METALO MANUFACTURING INC.

Consolidated Financial Statements

For the year ended June 30, 2020

(expressed in Canadian dollars)

Management's Responsibility for Financial Reporting

The consolidated financial statements are the responsibility of management of Metalo Manufacturing Inc. (the "Corporation") and have been approved by the Board of Directors.

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board and, where necessary, include amounts which reflect management's best estimates and judgments based on current available information. The Corporation maintains systems of internal accounting and administrative controls in order to ensure that the Corporation's assets are appropriately accounted for and adequately safeguarded, and that the financial information is accurate and reliable.

The Board of Directors, through its Audit Committee, is responsible for ensuring that management fulfils its responsibilities for financial reporting and is ultimately responsible for reviewing and approving the consolidated financial statements.

The Audit Committee is composed of three non-management, independent directors and meets periodically with management and the independent auditors to review internal accounting controls, auditing matters and financial reporting issues, and to satisfy itself that all parties are properly discharging their responsibilities. The Audit Committee also reviews the consolidated financial statements and reports its findings to the Board of Directors for its consideration when approving the consolidated financial statements for issuance to the shareholders.

"Francis H. MacKenzie"

Francis H. MacKenzie

President and Chief Executive Officer

October 27, 2020

Independent auditor's report

To the Shareholders of Metalo Manufacturing Inc.

Our opinion

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of Metalo Manufacturing Inc. and its subsidiaries (together, the Corporation) as at June 30, 2020 and 2019, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS).

What we have audited
The Corporation's consolidated financial statements comprise:

- the consolidated statements of financial position as at June 30, 2020 and 2019;
- the consolidated statements of loss and comprehensive loss for the years then ended;
- the consolidated statements of changes in equity for the years then ended;
- the consolidated statements of cash flows for the years then ended; and
- the notes to the consolidated financial statements, which include a summary of significant accounting policies.

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 consolidated financial statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence
We are independent of the Corporation in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

Material uncertainty related to going concern

We draw attention to Note 1 in the consolidated financial statements, which describes events or conditions that indicate the existence of a material uncertainty that may cast significant doubt about the Corporation'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 comprises the Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated 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 consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the consolidated financial statements

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

In preparing the consolidated financial statements, management is responsible for assessing the Corporation'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 Corporation or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated 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 consolidated 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 Corporation'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 Corporation'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 consolidated 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 Corporation to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated 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 Corporation to express an opinion on the consolidated 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 Maxime Lessard.

(Signed) PricewaterhouseCoopers LLP

Chartered Professional Accountants

Halifax, Nova Scotia
October 27, 2020

Metalo Manufacturing Inc.
Consolidated Statements of Financial Position
(Amounts presented in Canadian Dollars)

	June 30 2020 $	**June 30 2019 $**
Assets		
Current assets:		
Cash	325,513	7,138
Other receivables	9,297	15,241
Prepaid and other deposits	-	29,031
Investments	2,800	2,800
	337,610	54,210
Non-current assets:		
Resource properties (Note 4)	57,210,600	57,175,564
Project development costs (Note 5)	1,462,322	1,462,322
Property and equipment (Note 6)	14,187	16,821
	58,687,109	58,654,707
	59,024,719	58,708,917
Liabilities and Shareholders' Equity		
Current liabilities:		
Trade and other payables	860,835	922,540
Short-term loans (Note 7)	8,692,604	4,892,256
	9,553,439	5,814,796
Non-current liabilities:		
Long-term debt (Note 8)	1,001,993	3,045,388
Deferred taxes (Note 14)	4,518,332	4,984,310
	5,520,325	8,029,698
	15,073,764	13,844,494
Shareholders' equity		
Share capital (Note 9)	9,387,978	9,273,978
Equity component debenture	649,593	649,593
Stock-based payment reserve	1,284,000	1,284,000
Retained earnings	6,183,444	6,756,960
Equity attributable to shareholders	17,505,015	17,964,531
Non-controlling interests	26,445,940	26,899,892
	43,950,955	44,864,423
	59,024,719	58,708,917

Note 1 – Nature of operations and going concern
Note 15 – Commitments and contingencies
Note 18 – Subsequent events

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

Approved on behalf of the Board

David J. Hennigar

Francis H. MacKenzie

October 27, 2020

Metalo Manufacturing Inc.
Consolidated Statements of Loss and Comprehensive Loss
(Amounts presented in Canadian Dollars)

	Year ended	
	June 30, 2020 $	**June 30, 2019 $**
Operating expenses (Note 12)	(481,102)	(1,149,110)
Depreciation (Note 6)	(3,606)	(4,490)
Interest and bank charges	(827,056)	(561,181)
Interest accretion	(193,804)	(195,281)
Valuation discount applied to term note (Note 8)	-	234,526
Unrealized (loss) on investments	-	(400)
Government assistance benefit (Note 8)	12,122	-
Net loss before taxes	(1,493,446)	(1,675,936)
Income tax recovery (Note 14)	465,978	674,468
Net loss and comprehensive loss	(1,027,468)	(1,001,468)
Net loss and comprehensive loss attributable to:		
Shareholders of the Corporation	(573,516)	(395,938)
Non-controlling interest	(453,952)	(605,530)
	(1,027,468)	(1,001,468)
Basic and diluted loss per share	($0.03)	($0.02)
Weighted average number of shares outstanding	18,349,944	17,807,026

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

Metalo Manufacturing Inc.
Consolidated Statements of Changes in Equity
(Amounts presented in Canadian Dollars)

	Number of shares issued	Share capital	Equity component convertible debenture	Stock-based payment reserve	Retained earnings	Total shareholders' equity	Non-controlling interest	Total equity
		$	$	$	$	$	$	$
Balance, June 20, 2018	17,697,637	9,173,978	649,593	1,284,000	7,152,898	18,260,469	27,505,422	45,765,891
Net loss and comprehensive loss for the year	-	-	-	-	(395,938)	(395,938)	(605,530)	(1,001,468)
Shares issued in payment of interest (Note 9)	355,758	100,000	-	-	-	100,000	-	100,000
Balance, June 30, 2019	18,053,395	9,273,978	649,593	1,284,000	6,756,960	17,964,531	26,899,892	44,864,423
Balance, June 30, 2019	18,053,395	9,273,978	649,593	1,284,000	6,756,960	17,964,531	26,899,892	44,864,423
Net loss and comprehensive loss for the year	-	-	-	-	(573,516)	(573,516)	(453,952)	(1,027,468)
Shares issued for convertible debt term extension (Note 7)	200,000	14,000	-	-	-	14,000	-	14,000
Share issued in payment of interest (Note 9)	577,420	100,000	-	-	-	100,000	-	100,000
Balance, June 30, 2020	18,830,815	9,387,978	649,593	1,284,000	6,183,444	17,505,015	26,445,940	43,950,955

