RAFFLES FINANCIAL GROUP LIMITED
(Formerly Explorex Resources Inc.)

CONSOLIDATED FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)

FOR THE YEAR ENDED MARCH 31, 2020

Independent Auditor's Report

To the Shareholders of Raffles Financial Group Limited (formerly Explorex Resources Inc.):

Opinion

We have audited the consolidated financial statements of Raffles Financial Group Limited (formerly Explorex Resources Inc.) and its subsidiary (the "Company"), which comprise the consolidated statement of financial position as at March 31, 2020, and the consolidated statements of loss and comprehensive loss, changes in equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at March 31, 2020, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards.

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 are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated 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.

Other Matter

The consolidated financial statements for the year ended March 31, 2019 were audited by another auditor who expressed an unmodified opinion on those consolidated financial statements on July 22, 2019.

Other Information

Management is responsible for the other information. The other information comprises 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 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. 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. 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 International Financial Reporting Standards, 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 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 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 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 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 Company 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.

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 Jian-Kun Xu.

Vancouver, British Columbia

September 14, 2020

MNP LLP

Chartered Professional Accountants

Raffles Financial Group Limited

(Formerly Explorex Resources Inc.)
Consolidated Statements of Financial Position
As at March 31, 2020 and 2019
(Expressed in Canadian Dollars)

		March 31, 2020		March 31, 2019
ASSETS				
Current				
Cash	$	616,337	$	68,596
Subscriptions receivable (Note 7)		192,038		-
GST receivable		6,797		11,494
Prepaid expenses		51,583		75,128
		866,755		155,218
Non-current assets				
Exploration and evaluation assets (Note 5)		659,777		640,546
	$	1,526,532	$	795,764
LIABILITIES AND SHAREHOLDERS' EQUITY				
Current				
Accounts payable and accrued liabilities (Note 10)	$	333,534	$	115,883
Due to Raffles Financial Private Limited (Note 6)		596,844		-
Flow-through share premium liability (Note 7)		-		22,861
Flow-through obligation (Note 11)		31,000		31,000
		961,378		169,744
Shareholders' equity				
Share capital (Note 7)		5,623,894		4,432,251
Share-based payment reserve (Note 7)		534,986		332,448
Deficit		(5,593,726)		(4,138,679)
		565,154		626,020
	$	1,526,532	$	795,764

Nature of operations (Note 1)
Commitments (Note 10)
Subsequent events (Note 14)

Approved and authorized by the Board on September 14, 2020

Approved on behalf of the Board:

" *Lily Ren* " — Director

" *Mike Zhou* " — Director

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

Raffles Financial Group Limited

(Formerly Explorex Resources Inc.)
Consolidated Statements of Loss and Comprehensive Loss
For the years ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

		March 31, 2020		March 31, 2019
EXPENSES				
Consulting (Note 10)	$	58,925	$	81,064
General office		68,170		95,309
Investor relations		161,531		442,392
Management fees (Note 10)		226,400		255,875
Professional fees (Note 10)		423,612		160,127
Property investigation		2,744		92,689
Rent (Note 10)		-		17,550
Share-based payment (Notes 7 and 10)		224,213		-
Transfer agent and filing fees		23,526		18,328
Travel		2,625		4,792
Loss before other items	$	(1,191,746)	$	(1,168,126)
Exploration expenses		(8,625)		-
Write off of exploration and evaluation assets (Note 5)		(277,537)		(232,284)
Loss before income taxes	$	(1,477,908)	$	(1,400,410)
Deferred income tax recovery (Note 7)		22,861		28,434
Loss and comprehensive loss for the year	$	(1,455,047)	$	(1,371,976)
Basic and diluted loss per common share (Note 13)	$	(1.59)	$	(1.84)
Weighted average number of common shares outstanding				
Basic and diluted		23,802,218		19,297,469
Basic and diluted after subsequent consolidation of shares (Notes 13 and 14)		917,587		743,927

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

Raffles Financial Group Limited

(Formerly Explorex Resources Inc.)
Consolidated Statements of Cash Flows
For the years ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

		March 31, 2020		March 31, 2019
CASH FLOWS USED IN OPERATING ACTIVITIES				
Loss and comprehensive loss for the year	$	(1,455,047)	$	(1,371,976)
Non-cash items				
Deferred income tax recovery (Note 7)		(22,861)		(28,434)
Flow through obligation		-		31,000
Share-based payment (Note 7)		224,213		-
Shares issued for exploration expenses (Note 7)		8,625		-
Write off of exploration and evaluation assets (Note 5)		277,537		232,284
Change in non-cash working capital accounts				
GST receivable		4,697		21,568
Prepaid expenses		23,545		42,224
Accounts payable and accrued liabilities		317,737		187,400
Cash used in operating activities		(621,554)		(885,934)
CASH FLOWS FROM FINANCING ACTIVITIES				
Issuance of shares for cash (Note 7)		707,565		799,825
Share issuance costs		-		(5,950)
Stock options exercised (Note 7)		31,748		13,000
Warrants exercised (Note 7)		31,547		194,875
Funds received from Raffles Financial Private Limited (Note 6)		596,844		-
Cash provided by financing activities		1,367,704		1,001,750
CASH FLOWS USED IN INVESTING ACTIVITIES				
British Columbia Mining Exploration Tax Credit recovery		-		27,584
Recovery of exploration and evaluation expenditures		-		55,000
Cash additions to exploration and evaluation assets		(198,409)		(259,608)
Cash used in investing activities		(198,409)		(177,024)
Change in cash for the year		547,741		(61,208)
Cash, beginning of the year		68,596		129,804
Cash, end of the year	$	616,337	$	68,596

Supplemental cash flow information:

Exploration expenditures in accounts payable and accrued liabilities	$	20,762	$	20,848
Flow-through premium liability on issuance of flow-through shares	$	-	$	23,450
Reclassification of exercise of stock options	$	21,675	$	6,100
Shares issued for exploration and evaluation assets	$	98,445	$	276,500
Warrants issued as finder fees	$	-	$	2,378
Shares issued for debt settlement	$	100,000	$	151,250

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

Raffles Financial Group Limited

(Formerly Explorex Resources Inc.)
Consolidated Statements of Changes in Equity
For the years ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

	Number of Shares	Share Capital	Share-Based Payment Reserve	Deficit	Total Shareholders' Equity
		$	$	$	$
Balance, March 31, 2018	16,067,197	3,022,479	336,170	(2,766,703)	591,946
Share issued for cash (Note 7)	3,710,500	951,075	-	-	951,075
Share issue costs – cash (Note 7)	-	(5,950)	-	-	(5,950)
Share issue costs – finder warrants (Note 7)	-	(2,378)	2,378	-	-
Flow-through share premium (Note 7)	-	(23,450)	-	-	(23,450)
Exercise of options (Note 7)	100,000	19,100	(6,100)	-	13,000
Exercise of warrants (Note 7)	956,221	194,875	-	-	194,875
Shares issued for exploration and evaluation assets (Notes 5 and 7)	925,000	276,500	-	-	276,500
Loss for the year	-	-	-	(1,371,976)	(1,371,976)
Balance, March 31, 2019	**21,758,918**	**4,432,251**	**332,448**	**(4,138,679)**	**626,020**
Share issued for cash (Note 7)	4,270,725	899,603	-	-	899,603
Shares issued to settle debt (Note 7)	400,000	100,000	-	-	100,000
Exercise of options (Note 7)	175,000	53,423	(21,675)	-	31,748
Exercise of warrants (Note 7)	186,667	31,547	-	-	31,547
Shares issued for exploration and evaluation assets (Notes 5 and 7)	452,609	107,070	-	-	107,070
Share-based payment (Note 7)	-	-	224,213	-	224,213
Loss for the year	-	-	-	(1,455,047)	(1,455,047)
Balance, March 31, 2020	**27,243,919**	**5,623,894**	**534,986**	**(5,593,726)**	**565,154**

