Planet Ventures Inc.

Financial Statements

For the Six Months Ended September 30, 2020 and 2019

Expressed in Canadian Dollars

(Unaudited – prepared by management)

PLANET VENTURES INC.
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For the Six Months Ended September 30, 2020 and 2019

NOTICE OF NO AUDITOR REVIEW OF
CONDENSED INTERIM FINANCIAL STATEMENTS

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

The accompanying unaudited condensed interim financial statements of the Company have been prepared by and are the responsibility of the Company's management. The Company's independent auditor has not performed a review of these condensed interim financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of condensed interim financial statements by an entity's auditor.

PLANET VENTURES INC.
Condensed Interim Statements of Financial Position
As at September 30, 2020 and 2019
(Expressed in Canadian dollars)

	September 30, 2020	March 31, 2020
ASSETS	(Unaudited)	(Audited)
Current assets		
Cash and cash equivalents	**$ 1,578,415**	$ 1,453,116
Investments at fair value (notes 4 and 8)	**3,130,281**	1,650,997
Loans receivable (notes 5 and 8)	**175,000**	175,000
Receivables (note 8)	**4,289**	42,636
Prepaid expenses	**114,943**	187,767
Total current assets	**5,002,928**	3,509,516
Office rental deposit	**29,433**	29,433
Investments at fair value (notes 4)	**6,837,428**	5,958,832
Right-of-use asset (note 6)	**104,427**	141,285
Total assets	**$ 11,974,216**	$ 9,639,066
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities (note 8)	**$ 281,894**	$ 100,989
Current portion of lease liability (note 6)	**79,043**	74,279
Total current liabilities	**360,937**	175,268
Lease liability (note 6)	**36,369**	77,271
Total liabilities	**397,306**	252,539
EQUITY		
Share capital (note 7(a))	**23,483,440**	23,003,440
Contributed surplus (notes 7(c) and (d))	**2,216,424**	2,215,516
Deficit	**(14,122,954)**	(15,832,429)
Total equity	**11,576,910**	9,386,527
Total liabilities and equity	**$ 11,974,216**	$ 9,639,066

Commitments (note 6)
Subsequent events (note 11)

Approved and authorized by the Board of Directors on November 24, 2020:

"Chris Cooper"
Director

"Desmond Balakrishnan"
Director

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

PLANET VENTURES INC.
Condensed Interim Statements of Operations and Comprehensive Loss
(Expressed in Canadian dollars)
(Unaudited)

	Three months ended September 30, **2020**	Three months ended September 30, 2019	Six months ended September 30, **2020**	Six months ended September 30, 2019
Investment income				
Net realized gains (loss) on disposal of investments (note 4)	**$ 193,275**	$ 4,337	**$ 140,299**	$ (195,815)
Net change in unrealized loss on investments (note 4)	**130,557**	(781,869)	**1,898,064**	(787,133)
Interest and dividends (note 5)	**5,131**	31,401	**5,129**	37,123
Total investment income (loss)	**328,963**	(746,131)	**2,043,492**	(945,825)
Expenses				
Commissions	**3,496**	805	**5,706**	2,700
Consulting	**31,099**	14,376	**64,490**	42,947
Depreciation (note 6)	**18,429**	-	**36,857**	-
Insurance	**3,261**	2,051	**5,384**	4,080
Interest (note 6)	**3,191**	-	**6,913**	-
Management and directors' fees (note 8)	**1,500**	1,500	**3,000**	3,000
Office and administration (note 8)	**30,786**	40,173	**61,437**	78,018
Professional fees	**60,204**	18,489	**71,904**	25,989
Stock based compensation	**908**	-	**908**	-
Transfer agent and filing fees	**9,075**	4,279	**15,711**	8,238
Promotion and travel	**173,541**	7,949	**205,435**	7,949
Total expenses	**(335,490)**	(89,622)	**(477,745)**	(172,921)
Other income (loss)				
Foreign exchange loss	**(120)**	(6,570)	**66**	(6,570)
Consulting income	**75,000**	-	**100,000**	-
Other income (note 8)	**21,484**	-	**43,662**	-
Total other income	**96,364**	(6,570)	**143,728**	(6,570)
Net loss and comprehensive loss	**$ 89,837**	$ (842,323)	**$ 1,709,475**	$ (1,125,316)
Basic and diluted loss per common share	**$ 0.040**	$ (0.049)	**$ 0.002**	$ (0.010)
Weighted average number of common shares outstanding: Basic and diluted	**42,407,838**	22,807,838	**42,407,838**	21,680,455