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

Metalo Manufacturing Inc.
Consolidated Statements of Cash Flows
(Amounts presented in Canadian Dollars)

	Year ended June 30, 2020 $	Year ended June 30, 2019 $
Cash flows used in operating activities		
Net loss	(1,027,468)	(1,001,468)
Items not involving cash:		
Depreciation	3,606	4,490
Valuation discount applied to term note (Note 8)	-	(234,526)
Interest capitalized on short-term loans and long-term debt	582,540	455,505
Unrealized loss on investments	-	400
Interest paid by issuance of shares	114,000	100,000
Interest accretion	193,804	195,281
Deferred taxes recovery	(465,978)	(674,468)
Government assistance benefit	(12,122)	-
Changes in non-cash operating working capital		
Other receivables	5,944	(1,730)
Prepaid and other deposits	29,031	22,427
Trade and other payables	(61,705)	519,171
	(638,348)	(614,918)
Cash flow generated from financing activities		
Repayments of short-term loans	(657,305)	(41,092)
Proceeds from short-term loans and long-term debt	1,615,000	635,000
	957,695	593,908
Cash flows used in investing activities		
Purchase of property and equipment	(972)	-
Increase (decrease) in cash during the year	318,375	(21,010)
Cash, beginning of year	7,138	28,148
Cash, end of year	325,513	7,138

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Metalo Manufacturing Inc. ("the Corporation") was incorporated on October 4, 2000 under the laws of the Province of Alberta pursuant to the provisions of the Business Corporations Act. Through its direct and indirect subsidiaries, it is involved in the mining and exploration sector and the manufacturing sector. The Corporation's Head Office is located at 1400 – 141 Adelaide Street West, Toronto, ON M5H 3L5.

The Corporation's partially owned subsidiary, Grand River Ironsands Incorporated ("GRI"), has its principal place of business in Nova Scotia. GRI's majority owned subsidiary, North Atlantic Iron Corporation ("NAIC"), has its principal place of business in Newfoundland and Labrador and GRI's wholly-owned subsidiary, Pure Fonte Ltée ("Pure Fonte"), has its principal place of business in Quebec.

The consolidated financial statements have been prepared on a going concern basis, which assumes that the Corporation will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business.

The Corporation and its subsidiaries have not yet determined whether the properties contain mineral reserves that are economically recoverable and whether the development of a pig iron facility will occur. The recoverability of amounts shown for resource properties and project development costs is dependent upon the discovery of economically recoverable reserves and the ability of the Corporation and its subsidiaries to obtain necessary financing from shareholders, investors and lenders to complete the development, and upon future profitable production or proceeds from the disposition thereof.

The Corporation has cash on hand of $325,513 (June 30, 2019 - $7,138) and has a working capital deficiency of $9,215,829 (June 30, 2019 - $5,760,586). The Corporation has had recurring negative cash flows from operations and will require additional financing to fund its continuing exploration efforts on its resource properties and its development plans for its pig iron plant. These uncertainties cast significant doubt upon the Corporation's ability to continue as a going concern. Management plans to raise additional funds through debt and/or equity financings and is also in negotiations with certain debtholders to extend the maturity date of certain short-term loans coming due in the next year. Although the Corporation has been successful in raising funds to date, there can be no assurance that adequate funding will be available in the future, or available under terms favorable to the Corporation. The consolidated financial statements do not reflect adjustments in the carrying values of the assets and liabilities, the reported expenses and the balance sheet classifications used that would be necessary if the Corporation was unable to realize its assets and settle its liabilities as a going concern in the normal course of operations and such adjustments could be material.

COVID-19

On March 11, 2020, the World Health Organization declared a pandemic following the emergence and rapid spread of a novel strain of coronavirus ("COVID-19"). The continued spread of COVID-19 and the actions being taken by governments, businesses and individuals may adversely impact the Corporation's operations and its financial results. This has resulted in significant economic uncertainty, of which the potential impact on the Corporation's future financial results is difficult to reliably measure.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of presentation and statement of compliance

The consolidated financial statements are prepared on the historical cost basis except for certain financial assets that are measured at fair value.

The consolidated financial statements are presented in Canadian dollars which is also the Corporation's functional currency and the functional currency of its Canadian subsidiaries. The functional currency of the US subsidiary is the US dollar.

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board and were approved and authorized for issuance by the board of directors on October 27, 2020.

(b) Basis of consolidation

These financial statements include the accounts of the Corporation and the following entities:

- 43.9% GRI
  A company incorporated in Nova Scotia engaged in the exploration and development of mineral deposits which owns:
  - 90% NAIC
    A corporation incorporated in Newfoundland and Labrador engaged in the exploration and development of mineral deposits. (Note 3).
  - 100% Pure Fonte
    A corporation incorporated in Canada expected to be engaged in nodular pig iron manufacturing (Note 3).
  - 100% Forks Specialty Metals Inc. ("FSM")
    A company incorporated in Pennsylvania engaged in iron ore smelting that filed for bankruptcy under Chapter 7 of the United States Bankruptcy Code in the United States Bankruptcy Court, Eastern District of Pennsylvania. (Note 15).

All intercompany transactions and balances have been eliminated on consolidation.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(c) Business combinations and non-controlling interests

The Corporation applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair value at the acquisition dates. Acquisition related costs are expensed as incurred.

Transactions with non-controlling interests are treated as transactions with equity owners of the Corporation. For purchases from non-controlling interests that do not involve loss of control, the difference between the fair value of the consideration paid and the share of the carrying value of net assets acquired is recorded in equity. Similarly, gains or losses on disposals to non-controlling interests, which do not involve loss of control, are computed and recorded in equity.

(d) Resource properties

Mineral property expenses and mining reserves are stated at cost by capitalizing related expenditures until they are ready for commercial production. Upon commercial viability, depletion commences on a unit-of-sale basis over the estimated recoverable measured and indicated reserves.

Pre-exploration costs are generally expensed unless management considers it probable that future economic benefits can be identified. Other general exploration expenses are charged to the statement of loss and comprehensive loss as incurred. The cost of mineral properties abandoned or sold and their related deferred exploration costs are charged to the statement of loss and comprehensive loss in the year the disposition or abandonment occurs.

The value associated with resources and exploration potential is allocated at acquisition and is classified as non-depletable until such time as it is transferred to the depletable category, generally as a result of the conversion of resource or exploration potential into reserves. On transfer, the asset is tested for impairment.