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

1. NATURE OF OPERATIONS

Raffles Financial Group Limited (formerly Explorex Resources Inc.) (the “Company”) was incorporated under the Business Corporations Act (British Columbia) on January 6, 2011. The head office of the Company is located at 3 Shenton Way, #11-1H Shenton House, Singapore, 068805.

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

In March 2020, the World Health Organization declared a global pandemic related to the virus known as COVID-19. The expected impacts on global commerce are anticipated to be far reaching. To date there have been significant effects on the world’s equity markets and the movement of people and goods has become restricted. Due to market uncertainty, the Company may be restricted in its ability to raise additional funding. The impact of these factors on the Company did not have a material impact on the Company’s operations to date; however, they may have a material impact on the Company's financial position, results of operations and cash flows in future periods.

2. REVERSE TAKE OVER AND TRANSFER OF ASSETS

The Company entered into a definitive share exchange agreement dated December 20, 2019 (the “Share Exchange Agreement”) to acquire all of the outstanding shares of Raffles Financial Private Limited (“Raffles Financial”), a company incorporated under the laws of Singapore and operating in Singapore, with regional branch offices in Sydney, Australia, Beijing and Hong Kong (“Transaction”) . Raffles Financial is arm’s-length to the Company and is a diversified financial services company that provides corporate finance advisory services related to Initial Public Offering investments and arrangements, advice related to investment management, wealth and family office strategy counsel, and investment governance and oversight of funds. The proposed Transaction will constitute a “fundamental change” of business for the Company.

The Company will consolidate its outstanding common shares (“Consolidation”) such that the consolidation will result in 1,050,000 common shares outstanding immediately before closing of the Transaction. The shareholders of Raffles Financial (“Raffles Shareholders”) will then be issued an aggregate of 45,000,000 post-Consolidation common shares of the Company. The financing described below is expected to result in the issuance of 4,000,000 post-Consolidation common shares, such that giving effect to the financing, a total of 50,050,000 post-Consolidation common shares of the Company will be outstanding, with the Raffles Shareholders holding approximately 89.9% of the outstanding Common Shares. The Transaction will result in a reverse takeover of the Company by the Raffles Shareholders.

2. REVERSE TAKE OVER AND TRANSFER OF ASSETS (cont'd)

Concurrently, the Company entered into an arrangement agreement dated January 28, 2020 to complete a plan of arrangement ("POA") under the Business Corporations Act (British Columbia) with its newly incorporated wholly-owned subsidiary, Origen Resources Inc. (formerly 1223104 B.C. Ltd.) ("Origen Resources"), whereby the Company's current mineral exploration assets, liabilities and estimated $500,000 of cash will be spun out to Origen Resources in accordance with the POA, and Origen Resources will apply to be listed on the CSE. Effective on April 28, 2020, the Company completed the POA and arrangement agreement (Note 14).

Upon completion of the Transaction and certain related transactions described herein, the Company expects that it, as the resulting issuer (the "Resulting Issuer"), will effect a name change to Raffles Financial Group Limited and complete the share consolidation as discussed above. The Company also proposes to change its corporate jurisdiction from British Columbia to the Cayman Islands (the "Continuation").

The completion of the Transaction is subject to the satisfaction of various conditions including but not limited to (i) the completion of a concurrent financing for up to $20,000,000; (ii) the approval by the shareholders of the Company in respect of the Transaction as a "fundamental change" of business, the Continuation and the POA; and (iii) receipt of all requisite regulatory, CSE, court or governmental authorizations and third party approvals or consents.

Finder's fees will be paid to an arms' length party in connection with the Transaction. Raffles Financial is to incur all costs relating to the Transaction and POA.

On April 29, 2020, the Company completed the share exchange agreement related to acquiring all the issued and outstanding shares of Raffles Financial (Note 14).

3. BASIS OF PRESENTATION

Basis of presentation

The consolidated financial statements have been prepared in accordance with IFRS as issued by the International Accounting Standards Board ("IASB") and Interpretations issued by the International Financial Reporting Interpretation Committee ("IFRIC").

The consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at revalued amounts or fair values, as explained in the accounting policies below. In addition, the consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow disclosure.

These consolidated financial statements are presented in Canadian dollars, which is also the Company's functional currency.

Basis of consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary, Origen Resources Inc., from the date of formation on September 12, 2019. All significant intercompany accounts and transactions between the Company and its subsidiary have been eliminated upon consolidation.

4. SIGNIFICANT ACCOUNTING POLICIES

a) Use of judgment and estimates

The preparation of consolidated financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amount of assets and liabilities at the date of the consolidated financial statements and the reported amount of expenses during the period. Significant areas requiring the use of management's judgment and estimates relate to the determination of environmental obligations, impairment of exploration and evaluation assets, inputs used in accounting for share-based compensation and the determination of the flow-through obligation. Actual results may differ from these estimates. By their nature, these estimates are subject to measurement uncertainty and the effect on the consolidated financial statements of changes in such estimates in future periods could be significant.

Determination of environmental obligations – The Company is subject to laws and regulations relating to environmental matters in all jurisdictions in which it operates, including provisions relating to property reclamation, discharge of hazardous material and other matters. The Company may also be held liable should environmental problems be discovered that were caused by former owners and operators of its properties and properties in which it has previously had an interest. The Company conducts its mineral exploration activities in compliance with applicable environmental protection legislation. Future obligations to retire an asset, including dismantling, remediation and ongoing treatment and monitoring of the site related to normal operations, are initially recognized, and recorded as a liability based on estimated future cash flows discounted at a credit-adjusted risk-free rate. The Company is not aware of any existing environmental problems related to any of its current or former properties that may result in material liability to the Company.

Impairment of exploration and evaluation assets - Management has determined that exploration, evaluation and related costs incurred which were capitalized may have future economic benefits and may be economically recoverable. Management uses several criteria in its assessments of economic recoverability and probability of future economic benefits associated with a project.

Inputs used in accounting for share-based compensation - The Company uses the Black-Scholes Option Pricing Model for valuation of share-based compensation and other equity-based payments. Option pricing models require the input of subjective assumptions including expected price volatility, interest rate, and forfeiture rate. Changes in the input assumptions can materially affect the fair value estimate and the Company's earnings and reserves.

