



Financial Statements

For the years ended September 30, 2021 and 2020

(Expressed in Canadian Dollars)

## Management's Responsibility for Financial Reporting

The accompanying financial statements of McLaren Resources Inc (the "Company") are the responsibility of management and the Board of Directors. The financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the financial statements. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the statement of financial position date. In the opinion of management, the financial statements have been prepared within acceptable limits of materiality and are in accordance with International Financial Reporting Standards ("IFRS") appropriate in the circumstances.

Management has established processes, which are in place to provide them sufficient knowledge to support management representations that they have exercised reasonable diligence that (i) the financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the financial statements and (ii) the financial statements fairly present in all material respects the financial condition, results of operations and cash flows of the Company, as of the date of and for the periods presented by the financial statements.

The Board of Directors is responsible for reviewing and approving the financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the financial statements together with other financial information of the Company for issuance to the shareholders.

Management recognizes its responsibility for conducting the Company's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

The Audit Committee has met with the Company's independent auditor to review the scope and results of the annual audit and to review the financial statements and related financial reporting matters prior to recommending the financial statements be approved.

(signed) "Radovan Danilovsky"  
Radovan Danilovsky  
President  
December 21, 2021

**INDEPENDENT AUDITORS' REPORT**

To the Shareholders of McLaren Resources Inc.

**Opinion**

We have audited the financial statements of McLaren Resources Inc. (the "Company"), which comprise the statement of financial position as at September 30, 2021 and 2020, and the statements of comprehensive loss, changes in equity and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Corporation as at September 30, 2021 and 2020, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards ("IFRS").

**Basis for Opinion**

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Material Uncertainty Related to Going Concern**

We draw attention to Note 1 in the financial statements, which indicates that the Company incurred a net loss in the past and currently has an accumulated deficit of \$8,395,554. As stated in Note 1, these events or conditions, along with other matters indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

**Other Information**

Management is responsible for the other information. The other information comprise:

- Management's Discussion and Analysis; and

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

**Responsibilities of Management and Those Charged with Governance for the Financial Statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.



### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Nick Miseros.

  
Licensed Public Accountants  
Toronto, Canada  
December 21, 2021



Statements of Financial Position  
As at,

Expressed in Canadian Dollars	Note	September 30, 2021	September 30, 2020
<b>Assets</b>			
<b>Current assets</b>			
Cash	4	\$ 441,100	\$ 463,887
Marketable securities	5	4,012	6,230
Amounts receivable	6	6,782	11,043
Prepaid expense	7	4,396	14,164
<b>Total assets</b>		<b>\$ 456,290</b>	<b>\$ 495,324</b>
<b>Liabilities and shareholders' equity</b>			
<b>Current liabilities</b>			
Accounts payable and accrued liabilities	9, 11	\$ 33,804	\$ 38,975
Flow through premium liability	12(b)(ii)	-	7,500
		<b>33,804</b>	<b>46,475</b>
<b>Shareholders' equity</b>			
Share capital	12	8,462,529	8,214,557
Warrant reserve	12(c)	178,389	128,329
Stock option reserve	12(d)	177,122	180,789
Deficit		(8,395,554)	(8,074,826)
		<b>422,486</b>	<b>448,849</b>
<b>Total liabilities and shareholders' equity</b>		<b>\$ 456,290</b>	<b>\$ 495,324</b>

Nature of Operations and Going Concern (Note 1)  
Commitments (Note 10)  
Subsequent Events (Note 17)

On behalf of the Board of Directors on December 21, 2021

"John Heslop" (signed)  
Director

"Paul Crath" (signed)  
Director

*The accompanying notes form an integral part of these financial statements*



Statements of Loss and Comprehensive Loss  
For the years ended September 30,

(Expressed in Canadian Dollars)	Note	2021	2020
Management fees	11	\$ 101,000	\$ 61,000
Consulting fees		68,500	168,710
Office, general and administrative		41,346	22,983
Professional fees		20,272	17,123
Investor relations		2,790	10,605
Insurance		10,593	11,334
Share-based compensation	12(d)	16,953	30,047
<b>Total expenses</b>		<b>261,454</b>	<b>321,802</b>
<b>Loss before undernoted</b>		<b>(261,454)</b>	<b>(321,802)</b>
Exploration and evaluation expenditures	8	(86,403)	(84,666)
Flow-through premium recovery		7,500	45,617
Unrealized (Loss) Gain on marketable securities		(2,219)	(251)
<b>Net loss and comprehensive loss for year</b>		<b>\$ (342,576)</b>	<b>\$ (361,102)</b>
<b>Loss per share</b>			
Net loss per share - basic and fully diluted		\$ (0.01)	\$ (0.01)
Weighted average number of shares - basic and diluted		73,309,621	59,823,593

*The accompanying notes form an integral part of these financial statements*

# McLaren

## RESOURCES

### Statements of Changes in Shareholders' Equity

	Note	Share Capital		Reserves		Deficit	Total
		Number of Shares	Amount \$	Warrants \$	Stock Options \$		
<b>Balance at September 30, 2019</b>		<b>54,975,511</b>	<b>7,305,539</b>	<b>319,947</b>	<b>187,341</b>	<b>(7,750,323)</b>	<b>62,504</b>
Flow-through private placement - common shares	12(b)(i)	600,000	30,000	-	-	-	30,000
Share issue costs	12(b)(i)	-	(2,100)	-	-	-	(2,100)
Issuance of warrants	12(b)(i)	-	(1,077)	1,077	-	-	-
Issuance of broker warrants	12(b)(i)	-	(151)	151	-	-	-
Flow-through share price premium	12(b)(iv)	-	(15,000)	-	-	-	(15,000)
Private Placement - common shares	12(b)(ii)	6,540,000	327,000	-	-	-	327,000
Issuance of warrants	12(b)(ii)	-	(90,584)	90,584	-	-	-
Flow-through private placement - common shares	12(b)(ii)	5,200,000	260,000	-	-	-	260,000
Issuance of warrants	12(b)(ii)	-	(36,517)	36,517	-	-	-
Shares issue costs	12(b)(ii)	-	(27,500)	-	-	-	(27,500)
Shares issued for services - common shares	12(b)(iii)	2,900,000	145,000	-	-	-	145,000
Cancellation of expired warrants	12(b)(iv)	-	319,947	(319,947)	-	-	-
Cancellation of expired options	-	-	-	-	(36,599)	36,599	-
Grant of Options	-	-	-	-	30,047	-	30,047
Net loss for the period	-	-	-	-	-	(361,102)	(361,102)
<b>Balance at September 30, 2020</b>		<b>70,215,511</b>	<b>8,214,557</b>	<b>128,329</b>	<b>180,789</b>	<b>(8,074,826)</b>	<b>448,849</b>
Shares issued for mineral property	12(b)(v)	300,000	15,000	-	-	-	15,000
Private placement Flow-through common shares	12(b)(vi)	3,750,000	300,000	-	-	-	300,000
Share issue costs	12(b)(vi)	-	(21,740)	-	-	-	(21,740)
Issuance of warrants	12(b)(vi)	-	(51,288)	51,288	-	-	-
Shares issued for property	12(b)(vii)	100,000	6,000	-	-	-	6,000
Cancellation of broker warrants	12(c)	-	-	(1,228)	-	1,228	-
Cancellation of expired options	12(d)	-	-	-	(20,620)	20,620	-
Grant of Options	-	-	-	-	16,953	-	16,953
Net loss for the period	-	-	-	-	-	(342,576)	(342,576)
<b>Balance at September 30, 2021</b>		<b>74,365,511</b>	<b>8,462,529</b>	<b>178,389</b>	<b>177,122</b>	<b>(8,395,554)</b>	<b>422,486</b>