(e) Intangible assets

Intangible assets are comprised of the project development costs that have been incurred related to the future investment in a manufacturing facility that management expects to construct. Depreciation will commence once the project is completed.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(f) Restoration, rehabilitation and environmental obligation

A legal or constructive obligation to incur restoration, rehabilitation and environmental costs may arise when environmental disturbance is caused by the exploration, development or ongoing production of a mineral property interest. Such costs arising from the decommissioning of plant and other site preparation work, discounted to their net present value, are provided for and capitalized at the start of each project to the carrying amount of the asset, as soon as the obligation to incur such costs arises.

(g) Property and equipment

Property and equipment is recorded at cost less accumulated depreciation and any impairment. The cost of an item of property and equipment consists of the purchase price and any cost directly attributable to bringing the asset to the location and condition necessary for its intended use. Depreciation is provided using the declining balance method at the following annual rates:

Assets	Rates
Computer hardware	30%
Office furniture and equipment	20%
Industrial equipment	20%
Automotive equipment	30%

(h) Impairment of non-financial assets

Resource properties that are not subject to amortization, property and equipment and other non-current assets with definite useful lives, are tested for impairment whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. Project development costs, that are not yet available for use, are subject to an annual impairment assessment. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value (less costs to sell) is the amount obtainable from the sale of the asset or group of assets in an arm's length transaction between knowledgeable and willing parties, less costs to sell. Value in use is equal to the present value of future cash flows expected to be derived from the use and sale of the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit" or "CGU").

An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. Impairment losses recognized in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amounts of the other assets in the unit on a pro rata basis.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(h) Impairment of non-financial assets (continued)

Impairment losses may be reversed, except for goodwill, in a subsequent period where the impairment no longer exists or has decreased. The carrying amount after a reversal must not exceed the carrying amount (net of depreciation) that would have been determined had no impairment loss been recognized.

(i) Share issuance cost

Costs incurred for the issuance of common shares are deducted from share capital.

(j) Foreign currency

Foreign currency transactions are initially recorded in the functional currency at the transaction date exchange rate. As at the statements of financial position date, monetary assets and liabilities denominated in a foreign currency are translated into the functional currency at the reporting date exchange rate. Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items at year end exchange rates are recognized in the statement of loss and comprehensive loss.

Non-monetary items measured at historical cost are translated using the historical exchange rate. Non-monetary items measured at fair value are translated using the exchange rates at the date when fair value was determined.

Financial statements of subsidiaries, affiliates and joint ventures for which the functional currency is not the Canadian dollar are translated into Canadian dollars as follows: all asset and liability accounts are translated at the statement of financial position exchange rate and all earnings and expense accounts and cash flow statement items are translated at average exchange rates for the year. The resulting translation gains and losses are recorded as foreign currency translation adjustments in other comprehensive income (loss) and recorded in the currency translation reserve in equity. On disposal of a foreign operation, the cumulative translation differences recognized in equity are reclassified to the statement of loss and comprehensive loss and recognized as part of the gain or loss on disposal.

Foreign exchange gains or losses arising from a monetary item receivable from or payable to a foreign operation, the settlement of which is neither planned nor likely to occur in the foreseeable future and which in substance is considered to form part of the net investment in the foreign operation, are recognized in other comprehensive income (loss) in the translation reserve.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(k) Income taxes

Income taxes are calculated using the liability method. Temporary differences arising from the difference between the tax basis of an asset or liability and its carrying amount on the statement of financial position are used to calculate deferred income tax liabilities or assets. Deferred income tax liabilities or assets are calculated using the substantively enacted rates and laws that are expected to be in effect in the periods that the temporary differences are expected to reverse. The effect of changes in rates is included in the statement of loss and comprehensive loss in the year which included the substantive enactment date. A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

(l) Stock-based compensation

Stock-based awards that are direct awards of stock to employees or directors, call for settlement in cash or other assets, or are stock appreciation rights that call for settlement by issuing equity instruments, are accounted for using the Black-Scholes option pricing model. The cost is recognized on a straight-line graded method basis adjusted for expected forfeitures as an employee or director expense with a corresponding increase to equity in stock-based payment reserve. Consideration paid by employees or directors on the exercise of stock options is recorded as share capital.

Stock-based payments with parties other than employees, assumes a rebuttable presumption that the fair value of the goods or services received can be estimated reliably. In certain circumstances, the Corporation rebuts this presumption because it cannot estimate reliably the fair value of the goods or services received. The Corporation then measures the goods or services received, and the corresponding increase in equity, indirectly, by reference to the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders service.

(m) Financial instruments

(i) Financial assets and liabilities

The Corporation classifies its financial instruments in the following measurement categories: fair value through profit and loss (“FVTPL”); fair value through other comprehensive income (“FVOCI”); or amortized cost. Management determines the classification of its financial instruments at initial recognition.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(m) Financial instruments (continued)

(i) Financial assets and liabilities (continued)

The Corporation recognizes a financial asset or a financial liability when, and only when, it becomes a party to the contractual provisions of the instrument. Such financial assets or financial liabilities are initially recognized at fair value and the subsequent measurement depends on their classification. Transaction costs that are directly attributable to the acquisition or issue of financial instruments, other than financial instruments at FVTPL, are added to or deducted from the fair value of the financial instrument, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial instruments at FVTPL are recognized immediately in net income (loss).

Financial assets are subsequently measured at:

- Amortized cost if it is held for the purposes of collecting contractual cash flows with such cash flows solely comprising payments of principal and interest on the principal amount outstanding;
- FVOCI if it is held for the purposes of collecting contractual cash flows and selling financial assets with such cash flows solely comprising payments of principal and interest on the principal amount outstanding; or irrevocably designated as such upon initial recognition; and
- FVTPL if it is neither classified as subsequently measured at amortized cost nor FVOCI or irrevocably designated as such upon initial recognition if doing so eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise from measuring assets or liabilities or recognizing the gains and losses on them on different bases.

All financial liabilities are recognized initially at fair value plus, in the case of loans and borrowings, directly attributable transaction costs. Financial liabilities classified at amortized cost are subsequently measured at amortized cost using the effective interest rate method.

The Corporation's financial assets include cash, investments and other receivables. The Corporation's financial liabilities include trade and other payables, short-term loans and long-term debt. Classification of these financial instruments is as follows:

Asset/Liability	Classification
Cash	Amortized cost
Investments	FVTPL
Other receivables	Amortized cost
Trade and other payables	Amortized cost
Short-term loans	Amortized cost
Long-term debt	Amortized cost

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(m) Financial instruments (continued)

(i) Financial assets and liabilities (continued)

Financial assets are derecognized when the Corporation's rights to cash flows from the respective assets have expired or have been transferred and the Corporation has neither exposure to the risks inherent in those assets nor entitlement to rewards from them. A financial liability is derecognized when the obligation under the liability is discharged, cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the consolidated statements of loss and comprehensive loss.