Determination of flow-through obligation - Flow-through obligations have been created based on the Company's internal estimates of the maximum tax penalties and indemnification liabilities the Company could be subject to. Assumptions, based on the current tax regulations, have been made which management believes are a reasonable basis upon which to estimate the future liability.

4. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

b) Share-based compensation

The Company uses the fair value based method for measuring compensation costs. The Company grants stock options to buy common shares of the Company to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal or tax purposes, or provides services similar to those performed by an employee.

The fair value of equity settled share-based compensation issued to employees is measured on the date of grant, using the Black-Scholes option pricing model and is recognized over the vesting period. Consideration paid for the shares on the exercise of stock options is credited to capital stock.

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

c) Loss per share

The Company presents basic loss per share for its common shares, calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted loss per share does not adjust the loss attributable to common shareholders or the weighted average number of common shares outstanding when the effect is anti-dilutive. All of the stock options and warrants currently issued (see Note 7) were anti-dilutive for the years ended March 31, 2020 and 2019.

d) Valuation of equity units issued in private placements

The Company engages in equity financing transactions to obtain the funds necessary to continue operations and explore and evaluate mineral properties. These equity financing transactions may involve issuance of common shares or units. A unit comprises a certain number of common shares and a certain number of share purchase warrants ("Warrants"). Depending on the terms and conditions of each equity financing agreement ("Agreement"), the Warrants are exercisable into additional common shares prior to expiry at a price stipulated by the Agreement. Warrants that are part of units are assigned value based on the residual value method and included in share capital with the common shares that were concurrently issued. Warrants that are issued as payment for agency fees or other transactions costs are accounted for as share-based compensation.

e) Income taxes

Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

4. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

e) Income taxes (cont'd)

Deferred tax is recognized in respect to the temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences do not result in deferred tax assets or liabilities: goodwill not deductible for tax purposes; the initial recognition of assets or liabilities that affect neither accounting or taxable loss; nor differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the statement of financial position date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

f) Exploration and evaluation assets

Exploration costs are capitalized on an individual prospect basis until such time as an economic ore body is defined or the prospect is abandoned. No exploration costs are capitalized until the legal right to explore the property has been obtained. When it is determined that such costs will be recouped through successful development and exploitation, the capitalized expenditures are depreciated over the expected productive life of the asset. Costs for a producing asset are amortized on a unit-of-production method based on the estimated life of the ore reserves, while costs for the prospects abandoned are written off.

Impairment review for exploration and evaluation assets is carried out on a project by project basis, with each project representing a single cash generating unit. At the end of each reporting period, the Company's assets are reviewed to determine whether there is any indication that these assets are impaired. An impairment review is undertaken when indicators of impairment arise but typically when one or more of the following circumstances apply:

- Unexpected geological occurrences are identified that render the resource uneconomic;
- Title to the asset is compromised;
- Fluctuations in the metal prices render the project uneconomic;
- Variation in the currency of operations; and
- Threat to political stability in the country of operation.

From time to time, the Company may acquire or dispose of exploration and evaluation assets pursuant to the terms of option agreements. Due to the fact that these options are exercisable entirely at the discretion of the optionee, the amounts payable or receivable are not recorded. Option payments are recorded as exploration and evaluation assets or recoveries when the payments are made or received.

4. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

f) Exploration and evaluation assets (cont'd)

The recoverability of the amounts capitalized for the undeveloped exploration and evaluation assets is dependent upon the determination of economically recoverable ore reserves, confirmation of the Company's interest in the underlying mineral claims, the ability to farm out its exploration and evaluation assets, the ability to obtain the necessary financing to complete their development and future profitable production or proceeds from their disposition thereof.

When entitled, the Company records refundable mineral exploration tax credits or incentive grants on an accrual basis and as a reduction of the carrying value of the mineral property interest. When the Company is entitled to non-refundable exploration tax credits, and it is probable that they can be used to reduce future taxable income, a deferred income tax benefit is recognized.

g) Provision for environmental rehabilitation

The Company recognizes liabilities for legal or constructive obligations associated with the retirement of exploration and evaluation assets. The net present value of future rehabilitation costs is capitalized to the related asset along with a corresponding increase in the rehabilitation provision in the period incurred. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value.

The Company's estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to the related assets with a corresponding entry to the rehabilitation provision. The Company does not have any significant rehabilitation obligations.

h) Flow-through shares

The Company may, from time to time, issue flow-through common shares to finance its Canadian exploration program. Pursuant to the terms of the flow-through share agreements, these shares transfer the tax deductibility of qualifying resource expenditures to investors. On issuance, the Company bifurcates the flow-through share into using the residual value method into: i) share capital; and ii) a flow-through share premium, equal to the estimated premium, if any, investors pay for the flow-through feature, which is recognized as a liability. Upon expenses being renounced, the Company derecognizes the liability and recognizes a deferred tax liability for the amount of tax reduction renounced to the shareholders. The premium is recognized as other income and the related deferred tax is recognized as a tax provision.

Proceeds received from the issuance of flow-through shares are restricted to be used only for Canadian resource property exploration expenditures within a two-year period. The Company indemnifies the subscribers of flow-through shares against certain tax related amounts that become due related to their flow-through subscriptions.

The Company may also be subject to a Part XII.6 tax on flow-through proceeds renounced under the Look-back Rule, in accordance with Government of Canada flow-through regulations. When applicable, this tax is accrued as a financial liability until paid.

4. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

i) Flow-through obligation

Flow-through obligations are comprised of the Company's various tax penalties and indemnification liabilities relating to the deficiencies in incurring on a timely basis the appropriate amount of qualifying exploration expenditures required related to past flow-through share issuances. The Company may also be required to indemnify the holders of such shares for any tax and other costs payable by them in the event the Company has not made required exploration expenditures.

j) Financial instruments

The Company classifies its financial assets in the following categories: at fair value through profit and loss ("FVTPL"), at fair value through other comprehensive income (FVTOCI"), or at amortized cost. The determination of the classification of financial assets is made at initial recognition. Equity instruments that are held for trading (including all equity derivative instruments) are classified as FVTPL; for other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI.

Financial assets at FVTPL: Financial assets carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the consolidated statement of loss and comprehensive loss. Realized and unrealized gains or losses arising from changes in the fair value of financial assets held at FVTPL are included in the consolidated statement of loss and comprehensive loss in the period. The Company has classified its cash as FVTPL.

Financial assets at FVTOCI: Investments in equity instruments at FVTOCI are initially recognized at fair value plus transaction costs. Subsequently they are measured at fair value, with gains or losses arising from changes in fair value recognized in other comprehensive (loss) income in they arise.

Financial assets at amortized cost: A financial asset is measured at amortized cost using the effective interest method if the objective of the business model is to hold the financial asset for the collection of contractual cash flows, and the asset's contractual cash flows are comprised solely of payments of principal and interest. The effective interest method is the method of calculating the amortized cost of a financial asset and allocating interest income over the relevant period. They are classified as current assets or non-current assets based on their maturity date and are initially recognized at fair value and subsequently carried at amortized cost less any impairment. The Company has classified its subscriptions receivable as amortized cost.