The accompanying notes form an integral part of these financial statements

# McLaren

## RESOURCES

### Statement of Cash Flows

For the years ended September 30,

(Expressed in Canadian Dollars)	2021	2020
<b>Net loss for the year:</b>	<b>\$ (342,576)</b>	<b>\$ (361,102)</b>
Items not affecting cash		
Shares issued for services	-	145,000
Shares issued for property	21,000	-
Share-based compensation	16,953	30,047
Loss (Gain) on value of marketable securities	2,219	251
Flow-through share premium	(7,500)	(45,617)
	<b>(309,904)</b>	<b>(231,421)</b>
<b>Changes in non-cash working capital activities:</b>		
Amounts receivable	4,261	7,797
Prepaid expenses	9,768	(5,390)
Accounts payable and accrued liabilities	(5,172)	16,196
Net changes in non-cash working capital balances	<b>8,857</b>	<b>18,603</b>
<b>Net cash flows used in operating activities:</b>	<b>(301,047)</b>	<b>(212,818)</b>
<b>Cash flows from financing activities:</b>		
Proceeds from Flow-through private placements	300,000	290,000
Proceeds from Common share private placement	-	327,000
Share issuance costs	(21,740)	(29,600)
<b>Net Cash flows from financing activities:</b>	<b>278,260</b>	<b>587,400</b>
Net change in cash during the year	<b>(22,787)</b>	<b>374,582</b>
Cash, beginning or year	<b>463,887</b>	<b>89,305</b>
<b>Cash, end of year</b>	<b>\$ 441,100</b>	<b>\$ 463,887</b>
<b>Cash paid during the year:</b>		
Value of common shares issued for mineral property	\$ 21,000	\$ -
Value of commons shares issued for services	\$ -	\$ 145,000
Interest paid and received	\$ -	\$ -
Income taxes	\$ -	\$ -

*The accompanying notes form an integral part of these financial statements*





Notes to the Financial Statements  
September 30, 2021 and 2020  
(Expressed in Canadian dollars)

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## **1. NATURE OF BUSINESS AND GOING CONCERN**

McLaren Resources Inc. (the "Company" or "McLaren") was incorporated on July 13, 1999 under The Business Corporations Act (Ontario). The Company is listed on the Canadian Stock Exchange ("CSE"), having the symbol MCL. The Company is currently engaged in the acquisition, exploration and development of mineral properties. The address of the Company's corporate office and principal place of business is 44 Victoria Street, Suite 1616, Toronto, Ontario M5C 1Y2.

These financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities and commitments in the normal course of business for the foreseeable future. As at September 30, 2021, the Company has been incurring losses and has an accumulated deficit of \$8,395,554 (September 30, 2020 - \$(8,074,826)). The Company has not yet achieved profitable operations and expects to incur further losses in the development of its business. Management intends to obtain further financing through the issuance of flow through shares and private placements. While management has been successful in the past, the ultimate outcome of these matters cannot presently be determined because they are contingent on future events. However, the Company's management believes that it will be successful in meeting its business objectives, and that the going concern assumption remains appropriate.

The business of exploring for minerals involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The recoverability of the carrying value of exploration properties and the Company's continued existence are dependent upon the preservation of its interest in the underlying properties, the discovery of economically recoverable reserves, the achievement of profitable operations, and the ability of the Company to raise alternative financing, if necessary, or alternatively upon the Company's ability to dispose of its interests on an advantageous basis. Changes in future conditions could require material write-downs of the carrying values.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements, non-compliance with regulatory requirements or aboriginal land claims.

## **2. BASIS OF PRESENTATION**

### **(a) Statement of compliance**

These audited financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and include interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). The accounting policies set out below have been applied consistently to all periods presented unless otherwise noted.

The financial statements for the year ended September 30, 2021 were reviewed, approved and authorized for issue by the Board of Directors on December 21, 2021.

### **(b) Basis of measurement**

These financial statements have been prepared on the historical cost basis, except for financial instruments designated at fair value through profit and 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 are presented in Canadian dollars, which is the Company's functional currency. All values are rounded to the nearest dollar.

Certain comparative figures have been reclassified to conform to the current year's presentation. These reclassifications did not affect prior year's net losses.

## **BASIS OF PRESENTATION (continued)**

### **(c) Use of estimates and judgments**

The preparation of financial statements in compliance with IFRS requires the Company's management to make certain estimates and assumptions that they consider reasonable and realistic. Despite regular reviews of these estimates and assumptions, based in particular on past achievements or anticipations, facts and circumstances may lead to changes in these estimates and assumptions which could impact the reported amount of the Company's assets, liabilities, equity or earnings. These estimates and assumptions notably relate to the following items:

Impairment in mineral properties and related deferred costs - Management uses significant judgement in determining whether there is any indication that mineral properties and related deferred costs may be impaired.

Measurement of impairment in available-for-sale financial assets - The impairment loss is the difference between the original cost of the asset and its fair value at the measurement date, less any impairment losses previously recognized in the statements of operations. The impairment loss recognized in the statements of operations is a reclassification of unrealized losses resulting from the decline in fair value previously recorded in other comprehensive loss.