The Corporation categorizes its financial assets and liabilities measured at fair value into one of three different levels depending on the observability of the inputs used in the measurement.

Level 1: Includes assets and liabilities measured at fair value based on unadjusted quoted prices for identical assets and liabilities in active markets that are accessible at the measurement date.

Level 2: Includes valuations determined using directly or indirectly observable inputs other than quoted prices included within Level 1. Derivative instruments in this category are valued using models or other standard valuation techniques derived from observable market inputs.

Level 3: Includes valuations based on inputs which are less observable, unavailable or where the observable data does not support a significant portion of the instruments' fair value.

The only financial instruments measured at fair value are the investments. The investments are classified as Level 1 (shares in a public company) with a book value of $2,800 (2019 - $2,800).

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Corporation has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(m) Financial instruments (continued)

(ii) Impairment of financial assets

At each reporting date, the Corporation assesses whether there is objective evidence that a financial asset is impaired. If such evidence exists, the Corporation recognizes an impairment loss, as follows:

- Financial assets carried at amortized cost: The loss is the difference between the amortized cost of the loan or receivable and the present value of the estimated future cash flows, discounted using the instrument's original effective interest rate. The carrying amount of the asset is reduced by this amount either directly or indirectly through the use of an allowance account.

- FVTPL 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 statement of loss and comprehensive loss.

Impairment losses on financial assets carried at amortized cost are reversed in subsequent years if the amount of the loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized. Impairment losses on FVTPL equity instruments are not reversed.

(n) Provisions

A provision is recognized in the consolidated statement of financial position when the Corporation has a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

(o) Loss per share

Basic earnings per share amounts are calculated by dividing net income (loss) for the year attributable to common shareholders by the weighted average number of common shares outstanding during the year. Diluted earnings per share amounts are calculated by dividing the net income (loss) attributable to common shareholders by the weighted average number of shares outstanding during the year plus the weighted average number of shares that would be issued on the conversion of all the potential dilutive ordinary shares into common shares. For the years ended June 30, 2020 and 2019, all dilutive instruments are anti-dilutive. As a result, basic and diluted earnings are the same.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(p) New accounting standards adopted by the Corporation

IFRS 16 *"Leases"*

IFRS 16 is effective for annual periods beginning on or after January 1, 2019. IFRS 16 provides a comprehensive model for the identification of lease arrangements and their treatment in the financial statements of both lessees and lessors. The standard provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is twelve months or less or the underlying asset has a low value. As a lessee, an entity recognizes a right-of-use asset representing its right-to-use the underlying asset and a lease liability representing its obligation to make lease payments.

Effective July 1, 2019, the Corporation adopted IFRS 16 using the modified retrospective transition method. As at the transaction date, the Corporation had no leases in place and therefore, there was no impact to the financial statements.

(q) Critical accounting estimates and judgments

The preparation of consolidated financial statements under IFRS requires the Corporation to make judgments, estimates and assumptions that affect the application of policies and the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the consolidated financial statements, and the reported amounts of expenses during the year. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Actual results may differ materially from these estimates.

Control of subsidiaries

The determination of control of subsidiaries involves significant judgment. De facto control exists in circumstances when an entity owns less than 50% voting rights in another entity but has control for reason other than voting rights or contractual and other statutory means. The consolidated financial statements include the results of GRI and its subsidiaries as management has determined that the Corporation has de facto control over GRI and its subsidiaries. The Corporation has the practical ability to direct the relevant activities of GRI and its subsidiaries. The Corporation directly owns 43.9% of GRI, with the remaining shareholders being widely dispersed, each holding less than 3%.

Recoverability of resource properties

At the end of each reporting year, the Corporation assesses each of its resource properties to determine whether any indication of impairment exists. Judgment is required in determining whether indicators of impairment exist, including factors such as, the year for which the Corporation has the right to explore, expected renewals of exploration rights, whether substantive expenditures on further exploration and evaluation of resource properties are budgeted and results of exploration and evaluation activities on the exploration and evaluation assets.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(q) Critical accounting estimates and judgments (continued)

Recoverability of resource properties (continued)

Where an indicator of impairment exists, a formal estimate of the recoverable amount is made, which is considered to be the higher of the fair value less costs to sell and value in use. The impairment analysis requires the use of estimates and assumptions, such as long-term commodity prices, discount rates, future capital requirements, exploration potential and operating performance. Fair value of mineral assets is generally determined as the present value of estimated future cash flows arising from the continued use of the asset, which includes estimates such as the cost of future expansion plans and eventual disposal, using assumptions that an independent market participant may take into account. Cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset. If the Corporation does not have sufficient information about a particular mineral resource property to meaningfully estimate future cash flows, the fair value is estimated by management through the use of, where available, comparison to similar market assets and, where available, industry benchmarks. Actual results may differ materially from these estimates.

Other non-financial assets

Management assesses impairment of non-financial assets such as intangible assets and property and equipment. In assessing impairment, management estimates the recoverable amount of each asset or CGU based on expected future cash flows. When measuring expected future cash flows, management makes assumptions about future growth of profits which relate to future events and circumstances. Actual results could vary from these estimated future cash flows. Estimation uncertainty relates to assumptions about future operating results and the application of an appropriate discount rate.

Deferred income taxes

The Corporation is periodically required to estimate the tax base of assets and liabilities. Where applicable tax laws and regulations are either unclear or subject to varying interpretations, it is possible that changes in these estimates could occur that materially affect the amounts of deferred income tax assets and liabilities recorded in the consolidated financial statements. Changes in deferred tax assets and liabilities generally have a direct impact on earnings in the year of changes.

Each year, the Corporation evaluates the likelihood of whether some portion or all of each deferred tax asset will not be realized. This evaluation is based on historic and future expected levels of taxable income, the pattern and timing of reversals of taxable temporary timing differences that give rise to deferred tax liabilities, and tax planning initiatives. Levels of future taxable income are affected by, among other things, the market price for gold, production costs, quantities of proven and probable reserves, interest rates and foreign currency exchange rates.

(Amounts presented in Canadian Dollars)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(q) Critical accounting estimates and judgments (continued)

Share-based payments

The Corporation makes certain estimates and assumptions when calculating the estimated fair values of stock options granted and warrants issued. The significant assumptions used include estimates of expected volatility, expected life, expected dividend rate and expected risk-free rate of return. Changes in these assumptions may result in a material change to the expense recorded for grants of stock options and the issuance of warrants.

