

Consolidated Financial Statements

Years ended July 31, 2022 and 2021

Consolidated Financial Statements

Years ended July 31, 2022 and 2021

Inde	pendent Auditors' Report	1
Con	solidated Financial Statements	
1.	Reporting entity:	7
2.	Nature of operations and going concern:	7
3.	Basis of preparation:	8
4.	Significant accounting policies:	9
5.	Acquisition of Target Minerals Inc.:	14
6.	Non-current assets held for distribution	15
7.	Accounts receivable:	15
8.	Industrial feasibility study:	15
9.	Mining properties:	16
10.	Exploration and evaluation assets:	18
11.	Convertible debentures:	19
12.	Share capital and warrants:	21
13.	Share-based compensation:	23
14.	Finance expense:	24
15.	Income taxes:	24
16.	Supplemental cash flow information:	26
17.	Related party transactions:	27
18.	Financial assets and liabilities:	27
19.	Capital management policies and procedures:	28
20.	Financial Instrument Risks:	29



Independent auditor's report

To the Shareholders of Canadian Metals Inc.

Our opinion

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of Canadian Metals Inc. and its subsidiaries (together, the Company) as at July 31, 2022 and 2021, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards (IFRS).

What we have audited

The Company's consolidated financial statements comprise:

- the consolidated statements of financial position as at July 31, 2022 and 2021;
- the consolidated statements of 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 significant accounting policies and other explanatory information.

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 Company 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 2 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 Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

PricewaterhouseCoopers LLP/s.r.l./s.e.n.c.r.l. 1250 René-Lévesque Boulevard West, Suite 2500, Montréal, Quebec, Canada H3B 4Y1 T: +1 514 205 5000, F: +1 514 876 1502

"PwC" refers to PricewaterhouseCoopers LLP/s.r.l./s.e.n.c.r.l., an Ontario limited liability partnership.



Other information

Management is responsible for the other information. The other information comprises the Financial Statement 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 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company 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 Guilbault.

/s/PricewaterhouseCoopers LLP¹

Montréal, Quebec November 28, 2022

¹ CPA auditor, public accountancy permit No. A128042

Consolidated Statements of Financial Position

As at July 31, 2022 and 2021 (in Canadian dollars)

		31-Jul	July 31,
	Note	2022	2021
		\$	\$
Assets			
Current assets:			
Cash		929,663	2,234,048
Accounts receivable	7	33,205	124,219
Grant receivable	8	-	45,337
Share subscription receivable		125,025	
Advances to a related company		34,867	11,801
Prepaid expenses		3,019	17,794
Current portion of balance of purchase price receivable	9 a)	462,074	168,058
Non-current assets held for distribution	6	-	344,000
Total current assets		1,587,853	2,945,257
Non-current assets:			
Mining properties	9	8,672,774	8,548,853
Exploration and evaluation assets	10	1,029,067	472,707
Balance of purchase price receivable	9 a)	375,838	855,558
Total non-current assets		10,077,679	9,877,118
Total assets		11,665,532	12,822,375
Liabilities and Equity			
Current liabilities:			
Trade accounts payable and accrued liabilities		404,280	717,050
Grants refundable	9	337,320	337,320
Flow-through share liability		12,473	-
Current portion of convertible debentures	11	231,037	150,000
Total current liabilities		985,110	1,204,370
Non-current liabilities:			
Convertible debentures	11	781,778	855,018
Total non-current liabilities		781,778	855,018
Total liabilities		1,766,887	2,059,387
Equity:			
Share capital	12	17,640,824	17,323,393
Warrants	12	924,554	861,624
Share options	13	435,175	248,175
Equity component of the convertible debentures	11	562,455	562,455
Contributed surplus		3,128,626	3,472,627
Deficit		-12,792,989	-11,705,286
Total equity		9,898,645	10,762,988
Total liabilities and equity		11,665,532	12,822,375

Nature of operations and going concern, see Note 2. The accompanying notes are an integral part of these consolidated financial statements.

These consolidated financial statements were approved and authorized for issue by the Board of Directors on November 28, 2022.