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

PLANET VENTURES INC.
Condensed Interim Statements of Changes in Equity
For the six months ended September 30, 2020 and 2019
(Expressed in Canadian dollars)
(Unaudited)

	Share Capital					
	Number of Shares	Shares to be issued	Amount	Contributed Surplus	Deficit	Total
Balance, March 31, 2019	**114,039,190**	**$ -**	**$ 16,722,977**	**$ 2,182,204**	**$ (13,885,943)**	**$ 5,019,238**
Shares to be issued	-	153,928	-	-	-	153,928
Comprehensive loss for the period	-	-	-	-	(1,125,316)	(1,125,316)
Balance, September 30, 2019	**114,039,190**	**$ 153,928**	**$ 16,722,977**	**$ 2,182,204**	**$ (15,011,259)**	**$ 4,047,850**
Balance, March 31, 2020	**212,039,190**	**-**	**$ 23,003,440**	**$ 2,215,516**	**$ (15,832,429)**	**$ 9,386,527**
Shares issued for investment	12,000,000	-	480,000	-	-	480,000
Stock based compensation	-	-	-	908	-	908
Comprehensive loss for the period	-		-	-	1,709,475	1,709,475
Balance, September 30, 2020	**224,039,190**		**$ 23,483,440**	**$ 2,216,424**	**$ (14,122,954)**	**$ 11,576,910**

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

PLANET VENTURES INC.
Statements of Cash Flows
For the six months ended September 30, 2020 and 2019
(Expressed in Canadian dollars)
(Unaudited)

		2020		2019
Cash flows from (used in):				
Operating activities				
Net loss for the period	$	1,709,475	$	(1,125,316)
Items not affecting operating cash:				
Net realized loss (gain) on investments		297,758		195,815
Unrealized (gain) losses on investments		(1,898,064)		787,133
Non cash stock dividend and interest				(25,049)
Stock based compensation		908		-
Amortization of right-of-use asset		36,858		-
Interest expense for right-of-use asset		6,832		-
		153,767		(167,417)
Adjustments for:				
Proceeds on disposal of investments		410,275		270,388
Purchase of investments		(687,850)		(798,134)
Change in loan principal		-		(244,760)
Change in receivables		38,348		27,503
Change in prepaid expenses		72,824		15,427
Change in accounts payable and accrued liabilities		180,905		56,271
Net cash used in operating activities		168,269		(840,722)
Investing activities				
Office lease payments received		(42,970)		-
Net cash used in investing activities		(42,970)		-
Financing activities				
Shares to be issued		-		153,928
		-		153,928
Change in cash and cash equivalents		125,299		(686,794)
Cash and cash equivalents, beginning of period		1,453,116		2,361,284
Cash and cash equivalents, end of period	$	1,578,415	$	1,674,490
Supplemental Cash Flow Information:				
Interest paid	$	-	$	-
Income taxes paid	$	-	$	-
Shares issued for acquisition of investments	$	480,000	$	-

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

1. NATURE OF OPERATIONS

Planet Ventures Inc. ("the Company") was incorporated in Canada on January 29, 1996 under the Alberta Business Corporations Act and continues under the British Columbia Business Corporations Act. On June 28, 2017, the Company changed its name to Planet Ventures Inc. from Planet Mining Exploration Inc. The Company's registered office and its principal place of business are located at Suite 303, 750 West Pender Street, Vancouver, BC Canada V6C 2T7. The Company's shares are listed on the TSX Venture Exchange (TSX.V) under the trading symbol "PXI".

From its inception up to October 2, 2014, the Company was in the business of acquiring, exploring and developing gold, copper, silver and other resource properties, both directly and through joint ventures in Canada. In October 2014, the Company changed its business from a "junior mineral exploration company" to an "investment issuer".

The principal business of the Company is investing in a portfolio of common shares and other securities of publicly-listed and private companies to achieve capital appreciation of the portfolio.