3. INVESTMENT IN SUBSIDIARY COMPANIES

In March 2018, GRI, NAIC, Pure Fonte and Petmin Limited ("Petmin") agreed to complete a restructuring transaction summarized as follows. Prior to the restructuring, Petmin was a 40% shareholder of NAIC and it is now a 10% shareholder of NAIC. On February 13, 2019, GRI and Petmin agreed to release their option on each other's projects.

During the year ended June 30, 2018, Petmin purchased from NAIC the rights to the use of the "Tenova Process" which was classified as an intangible asset. The agreement permits either party to construct a pig iron facility in specified locations, Ohio, USA for Petmin and Quebec, Canada for GRI. These exclusive rights will expire in the event either of the parties have not commenced the construction of a pig iron facility within three years of the date of the agreement. Following the transaction with Petmin, NAIC transferred 100% of its investment and ownership position in the proposed pig iron facility to Pure Fonte in consideration of reduction of a portion of its debt owing to GRI. NAIC retained 100% ownership of the mineral resources at Goose Bay, with GRI holding 90% of its shares and Petmin holding a 10% dilutable ownership position in NAIC.

4. RESOURCE PROPERTIES

	June 30, 2020 $	June 30, 2019 $
Labrador Mineral Sands		
Balance, beginning of year	57,175,564	57,170,334
Accretion adjustment related to loan extension (Note 8)	-	(26,802)
Accretion capitalized to resource properties	35,036	32,032
Balance, end of year	57,210,600	57,175,564

The Labrador Mineral Sands relate to licenses held by NAIC, which include land on the north side of the Churchill River and to the west of Happy Valley, Goose Bay, NL. Additions to resource properties includes accretion on the ACOA loan (Note 8).

(Amounts presented in Canadian Dollars)

4. RESOURCE PROPERTIES (continued)

Commencing in 2015, NAIC began pursuing the evaluation of accessory minerals associated with the Labrador Mineral Sands properties. These minerals primarily include feldspar, garnets, iron ore and silica quartz. In 2017, NAIC made the decision to abandon further evaluation of the iron ore with the objective to pursue the accessory minerals only. NAIC expects to commission a market feasibility study in the near term to further understand the development potential associated with the accessory minerals in the properties. In determining the recoverable amount of the resource properties, NAIC has made estimates regarding the quantity of accessory minerals to be extracted, the accessory mineral prices expected to be in place at the time of extraction, the direct costs associated with mining these minerals and total project capital expenditures. Based on this analysis, NAIC concluded that the carrying amount of the resource properties is recoverable. Given the uncertainty associated with each of the above assumptions, it is reasonably possible that outcomes which differ from these assumptions could require material adjustment to the carrying amount of the resource properties in the future.

5. PROJECT DEVELOPMENT COSTS

The Corporation is planning the development of a low cost North American producer of foundry grade pig iron. The costs incurred to date relate primarily to a Bankable Feasibility Study.

Costs incurred and disposals to date are as follows:

	June 30, 2020 $	June 30, 2019 $
Balance, beginning and end of year	1,462,322	1,462,322

6. PROPERTY AND EQUIPMENT

	Computer equipment $	Industrial equipment $	Office equipment $	Total $
For the year ended June 30, 2020				
Opening net book value	1,595	15,000	226	16,821
Additions	972	-	-	972
Depreciation	(561)	(3,000)	(45)	(3,606)
Net book value	2,006	12,000	181	14,187
As at June 30, 2020				
Cost	3,250	18,751	282	22,283
Accumulated depreciation	(1,244)	(6,751)	(101)	(8,096)
Net book value	2,006	12,000	181	14,187

(Amounts presented in Canadian Dollars)

7. SHORT-TERM LIABILITIES

The loan balances in the following table include interest accrued.

	June 30, 2020 $	June 30, 2019 $
(i) Short-term loan, interest at 6%, due December 31, 2020	314,611	296,309
(ii) Short-term loan, interest at 10%, due April 16, 2021	1,000,000	-
(iii) Short-term loan, interest at 6%, due on demand	2,889,158	2,721,090
(iv) Short-term loan from related party, interest at 12%, due August 31, 2020 (Note 18)	2,488,835	-
(v) Convertible debentures		
Amount outstanding, beginning of year	1,874,857	1,725,135
Accretion expense	125,143	149,722
Balance, end of year	2,000,000	1,874,857
Balance, end of year	8,692,604	4,892,256

(i) On August 25, 2016, GRI borrowed $250,000 from a third party for 90 days with interest at 6% per annum, accruing monthly, plus 50,000 common share purchase warrants (Note 10) exercisable on or before August 25, 2019 at an exercise price of $0.01 per share. The repayment date in the original loan agreement has been extended to December 31, 2020 and the warrant expiry date has been extended to December 31, 2020. Including accrued interest, the balance outstanding at June 30, 2020 totaled $314,611.

(ii) On April 16, 2020, MMI received a loan of $1,000,000 from a third party, bearing interest at 10% per annum payable monthly interest payments of $8,333. The loan agreement includes the issuance of 100,000 warrants (Note 10), with each warrant entitling the lender to acquire one common share of MMI at an exercise price of $0.15 per share for a period of two years.

(iii) On September 29, 2016, GRI borrowed $250,000 from Forest Lane Holdings Limited ("FLH"), a company controlled by a director of the Corporation, for 90 days with interest at 6% per annum, accruing monthly, plus 50,000 common share purchase warrants (Note 10) exercisable on or before September 29, 2019 at an exercise price of $0.01 per share. FLH also extended a line of credit facility bearing interest at 6% per annum, accruing monthly, to GRI in the amount of $2,105,000. The loan and line of credit have subsequently been combined into a demand note, with no fixed terms of repayment, for $2,355,000 with interest at 6% per annum accruing monthly. The original loan amount was increased by an additional $14,000 on March 14, 2019, bringing the total loan amount to $2,369,000. The warrant expiry time was also extended to December 31, 2020. Including accrued interest, the balance outstanding at June 30, 2020 totaled $2,889,158.

7. SHORT-TERM LIABILITIES (continued)

(iv) On August 31, 2017, GRI received from David J. Hennigar, chairman of the Corporation, a loan of $2,000,000, bearing interest at 12% per annum payable monthly. During the year ended June 30, 2019, the maturity date of the loan was extended to August 2020 and the holder has the option to convert the principal of the loan and the interest accrued on the loan to common shares at a conversion rate of $2.10 per share. Subsequent to year end, a loan extension was signed extending the payment of principal, without penalty, on or before August 31, 2022 (Note 18). Including accrued interest, the balance outstanding at June 30, 2020, totaled $2,488,835.