(S) Arnab De

Chief Financial Officer

(S) Michel Gagnon Director and Chairman

Consolidated Statements of Comprehensive Loss

Years ended July 31, 2022 and 2021 (in Canadian dollars)

		ded	
		July 31,	July 31,
	Note	2022	2021
General and administrative expenses:		\$	\$
Professional fees		115,203	347,918
Management and consulting fees		512,956	344,896
Share based compensation		187,000	-
Registration, listing fees and shareholders information		52,510	31,305
Insurance and office expenses		23,005	19,541
Travel and promotion		1,075	618
General exploration expenses	9	43,128	-
Industrial feasibility studies, net of government grants received (recovery)	8	-	(48,137)
Impairment of mining rights	9	-	132,175
Impairment of exploration and evaluation assets	10	-	25,780
Impairment of non-current assets held for distribution	6	-	193,269
Loss from operating activities		934,877	1,047,365
Finance income		(50,020)	(66,799)
Finance expense	14	202,847	331,778
Gain on exchange of convertible debentures	11	-	(355,699)
Total net finance expense (income)		152,827	(90,720)
Loss before income taxes		1,087,703	956,645
Net loss and comprehensive loss		1,087,703	956,645
Weighted average number of common shares outstanding		74,414,460	28,810,573
Basic and diluted loss per share		0,01	0,03

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

Consolidated Statements of Changes in Equity

Years ended July 31, 2022 and 2021

(in Canadian dollars)

	Note	Number of shares outstanding	Share capital	Warrants	Share options	Equity component of the convertible debentures	Contributed surplus	Deficit	Total equity
			\$	\$	\$	\$	\$	\$	\$
Balance as at July 31, 2021		73,309,794	17,323,393	861,624	248,175	562,455	3,472,627	(11,705,286)	10,762,988
Shares issued:									
As payment of mining properties		500,000	50,000	-	-	-	-	-	50,000
Spin-Off of Lac La Chesnaye Project		-	-	-	-	-	(344,000)	-	(344,001)
Private placements - Units		1,950,000	139,453	-	-	-	-	-	139,453
Flow-through shares		1,247,300	149,676	-	-	-	-	-	149,676
Share issuance costs for flow through shares		-	(21,698)	-	-	-	-	-	(21,698)
Warrants issued - Issue costs		-	-	62,930	-	-	-	-	62,930
Share based compensation		-	-	-	187,000	-	-	-	187,000
Net loss and comprehensive loss for the year		-	-	-	-	-	-	(1,087,703)	(1,087,703)
Balance as at July 31, 2022		77,007,094	17,640,824	924,554	435,175	562,455	3,128,626	(12,792,989)	9,898,645
Balance as at July 31, 2020		14,424,794	9,346,974	166,938	371,667	562,455	3,328,003	-10,748,641	3,027,396
Shares issued:									
As Private Placement		29,725,000	1,375,872	1,002,128	-	-	-	-	2,378,000
As payment of asset acquisition		29,160,000	6,415,200	-	-	-	-	-	6,415,200
Share issuance costs for private placement			(70,252)	(30,712)	-	-	-	-	(100,964)
Warrants issued		-	-	308,731	-	-	-	-	308,731
Share issuance costs for warrants		-	-	(308,731)	-	-	-	-	(308,731)
Warrants expired			-	(21,132)	-	-	21,132	-	-
Share options expired			-	-	(123,492)	-	123,492	-	-
Net loss and comprehensive loss for the year		-	-	-	-	-	-	(956,645)	(956,645)
Balance as at July 31, 2021		73,309,794	17,067,794	1,117,222	248,175	562,455	3,472,627	-11,705,286	10,762,987

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

Years ended July 31, 2022 and 2021 (in Canadian dollars)

Consolidated Statements of Cash Flows

Years ended July 31, 2021 and 2020

(in Canadian dollars)