Impairment of financial assets at amortized cost: The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost.

Financial liabilities

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

Financial liabilities at FVTPL: This category comprises derivatives or liabilities acquired or incurred principally for the purpose of selling or repurchasing in the near term. They are carried in the consolidated statements of financial position at fair value with changes in fair value recognized in the consolidated statements of loss and comprehensive loss.

4. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

j) Financial instruments (cont'd)

Financial liabilities at amortized cost: This category includes accounts payable and accrued liabilities and due to Raffles Financial Private Limited which are recognized at amortized cost using the effective interest method.

Transaction costs in respect of financial instruments at FVTPL are recognized in the consolidated statements of loss and comprehensive loss immediately, while transaction costs associated with all other financial instruments are included in the initial measurement of the financial instrument.

k) Changes in accounting policies

IFRS 16 – Leases

On January 13, 2016, the IASB issued the final version of IFRS 16 Leases. The new standard will replace IAS 17 Leases and is effective for annual periods beginning on or after January 1, 2019. IFRS 16 eliminates the classification of leases as either operating leases or finance leases for a lessee. Instead, all leases are treated in a similar way to finance leases applying IAS 17. IFRS 16 does not require a lessee to recognize assets and liabilities for short term leases (i.e. leases of 12 months or less) and leases of low-value assets. The Company adopted IFRS 16 as at April 1, 2019 and the adoption did not have a material impact on the Company's consolidated financial statements.

IFRIC 23 – Uncertainty Over Income Tax Treatments

IFRIC 23 clarifies how to apply the recognition and measurement requirements in IAS 12 when there is uncertainty over income tax treatments. It is effective for annual periods beginning on or after January 1, 2019 with early adoption permitted. The Company adopted IFRIC 23 as at April 1, 2019 and the adoption did not have a material impact on the Company's consolidated financial statements.

l) Accounting standards issued but not yet effective

IFRS 3 – Business Combinations

The amendments to IFRS 3 clarify that while businesses usually have outputs, outputs are not required for an integrated set of activities and assets to qualify as a business. To be considered a business an acquired set of activities and assets must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create outputs. Additional guidance is provided that helps to determine whether a substantive process has been acquired.

The amendments introduce an optional concentration test that permits a simplified assessment of whether an acquired set of activities and assets is not a business. Under the optional concentration test, the acquired set of activities and assets is not a business if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar assets. The amendments are applied prospectively to all business combinations and asset acquisitions for which the acquisition date is on or after the first annual reporting period beginning on or after January 1, 2020.

The Company will assess the impact of these amendments on future acquisitions to all business combinations and asset acquisitions.

(Expressed in Canadian Dollars)

5. EXPLORATION AND EVALUATION ASSETS

	Silver Dollar Property	Arlington Property	Beatrice Property	Chrysler Property	Cobalt-Paragon Property	Handlebar Property	Kagoot Brook Property	Buena Vista Hills Property	Bonanza Mountain Property	Total
Acquisition Costs										
Opening, March 31, 2018	$ 68,000	$ -	$ 12,000	$ 64,500	$ 61,000	$ 7,003	$ -	$ -	$ -	$ 212,503
Additions during the year	240,000	-	-	-	39,000	-	66,594	-	-	345,594
Option payment received/Grants	(25,000)	-	-	-	-	-	(30,000)	-	-	(55,000)
Ending, March 31, 2019	283,000	-	12,000	64,500	100,000	7,003	36,594	-	-	503,097
Exploration Costs										
Opening, March 31, 2018	135,830	8,495	3,500	25,284	32,847	-	-	-	-	205,956
Assay	-	-	-	-	-	-	3,350	-	-	3,350
Drilling	-	-	-	-	-	-	55,874	-	-	55,874
Equipment, field supplies, and other	-	-	-	-	-	-	42,007	-	-	42,007
Geological	84	-	-	-	2,650	-	85,464	-	-	88,198
Geophysical	-	-	-	-	-	-	1,932	-	-	1,932
Recovery – BCMETC	(27,584)	-	-	-	-	-	-	-	-	(27,584)
Ending, March 31, 2019	108,330	8,495	3,500	25,284	35,497	-	188,627	-	-	369,733
Write offs	-	-	-	(89,784)	(135,497)	(7,003)	-	-	-	(232,284)
Balance, March 31, 2019	$ 391,330	$ 8,495	$ 15,500	$ -	$ -	$ -	$ 225,221	$ -	$ -	$ 640,546
Acquisition Costs										
Opening, March 31, 2019	283,000	-	12,000	-	-	-	36,594	-	-	331,594
Additions during the year	-	-	-	-	-	-	57,243	106,048	4,000	167,291
Ending, March 31, 2020	283,000	-	12,000	-	-	-	93,837	106,048	4,000	498,885
Exploration Costs										
Opening, March 31, 2019	108,330	8,495	3,500	-	-	-	188,627	-	-	308,952
Assay	-	-	-	-	-	-	-	300	24,914	25,214
Equipment, field supplies, and other	-	7,953	-	-	-	-	-	4,138	79,483	91,574
Geological	2,452	-	-	-	-	-	1,712	-	8,150	12,314
Geophysical	-	-	-	-	-	-	375	-	-	375
Ending, March 31, 2020	110,782	16,448	3,500	-	-	-	190,714	4,438	112,547	438,429
Write offs	-	-	-	-	-	-	(167,051)	(110,486)	-	(277,537)
Balance, March 31, 2020	$ 393,782	$ 16,448	$ 15,500	$ -	$ -	$ -	$ 117,500	$ -	$ 116,547	$ 659,777

5. EXPLORATION AND EVALUATION ASSETS (cont'd)

Arlington Property, British Columbia

On January 19, 2015, the Company acquired a 100% interest in the Arlington property by staking.

On April 27, 2017, the Company entered into an option agreement with Clarmin Exploration Inc. ("Clarmin"), under which Clarmin may acquire a 100% interest in the Company's Arlington property, located in south-central British Columbia. Under the agreement, Clarmin could earn a 100% interest by making certain staged payments over a three-year period equal to a total of $105,000 in cash (received $20,000), 500,000 common shares and incurring $500,000 in exploration expenditures on the property.

On April 27, 2019, Clarmin elected to terminate the option agreement and the Arlington property reverted to the Company in good standing.

Silver Dollar Property, British Columbia

On May 11, 2016, the Company entered into an option agreement with Happy Creek Minerals Ltd. ("Happy Creek") to earn a 100% interest in Happy Creek's Silver Dollar property. Through a series of amended agreements dated November 23, 2016 and April 11, 2017 the Company earned a 100% interest during the year ended March 31, 2019, by making various cash payments totaling $20,000, incurring $100,000 in expenditures and issuing 1,100,000 shares valued at $288,000.

The agreement is subject to a 1% net smelter royalty ("NSR") payable to Happy Creek.