(v) Convertible debenture

On May 1, 2015, the Corporation announced that it had completed a non-brokered private placement of an unsecured convertible debenture for proceeds of $2,000,000 with FLH. The debenture matures on November 1, 2020, extended from May 1, 2020, and bears interest at 5% per annum payable quarterly and in previous years was reflected in long-term debt. The debenture is convertible, at the option of the holder, into common shares of the Corporation on or prior to the maturity date. The conversion price will be $0.80 per common share if exercised within 12 months of closing and will increase by $0.05 per common share on the anniversary date each year thereafter until the maturity date.

As consideration for the extension to the maturity date, 200,000 common shares of the Corporation have been issued to FHL at market value of $ 0.07/share on May 1, 2020. A four-month hold will apply on the issuance. The Amending Agreement and share issuance were approved unanimously by independent members of the Board of Directors the date before issuance.

At the option of the Corporation, quarterly interest may be converted into common shares of the Corporation at a conversion price equal to the volume-weighted average trading price of the shares for the 20 consecutive trading days ending on the fifth trading day preceding the determination date. The determination date is 15 business days prior to the payment date. The debenture will not be listed on the CSE, however the common shares issued upon any conversion will be listed and will be subject to a four-month hold period from the date of issuance.

The debenture is a compound financial instrument and as such has been recorded as a liability and as equity. The liability component was valued first and the difference between the proceeds of the debenture and the fair value of the liability was assigned to the equity component. The present value of the liability was calculated using a discount rate of 14% which approximated the interest rate that would have been applicable to non-convertible debt of the Corporation at the time the debenture was issued. The liability component will be accreted to the face value of the liability using the effective interest method. The accretion of the liability is charged at an effective interest rate of 14% such that at maturity the liability component is equal to the face value of the outstanding debenture.

Loan issued and repaid during the year

On September 18, 2019, a six-month loan (further extended to June 18, 2020), guaranteed by the Corporation, in the amount of $575,000, was provided to GRI by a non-related party. The loan bears an interest rate of 24% per annum. The lender withheld an interest reserve of $62,500 from the proceeds disbursed to GRI. This loan was fully repaid and discharged on May 1, 2020.

8. LONG-TERM DEBT

ACOA loan

In fiscal 2012, NAIC received an interest-free repayable loan from ACOA, a government agency, in the amount of $500,000 related to resource properties. The loan is repayable in five annual equal and consecutive installments commencing six months after the end of the fiscal year in which "Project Success" is achieved. It is anticipated that management has estimated that Project Success will be achieved in the fiscal year ending June 30, 2022 and the repayments will commence in December 2022.

Term loan

On July 5, 2018, an unsecured loan in the amount of $621,000 was provided to Pure Fonte by a non-related party. The loan bears interest at a rate of 5% per annum and matures three years from the date of receipt. The interest shall accrue and will be capitalized to the end of term. The principal and accumulated interest can be converted into shares at the option of the holder discounted by 25%. The loan can be paid in advance, however, is subject to a 15% penalty. The value of the loan has been discounted using an effective interest rate of 20%.

CEBA loan

On May 5, 2020, GRI received an interest-free loan of $40,000 through the Canada Emergency Business Account program. This loan was created by the federal government to assist businesses during the COVID-19 pandemic. 25% of the loan is forgivable (up to $10,000) if GRI repays the loan on or before December 31, 2022. If the loan is not repaid by that date, the loan can be converted to a three-year term loan bearing interest of 5% per annum. A government assistance benefit of $12,122 was recognized during the year.

(Amounts presented in Canadian Dollars)

8. LONG-TERM DEBT (continued)

	June 30, 2020 $	June 30, 2019 $
ACOA loan		
Loan amount, beginning of year	373,497	368,267
Accretion adjustment related to loan extension	-	(26,802)
Accretion capitalized to resource properties	35,037	32,032
Balance, end of year	408,534	373,497
Short-term loan (Notes 7 (iv))		
Loan amount, beginning of year	-	2,000,000
Accrued interest	-	208,354
Balance, end of year	-	2,208,354
Term loan		
Principal amount discounted	463,537	386,474
Accretion expense	68,313	45,559
Accrued interest	33,383	31,504
Balance, end of year	565,233	463,537
CEBA loan		
Loan amount, beginning of year	27,878	-
Accrued interest	348	-
Balance, end of year	28,226	-
Total	1,001,993	3,045,388

The future minimum payments associated with the above debt instruments are as follows:

	$
2021	-
2022	621,000
2023	40,000
Thereafter	500,000

9. SHARE CAPITAL

On November 1, 2018, the Corporation issued 65,789 common shares to FLH. This represents interest due November 1, 2018, in the aggregate amount of $25,000 on the convertible debenture and was made at a deemed price of $0.38 per share, which is the volume-weighted trading price for the 20 trading days ended October 3, 2018.

On February 1, 2019, the Corporation issued 87,719 common shares to FLH. This represents interest due February 1, 2018, in the aggregate amount of $25,000 on the convertible debenture and was made at a deemed price of $0.2850 per share, which is the volume-weighted trading price for the 20 trading days ended January 4, 2019.

On May 1, 2019, the Corporation issued 132,899 common shares to FLH. This issuance represents interest due May 1, 2018, in the aggregate amount of $25,000 on the convertible debenture and was made at a deemed price of $0.1881 per share, which is the volume-weighted trading price for the 20 trading days ended April 4, 2019.

On August 1, 2019, the Corporation issued 85,749 common shares to FLH. This represents interest due August 1, 2018, in the aggregate amount of $25,000 on the convertible debenture and was made at a deemed price of $0.2915 per share, which is the volume-weighted trading price for the 20 trading days ended July 11, 2019.

On November 1, 2019, the Corporation issued 90,171 common shares to FLH. This represents interest due November 1, 2019, in the aggregate amount of $25,000 on the convertible debenture and was made at a deemed price of $ 0.2773 per share, which is the volume-weighted trading price for the 20 trading days ended October 31, 2019. The securities are subject to a four-month hold period following the date of issuance.

On February 1, 2020, the Corporation issued 240,989 common shares to FLH. This represents interest due February 1, 2020, in the aggregate amount of $25,000 on the convertible debenture and was made at a deemed price of $0.1037 per share, which is the volume-weighted trading price for the 20 trading days ended January 6, 2020. The securities are subject to a four-month hold period following the date of issuance.