Significant or prolonged decline is defined by management as a decline in fair value of at least 50% below original cost or a decline in fair value below original cost for at least 24 months.

## **3. SIGNIFICANT ACCOUNTING POLICIES**

The accounting policies set out below have been applied consistently to all periods presented in these financial statements. The policies applied in these financial statements are based upon IFRS issued and outstanding as of September 30, 2021.

### **(a) Exploration and evaluation expenditures**

Exploration expenditures typically include costs of prospecting, sampling, mapping, diamond drilling and other work involved in searching for ore. Evaluation expenditures reflect costs incurred at the exploration projects related to establishing the technical and commercial viability of mineral deposits identified through exploration. Evaluation expenditures include the costs of (i) establishing the volume and grade of deposits through drilling of core samples, trenching and sampling activities in an ore body that is classified as either a mineral resource of a proven probable reserve, (ii) determining the optimal methods of extraction and metallurgical and treatment processes, (iii) studies related to surveying, transportation and infrastructure requirements, (iv) permitting activities, and (v) economic evaluations to determine whether development of the mineralized material is commercially justified, including scoping, prefeasibility and final feasibility studies.

### **(b) Rehabilitation and restoration**

The Company's exploration activities are subject to various governmental laws and regulations relating to the protection of the environment. Provision for the rehabilitation and restoration is recorded when an obligation is incurred with a corresponding increase in related asset. At each date of the statement of financial position, the provision for rehabilitation and restoration is re-measured in line with changes in discount rates, timing and other costs to be incurred. The provision amount is periodically reviewed and updated based on the facts and circumstances available. As at September 30, 2021 the Company did not incur any rehabilitation and restoration obligation.

### 3. SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (c) Financial instruments

On January 1, 2018, the Company adopted IFRS 9, Financial Instruments which addresses classification, measurement and recognition of financial assets and financial liabilities and replaces IAS 39, Financial Instruments: Recognition and Measurement. Financial assets and liabilities are recognized when the entity becomes a party to the contractual provisions of the instrument. Upon initial recognition, financial assets are measured at fair value plus transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability, except for those financial assets and liabilities classified as fair value through profit or loss, which initially are measured at fair value.

#### Financial assets

The Company classifies its financial assets into one of the following categories, depending on the purpose for which the assets was acquired. The Company's accounting policy for each is as follows:

- i) **Fair value through profit or loss ("FVPL")** - This category comprises financial assets designated upon initial recognition as FVPL and is acquired or incurred principally for the purpose of selling or repurchasing in the near term. On initial recognition it is part of a portfolio of identifiable financial instruments managed together for which there is evidence of a recent pattern of short-term profit taking, or a derivative (excluding a derivative used for hedging). FVPL are carried in the statements of financial position at fair value with changes in value recognized in profit or loss for the period as they arise.
- ii) **Loans and accounts receivable** - They are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. The Company's accounts receivable are of short term nature and approximate their carrying values and are included in current assets. These assets are recognized initially at the amount expected to be received, less, when material, a discount to reduce loans and receivables to fair value. Subsequently, they are measured at amortized cost using the effective interest method less a provision of impairment. The effective interest method is a method of calculating the amortized cost of a financial asset or liability and of allocating interest income or expense over the relevant period. Interest income or expense is recognized in profit or loss.
- iii) **Held-to-maturity investments** - Non-derivative financial assets with fixed or determinable payments and fixed maturities that the Company's management has the positive intention and ability to hold to maturity. These assets are measured at amortized costs using the effective interest method. If there is objective evidence that the investment is impaired, the amount of the impairment loss is measured as the difference between the assets' carrying amount and the present value of estimated future cash flows, discounted at the entity's original effective interest rate. The impairment losses are recognized in the statement of loss.
- iv) **Investments in equity instruments** - Non-derivative assets designated as investments in equity instruments that are not classified as loans and receivables, held to maturity investments or FVPL. Investments in equity instruments are carried at fair value with changes in fair value recognized in other comprehensive income. Where a decline in the fair value of an investment in equity instrument constitutes objective evidence of impairment other than temporary, the amount of the loss is removed from the other comprehensive income and reclassified directly to retained earnings. When an investment in equity instruments at a fair value through other comprehensive income is sold, the realized gain or loss is transferred directly from the fair value through other comprehensive income reserve to deficit. All financial assets except for those recorded at fair value through profit or loss and at fair value through other comprehensive income are subject to review for impairment. Financial assets are impaired when there is any objective evidence that a financial asset or group of financial assets is impaired.

### 3. SIGNIFICANT ACCOUNTING POLICIES (continued)

#### Financial liabilities

The Company classifies its financial liabilities into one of two categories depending on the purpose for which the liability was assumed. The Company's accounting policy for each category is as follows:

- i) **Fair value through profit or loss** - This category comprises financial liabilities designated upon initial recognition as FVPL. FVPL are carried in the statement of financial position at fair value recognized in the statement of income (loss) for the period.
- ii) **Financial liabilities measured at amortized cost** - Financial liabilities measured at amortized cost comprise accounts payables and accrued liabilities. Accounts payable and accrued liabilities are initially recognized at the amount required to be paid, less, when material, a discount to reduce the payables to fair value. Subsequently, trade payables are measured at amortized cost using the effective interest method.

The Company's accounts payables and accrued liabilities and other current liabilities, due to their short term nature and approximation to their carrying values, are classified liabilities. The Company's financial instruments consist of the following:

Instrument	Classification and Measurement
Cash	FVTPL
Marketable securities	Fair value through other comprehensive income
Accounts receivable	Amortized Cost
Accounts payable and accrued liabilities	Amortized Cost

#### *Fair value hierarchy classification of financial instruments*

IFRS 7 establishes a fair value hierarchy that reflects the significance of inputs in measuring fair value as follows:

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. prices) or indirectly (i.e. derived from prices); and

Level 3 - inputs for the assets or liability that are not based on observable market data (unobservable inputs)

The classification of a financial instrument in the fair value hierarchy is based upon the lowest level or input that is significant to the measurement of fair value.

The Company's cash and cash equivalents, marketable securities, accounts receivable, accounts payable and accrued liabilities approximate their carrying values due to their short term nature. Decommissioning liabilities have been recorded at its present value.