The Company entered into an option agreement with Mariner Resources Corp. ("Mariner") on August 14, 2018, the companies are related by virtue of a director of Mariner and officers of the Company being related, whereby Mariner has the right to acquire a 75 percent interest in the Silver Dollar property. Pursuant to the option agreement, Mariner is required to make cash payments, issue shares, and meet exploration expenditure requirements as follows:

- Cash payments: Mariner is required to pay $25,000 upon execution of the agreement (received), an additional $50,000 in cash or common shares of Mariner, at Mariner's discretion, on or before May 30, 2021, $100,000 in cash on or before May 30, 2022; and an additional $250,000 in cash on or before May 30, 2023 for an aggregate total consideration of $425,000;
- Share issuances: Mariner is required to issue 100,000 common shares on May 30, 2021, an additional 300,000 shares on or before May 30, 2022 and an additional 500,000 shares on or before May 30, 2023 for an aggregate total of 900,000 shares;
- Work commitments: Mariner is required to incur $75,000 in exploration expenditures on or before May 30, 2020 (incurred); an additional $150,000 on or before May 30, 2021, an additional $350,000 on or before May 30, 2022 and an additional $425,000 on or before May 30, 2023 for an aggregate $1,000,000 in exploration expenditures; and
- Upon Mariner earning its 75-percent interest in Silver Dollar, the parties will enter into a joint venture.

Beatrice Mineral Property, British Columbia

On August 27, 2017, the Company entered into a purchase and sale agreement with arm's length vendors to acquire 100% of 2 crown grants from private owners. The crown grants are wholly contained within the Silver Dollar Project and forms part of the Silver Dollar Property and therefore are included in the Mariner Agreement. Pursuant to the agreement, the vendors agreed to sell and the Company agreed to purchase two mineral tenure claims located in the southern portion of the Silver Dollar Project for a cash payment of $12,000 (paid).

5. EXPLORATION AND EVALUATION ASSETS (cont'd)

Chrysler Property, Ontario

On June 6, 2017, the Company entered into a purchase and sale agreement to purchase a 100% interest in the Mining claims, (the "Chrysler Property"), located in the Larder Lake Mining Division in Ogilvie, Leonard and North William Township, in the Province of Ontario.

To earn a 100% interest, the Company is required to make the following payments:

- $22,500 cash (paid); and
- issue 200,000 common shares of the Company (issued, valued at $42,000).

The agreement is subject to a 2% NSR payable to the vendors and a buyback of 1% for $1,000,000 at any time.

During the year ended March 31, 2019, the Company abandoned the Chrysler Property and wrote off $89,784 in exploration and evaluation assets.

Cobalt-Paragon Property, Ontario

On October 31, 2017, the Company entered into an option agreement with Canadian Gold Miner Corp. to acquire a 100% interest in certain mining claims ("Cobalt-Paragon"), located in the Larder Lake Mining Division in Tudhope Township, in the Province of Ontario. Pursuant to the option agreement, the Company was required to make cash payments totaling $125,000 ($35,000 paid), issue shares totaling 1,700,000 (200,000 issued, valued at $51,000), and meet exploration expenditure requirements.

During the year ended March 31, 2019 the Company issued 50,000 common shares valued at $ 14,000 relating to the obligations of underlying commitments which was included in acquisition costs but would be credited to the exploration expenditures requirements listed above.

On March 11, 2019 a Mutual Release Agreement was entered into by the Company and Canadian Gold Miner to terminate its option agreement by issuing 34,500 common shares valued at $8,625 which was recorded as exploration expenses (Note 7).

Handlebar Property, British Columbia

The Company staked the 100% owned Handlebar property consisting of two claims. During the year ended March 31, 2019, the Company abandoned the claims and wrote off $7,003 in exploration and evaluation assets.

5. EXPLORATION AND EVALUATION ASSETS (cont'd)

Kagoot Brook Cobalt Project, New Brunswick

On May 10, 2018, the Company entered into an option agreement to acquire a 75% interest in the Kagoot Brook Cobalt Project ("Kagoot Brook") with Great Atlantic Resources Corp. ("Great Atlantic"). The agreement to acquire a 75% interest in the Project is subject to the following terms:

- Cash payment of $25,000 and issuance of 75,000 common shares (paid and issued, valued at $22,500);
- Issue $50,000 in shares on May 10, 2019 (issued 197,904 common shares (Note 7)); and
- The Company will incur a total expenditure of $750,000 (including all underlying payments) over a period of 4 years; of which $100,000 (incurred) would be a firm commitment on or before May 10, 2019.

Great Atlantic had originally entered into an option agreement with third parties ("Original Optionors") with respect to Kagoot Brook ("Original Option Agreement"). Upon execution of the option agreement with the Company, Great Atlantic did not have the full 100% interest in Kagoot Brook. To obtain full interest on the Kagoot Brook, Great Atlantic is subject to the following payments pursuant to the Original Option Agreement:

- Payment of $15,000 by January 23, 2019;
- Payment of $30,000 by January 23, 2020;
- Payment of $30,000 by January 23, 2021;
- Payment of $50,000 by January 23, 2022; and
- Issuance of 150,000 common shares by Great Atlantic.

Pursuant to the option agreement entered into by Kagoot Brook with the Company, the Company is to assist Kagoot Brook in fulfilling the required payments to the Original Option Agreement by making payments to Great Atlantic as follows:

- Payment of $15,000 by January 23, 2019 (paid);
- Payment of $30,000 by January 23, 2020 (extended to May 23, 2020) (paid by Origen Resources Inc.);
- Payment of $30,000 by January 23, 2021; and
- Payment of $50,000 by January 23, 2022.

The payments above are to be credited against the required expenditures of $750,000.

On January 7, 2020, the Company entered into an amended option agreement whereby the cash payment of $30,000 due by January 23, 2020 was extended to be due on May 23, 2020 by paying Great Atlantic $5,000 (paid).

Upon earning 75% of the project, the parties will enter into a joint venture. The terms will provide for a pro-rata dilution such that should Great Atlantic's interest drop below 5%, it will revert to a 3% NSR. The Company will retain the right to buyback 2% at $1,000,000 for each 1%, or portion thereof. Should Great Atlantic seek to sell any portion of the remaining NSR, the Company will retain a first right of refusal.

During the year ended March 31, 2019, the Company received a New Brunswick Junior Mining Assistance Program (NMJMAP) grant of $30,000.

5. EXPLORATION AND EVALUATION ASSETS (cont'd)

Kagoot Brook Cobalt Project, New Brunswick (cont'd)

Subsequent to the year ended March 31, 2020, Origen Resources entered into a Sale, Assignment and Assumption agreement to transfer 100% interest to Ironwood Capital Corp. ("Ironwood"). For consideration, Ironwood will issue an aggregate of 500,000 common shares to Origen Resources estimated to be valued at $117,500. As a result, the Company recognized a write off of $167,051 in exploration and evaluation assets during the year ended March 31, 2020.

Hautalampi Project, Finland

The Company entered into a Letter of Intent ("LOI") dated March 16, 2018, giving the Company the option to either (i) acquire a 91% interest in the Finnish company that owns the Hautalampi project; or (ii) enter into an earn in arrangement with the shareholders of the Finnish company over a maximum of 3 years to acquire a 91% interest. In either possible scenario, the vendors have the option to retain a 9% carried interest or convert the 9% carried interest to a 1.5% net metals royalty with the Company acquiring the full 100% interest in the Finnish company. During the year ended March 31, 2018, the Company paid an aggregate of USD$50,000 (non-refundable) to the sellers on signing of the LOI.