		Year ended		
		July 31	July 31	
	Note	2022	2021	
Operating activities:		\$	\$	
Net loss		(1,087,703)	(956,645)	
Adjustments for:				
Impairment of mining rights	9	-	132,175	
Impairment of exploration and evaluation assets	9	-	25,780	
Impairment of non-current assets held for distribution	6	-	193,269	
Share based compensation		187,000	-	
Gain on exchange of convertible debentures		-	(355,699)	
Effective interest costs on convertible debentures	11	202,391	263,632	
Effective interest income on balance of purchase price receivable	9a	(50,020)	(66,664)	
Operating activities before changes in working capital items		(748,332)	(764,152)	
Change in accounts receivable	7	91,014	(49,948)	
Change in prepaid expenses		14,775	(3,740)	
Change in trade accounts payable and accrued liabilities		(362,720)	119,839	
Change in grant receivable	8	-	(45,337)	
Change in advances to related company		(23,066)	(11,801)	
		(279,997)	9,013	
Cash flows used for operating activities		(1,028,329)	(755,139)	
Financing activities:	40	000 101	0.070.000	
Proceeds from issuance of shares and units	12	232,124	2,378,000	
Share issuance costs	12	(14,315)	(100,964)	
Cash flows provided from financing activities		217,809	2,277,036	
Investing activities:				
Repayment of convertible debentures	11	(194,595)	(95,936)	
Proceeds from balance of purchase price receivable	9a	235,723	318,430	
Tax credits applied against exploration and evaluation assets		2,209	9,792	
Government grants applied against exploration and evaluation assets	10	7,000	10,000	
Acquisition of mining properties	9	(35,000)	(63,241)	
Increase in exploration and evaluation assets	10	(509,203)	(14,143)	
Cash acquired from acquisition of Target Minerals Inc.		-	30,454	
Cash flows (used for) provided from investing activities		(493,866)	195,356	
Net change in cash		(1,304,385)	1,717,253	
Cash, beginning of year		2,234,048	516,795	
Cash, end of year		929,663	2,234,048	

Additional disclosures of cash flows information (Note 16).

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

Years ended July 31, 2022 and 2021 (in Canadian dollars)

1. Reporting entity:

Canadian Metals Inc. (the "Company" or "Canadian Metals" or "CME") is a company domiciled in Canada. Canadian Metals was incorporated on August 17, 2012 under the *Québec Business Corporations Act*. Canadian Metals is a public company listed on the Canadian Securities Exchange ("CSE") and its trading symbol is "CME".

The Company's head office, which is also the main establishment is located at 866, 3ième Avenue, Val-d'Or, Québec, Canada, J9P 1T1.

The Company specializes in the acquisition, exploration and evaluation of mineral properties in New Brunswick.

2. Nature of operations and going concern:

The Company has not yet determined whether its mining properties contain ore reserves that are economically recoverable. The recoverability of the amounts shown for mining properties and exploration and evaluation assets is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the exploration and development work of its mining properties, and upon future profitable production or proceeds from the disposal of mining properties.

Although management has taken actions to verify the ownership rights for mining properties in which the Company owns an interest and in accordance with industry standards for the current exploration phase of these properties, these procedures give no assurance to the Company as to title. The title to a mining property may be subject to unrecognized prior agreements and not compliant with regulatory requirements.

As at July 31, 2022, the Company has working capital of \$602,743 including cash and cash equivalents of \$929,663 and a cumulative deficit of \$12,792,989 and incurred a loss of \$1,087,703 during the year then ended. Management does not believe it has sufficient funds to pay its ongoing general and administrative expenses, to pursue its budgeted exploration and evaluation expenditures, and to meet its liabilities, obligations and existing commitments for the ensuing twelve months as they fall due. These circumstances indicate the existence of material uncertainties that cast significant doubt upon the Company's ability to continue as a going concern and accordingly, the appropriateness of the use of IFRS applicable to a going concern. These consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities, expenses and financial position classifications that would be necessary if the going concern assumption was not appropriate. These adjustments could be material.

In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future .