#### *Offsetting of financial instruments*

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

#### (d) Cash

Cash consists of highly liquid investments that are readily convertible to known amounts of cash and have maturity dates of three months or less from the date of purchase. Cash consists of cash on deposit with a major Canadian bank. Cash is classified as Amortized Cost and are measured at Amortized Cost.

### 3. SIGNIFICANT ACCOUNTING POLICIES (continued)

**(e) Marketable securities**

Marketable securities include publicly traded equity shares and warrants which have been classified as fair value through profit and loss under the fair value option ("FVO") and are carried at fair value based on quoted market prices. The increase or decrease in fair value is reported as income or loss.

**(f) Prepaid expense**

Prepaid expense represents advance payments made to vendors for expenses applicable to a future period.

**(g) Decommissioning obligations**

The liability for a decommissioning obligation, such as site reclamation costs, is recorded when a legal or constructive obligation exists and is recognized in the period in which it is incurred. The Company records the estimated present value of future cash flows associated with site reclamation as a liability when the liability is incurred and increases the carrying value of the related assets for that amount. The liability is accreted to reflect the passage of time and adjusted to reflect changes in the timing and amount of estimated future cash flows. As at September 30, 2021, the Company has determined that it does not have material decommissioning obligations.

**(h) Share Capital**

Incremental costs directly attributable to the issuance of shares are recognized as a deduction from equity. The proceeds from the exercise of stock options or warrants together with amounts previously recorded over the vesting periods are recorded as share capital. Share capital issued for non-monetary consideration is recorded at an amount based on fair value on the date of issue. The company engages in equity financing transactions to obtain the funds necessary to continue operations and explore and evaluate exploration and evaluation assets. These equity financing transactions may involve issuance of common shares or units. Each unit comprises a certain number of common shares and a certain number of share purchase warrants. depending on the terms and conditions of each equity financing transaction, the warrants are exercisable into additional common shares at a price prior to expiry as stipulated by the transaction. Warrants that are part of units are assigned nil value and included in capital stock with the common shares that were concurrently issued. Warrants that are issued as payment for agency fees or other transaction costs are accounted for as stock-based compensation.

**(i) Stock-based compensation**

The Company accounts for share-based payments using the fair value method. Under this method, compensation expense for employees is measured at fair value on the date of grant using the Black-Scholes option pricing model, and is recognized as an expense or capitalized, depending on the nature of the grant, with a corresponding increase in stock option reserve, a component of equity, over the period that the employees earn the options. The amount recognized as an expense is adjusted to reflect the number of share options expected to vest. The Black-Scholes option pricing model requires the input of subjective assumptions, including the expected term of the option and stock price volatility. Upon the exercise of stock options, consideration paid by the option holder together with the amount previously recognized in the stock option reserve account is recorded as an increase to share capital. For those options that are cancelled or expire after vesting, the recorded fair value is transferred from stock option reserve to deficit.



### 3. SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (j) Title to exploration and evaluation property interests

Although the Company has taken steps to verify title to exploration and evaluation properties in which it has an interest, these procedures do not guarantee the Company's title. Such properties may be subject to prior agreements or transfers and title may be affected by undetected defects.

#### (k) Flow-through shares

Canadian tax legislation permits a company to issue flow-through instruments whereby the deduction for tax purposes relating to qualified resource expenditures is claimed by the investors rather than the Company. Common shares issued on a flow-through basis typically include a premium because of the tax benefits provided to the investor. At the time of issue, the Company estimates the proportion of the proceeds attributable to the premium and the common shares. The premium is estimated as the excess of the subscription price over the value of common shares on the date of the transaction and is recorded as a deferred liability. The Company recognizes a pro-rata amount of the premium through the statement of loss and comprehensive loss as other income with a corresponding reduction to the deferred tax liability as the flow-through expenditures are incurred and renounced. When the flow-through expenditures are incurred and renounced, the Company records the tax effect as a change to profit or loss and an increase to deferred income tax liabilities. To the extent that the Company has deferred income tax assets that were not recognized in previous periods, a deferred income tax recovery is recorded to offset the liability resulting from the renunciation.

#### (l) Warrants

Proceeds from unit placements are allocated between shares and warrants issued according to their relative fair value. The relative fair value of the share component is credited to share capital and the relative fair value of the warrant component is credited to warrant reserve. Upon exercise of the warrants, consideration paid by the warrant holder together with the amount previously recognized in the warrant reserve account is recorded as an increase to share capital. For those warrants that expire unexercised, the recorded fair value is transferred from warrant reserve to share capital.

#### (m) Income taxes

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in net income except for items recognized in equity or in other comprehensive loss. Current income 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 income taxes are determined using tax rates and tax laws that have been enacted or substantially enacted at the reporting date, and any adjustment to tax payable in respect of previous years. 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 an assets or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting nor taxable profit nor loss. Deferred income tax assets and liabilities are measured using tax rates that have been enacted or substantially enacted applied to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred income tax assets and liabilities of a change in statutory tax rates is recognized in net earnings in the year of change. Recognition of deferred tax assets for unused tax losses, tax credits and deductible temporary differences is restricted to those instances where it is probable that future taxable profit will be available against which the deferred tax asset can be utilized. At the end of each reporting year the Company reassesses unrecognized deferred tax assets. The Company recognizes a previously unrecognized deferred tax asset to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

### (n) Loss per share

The Company calculates basic loss per share using the weighted average number of common shares outstanding during the period. Diluted loss per share is calculated by adjusting the weighted average number of common shares outstanding by an amount that assumes that the proceeds to be received on the exercise of dilutive stock options and warrants are applied to repurchase common shares at the average market price for the period in calculating the net dilution impact. Stock options and warrants are dilutive when the Company has income from continuing operations and the average market price of the common shares during the period exceeds the exercise price of the options and warrants. Due to the losses for the years ended September 30, 2021 and September 30, 2020, basic loss per share is equal to dilutive loss per share for the periods presented.

## 4. CASH

The balance at September 30, 2021 consists of cash on deposit with a major Canadian bank in general interest-bearing accounts totaling \$441,100 (September 30, 2020 - \$463,887).

## 5. MARKETABLE SECURITIES

The Company's marketable securities consist of the following:

<b>Held for trading</b>	<b>September 30, 2021</b>	<b>September 30, 2020</b>
Shoal Point Energy Ltd. (8,000 common shares @\$0.035 per share)	280	720
Osisko Mining Inc. (1,588 common shares @\$2.35 per share)	3,732	5,510
	<b>4,012</b>	<b>6,230</b>

The shares have been classified as fair value through profit and loss under the fair value option ("FVO").