The Company amended the LOI on November 4, 2018, the Amended Letter of Intent ("Amended LOI") provides the Company with a staged option to earn a 100% interest over a 4-year period subject to completion of definitive transaction agreements. Pursuant to the 100% acquisition of Hautalampi, the Company will pay USD$1,980,003 in cash payments, USD$3,050,001 in value of shares of the Company and perform USD $3,000,000 in exploration expenditures.

In addition, the Company will grant a 1.5% net metal royalty and upon declaring commercial production, will issue additional shares having a value of USD$1,500,000.

The Company was informed by Ganfeng Lithium Co. Ltd. ("Ganfeng") that a large investment in support of the Hautalampi acquisition will not be forthcoming at this time due to their internal considerations. Therefore, the Company has informed the Finnish company that owns the Hautalampi project that in the immediate term it does not foresee sourcing adequate funds to move forward in a corporately prudent manner. The Company acknowledges that the Finnish company is open to proceed with the advancement of the Hautalampi project on a non-exclusive basis and the Company no longer pursued the Hautalampi project.

Ganfeng Lithium Co. Ltd.

On October 4, 2017, the Company entered into a Letter of Intent ("LOI") with Ganfeng Lithium Co. Ltd. for a $1,000,000 strategic investment in the Company. Ganfeng made an initial investment of $500,000. Ganfeng subscribed to the July 3, 2018, non-brokered private placement of the Company, for a total of 500,000 units for gross proceeds of $125,000. After the investments, Ganfeng had a commitment to invest an additional $375,000 in subsequent financings, within two years from the execution of the initial investment, in accordance with market conditions.

The LOI provided Ganfeng with (i) the right to an Off-Take Agreement on all potential production of cobalt, limestone and lithium; (ii) a Right of First Offer on the joint venture or sale of all cobalt, limestone, and lithium properties that the Company has or acquires in the future; and (iii) the right to nominate one member to the Company's Board of Directors ("Purchasers Rights"). These Purchaser Rights would be maintained as long as Ganfeng maintains a minimum 15% equity interest in the issued and outstanding shares of the Company.

5. EXPLORATION AND EVALUATION ASSETS (cont'd)

Ganfeng Lithium Co. Ltd. (cont'd)

The LOI expired during the year ended March 31, 2020 and all related commitments between Ganfeng and the Company were no longer in effect.

Buena Vista Hills Cobalt Project, Nevada

The Company executed the Assignment and Assumption Agreement ("Assignment Agreement") with New Tech Minerals Corp. ("NTM") and has assumed the right to acquire a 100% interest in the Buena Vista Hills Cobalt – Iron Oxide Copper Gold ("IOCG") project ("Buena Vista") in Pershing County, Nevada.

Under the Assignment Agreement, the Company would pay NTM $10,000 USD (paid) and issue 200,000 shares (issued, valued at $44,000 (Note 7)) upon signing, issue an additional 200,000 shares upon NTM satisfying certain obligations and assume NTM's underlying commitments pursuant to the Mining Lease and Option to Purchase Agreement made between NTM and Zephyr Minerals Inc., ("Zephyr"), dated May 15, 2018 and as amended on October 20, 2018, February 12, 2019 and April 4, 2019. The underlying commitments were to pay $66,000 USD (paid $33,000 USD), and issue the equivalent value of 500,000 NTM shares (issued 20,205 shares, valued at $4,445 (Note 7) which are equivalent to 250,000 NTM shares) and incur exploration expenditures totaling $300,000 by May 15, 2020 and an additional $400,000 USD by May 15, 2021. Zephyr was also entitled to a 1% to 4% NSR. The Company has the option to purchase 0.5% to 2% of the NSR for $500,000 USD.

Upon completion of a feasibility study, NTM would maintains the right to purchase (i.e. buy back) a 20% interest in the Project by paying to the Company an amount equal to 40% of the expenditures incurred by the Company on the Project.

Management decided to abandon the property and provided a notice of termination of the Assignment Agreement. As a result, the Company wrote off $110,486 of exploration and evaluation assets during the year ended March 31, 2020.

Bonanza Mountain Gold Project, British Columbia

The Company acquired a 100% interest in the 803 hectare high-grade gold and copper Bonanza Mountain project ("Bonanza Mountain"), through a combination of staking and a sale and purchase agreement, in the historic Knight's Mining Camp, Grand Forks area, BC.

The Company entered into a sale and purchase agreement to purchase a 100% percent right, title and interest in and to the 485 hectares mineral claim ("Vendor Claim") that constitutes the core of the Bonanza Mountain project.

To earn a 100% interest, the Company is required to pay $4,000 (paid) and issue 300,000 common shares of Origen Resources.

The agreement is subject to a 1.5% NSR and a buyback of 1% for $1,000,000.

6. DUE TO RAFFLES FINANCIAL PRIVATE LIMITED

During the year ended March 31, 2020, the Company received a loan of $596,844 (2019 - $Nil) from Raffles Financial. This balance is non-interest bearing, unsecured and is due on demand.

7. SHARE CAPITAL

a) Authorized share capital

As at March 31, 2020 the authorized share capital of the Company was an unlimited number of common shares without par value.

b) Issued share capital

The following share issuances occurred during the year ended March 31, 2020:

- In April 2019, the Company issued 34,500 common shares with a fair value of $8,625 pursuant to a mutual release agreement associated with the termination of its Cobalt-Paragon property option agreement (Note 5).

- In May 2019, the Company issued 400,000 common shares to a credit for the settlement of debt in the amount of $100,000.

- In June 2019, the Company issued 200,000 common shares with a fair value of $44,000 pursuant to the option agreement for the Buena Vista Project (Note 5). In addition, the Company issued 20,205 commons shares with a fair value of $4,445 pursuant to an underlying commitment relating to the Buena Vista Project (Note 5).

- In July 2019, the Company issued 197,904 common shares with a fair value of $50,000 pursuant to an assignment agreement for the Kagoot Brook Cobalt project (Note 5).

- In September 2019, the Company completed, the first tranche, a non-brokered private placement of 1,636,825 common shares at a price of $0.20 per share for gross proceeds of $327,365.

- In November 2019, the Company completed, the second and final tranche, a non-brokered private placement of 361,000 common shares at a price of $0.20 per share for gross proceeds of $72,200.

- In March 2020, the Company completed a non-brokered private placement of 2,272,900 common shares at a price of $0.22 per share for gross proceeds of $500,038. As at March 31, 2020, the Company has subscriptions receivable of $192,038, which were received subsequent to the year end.

- During the year ended March 31, 2020, the Company issued 175,000 common shares upon the exercise of stock options for gross proceeds of $31,748. As a result of the exercise of options, the fair value of stock options amounting to $21,675 was reclassified from share-based payment reserve to share capital.

- During the year ended March 31, 2020, the Company issued 186,667 common shares upon the exercise of warrants. Cash proceeds received total $31,547.