To continue the Company's exploration and evaluation programs on its properties and its operations, the Company will need to raise additional funds through the issuance of new equity instruments, the selling of mineral properties and the search for partners to sign option agreements on certain of its mineral properties. While it has been successful in doing so in the past, there can be no assurance it will be able to do so in the future or that these sources of funding or initiatives will be available for the Company or that they will be available on terms that are acceptable to the Company.

The Company's business involves a high degree of risk and there is no assurance that the Company will be successful in discovering economically recoverable deposits on its mineral properties. Furthermore, the Company has not yet generated any income or cash flows from its operations and there is no assurance that the business will be profitable in the future.

Years ended July 31, 2022 and 2021 (in Canadian dollars)

3. Basis of preparation:

a. Statement of compliance:

These annual consolidated financial statements have been prepared in accordance with the International Financial Reporting Standards ("IFRS") applicable to the preparation of annual financial statements. The accounting policies applied in these financial statements are based on IFRS issued and in effect as at year end.

b. Basis of measurement:

These consolidated financial statements have been prepared on the historical cost basis except for certain assets at fair value.

c. Consolidation:

The financial statements include the accounts of the Company and those of its subsidiary owned at 100%, Target Minerals Inc. The Company controls an entity when the Company is exposed to, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns, through its power over the entity. Target Minerals Inc. is fully consolidated from the date on which control was obtained by the Company and is deconsolidated from the date that control ceases. All intercompany accounts and transactions are eliminated.

Management determines its ability to exercise control over an entity by looking at its percentage interest and other qualitative factors including but not limited to its voting rights, representation on the board of directors, participation in policy-making processes, material transactions between the Company and the associate, interchange of managerial personnel, provision of essential technical information and operating involvement. Considering these factors, the Company is considered to have control over Target Minerals Inc.

o d. Functional and presentation currency:

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

• e. Use of estimates and judgements:

The preparation of the consolidated financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

(a) Significant management judgment:

The following are significant management judgments in applying the accounting policies of the Company that have the most significant effects on the consolidated financial statements.

Recognition of deferred income tax assets and measurement of income tax expense

Management continually evaluates the likelihood that its deferred tax assets could be realized. This requires management to assess whether it is probable that sufficient taxable income will exist in the future to utilize these losses within the carry-forward period. By its nature, this assessment requires significant judgment. To date, management has not recognized any deferred tax assets in excess of existing taxable temporary differences expected to reverse within the carry-forward period.

Going concern

The assessment of the Company's ability to continue as a going concern and to raise sufficient funds to pay for its ongoing operating expenditures, meets its liabilities for the ensuing year, and to fund planned and contractual exploration programs, involves significant judgment based on historical experience and other factors including expectation of future events that are believed to be reasonable under the circumstances. See Note 2 for more information.

Years ended July 31, 2022 and 2021 (in Canadian dollars)

3. Basis of preparation (Continued):

e. Use of estimates and judgements (Continued):

(b) Estimation uncertainty:

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities and expenses is provided below. Actual results may be substantially different.

Impairment of exploration and evaluation assets

Determining if there are any facts or circumstances indicating an impairment loss or reversal of impairment losses is a subjective process involving judgment and a number of estimates and interpretations in many cases.

- When an indication of impairment loss or a reversal of an impairment loss exists, the recoverable amount of the individual asset or the cashgenerating units must be estimated.
- In assessing impairment, the Company must make some estimates and assumptions regarding future circumstances, in particular, whether a technically or economically viable extraction operation can be established, the probability that the expense will be recovered from either future exploitation or sale when the activities have not reached a stage that permits a reasonable assessment of existence of reverses, the Company's capacity to obtain financial resources necessary to complete the evaluation and development and to renew permits. Estimates and assumptions may change if new information becomes available. If, after expenditure is capitalized, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalized is written down in profit or loss in the period when the new information becomes available. The total impairment loss of the exploration and evaluation assets recognized is \$Nil for the year ended July 31, 2022 (\$22,980 for the year ended July 31, 2021).

Balance of purchase price receivable

The recognition and evaluation of the non-interest bearing purchase price receivable (Note 9) has been estimated using a discount rate which involves a degree of estimation and judgment.