## 6. AMOUNTS RECEIVABLE

The Company's trade and other receivables includes harmonized services tax ("HST") due from the Canadian government and other receivables. These are broken down as follows:

	<b>September 30, 2021</b>	<b>September 30, 2020</b>
HST receivable	6,782	6,043
Subscription receivable	-	5,000
	<b>6,782</b>	<b>11,043</b>

At September 30, 2021, the Company anticipates full recovery of these amounts and therefore no impairment has been recorded against these receivables. The credit risk on the receivables has been further discussed in Note (14).

The Company holds no collateral for any receivable amounts outstanding as at September 30, 2021.

### 7. PREPAID EXPENSE

Prepaid expenses represent advance payments made to vendors for expenses applicable to a future period. Advance payments and deposits include amounts paid in advance for Directors' and Officers' liability insurance and Commercial Insurance.

### 8. EXPLORATION AND EVALUATION EXPENDITURES

	September 30, 2021	September 30, 2020	Cumulative to date
<b>McCool</b>			
Acquisition of claims	36,000	-	36,000
Exploration and evaluation expenditures	9,529	-	9,529
<b>Kerrs</b>			
Acquisition of claims	-	-	-
Exploration and evaluation expenditures	8,450	-	8,450
Property tax	2,377	-	2,377
<b>Blue Quartz</b>			
Exploration and evaluation expenditures	-	-	213,603
Property tax	1,208	-	1,208
<b>BQ-Extension</b>			
Acquisition on remaining 50% of mineral property	15,000	-	83,000
Property tax 50% (recovery)	-	(307)	7,127
<b>TimGinn</b>			
Option agreement	-	-	5,000
Exploration and evaluation expenditures	-	53,861	1,326,755
Property tax	-	740	4,727
Write off on termination of Option	-	-	-
<b>Augdome</b>			
Exploration and evaluation expenditures	136	26,050	252,630
Property tax	1,613	4,322	9,041
Other	12,090	-	12,090
	86,403	84,666	1,971,537

#### Northern Ontario, Canada

##### McCool Property

On May 14, 2020, McLaren acquired 100% interest in the 275 hectare ("ha") McCool gold property from Newmount Mining Corporation ("Newmount") subject to Newmont retaining a 1.0 % Net Smelter Royalty ("NSR") on future production. The 275 ha McCool gold property, held under one Ontario Mining Lease consisting of surface and mining rights, is located in McCool Township approximately 85 kilometres ("km") east of the City of Timmins. The property is situated along the Destor-Porcupine Deformation Zone between the Fenn-Gib and Jonpol gold deposits, approximately 18 km east of the producing Black Fox Gold Mine operated by McEwen Mining Inc. and approximately 22 km east-southeast of McLaren's Blue Quartz gold property, which hosts the former Blue Quartz Gold Mine.

### **Northern Ontario, Canada (continued)**

On August 9, 2021 McLaren received a mineral exploration permit from the Ontario Ministry of Energy, Northern Development and Mines ("MENDM") which allows McLaren to undertake various surface exploration activities on its original McCool gold property including line cutting, geological and geophysical surveys and diamond drilling. McLaren intends to commence a first phase exploration program on the McCool gold property which will consist of approximately 13 kilometres of line cutting and Induced Polarization geophysical surveys followed by the drilling of up to 10 holes. This program will be designed to further evaluate and trace the gold mineralization known to exist on the property along the Centre Hill Fault from the work of previous owners undertaken during the period 1982-1987.

On October 4, 2021, subsequent to year end McLaren announced it had acquired an additional 50 full mineral claims and 10 partial mineral claims, together comprising approximately 1,375 ha, from two independent prospectors from the Timmins area. The new claims are contiguous with the original McCool gold property and bring the total size of the property to approximately 1,650 ha. The majority of the new claims cover the northwest strike extension of the Centre Hill Fault which is host to the known gold mineralization on the McCool property and which is interpreted to be a splay off of the major Destor-Porcupine Deformation Zone which is host to many gold deposits in the area. The expanded McCool gold property now covers an approximate five kilometre strike length of the gold-bearing Centre Hill Fault.

McLaren agreed to pay a total of \$30,000 in cash and issue 250,000 shares of McLaren to the vendors, in stages, in exchange for the transfer of the 60 new mineral claims to McLaren. To date, the mineral claims have been transferred to McLaren, and McLaren has paid \$20,000 in cash and issued 100,000 shares valued at \$6,000 to the vendors, with the remaining cash and shares being due upon the receipt from MENDM of a mineral exploration permit covering the new McCool mineral claims.

### **Kerrs Property**

On May 14, 2020, McLaren acquired 100% interest in the 775 ha Kerrs gold property from Newmount subject to Newmount retaining a 1.0 % NSR on future production.. The property is held under five Ontario Mining Leases consisting of surface and mining rights, is located in Kerrs Township. The property is located approximately 85 kilometres ("km") east of the City of Timmins and situated along the Destor-Porcupine Deformation Zone which is host to many of the gold deposits in the Timmins Gold District.

On June 30, 2021, McLaren announced it has been issued a mineral exploration permit by MENDM for its 100%-owned Kerrs gold property located in the prolific Timmins Gold District of Northeastern Ontario, Canada where over 70 million ounces of gold have been produced to date. The Kerrs Permit has been issued to McLaren for an initial three-year term. This permit allows McLaren to undertake various surface exploration activities on the property including line-cutting, geological and geophysical surveys and diamond drilling. It is anticipated that initial data compilation will be undertaken on the Kerrs property during the fall of 2021.



Notes to the Financial Statements  
September 30, 2021 and 2020  
(Expressed in Canadian dollars)

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## **Northern Ontario, Canada (continued)**

### **Blue Quartz**

On December 6, 2010, the Company and Orla Mining Ltd. ("Orla") (formerly Red Mile Minerals Corp.), entered into an Option Agreement whereby McLaren could earn a 50% interest in the Blue Quartz gold property, with the Company having the right of first refusal on the remaining 50% interest. The Property consists of 25 patented mining claims and is located in Beatty Township, Northern Ontario. To earn a 50% interest in the Blue Quartz Property, the Company paid \$10,000 cash and issued 100,000 common shares with a deemed price of \$0.14 per share and is required to spend \$200,000 on exploration and development.