7. SHARE CAPITAL (cont'd)

b) Issued share capital (cont'd)

The following share issuances occurred during the year ended March 31, 2019:

- In May 2018, the Company issued 75,000 common shares with a fair value of $22,500 pursuant to an option agreement for the Kagoot Brook Property (Note 5).

- In May 2018, the Company issued 50,000 common shares with a fair value of $14,000 pursuant to an underlying commitment relating to the Cobalt-Paragon Property (Note 5).

  In September 2018, the Company issued 800,000 common shares with a fair value of $240,000 pursuant to an underlying commitment relating to the Silver Dollar Property (Note 5).

- In July 2018, the Company completed a non-brokered private placement of 2,235,000 units at a price of $0.25 per unit for gross proceeds of $558,750. Each unit consists of one common share and one half of a share purchase warrant, translating into a total of 1,117,500 warrants granted as part of the private placement. Each full warrant is exercisable for one additional common share at a price of $0.50 per share until July 3, 2020. The Company paid $4,200 in cash commissions and issued 8,400 finder's warrants valued at $1,281 exercisable at $0.50 until July 3, 2019. The fair value per warrant was $0.15. The fair value of the warrant was estimated using the Black-Scholes option pricing model assuming a life expectancy of 2 years, a risk-free rate of 1.89%, a forfeiture rate of 0%, and volatility of 120.26%.

- In November 2018, the Company completed, the first tranche, a non-brokered private placement of 1,056,500 units at a price of $0.25 per unit valued at $264,125 of which $151,250 related to settlement of debt. Each unit consists of one common share and one half of a share purchase warrant, translating into a total of 528,250 warrants granted as part of the private placement. Each full warrant is exercisable for one additional common share at a price of $0.50 per share until November 27, 2020. The Company paid $1,750 in cash commissions and issued 7,000 finder's warrants valued at $1,097 exercisable at $0.50 until November 27, 2020. The fair value per warrant was $0.16. The fair value of the warrant was estimated using the Black-Scholes option pricing model assuming a life expectancy of 2 years, a risk-free rate of 1.90%, a forfeiture rate of 0%, and volatility of 109.11%.

- In December 2018, the Company completed, the second and final tranche, a non-brokered private placement of 335,000 flow-through units ("FT") at a price of $0.32 per unit for gross proceeds of $107,200 and 84,000 non-flow through units ("NFT") at a price of $0.25 per unit for gross proceeds of $21,000. Each unit consists of one common share and one half of a share purchase warrant, translating into a total of 209,500 warrants granted as part of the private placement. Each full warrant is exercisable for one additional common share at a price of $0.50 per share until December 19, 2020. The Company recognized a flow-through premium liability of $23,450, which was accreted to $22,861 based on exploration expenditures incurred as at March 31, 2019. The Company incurred all required eligible expenditures by December 31, 2019 resulting in a reduction of flow-through premium liability of $22,861 during the year ended March 31, 2020.

- During the year ended March 31, 2019, the Company issued 100,000 common shares upon the exercise of stock options for gross proceeds of $13,000. As a result of the exercise of options, the fair value of stock options amounting to $6,100 was reclassified from share-based payment reserve to share capital.

(Expressed in Canadian Dollars)

7. SHARE CAPITAL (cont'd)

b) Issued share capital (cont'd)

The following share issuances occurred during the year ended March 31, 2019 (cont'd):

- During the year ended March 31, 2019, the Company issued 956,221 common shares upon the exercise of warrants. Cash proceeds received total $194,875.

c) Share-based payments

Stock Option Plan

The Company has a stock option plan under which it can grant options to directors, officers, employees, and consultants for up to 10% of the issued and outstanding common shares. The exercise price of each option is based on the market price of the Company's stock at the date of grant. The options can be granted for a term of ten years and vest as determined by the board of directors.

As at March 31, 2020, the following stock options were outstanding:

	Number of Stock Options	Weighted Average Exercise Price
Balance, March 31, 2018	1,560,000	$ 0.23
Exercised	(100,000)	0.13
Cancelled	(75,000)	0.17
Balance, March 31, 2019	1,385,000	$ 0.24
Granted	950,000	0.27
Exercised	(175,000)	0.18
Cancelled	(2,160,000)	0.26
Balance, March 31, 2020	-	$ -

On June 5, 2019, the Company issued 950,000 stock options with an exercise price of $0.27 per share, at a fair value of $224,213 recognized as share-based payment during the year ended March 31, 2020. These stock options vested immediately. The weighted average fair value per option was $0.24. The fair value of the options is estimated using the Black-Scholes option pricing model assuming a life expectancy of 5 years, a risk-free rate of 1.31%, a forfeiture rate of 0%, and volatility of 135.39%.

On March 11, 2020, the Company and optionees entered into an option surrender and cancellation agreement whereby each optionee surrendered their respective stock options to satisfy one of the conditions related to the spin out of the Company's exploration assets and liabilities of Origen Resources Inc. (Notes 2 and 14). As a result, the Company cancelled a total of 2,160,000 stock options.

(Expressed in Canadian Dollars)

7. SHARE CAPITAL (cont'd)

d) Share Purchase Warrants

As at March 31, 2020, the following stock warrants were outstanding:

	Number of Stock Warrants	Weighted Average Exercise Price
Balance, March 31, 2018	3,741,583	$ 0.27
Exercised	(956,221)	0.20
Expired	(2,554,250)	0.30
Granted	1,870,650	0.50
Balance, March 31, 2019	2,101,762	$ 0.46
Exercised	(186,667)	0.17
Expired	(44,445)	0.17
Balance, March 31, 2020	1,870,650	$ 0.50

As at March 31, 2020, the following share purchase warrants were outstanding:

Number of Warrants	Weighted Average Exercise Price	Expiry Date
1,125,900	$ 0.50	July 3, 2020
535,250	$ 0.50	November 27, 2020
209,500	$ 0.50	December 19, 2020
1,870,650		

8. CAPITAL MANAGEMENT

Capital is comprised of the Company's shareholders' equity. As at March 31, 2020, the Company's shareholders' equity was $565,154. The Company's objectives when managing capital are to maintain financial strength and to protect its ability to meet its on-going liabilities, to continue as a going concern, to maintain creditworthiness and to maximize returns for shareholders over the long term. Protecting the ability to pay current and future liabilities includes maintaining capital above minimum regulatory levels, current financial strength rating requirements and internally determined capital guidelines and calculated risk management levels.

The Company is dependent on the capital markets as its sole source of operating capital and the Company's capital resources are largely determined by the strength of the junior resource markets and by the status of the Company's projects in relation to these markets, and its ability to compete for investor support of its projects. The Company is not subject to any externally imposed capital requirements. There has been no change in the Company's approach to capital management during the year ended March 31, 2020.

9. FINANCIAL INSTRUMENTS AND RISK

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
Level 3 – Inputs that are not based on observable market data.

The fair value of cash is based on Level 1 inputs of the fair value hierarchy.

The fair value of the Company's subscriptions receivable, accounts payable and accrued liabilities and due to Raffles Financial Private Limited approximates their carrying values due to their short-term nature.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company believes it has no significant credit risk.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at March 31, 2020, the Company had a cash balance of $616,337 to settle current liabilities of $961,378.

