2018	-	\$ -
Issued	500,000	0.08
Outstanding at December 31, 2019 and September 30, 2020	500,000	0.08

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Outstanding	Exercise Price	Remaining Contractual Life (years)	Expiry Date
500,000	\$ 0.08	3.7	May 27, 2024

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(Expressed in Canadian Dollars)

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### 6. Income Taxes

This note has not been updated from December 31, 2019.

### 7. Related Party Transactions

Related parties and related party transactions impacting the accompanying financial statements are summarized below and include transactions with the following individuals or entities:

#### Key management personnel

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers.

Remuneration attributed to key management personnel can be summarized as follows:

	For the nine months ended	
	September 30, 2020	September 30, 2019
Consulting and professional fees	\$ -	\$ 26,000
	<u>\$ -</u>	<u>\$ 26,000</u>

#### Other related parties

Fees during 2019 related to CFO fees. As at September 30, 2020, \$Nil (December 31, 2019 - \$Nil) was included in accounts payable due to the related parties of the Company.

### 8. Financial Instruments and Capital Risk Management

The Company's financial instruments consist of receivables, and accounts payable.

The Company is exposed to varying degrees to a variety of financial instrument related risks:

#### *Credit risk*

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations.



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The Company's receivables consist of GST/HST receivable due from the government of Canada. The Company does not believe it is exposed to significant credit risk.

### *Liquidity risk*

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company as of September 30, 2020 has cash on hand of \$19,969 and \$16,750 in current liabilities. The Company is exposed to liquidity risk.

Historically, the Company's sole source of funding has been the issuance of equity securities for cash, primarily through private placements and loans from related and other parties. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding.

### *Market risk*

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

#### a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The risk that the Company will realize a loss as a result of a decline in the interest rate is low, as the Company has no investments with variable interest rates.

#### b) Foreign currency risk

As at September 30, 2020, the Company's expenditures are predominantly in Canadian dollars, and any future equity raised is expected to be predominantly in Canadian dollars. As a result, the Company believes its currency risk to be minimal.

#### c) Price risk

Price risk is related to equity and commodity price risks. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. As the Company holds no equity or commodity related investments or assets, the Company has no exposure to price risk.

## **SHANE RESOURCES LTD.**

### **Notes to the Condensed Interim Financial Statements**

**September 30, 2020**

**(Expressed in Canadian Dollars)**

**(Unaudited)**

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#### *Capital management*

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt, acquire or dispose of assets or adjust the amount of cash and investments.

The Company currently is not subject to externally imposed capital requirements. There were no changes in the Company's approach to capital management during the year.