2. BASIS OF PREPARATION

(a) Statement of compliance

These condensed interim financial statements have been prepared in accordance with International Accounting Standard ("IAS") 34 Interim Financial Reporting under the International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). Accordingly, certain disclosures included in the condensed interim financial statements have been condensed or omitted. These condensed interim financial statements should be read in conjunction with the Company's financial statements for the six months ended September 30, 2020. The accounting policies applied in the preparation of these condensed interim financial statements are consistent with those applied and disclosed in the Company's audited financial statements for the year ended March 31, 2020. The Company's interim results are not necessarily indicative of its results for a full year. All amounts are expressed in Canadian dollars, unless otherwise noted.

(b) Basis of presentation

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

The Company meets the definition of an investment entity under IFRS 10 *Consolidated Financial Statements* and measures its investment in relevant subsidiaries at fair value through profit or loss (see note 4).

2. BASIS OF PREPARATION (continued)

(b) Basis of presentation (continued)

The presentation and functional currency of the Company is the Canadian dollar.

(c) Significant accounting judgements 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 expenses during the reporting period. Actual results could differ from these estimates.

These financial statements include estimates which, 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. Revisions to accounting estimates are recognized in the period in which the estimate is revised and may affect both the period of the revision and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the reporting date that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from estimates made, relate to determination of the fair value of financial instruments (note 3(b)) and the fair value of investments in cryptocurrencies (note 3 (d) of the audit financial statements for the year ended March 31, 2020).

In preparing the financial statements, management makes judgments regarding the application of IFRS for the Company's accounting policies. Significant judgments relate to the following areas:

(i) Going concern assumption
Determining if the Company has the ability to continue as a going concern is dependent on its ability to achieve profitable operations. Certain judgments are made when determining if the Company will achieve profitable operation.

(ii) Income taxes
Judgements are made by management at the end of the reporting period to determine the likelihood that deferred income tax assets will be realized from future taxable earnings. Assessing the recoverability of deferred income tax assets requires the Company to make judgments related to the expectations of future cash flows from operations and the application of existing tax laws. While management believes judgements and the estimates are reasonable, actual results could differ from those judgements and estimates and could impact future results of operations and cash flows.

2. BASIS OF PREPARATION (continued)

(c) Significant accounting judgements and estimates (continued)

(iii) Investment entity status
Determining if the Company meets the investment entity status under IFRS 10 requires significant judgment.

3. NEW ACCOUNTING STANDARDS

(a) Accounting standards adopted by the Company

On April 1, 2019, the Company adopted the requirements of IFRS 16 *Leases* using a modified retrospective approach. This standard introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. A lessee is required to recognize a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments.

The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, and subsequently at cost less any accumulated depreciation and impairment losses, and adjusted for certain re-measurements of the lease liability. The right-of-use asset is depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the asset or the end of the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if the rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.
The lease liability is subsequently increased by the accretion of interest and decreased by lease payments made. It is re-measured when there is a change in future lease payments arising from a change in an index or rate, a change in the estimate of the amount expected to be payable under a residual value guarantee, or as appropriate, changes in the assessment of whether a purchase or extension option is reasonably certain to be exercised or a termination option is reasonably certain not to be exercised.

The Company used a practical expedient in IFRS 16 not to recognize right-of-use assets and lease liabilities for leases with a lease term of less than 12 months and low value assets.

3. NEW ACCOUNTING STANDARDS (continued)

(a) Accounting standards adopted by the Company (continued)

The Company previously classified its property lease as an operating lease under IAS 17. On adoption of IFRS 16, the Company recognized a right-of-use asset and a lease liability in the amount of approximately $214,998. The Company used a practical expedient in IFRS 16 to include non-lease components into the calculation of the lease liability, applied the interest rate of 10% and the lease term to February 28, 2022 to calculate the lease liability and right-of-use asset on adoption.

(b) Accounting standards not yet adopted by the Company

Certain new standards, interpretations and amendments to existing standards have been issued by the IASB or the International Financial Reporting Interpretations Committee ("IFRIC") that are mandatory for accounting periods beginning on or after April 1, 2020, or later periods. Some updates that are not applicable or are not consequential to the Company may have been excluded from the list below. The Company has reviewed new and revised accounting pronouncements that have been issued but are not yet effective. The Company does not anticipate any material changes to the financial statements upon adoption of these new revised accounting pronouncements.