On May 1, 2020, the Corporation issued 160,511 common shares to FLH. This represents interest due May 1, 2020, in the aggregate amount of $ 25,000 on a convertible debenture and was made at a deemed price of $0.1558 per share, which is the volume-weighted trading price for the 20 trading days ended April 2, 2020. The securities are subject to a four-month hold period following the date of issuance.

On May 1, 2020, the Corporation also entered into an amending agreement with FLH, to extend the term of the debenture. The maturity date of the debenture has been extended to November 1, 2020. As consideration for the extension to the maturity date, 200,000 common shares in the capital stock of the Corporation were issued at the market value as at April 30, 2020. ($0.07 per share).

(Amounts presented in Canadian Dollars)

9. SHARE CAPITAL (continued)

COMMON STOCK OUTSTANDING	Number of shares #	Amount $
Authorized: Unlimited number of common shares without par value		
Issued and outstanding, June 30, 2018	17,697,637	9,173,978
Issued in payment of interest	355,758	100,000
Issued and outstanding, June 30, 2019	18,053,395	9,273,978
Issued in payment of interest	577,420	100,000
Issued in for convertible debt term extension (Note 7 (v))	200,000	14,000
Issued and outstanding, June 30, 2020	18,830,815	9,387,978

10. WARRANTS

The following is a summary of the warrants outstanding as at June 30, 2020:

	Outstanding and exercisable as at June 30, 2020			
	Number #	Exercise price $	Expiry date	Issuance date $
GRI warrants (Note 7 (i))	50,000	0.01	December 31, 2020	August 25, 2016
GRI warrants (Note 7 (iii))	50,000	0.01	December 31, 2020	September 29, 2016
MMI warrants (Note 7(ii))	100,000	0.15	April 16, 2022	April 16, 2020
	200,000	0.13		

11. STOCK-BASED COMPENSATION PLAN

The Board of Directors has established a stock option plan under which options to purchase common shares are granted to directors, officers and key employees of the Corporation. Options to acquire common shares are granted at option prices which shall be not less than the fair market value of the shares at the time the option is granted. Fair market value shall be deemed to be the average between the highest and lowest prices at which the common shares are traded on the day the option is granted and if not traded, the average between the closing bid and asked prices thereof as reported for the day on which the option is granted. Options expire between one and ten years from the date of the grant.

The Corporation has reserved 3,450,203 (2019 - 3,450,203) common shares pursuant to the stock option plan. There are 2,034,000 (2019 - 2,114,000) options to acquire common shares outstanding under the plan as at June 30, 2020. Any unexercised options that expire or are forfeited become available again for issuance under the plan.

(Amounts presented in Canadian Dollars)

11. STOCK-BASED COMPENSATION PLAN (continued)

No stock options were issued for the year ended June 30, 2020 or for the year ended June 30, 2019.

Options outstanding and exercisable

Number of options outstanding	Expiry date	Exercise price $	Number of options exercisable
144,000	28-May-2022	0.65	144,000
450,000	30-Nov-2022	0.65	450,000
985,000	6-Dec-2023	0.85	985,000
455,000	8-Dec-2024	0.75	455,000
2,034,000		0.77	2,034,000

GRI stock option plan

The Board of Directors of GRI has established a stock option plan under which options to purchase common shares are granted to directors, officers, and key employees of GRI. Options to acquire common shares are granted at prices as determined by the Board of Directors and expire five years from the date of the grant.

GRI has reserved 2,376,933 (2019 - 2,376,933) common shares pursuant to the stock option plan. There are 150,000 (2019 - 548,000) options to acquire common shares outstanding under the plan as at June 30, 2020. Any unexercised options that expire or are forfeited become available again for issuance under the plan.

On May 27, 2016, GRI granted 150,000 options to directors, officers, employees and consultants of GRI under the stock purchase plan at an exercise price of $2.50. These options vest immediately and expire in 5 years. The fair value of these option was estimated at the date of grant using the Black-Scholes pricing model with the following weighted average assumptions; risk free interest rates of 0.78%; dividend yields of $nil; volatility factor of 164.02%; share prices of $2.07; and a weighted average expected life of the options of 5 years.

(Amounts presented in Canadian Dollars)

11. STOCK-BASED COMPENSATION PLAN (continued)

Continuity of stock options issued and outstanding

	June 30, 2020		June 30, 2019	
	Number of stock options #	Weighted average exercise price $	Number of options exercisable $	Weighted average exercise price $
Beginning balance	598,000	2.20	1,048,000	2.15
Expired	(448,000)	2.10	(450,000)	2.10
Ending balance	150,000	2.50	598,000	2.20

GRI options outstanding and exercisable – June 30, 2020

Number of options outstanding	Expiry date	Exercise price $	Number of options exercisable
150,000	May 27, 2021	2.50	150,000

12. EXPENSES BY NATURE

	Year-to-date	
	June 30, 2020 $	June 30, 2019 $
Operating expenses		
Utilities	7,005	2,046
Dues and fees	21,526	19,336
Foreign exchange loss (gain)	7,950	(403)
General and administrative	21,159	8,690
Insurance	1,458	3,500
Management and consulting fees	145,408	653,011
Professional fees	141,159	160,670
Rental	3,878	40,389
Travel	82,761	142,064
Salaries and wages	48,798	119,807
	481,102	1,149,110

(Amounts presented in Canadian Dollars)

13. RELATED PARTY TRANSACTIONS

In addition to the related party loans described in Notes 7 and 8, the Corporation has the following related party transactions. The compensation expense associated with key management, directors and employees for services is as follows:

	Year ended	
	June 30, 2020 $	June 30, 2019 $
Management fees	224,511	401,000
Consulting fees	12,600	11,216
Directors fees	14,000	14,350
Salaries and benefits	48,798	204,307
Operating expenses	299,909	630,873

The Corporation has issued shares in lieu of payment of interest on a related party loan as described in Note 7.