On July 26, 2011, the Company purchased additional property "BQ-Extension" from 2285944 Ontario Limited consisting of 8 unpatented claims totaling 240 hectares or approximately 600 acres for a purchase price of \$68,000.

During the calendar year ended December 31, 2011, the Company completed the \$200,000 in exploration and development expenditures and exercised its option to acquire 50% of the Blue Quartz property holding 25 patented mining claims. A 1.0% Net Smelter Royalty ("NSR") is retained by the predecessor companies (Thundermin Resources Inc. and Wesdome Mines Ltd.). Upon completion of the earn in and exercising its option to acquire the 50% interest in the Blue Quartz property, the Company has the right to purchase 50% (.05%) of the NSR from the predecessor companies for \$250,000.

On September 26, 2011, the Company entered into an option agreement with Orla whereby Orla has the option to earn 50% interest in the Blue Quartz Property Extension ("BQ Extension") which is owned 100% by the Company. The BQ-Extension property consists of 8 unpatented claims totaling 240 hectares or approximately 600 acres. Upon completion of the option agreement the Company and Orla will each own 50% of the entire Blue Quartz and BQ-Extension Property package.

October 26, 2020, the Company acquired the remaining 50% interest of the Blue Quartz property, to hold a 100% interest, in the past producing Blue Quartz Gold Mine property located in the prolific Timmins Gold District of Northeastern Ontario. Consideration for the acquisition was 300,000 treasury shares of McLaren which cannot be traded on the open market by Orla prior to October 15, 2021.

### **Augdome**

McLaren controls a 100% interest in the 414 ha Augdome Gold Property located in Tisdale and Whitney Townships in the prolific Timmins Gold District, Northeastern Ontario. The Property is located immediately east of the Dome Mine operated by Newmont.

On May 14, 2020, McLaren entered into an option agreement with Newmont. McLaren has granted Newmont an option to acquire a 100% interest in McLaren's 408 ha Augdome gold property, subject to McLaren retaining a 1.0% NSR on any future production from the Augdome property. The option can be exercised by Newmont at any time prior to May 5, 2024 upon the payment by Newmont of CDN \$500,000 to McLaren, such amount to be increased on a yearly basis according to the Canadian Consumer Price Index commencing on January 1, 2021 until the option is exercised.

### **TimGinn**

On January 6, 2021, McLaren announced the termination of the TimGinn option agreement effective December 31, 2020.



### 9. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Accounts payable and accrued liabilities consist primarily of outstanding vendors' invoices and accrued expenses incurred during the periods. The balances owing to the creditors are payable in accordance with the vendors' individual credit terms.

	September 30,	
	2021	2020
Trade and other payables	19,804	25,475
Accrued audit fees	14,000	13,500
	\$ 33,804	\$ 38,975

### 10. COMMITMENTS AND CONTINGENCIES

As of September 30, 2021, the Company had a commitment to spend \$524,845 (September 30, 2020 - \$245,000) from amounts raised by flow-through financing on eligible Canadian exploration expenditures, by December 31, 2022.

Flow-through common shares require the Company to incur an amount equivalent to the proceeds of the issued flow-through common shares on eligible Canadian exploration expenditures. The Company has indemnified current and previous flow-through subscribers for any tax and other payable by them in the event the Company does not incur the required exploration expenditures. No amounts have been recorded in these financial statements for potential liabilities relating to these indemnities as a triggering event has not taken place. Upon issuance of the flow-through shares in July 2020 in the amount of \$260,000 and December 2020 in the amount of \$300,000 (December 2019 - \$30,000), the Company recorded a flow-through share premium of \$Nil (December 2020 - \$15,000). As expenditures are incurred, the liability will be drawn down as income through the statement of loss. Through September 30, 2021, the Company has incurred \$42,400 in eligible exploration expenditures related to the 2020 flow-through issuances. As a result of the proposed amendments to the Income Tax act (Canada) due to Covid-19, the Company has until December 31, 2022 to spend the remaining \$517,600 on qualifying exploration expenditures, instead of December 31, 2021. During the year ended September 30, 2021, the Company recorded a flow-through share premium recovery of \$7,500 in the statement of loss (September 30, 2020 - \$45,617)

The Company's exploration and evaluation activities are subject to laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

The Company and its operations have been largely unaffected by the impact of the COVID-19 global pandemic. The Company continues to follow all related government measures and mandates and recommendations from health officials. The Company continues to believe that it will remain largely unaffected, however the future impact on the Company, if any, is uncertain at this time.

#### TimGinn property commitment

On January 6, 2021, McLaren announced the termination of the TimGinn option agreement effective December 31, 2020.

## 11. RELATED PARTY TRANSACTIONS AND KEY MANAGEMENT COMPENSATION

### *Related Party Transactions*

Related parties include the Board of Directors, senior management, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions. Related party transactions conducted in the normal course of operations are measured at fair value.

The Company entered into the following transactions with related parties for the year ended:

		September 30,	
		2021	2020
Management and consulting fees charged by officers and directors	\$	106,000	\$ 68,500
Paid to a law firm which an officer is a partner		7,359	-
Other remuneration to officers and directors		30,000	22,500
Amount outstanding at end of period		7,500	-
Director fees	\$	-	\$ -
Amounts outstanding at end of period	\$	-	\$ -

## 12. SHARE CAPITAL

### (a) Authorized

As at September 30, 2021, the Company's authorized number of common shares was unlimited and without par value.