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

IFRS 3 – *Business Combinations* was amended to assist entities in determining whether an acquired set of activities and assets are considered a business. The amendments the minimum requirements to be a business, remove the assessment of a market participant's ability to replace missing elements, narrow the definition of outputs, add guidance to assess whether an acquired process is substantive and introduce an optional concentration test to permit a simplified assessment. The amendments are effective for annual reporting periods beginning on or after January 1, 2020.

4. INVESTMENTS AT FAIR VALUE AND FINANCIAL INSTRUMENTS HIERARCHY

The fair value measurements use a fair value hierarchy that reflects the significance of the inputs used in making measurements. The level in the hierarchy within which the fair value measurement is categorized is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety.

(Expressed in Canadian dollars)

4. INVESTMENTS AT FAIR VALUE AND FINANCIAL INSTRUMENTS HIERARCHY (CONTINUED)

The fair value hierarchy has the following levels:

(a) Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);

(b) Inputs other than quoted prices included within Level 1 that are observable for the asset or liability either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2);

(c) Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

	September 30, 2020		March 31, 2020	
	Level 1	**Level 2**	**Level 1**	**Level 2**
Cash and cash equivalents	$ 1,578,415	$ -	$ 1,453,116	$ -
Investments at fair value:				
Equity investments in public companies (a)	$ 3,130,281	$ -	$ 1,634,903	$ 16,094
Equity investments in private companies (b)	$ -	$ 6,837,428	$ -	$ 5,958,832

The methods of measuring each of these financial assets have not changed during the past year. The fair values of financial instruments measured at amortized cost approximate their carrying amounts.

(a) Equity investments in public companies

The Company's equity investments are valued using quoted market prices in active markets and as such are classified within Level 1 of the fair value hierarchy. The fair value of investment securities is calculated as the closing market price of the investment equity security multiplied by the quantity of shares held by the Company. Some of the equity investments are subject to a four-month statutory hold period. Stock options and warrants held that are not traded on an active market are remeasured using a valuation technique based on data inputs that are supported by observable current market conditions and are therefore classified within Level 2 of the fair value hierarchy.

(b) Equity investments in private companies

All privately-held investments (other than options and warrants) are initially recorded at the transaction price, being the fair value at the time of acquisition. Thereafter, at each reporting period, the fair value of an investment may (depending upon the circumstances) be adjusted using one or more of the valuation indicators described below.

4. INVESTMENTS AT FAIR VALUE AND FINANCIAL INSTRUMENTS HIERARCHY (continued)

(b) Equity investments in private companies (continued)

The determination of fair value of the Company's privately-held investments at other than initial cost is subject to certain limitations. Financial information for private companies in which the Company has investments may not be available and, even if available, that information may be limited and/or unreliable.

Use of the valuation approach described below may involve uncertainties and determinations based on the Company's judgment and any value estimated from these techniques may not be realized or realizable.

Company-specific information is considered when determining whether the fair value of a privately-held investment should be adjusted upward or downward at the end of each reporting period. Valuation techniques which use management-derived unobservable data specific to the investee are considered to be measured at fair value using Level 3 inputs. In addition to company-specific information, the Company will take into account trends in general market conditions and the share performance of comparable publicly-traded companies when valuing privately-held investments.

The absence of the occurrence of any events, such as a significant change in trends in general market conditions, or any significant change in share performance of comparable publicly-traded companies indicates generally that the fair value of the investment has not materially changed. The fair value of a privately-held investment may be adjusted if there has been a significant subsequent equity financing provided by outside investors at a valuation different than the current value of the investee company, in which case the fair value of the investment is set to the value at which that financing took place.

Adjustments to the fair value of a privately-held investment will be based upon management's judgment and any value estimated may not be realized or realizable. The resulting values for non-publicly traded investments may differ from values that would be realized if a ready market existed. In addition, the amounts at which the Company's privately-held investments could be disposed of currently may differ from the carrying value assigned.