Market risk

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

(a) Interest rate risk

The Company has cash balances and no interest-bearing debt. The interest rate risk on cash is not considered significant.

(b) Foreign currency risk

The Company does not have assets or liabilities in a foreign currency.

(c) Price 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 closely monitors commodity prices, and the stock market to determine the appropriate course of action to be taken by the Company.

10. RELATED PARTY TRANSACTIONS

Key management personnel are the persons responsible for the planning, directing and controlling the activities of the Company and include both executive and non-executive directors, and entities controlled by such persons. The Company considers all directors and officers of the Company to be key management personnel.

During the year ended March 31, 2020, the Company entered into the following transactions with related parties:

- Paid or accrued exploration costs of $97,985 (2019 - $102,494) that were capitalized as exploration and evaluation assets to a company controlled by a former director and former Chief Executive Officer of the Company.

- Paid or accrued professional fees of $12,000 (2019 - $Nil) and management fees of $90,000 (2019 – $90,000) to a company controlled by a former director and former Chief Executive Officer of the Company.

- Paid or accrued management fees of $43,400 (2019 - $59,375) to a former officer and former director of the Company.

- Paid or accrued consulting fees of $22,500 (2019 - $31,550) to a former director of the Company.

- Paid or accrued rent of $Nil (2019 - $17,550) and management fees of $63,000 (2019 - $76,500) to a company controlled by a former director and former Chairman of the Board of the Company.

- Paid or accrued professional fees of $40,838 (2019 - $30,000) to the former Chief Financial Officer of the Company.

- Paid or accrued director's fees of $30,000 (2019 – $30,000) to a company controlled by a former director of the Company.

- During the year ended March 31, 2020, the Company issued 550,000 (2019 – Nil) stock options to the former officers and former directors of the Company. Upon the issuance, $129,807 (2019 – $Nil) in share-based compensation expense was recorded.

As at March 31, 2020, $177,627 (2019 - $84,037) was included in accounts payable and accrued liabilities owing to former officers and former directors of the Company in relation to services provided and reimbursement of expenses.

Commitments – Consulting Agreements

On September 1, 2016, the Company renewed the terms of a consulting agreement with a former director of the Company for the provision of consulting services at an annual cost of $90,000. The agreement is for a term of five years. If the Company terminates the agreement without cause during the term the Company is required to pay the balance of the monthly fee payments due for the remainder of the term. Furthermore, should the Company be subject to a change in control and the consultant terminated without cause, the Company must pay an amount equal to thirty-six months of fees and an additional two months of fees for each additional full year of management completed after the first year of engagement, up to a combined maximum of forty-eight months of management fees.

(Expressed in Canadian Dollars)

10. RELATED PARTY TRANSACTIONS (cont'd)

The Company entered into a settlement agreement and mutual release agreement dated October 1, 2018 relating to the consulting agreement, whereby the Company will receive consulting services at an annual cost of $63,000 expiring on August 31, 2021. The settlement agreement and mutual release is not considered a termination of the consultant or change of control of the Company.

11. INCOME TAXES

The following table reconciles the expected income tax expense (recovery) at the Canadian statutory income tax rates to the amounts recognized in the statement of loss and comprehensive loss for the years ended March 31, 2020 and 2019:

	2020	2019
	$	$
Net loss before tax	(1,477,908)	(1,371,976)
Statutory tax rate	27.00%	27.00%
Expected income tax (recovery)	(399,035)	(370,000)
Change in deferred tax assets not recognized	259,770	338,000
Tax effect of flow through shares	5,368	32,000
Non-deductible items	111,037	-
Total income tax expense (recovery)	(22,861)	-
Current tax expense (recovery)	-	-
Deferred tax expense (recovery)	(22,861)	-
Total income tax expense (recovery)	(22,861)	-

The deferred tax assets and liabilities reflect the tax effect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax values. The unrecognized deductible temporary differences as at March 31, 2020 and 2019 are comprised of the following:

	2020	2019
	$	$
Non-capital loss carryforwards	4,251,154	3,455,455
Exploration and evaluation assets	416,929	337,037
Property and equipment	5,381	7,407
Financing Costs	9,840	14,815
Total unrecognized deductible temporary differences	4,683,304	3,814,714

The Company has not recognized a deferred tax asset in respect of the non-capital losses of approximately $4,251,154 (2019 - $3,455,455) which may be carried forward to apply against future year's taxable income for Canadian tax purposes, subject to final determination by taxation authorities and expiring as follows:

(Expressed in Canadian Dollars)

11. INCOME TAXES (cont'd)

Year	Amount
2032	96,175
2033	181,323
2034	210,057
2035	197,303
2036	392,138
2037	316,315
2038	886,328
2039	1,175,816
2040	795,699
TOTAL	4,251,154

As at December 31, 2018, the Company had not completely fulfilled its commitment to incur exploration expenditures by December 31, 2018 in relation to flow-through share financings in October 2017. The Company may be required to indemnify flow through individual investors for the amount of increased taxes payable by the flow-through investor as a consequence of the failure of the Company to incur qualifying exploration expenditures previously renounced to the flow through investors. During the year ended March 31, 2019, the Company estimated that the maximum potential liabilities on unspent amounts was approximately $31,000 and has recorded a provision in the amount of $31,000 for these potential liabilities in general office expense.

12. SEGMENTED INFORMATION

As at March 31, 2020, the Company currently operates in one segment being the acquisition and exploration and evaluation of resource assets located in Canada as described in Note 5. The Company's sole project located in the United States, Buena Vista Hills Cobalt project, was acquired and subsequently abandoned during the year ended March 31, 2020.

13. LOSS PER SHARE

The Company completed a share consolidation on the basis of 25.94 old shares to one new share subsequent to the year ended March 31, 2020 (Note 14). For the purpose of historical comparison, the historical and current figure for the weighted average number of common shares outstanding in each fiscal year ending prior to the consolidation date are adjusted by a ratio of 25.94 when calculating loss per share. The following table sets out the calculation of loss per share:

	2020	2019
Net loss	$ (1,455,047)	$ (1,371,976)
Weighted average number of common shares outstanding after share consolidation	917,587	743,927
Basic and diluted loss per common share	$ (1.59)	$ (1.84)

14. SUBSEQUENT EVENTS

On April 28, 2020, the Company completed the POA and arrangement agreement related to the spin out of its exploration assets and liabilities to Origen Resources Inc. (Note 2).

On April 29, 2020, the Company completed the share exchange agreement related to acquiring all the issued and outstanding shares of Raffles Financial (Note 2). Pursuant to the share exchange agreement, the Company consolidated its outstanding share capital on the basis of 25.94 old shares to one new share, such that 1,050,000 shares were outstanding immediately before closing, issued 45,000,000 post-consolidation shares, paid a finder's fee of 30,000 post-consolidation shares and completed a private placement of 4,000,000 post-consolidation shares for gross proceeds of $20,000,000.

Subsequent to the year ended March 31, 2020, 1,125,900 warrants exercisable at $0.50 per share have expired.