### (b) Issued and outstanding

		September 30, 2021	
	Note	Shares	Amount
<b>Balance at September 30, 2019</b>		<b>54,975,511</b>	<b>\$ 7,305,539</b>
Private placement Flow-through commons shares	12(b)(i)	600,000	30,000
Share issue costs	12(b)(i)	-	(2,100)
Issuance of warrants	12(b)(i)	-	(1,077)
Issuance of broker warrants	12(b)(i)	-	(151)
Flow-through share price premium	12(b)(i)	-	(15,000)
Private placement common shares	12(b)(ii)	6,540,000	327,000
Issuance of warrants	12(b)(ii)	-	(90,584)
Private placement Flow-through commons shares	12(b)(ii)	5,200,000	260,000
Issuance of warrants	12(b)(ii)	-	(36,517)
Share issue costs	12(b)(ii)	-	(27,500)
Shares issued for services	12(b)(iii)	2,900,000	145,000
Cancellation of expired warrants	12(b)(iv)	-	319,947
<b>Balance at September 30, 2020</b>		<b>70,215,511</b>	<b>8,214,557</b>
Shares issued for mineral property	12(b)(v)	300,000	15,000
Private placement Flow-through common shares	12(b)(vi)	3,750,000	300,000
Share issue costs	12(b)(vi)	-	(21,740)
Issuance of warrants	12(b)(vi)	-	(51,288)
Shares issued for mineral property	12(b)(vii)	100,000	6,000
<b>Balance at September 30, 2021</b>		<b>74,365,511</b>	<b>\$ 8,462,529</b>

## 12. SHARE CAPITAL (continued)

- (i) On December 31, 2019, the Company issued 600,000 Flow-through common share units at \$0.05 per share for gross proceeds of \$30,000. Each unit consists of one Flow-through common share and one half (1/2) common share purchase warrant, exercisable at \$0.10 for a period of 18 months. The warrants were valued at \$1,077 using the Black Scholes valuation model. Finder fees of \$2,100 was paid in cash and 42,000 broker warrants were issued exercisable at \$0.10 for 18 months. The broker warrants were valued at \$151 using the Black-Scholes valuation pricing model. A Flow-through premium of \$15,000 was calculated based on the residual value of the flow-through shares (excess of subscription price over the closing market price multiplied by the 600,000 shares subscribed).
- (ii) On July 13, 2020, the Company issued 6,540,000 common share units and 5,200,000 Flow-through common share units at \$0.05 per share for gross proceeds of \$587,000. Each common share unit consists of one common share and one full common share purchase warrant. Each Flow-through common share unit consists of one Flow-through common share and one half (1/2) common share purchase warrant. Each warrant is exercisable at \$0.10 for a period of 18 months. The common share warrants were valued at \$90,584 and the Flow-through common share warrants were valued at \$36,517 using the Black Scholes valuation model. Finder fees of \$27,500 were paid in cash. As the Flow-through common shares were not issued at a premium to the stock trading price, a Flow-through premium has not been calculated.
- (iii) During the year ending September 30, 2020, the Company issued 2,900,000 common shares at \$0.05 per share to consultants for services.
- (iv) During the year ending September 30, 2020, 6,730,000 common purchase warrants valued at \$319,947 expired and were cancelled by the Company.
- (v) On October 13, 2020, the Company issued 300,000 common share units at \$0.05 per share to acquire the remaining 50% interest in the Blue Quartz property, to hold a 100% interest, in the past producing Blue Quartz Gold Mine property located in the prolific Timmins Gold District of Northeastern Ontario from its former joint venture partner Orla Mining Ltd.
- (vi) On December 31, 2020, the Company issued 3,750,000 Flow-through common share units at \$0.08 per share for gross proceeds of \$300,000. Each unit consists of one Flow-through common share and one half (1/2) common share purchase warrant, exercisable at \$0.125 for a period of 18 months. The warrants were valued at \$51,288 using the Black Scholes valuation model. Finder fees of \$21,740 was paid in cash. No Flow-through premium was calculated as the Flow-through shares were issued at the market price of \$0.08.
- (vii) On September 30, 2021, the Company issued 100,000 common shares at \$0.06 per share as partial payment on the property purchased from two Timmins area prospectors.

## 12. SHARE CAPITAL (continued)

### (c) Warrants

The following table shows the continuity of warrants for the years presented:

		Warrants
<b>Balance at September 29, 2020</b>		<b>319,947</b>
Cancellation of expired warrants	12(b)(iv)	(319,947)
Issuance of warrants with private placement	12(b)(ii)	90,584
Issuance of warrants with private placement	12(b)(ii)	36,517
Issuance of warrants with private placement	12(b)(vi)	51,288
<b>Balance at September 30, 2020</b>		<b>178,389</b>

The following table reflects the warrants outstanding as at September 30, 2021:

Date issued	Number of Warrants	Fair Value of Warrants	Exercise Price	Expiry Date
July 13, 2020	6,540,000	90,584	0.10	January 13, 2022
July 13, 2020	2,600,000	36,517	0.10	January 13, 2022
December 31, 2020	1,875,000	51,288	0.125	June 30, 2022
<b>Totals</b>	<b>\$ 11,015,000</b>	<b>\$ 178,389</b>	<b>\$0.104</b>	

The Company follows the fair value method of accounting for warrants using the Black Scholes option pricing model. The fair values of warrants issued were calculated based on the following assumptions:

	Dec 31, 2019	July 08 2020	Dec 31, 2020
Risk free interest rate	1.69%	0.29%	0.20%
Expected volatility	100%	100%	100%
Expected life (in years)	1.5	1.5	1.5
Expected dividend rate	-	-	-
Exercise price	\$0.10	\$0.10	\$0.125

## 12. SHARE CAPITAL (continued)

### (d) Stock Options

The Company has adopted a stock option plan (the "Plan"), which provides that the board of directors of the Company may from time to time, in its discretion, and in accordance with exchange requirements, where applicable, grant to directors, officers, employees and consultants of the Company options to purchase the Company's shares, provided that the number of the Company's shares reserved for issuance may not exceed 10% of the issued and outstanding common shares at any time. Such options will be exercisable for a period of up to 5 years from the date of grant. Except in specified circumstances, options are not assignable and will terminate if the optionee ceases to be employed by or associated with the Company. The terms of the Plan further provide that the price at which shares may be issued cannot be less than the market price (net of permissible discounts) of the shares when the relevant options were granted.