(Expressed in Canadian dollars)

4. INVESTMENTS AT FAIR VALUE AND FINANCIAL INSTRUMENTS HIERARCHY (continued)

(c) Fair market value and original cost of investments

Investments at original cost and fair value consist of the following:

	September 30, 2020		March 31, 2020	
	Cost	**Fair market value**	**Cost**	**Fair market value**
Shares in public companies	$ 3,174,958	$ 3,130,281	$ 3,595,139	$ 1,650,997
Warrants	-	-	-	-
Shares in private companies	7,725,557	6,837,428	6,798,987	5,958,829
Total	**$ 10,900,515**	**$ 9,967,709**	**$10,394,126**	**$ 7,609,826**

During the year ended March 31, 2020, the Company acquired 100% of outstanding common shares of 1st Eleven Limited, a private company, for a consideration totaling $5,950,853 which is comprised of 70,000,000 common shares with a fair value of $4,900,000 based on the closing share price of the Company's shares at the date of the transaction, $1,019,760 in cash and $31,093 in stock options (note 7(c)).

During the six months ended September 30, 2020, the Company acquired 100% of outstanding common shares of Cucu Sports Limited, a private company, for a consideration totaling $480,000 which is comprised of 12,000,000 common shares with a fair value of $480,000 based on the closing share price of the Company's shares at the date of the transaction.

5. LOANS RECEIVABLE

On November 13, 2018, the Company entered into an agreement to loan $250,000. The loan bore interest at a rate of 8% per annum and increased to 18% per annum from maturity date onwards, and the principal balance was due for repayment on February 14, 2019. The loan was secured by a mortgage over any real property owned by the borrower. The security was subordinate to existing secured obligations of the borrower of $875,000. For the six months ended September 30, 2020, interest revenue of $nil (2019 - $8,445) was recognized in the statements of operations and comprehensive loss. The loan was repaid in April 2019, and a corporate financing fee of $25,000 was repaid in shares during the year ended March 31, 2020.

On June 7, 2019, the Company entered into an agreement to loan $120,000 with a public company with common management. In August 2019 the loan and a one-time charge of $10,000 was repaid.

(Expressed in Canadian dollars)

5. LOANS RECEIVABLE (continued)

On August 23, 2019 the Company entered into an agreement to loan $175,000 with an interest of 18% per annum. The loan can be repaid in part or in full before maturity date. The loan is secured by a share pledge of common shares registered and beneficially owned by the borrower. Interest revenue of $29,669 was recognized in the statements of operations and comprehensive loss during the year ended March 31, 2020. During the period ended September 30, 2020 the Company received $31,500 in interest. The maturity date of the loan was extended to May 23, 2021 with an interest of 18% per annum.

6. RIGHT-OF-USE ASSET AND LEASE LIABILITY

On April 1, 2016, the Company entered into an office lease agreement for a term ending on February 28, 2022. The lease is accounted for in accordance with IFRS 16 (note 3 of the audit financial statements for the year ended March 31, 2020). Interest was calculated based on estimated annual rate of 10%.

As at September 30, 2020, the lease liability is as follows:

Balance as at April 1, 2019	$	214,998
Interest expense		18,693
Lease payments		(82,141)
Balance as at March 31, 2020	$	151,550
Interest expense		6,832
Lease payments		(42,970)
Balance, September 30, 2020	$	115,412
Current portion of the lease liability	$	79,043
Non-current portion of a lease liability	$	36,369

At September 30, 2020 the balance of the right-of-use asset is as follows:

Balance as at April 1, 2019	$	214,998
Depreciation		(73,713)
Balance as at March 31, 2020	$	141,285
Depreciation		(36,858)
Balance as at September 30, 2020	$	104,427

7. SHARE CAPITAL

(a) Common shares

The Company is authorized to issue an unlimited number of common voting shares without par value. The holder of common shares is entitled to receive any dividend declared by the Company on such shares.

7. SHARE CAPITAL (continued)

Shares issued during the six months ended September 30, 2020

In September 2020 the Company issued 12,000,000 shares pursuant to the acquisition of a Cucu Sports Limited as an investment (note 4).

Shares issued during the year ended March 31, 2020

In February 2020 the Company issued 70,000,000 shares pursuant to the acquisition of a 1st Eleven Limited as an investment (note 4).