14. INCOME TAXES

The Corporation's income taxes have been calculated as follows:

	Year ended	
	June 30, 2020 $	June 30, 2019 $
Loss before income taxes	(1,493,446)	(1,675,935)
Combined Federal and Provincial tax rate	31%	31%
Expected recovery at statutory rates	(462,968)	(519,540)
Unrecognized tax assets	34,934	142,423
Subsidiaries rate differential	35,607	56,634
Other	(73,551)	(353,985)
Deferred tax recovery	(465,978)	(674,468)

Deferred tax liability consists of:

	Year ended	
	June 30, 2020 $	June 30, 2019 $
Non-capital losses	6,379,304	6,220,523
Resource properties	(10,941,720)	(11,281,283)
Property and equipment	577	1,824
Long-term debt	42,218	75,494
Investment	1,289	(868)
	(4,518,332)	(4,984,310)

(Amounts presented in Canadian Dollars)

14. INCOME TAXES (continued)

Expiry of non-capital losses	$
2028	22,819
2029	25,260
2030	22,113
2031	145,349
2032	110,470
2033	1,141,074
2034	2,169,465
2035	2,328,885
2036	7,090,725
2037	7,483,943
2038	1,581,843
2039	1,710,077
2040	1,312,419
	25,144,442

15. COMMITMENTS AND CONTINGENCIES

On December 28, 2017, FSM, a wholly-owned subsidiary of GRI, filed for bankruptcy under Chapter 7 of the United States Bankruptcy Code in the United States Bankruptcy Court, Eastern district of Pennsylvania. The bankruptcy proceedings are on hold pending the result of an adversary complaint filed on February 9, 2019 in the United States Bankruptcy Court for the Eastern District of Pennsylvania by the trustee for the estate of FSM against the Corporation, GRI, NAIC and Francis MacKenzie (collectively, the "Defendants"). The trustee is alleging that the Defendants are responsible for the debts of FSM. The Defendants maintain that the suit has no merit and have retained local counsel to defend its position. Several motions have been filed and the matter is going to court. No provisions have been recognized in the consolidated financial statements related to this matter.

16. MANAGEMENT OF CAPITAL

The Corporation defines capital that it manages as the aggregate of its long-term debt and shareholders' equity attributable to the Corporation. Its objective when managing capital is to ensure that the Corporation will continue as a going concern, so that it can provide returns to its shareholders. See Note 1.

	2020 **$**	**2019** **$**
Long-term debt	1,001,993	3,045,388
Share capital	9,387,978	9,273,978
Equity component convertible debenture	649,593	649,593
Stock-based payment reserve	1,284,000	1,284,000
Retained earnings	6,183,444	6,756,960
	18,507,008	21,009,919

16. MANAGEMENT OF CAPITAL (continued)

The Corporation manages its capital structure and makes adjustments to it in light of economic conditions. The Corporation, upon approval from its Board of Directors, will make changes to its capital structure as deemed appropriate under the specific circumstances.

The Corporation is not subject to any externally imposed capital requirements or debt covenants and does not presently utilize any quantitative measures to monitor its capital. The Corporation's overall strategy with respect to management of capital remains unchanged from the year ended June 30, 2019.

17. FINANCIAL INSTRUMENTS

The carrying amounts reported on the financial statements for cash, amounts receivable, trade and other payables and short-term loans all approximate their fair values due to their immediate or short-term nature. Management believes the carrying amounts of long-term debt also approximate their fair values, as they believe the effective interest rates used by management in determining the carrying values of long-term debt continue to be appropriate.

Risk disclosures

The main risks the Corporation's financial instruments could be exposed to are credit risk, liquidity risk, foreign exchange risk and interest rate risk.

Credit risk

Trade and other payables are due in the next 12 months. The Corporation's credit risk is primarily attributable to its cash. The Corporation places its cash with high quality financial institutions and in reliable trust accounts in Canada, and as result, believes its exposure to credit risk is minimal.

Liquidity risk

The Corporation's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, without incurring unacceptable losses or risking damage to the Corporation's reputation. To the extent that the Corporation does not believe it has sufficient liquidity to meet these obligations, management will consider securing additional funds through debt or equity transactions. The Corporation manages its liquidity risk by continuously monitoring forecasts and actual cash flows from operations. In recent years, additional loans from directors/shareholders and new equity financing have provided the necessary liquidity required. Trade and other payables are due within 12 months. See Note 1 for additional disclosure on the Corporation's ability to continue as a going concern.

Foreign currency risk

The Corporation has limited US dollar exposure, however, maintains some US denominated bank accounts to settle trade payables denominated in US dollars. A five percent change in the US dollar to Canadian dollar exchange rate would not have a significant impact on the consolidated financial statements.

Interest rate risk

The Corporation is exposed to interest rate price risk to the extent that a portion of the long-term debt is at a fixed interest rate.

(Amounts presented in Canadian Dollars)

18. SUBSEQUENT EVENTS

On August 4, 2020, the Corporation issued 127,660 common shares to FLH. This represents interest due August 1, 2020 in the aggregate amount of $25,000 on the convertible debenture and was made at a deemed price of $0.1958 per share, which is the volume-weighted trading price for the 20 trading days ended July 13, 2020. The securities are subject to a four-month hold period following the date of issuance.

On October 8, 2020, the Corporation reached an agreement with David J. Hennigar to extend the maturity date of its $2,000,000 loan to August 31, 2022 (Note 7).

19. SEGMENTED INFORMATION

As at June 30, 2020, the Corporation had two operating business segments;

1. NAIC, a private corporation, incorporated under the Corporations Act of Newfoundland and Labrador, is a development stage enterprise in the process of exploring its mineral properties in Newfoundland and Labrador, Canada. It is a majority owned subsidiary of GRI.

2. PURE FONTE, a federally incorporated private entity created under the Canada Business Corporations Act and registered extra-provincially in Quebec to be engaged in the production of pig iron. It is a wholly-owned subsidiary of GRI.

	NAIC		Pure Fonte		Corporate		Total	
	2020	2019	2020	2019	2020	2019	2020	2019
	$	$	$	$	$	$	$	$
Operating expenses	(24,941)	(1,275)	(62,078)	(387,882)	(394,083)	(760,352)	(481,102)	(1,149,509)
Depreciation and amortization	(2,680)	(3,369)	-	-	(926)	(1,121)	(3,606)	(4,490)
Interest and bank charges	(824)	(666)	(133,511)	(34,635)	(692,721)	(525,880)	(827,056)	(561,181)
Interest accretion	-	-	(68,313)	(45,559)	(125,491)	(149,722)	(193,804)	(195,281)
Valuation discount on term loan	-	-	-	-	-	234,526	-	234,526
Government assistance benefit	-	-	-	-	12,122	-	12,122	-
Segment income (loss) before taxes	(28,445)	(5,310)	(263,902)	(468,076)	(1,201,099)	(1,202,549)	(1,493,446)	(1,675,935)
Total assets	53,915,899	54,230,038	1,466,939	1,464,640	3,641,881	3,014,239	59,024,719	58,078,917
Total liabilities	570,757	864,211	621,193	562,724	13,881,814	12,417,559	15,073,764	13,844,494

The Corporation's Board of Directors evaluates the performance of these segments and allocates resources to them based on certain performance measures. Segment earnings correspond to each business' earnings from operations. The Corporation's management reporting system evaluates performance based on a number of factors; however, the primary profitability measure is the earnings from operations before depreciation, amortization, net financing income or expense and income taxes.