As at September 30, 2021 common share options held by directors, officers and consultants are as follows:

Grant Date	Number of Options Outstanding	Exercise Price	Number of Options Exercisable	Black Scholes Fair Value	Weighted Average Remaining Contractual Life (Years)	Expiry Date
February 22, 2017	1,225,000	\$0.125	1,225,000	108,193	1.40	February 22, 2022
May 16, 2017	300,000	\$0.125	300,000	16,313	1.62	May 16, 2022
February 26, 2018	125,000	\$0.15	125,000	5,616	2.41	February 26, 2023
February 10, 2020	200,000	\$0.10	200,000	4,825	2.36	February 10, 2023
June 16, 2020	200,000	\$0.10	200,000	4,755	2.71	June 16, 2023
July 13, 2020	1,150,000	\$0.10	1,150,000	20,467	1.78	July 13, 2022
February 16, 2021	500,000	\$0.10	500,000	16,953	1.78	February 16, 2023
<b>Totals</b>	<b>3,700,000</b>	<b>\$0.116</b>	<b>3,700,000</b>	<b>177,122</b>	<b>2.01</b>	

The following table outlines the stock option transactions during the year:

	Number of Stock Options	Weighted Average Exercise Price
<b>Balance at September 30, 2020</b>	<b>3,425,000</b>	<b>0.116</b>
Cancelled	(225,000)	(0.15)
Granted	500,000	0.10
<b>Balance at September 30, 2021</b>	<b>3,700,000</b>	<b>\$ 0.113</b>

In calculating the fair value of the options, the following underlying assumptions were used in the Black-Scholes calculation:

	Mar 31, 2018	Aug 21, 2019	Dec 23, 2019	Feb 10, 2020	Jun 16, 2020	July 13, 2020	Feb 16, 2021
Share price	\$0.03	\$0.03	\$0.03	\$0.05	\$0.05	\$0.05	\$0.075
Strike price	\$0.05	\$0.05	\$0.05	\$0.10	\$0.10	\$0.10	\$0.10
Risk free interest rate	1.99%	1.27%	1.65%	1.39%	0.26%	0.28%	0.21%
Expected volatility	100 %	100 %	100 %	100 %	100 %	100 %	100 %
Expected dividend rate	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Expected forfeiture rate	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%



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Expected life ( in years)	5	5	5	5	5	5	2
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### 13. CAPITAL MANAGEMENT

The Company's objective in managing capital is to maintain the entity's ability to continue as going concern, support the Company's normal operating requirements and to continue the exploration and development of its mineral properties.

The capital of the Company consists of the items in the shareholders' deficit. The Board of Directors does not establish a quantitative return on capital criteria for management but rather relies on the expertise of the Company's management to sustain future development of the business.

The Company regularly monitors and reviews the amount of capital in proportion to risk and future development and exploration opportunities. 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 debts or equity or similar instruments to obtain additional financing.

The Company's over all strategy with respect to capital risk management remained unchanged during the period. The Company is not subject to any externally imposed capital requirements as at September 30, 2021.

### 14. FINANCIAL INSTRUMENTS

The Company manages its exposure to a number of different financial risks arising from its operations as well as its use of financial instruments including market risks (commodity prices, foreign currency exchange rate and interest rate), credit risk and liquidity risk through its risk management strategy. The objective of the strategy is to support the delivery of the Company's financial targets while protecting its future financial security and flexibility.

Financial risks are primarily managed and monitored through operating and financing activities and, if required, through the use of derivative financial instruments. The financial risks are evaluated regularly with due consideration to changes in the key economic indicators and to up to date market information.

The Company's risk exposure and risk management policies and procedures have not changed.

#### *Market risk*

Market risk is the risk or uncertainty arising from possible market price movements and their impact on the future performance of the business. The Company may use derivative, financial instruments such as foreign exchange contracts and interest rate swaps to manage certain exposures. These market risks are evaluated by monitoring changes in key economic indicators and market information on an on going basis.

#### *Commodity risk*

The Company is exposed to price risk with respect to commodity prices. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company monitors commodity prices as they relate to gold and the stock market to determine the appropriate course of action to be taken.

#### *Credit risk*

The maximum exposure to credit risk is equal to the carrying amount of financial instruments classified as loans and receivables.

### 14. FINANCIAL INSTRUMENTS (continued)

#### *Liquidity risk*

Liquidity risk encompasses the risk that a company cannot meet its financial obligations in full. The Company's main sources of liquidity are its cash. These funds are primarily used to finance working capital, operating expenses, exploration expenditures, capital expenditures, and acquisitions.

The Company manages its liquidity risk by regularly monitoring its cash flows from operating activities, holding adequate amounts of cash. The current year's budget is planned to be funded and cash and cash equivalents provide additional flexibility for short term timing fluctuations.

Accounts payable and accrued liabilities are current financial instruments expected to be settled in the normal course of operations.

#### *Fair value*

The fair value of certain of the Company's financial instruments, including cash, bank overdraft, accounts payable and accrued liabilities, are estimated by management to approximate their carrying values due to their short term nature.

### 15. INCOME TAXES

#### *Deferred Income Tax Recovery*

The Company's income tax provision differs from the amount resulting from the application of the Canadian statutory income tax rate. A reconciliation of the combined Canadian federal and provincial income tax rates with the Company's effective tax rates for the years ended September 30, 2021 and September 30, 2020 is as follows:

	September 30, 2021	September 30, 2020
Combined statutory income tax rates ( % )	26.50	26.50
Net loss	(342,576)	(361,102)
Expected recovery of income taxes based on statutory rates.	(90,783)	(95,692)
Adjustments to tax (benefit) expense resulting from:		
Non-deductible permanent differences	5,081	8,029
Timing differences	(5)	(5)
Valuation allowance	85,707	87,668
Current tax expense	-	-

### 15. INCOME TAXES (continued)

If not utilized, the non-capital losses will expire as follows"

Years of Expiry	Amount \$
2026	180,584
2027	487,834
2028	392,527
2029	949,478
2030	245,636
2031	419,660
2032	1,197,614
2033	678,130
2034	348,537
2035	108,240
2037	214,120
2038	1,044,076
2039	516,563
2040	379,617
2041	367,334
	7,529,950

### 16. LOSS PER SHARE

Net loss per share has been calculated by dividing the net loss for the period by the weighted average number of common shares outstanding during the period. The effect of stock options and warrants was anti dilutive and hence, the diluted loss per share equals the basic loss per share.

### 17. SUBSEQUENT EVENT

On October 4, 2021, the Company announced that it had acquired an additional 50 full mineral claims and 10 partial mineral claims, together comprising approximately 1,375 ha, from two independent prospectors from the Timmins area. The new claims are contiguous with the original McCool gold property and bring the total size of the property to approximately 1,650 ha. The majority of the new claims cover the northwest strike extension of the Centre Hill Fault which is host to the known gold mineralization on the McCool property and which is interpreted to be a splay off of the major Destor-Porcupine Deformation Zone which is host to many gold deposits in the area. The expanded McCool gold property now covers an approximate five kilometre strike length of the gold-bearing Centre Hill Fault.