On February 13, 2020, the Company closed a private placement with the sale of 28,000,000 units at $0.05 per unit for gross proceeds of $1,400,000. Each unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire an additional common share for $0.10 per share for a two-year period. The Company paid $17,318 in cash share issue costs and issued 105,000 finders warrants with fair value of a $2,219.

(b) Preferred shares

The Company is authorized to issue an unlimited number of first preferred shares and second preferred shares issuable in series with the issue price to be fixed by the directors. The holders of first preferred shares are entitled to preference over the common shares and the second preferred shares with respect to payment of dividends and distribution of assets in the event of liquidation, dissolution or winding-up of the Company.

No preferred shares were issued or were outstanding as at September 30, 2020 and March 31, 2020.

(c) Stock options

The Company has a stock option plan whereby the Company may grant options to its directors, officers, employees and consultants for up to 10% of the outstanding common shares from time to time with vesting rights determined at each grant date. The exercise price of each option equals the market price of the Company's stock on the date of the grant (less any permitted discount, if any) and an option's maximum term is five years.

On September 29, 2020 the Company granted 2,200,000 stock options exercisable at $0.10 per share. The stock options vest 600,000 on December 29, 2020, 600,000 on March 29, 2021, 500,000 on June 29, 2021 and 500,000 on September 29, 2021. The fair value of the stock options of $76,703 was calculated using Black-Scholes option pricing model with the following assumptions: stock price – $0.04; exercise price – $0.10; expected life – five years; volatility – 155%; dividend yield – $nil; and risk-free rate – 0.34%.

(Expressed in Canadian dollars)

7. SHARE CAPITAL (continued)

(c) Stock options (continued)

On February 6, 2020, the Company granted 500,000 stock options in connection with the acquisition of 1st Eleven Limited (note 4). The stock options are exercisable at $0.10 per option for five years. The fair value of the options of $31,093 was calculated using Black-Scholes option pricing model with the following assumptions: stock price – $0.07; exercise price – $0.10; expected life – five years; volatility – 148%; dividend yield – $nil; and risk-free rate – 1.38%. Options vested on the grant date.

A continuity schedule of the Company's outstanding options is as follows:

	Number of options		Weighted average exercise price
Balance, March 31, 2019	4,000,000	$	0.11
Granted	500,000	$	0.10
Balance, March 31, 2020	4,500,000	$	0.11
Granted	2,200,000	$	0.10
Balance, September 30, 2020	**6,700,000**	**$**	**0.11**

As at September 30, 2020, the Company had options outstanding and exercisable to acquire common shares of the Company as follows:

Expiry date		Exercise price	Number of options outstanding	Number of options exercisable	Weighted average remaining contractual life (in years)
October 23, 2022	$	0.10	1,000,000	1,000,000	2.06
August 1, 2023	$	0.15	1,000,000	1,000,000	2.84
February 1, 2024	$	0.10	2,000,000	2,000,000	3.34
February 6, 2025	$	0.10	500,000	500,000	4.36
September 29, 2025	$	0.10	2,200,000	-	5.00

(d) Share purchase warrants

During the year ended March 31, 2020 the Company closed a private placement. As part of the units in the private placement the Company issued 28,000,000 warrants exercisable at $0.10 per warrant for a period of two years. In addition, the Company issued 105,000 finders warrants with fair value of $2,219. The fair value was calculated using Black-Scholes option pricing model with the following assumptions: stock price – $0.05; exercise price – $0.10; expected life – two years; volatility – 111%; dividend yield – $nil; and risk-free rate – 1.51%.

(Expressed in Canadian dollars)

7. SHARE CAPITAL (continued)

(d) Share purchase warrants (continued)

On March 14, 2019 as part of the private placement, the Company granted 22,000,000 warrants exercisable at $0.10 for a two-year period. In July 2018 2,500,000 warrants were exercised at $0.10.

A continuity schedule of the Company's outstanding warrants is as follows:

	Number of warrants	Weighted average exercise price
Balance, as at March 31, 2019	39,500,000	$ 0.10
Granted	28,105,000	$ 0.10
Balance, as at March 31, 2020 and September 30, 2020	**67,605,000**	**$ 0.10**

During the year ended March 31, 2020 the expiration date of the 17,500,000 warrants was extended to November 16, 2020.

As at September 30, 2020, the Company had warrants outstanding to acquire common shares of the Company as follows:

Expiry date	Exercise price	Number of warrants outstanding	Weighted average remaining contractual life (in years)
November 16, 2020	$ 0.10	17,500,000	0.13
March 14, 2021	$ 0.10	22,000,000	0.45
February 13, 2020	$ 0.10	28,105,000	1.37

8. KEY MANAGEMENT COMPENSATION AND RELATED PARTY TRANSACTIONS

(a) Key management compensation

Key management personnel include the members of the Board of Directors and officers of the Company, who have the authority and responsibility for planning, directing and controlling the activities of the Company.

(Expressed in Canadian dollars)

8. KEY MANAGEMENT COMPENSATION AND RELATED PARTY TRANSACTIONS (continued)

(a) Key management compensation (continued)

Amounts paid and accrued to directors, officers and companies in which directors and officers are shareholders or partners are included in general expenses as follows:

		September 30, 2020		September 30, 2019
Management and administration fees	**$**	**60,000**	$	60,000
Directors' fees		**3,000**		3,000
Total	**$**	**63,000**	$	63,000

The Company's payments related to office lease are reimbursed by a company of which a Chief Financial Officer of the Company is an employee, see note 6.

(b) Related party transactions

In the normal course of operations, the Company transacts with companies related to its directors or officers. Related party transactions are measured at the exchange amounts as agreed upon by transacting parties.

Related party transactions not disclosed elsewhere in these financial statements are as follows:

- During the six months ended September 30, 2020, the Company incurred $30,204 (2019 - $nil) in legal expenses and $nil (2019 - $nil) in share issue costs from a law firm of which a director and officer of the Company is a partner. As at September 30, 2020, $99,018 (March 31, 2020 - $67,419) is included in accounts payable for this law firm.

- The Company has investments in shares of corporations with directors and officers in common. As at September 30, 2020, fair market value of these investments was $1,167,152 (March 31, 2020 - $501,518) and cost $543,860 (March 31, 2020 - $480,518).

- During the year ended March 31, 2019, the Company loaned $250,000 (note 5) to a company with a director in common. During the year ended March 31, 2020 the loan and accrued interest were repaid. As at March 31, 2020 $nil was accrued as interest.

- During the year ended March 31, 2020 the Company entered into an agreement to loan $120,000 to a company with an Officer in common (note 5). During the year ended March 31, 2020, the loan and a one-time charge of $10,000 were repaid.

8. KEY MANAGEMENT COMPENSATION AND RELATED PARTY TRANSACTIONS (continued)

(b) Related party transactions (continued)

- The Company's office lease payments are reimbursed monthly by a company of which an officer of the Company is employee. As a result, during the six months ended September 30, 2020 income of $42,970 (2019 - $nil), was recognized in the statement of operations and comprehensive loss. As at September 30, 2020 $nil (March 31, 2020 - $nil) was receivable from this company.

9. FINANCIAL AND CAPITAL RISK MANAGEMENT

The Company is exposed to various financial instrument risks and assesses the impact and likelihood of this exposure. These risks include liquidity risk, credit risk, fair value risk and interest rate risk. Where material, these risks are reviewed and monitored by the Board of Directors.

(a) Capital management

The Company manages its capital to safeguard the Company's ability to continue as a going concern, so that it can continue to provide adequate returns to shareholders and benefits to other stakeholders, and to have sufficient funds on hand for business opportunities as they arise. The Company considers the items included in equity as capital. The Company manages the capital structure and makes adjustments to it in the

light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue new shares through private placements, the sale of assets, debt, or return of capital to shareholders. As at September 30, 2020, the Company did not have any debt, other than accounts payable and accrued liabilities, and was not subject to externally imposed capital requirements.

(b) 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 maintains sufficient cash and cash equivalent balances to meet current working capital requirements.

(c) Credit risk

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its liquid financial assets including cash and cash equivalents and receivables.

9. FINANCIAL AND CAPITAL RISK MANAGEMENT(continued)

(c) Credit risk (continued)

The Company limits exposure to credit risk on liquid financial assets through maintaining its cash and cash equivalents, and other assets with high-credit quality financial institutions, and obtains security from creditors on receivables when possible.

The majority of the Company's cash and cash equivalents are held with major Canadian-based financial institutions. The Company estimates the credit risk associated with receivables as $3,279 as it relates to the interest accrued on the loan receivable (note 5). The interest was not collected subsequent to the period end. $1,009 relates to taxes receivable, collectability of which is reasonably assured.

The Company's functional currency is the Canadian dollar and major purchases are transacted in Canadian dollars. The Company does not have any exposure to any highly inflationary foreign currencies.

(d) Interest rate risk

Interest rate risk is the impact that changes in interest rates could have on the Company's profit and losses. The Company's exposure to interest rate risk arises from the interest rate impact on its cash and cash equivalents and reclamation bond. The Company's practice has been to invest cash at floating rates of interest, in cash equivalents, in order to maintain liquidity, while achieving a satisfactory return for shareholders.

There is minimal risk that the Company would recognize any loss as a result of a decrease in the fair value of any guaranteed bank investment certificates included in reclamation bond as they are generally held with large financial institutions.

(e) Market risk

Market risk is the risk that the fair value of, or future cash flows from, the Company's financial instruments will significantly fluctuate due to changes in market prices. The value of the financial instruments can be affected by changes in interest rates, foreign exchange rates, and commodity prices.

The Company is exposed to market risk in trading its investments, and unfavourable market conditions could result in dispositions of investments at less than favourable prices.

In accordance with IFRS 9, the Company is required to remeasure its investments at fair value at the end of each reporting period. This process could result in significant write-downs of the Company's investments over one or more reporting periods, particularly during periods of overall market instability, which would have a significant unfavourable effect on the Company's financial position.

9. FINANCIAL AND CAPITAL RISK MANAGEMENT(continued)

(e) Market risk (continued)

The Company is not exposed to significant interest rate risk as the Company's has no interest-bearing debt. Management closely monitors commodity prices, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

The result of sensitivity analysis shows an increase or decrease of 5% in the market price, with all other variables held constant, could have decreased or increased the Company's net loss by approximately $507,135 as at September 30, 2020 (March 31, 2020 - $380,491).

(f) Concentration risk in the Company's investment portfolio

Concentration risk is the risk that any single investment or group of investments will have the potential to materially affect the operating results of the Company.

Subject to board approval for investments in excess of a pre-determined threshold, there are no restrictions on the proportion of Company's funds and no limit on the amount of funds that may be allocated to any particular investment, industry or sector. Accordingly, the Company's investment activities may be highly concentrated in a limited number of investments or industry sectors and the Company's financial results may be substantially adversely affected by the unfavourable performance in those investments or industry sectors.

As at September 30, 2020, the Company's two top investments had a fair value of $1,293,600 in publicly traded companies, representing 41% of the fair value of the Company's publicly traded companies portfolio (March 31, 2020 – $574,500 or 35%).

10. SUBSEQUENT EVENTS

Subsequent to the period ended September 30, 2020:

- the Company completed a 5 to 1 share consolidation. Earnings per share and weighted average shares outstanding have been adjusted for the share consolidation;

- The Company granted 2,535,000 post-consolidated stock options to purchase common shares of the Company to certain directors, officers, employees, and consultants of the Company. The options vest on the date of issuance and are exercisable for a period of five years from the date of issuance at an exercise price of $0.50 per option share;

- 300,000 post-consolidated shares were issued on exercise of warrants;

10. SUBSEQUENT EVENTS (continued)

- the Company closed a non-brokered private placement for gross proceeds of $1,000,000. Pursuant to the private placement, the Company issued 5,000,000 post-consolidated units of the Company at a price of $0.20 per unit. Each unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to purchase one common share in the capital of the Company exercisable at a price of $0.25 per warrant share for a period of 36 months following the closing of the private placement. In connection with the private placement, the Company paid finder's fee in the aggregate sum of $46,270 and issued 231,350 post-consolidated common share purchase warrants to certain eligible finders. Each finders' warrant entitles the holder to purchase one common share in the capital of the Company exercisable at a price of $0.25 per Finder's Share for a period of 36 months following the closing of the Private Placement.