Government grants

Grants are recognized as a reduction of the related expenditures (expenses or assets). The Company records these grants when there is reasonable assurance with regards to collections and assessments and that the Company will comply with the conditions associated to them. This may involve a degree of estimation and judgment until the projects for which the funds were granted have been completed and assessed.

In the event a project is not completed, an in-depth analysis could be required and the outcome reached with the authorities could necessitate adjustments to the grants and related expenditures in future periods including the reimbursement of the grant to the authorities if the project is postponed or cancelled.

4. Significant accounting policies:

The accounting policies set out below have been applied consistently to all years presented in these consolidated financial statements and in preparing the consolidated statements of financial position, unless otherwise indicated.

4.1 Financial instruments

The Company aggregates its financial instruments into classes based on their nature and characteristics. Management determines the classification when the instruments are initially recognized, which is normally on the date of the transaction. Transaction costs related to financial instruments are measured initially at fair value except for transaction costs related to FVTPL financial assets which are expensed as incurred and added to the carrying value of the asset or netted against the carrying value of the liability.

Years ended July 31, 2022 and 2021 (in Canadian dollars)

4. Significant accounting policies (Continued):

4.1 Financial instruments (Continued):

The following is a description of the policies for subsequent measurement of financial assets and financial liabilities.

Financial assets at amortized cost

These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.

Financial liabilities at amortized cost

These liabilities are subsequently measured at amortized cost using the effective interest method. Interest expenses, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.

Impairment of financial assets

The Company uses the expected credit losses impairment model with respect to its financial assets carried at amortized cost. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since the initial recognition of the respective financial instrument. The Company accounts for expected credit losses over the life of financial assets measured at amortized cost. Expected credit losses over the life of the asset are expected credit losses for all of the default events that a financial instrument may experience over its expected life. The assessment of expected credit losses reflects reasonable and justifiable information about past events, current circumstances and forecasts of events and economic conditions and takes into account the factors specific to the accounts receivable, the general condition of the economy and a current as well as expected appreciation of the conditions prevailing at the balance sheet date, including the time value of the money, if any.

4.2 Basic and diluted loss per share:

Basic loss per share is 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 earnings per share is calculated by adjusting loss attributable to common shareholders of the Company, and the weighted average number of common shares outstanding, for the effects of all dilutive potential common shares which include options and warrants. Dilutive potential common shares are deemed to have been converted into common shares at the average market price at the beginning of the period or, if later, at the date of issue of the potential common shares.

4.3 Cash:

Cash consists of cash and demand deposits, as well as other highly-liquid short-term investments, easily convertible in a known amount of cash and subject to negligible risk of value impairment.

4.4 Refundable tax credits:

The Company is entitled to a refundable tax credit on qualified exploration expenditures incurred and a refundable credit on duties for losses under the Mining Tax Act. These tax credits are recognized as a reduction of the exploration costs incurred based on estimates made by management. The Company records these tax credits when there is reasonable assurance with regards to collections and assessments and that the Company will comply with the conditions associated to them.

4.5 Grants:

Grants are recognized as a reduction of the related expenses or assets. The Company records these grants when there is reasonable assurance with regards to collections and assessments and that the Company will comply with the conditions associated to them.

4.6 Mining properties and exploration and evaluation assets:

Mining properties correspond to acquired interests in mining exploration permits / claims which include the rights to explore, extract and sell all minerals from such claims.

Years ended July 31, 2022 and 2021 (in Canadian dollars)

4. Significant accounting policies (Continued):

4.6 Mining properties and exploration and evaluation assets (Continued):

0

Exploration and evaluation expenditures are costs incurred in the course of initial search for mineral deposits with economic potential. Costs incurred before the legal right to undertake exploration and evaluation activities are recognized in profit or loss when they are incurred.

Once the legal right to undertake exploration and evaluation activities has been obtained, all costs of acquiring mineral rights or options to acquire such rights (option agreement) are capitalized as mining properties and the expenses related to the exploration and evaluation of mining properties, less refundable tax credits related to these expenses, are capitalized as exploration and evaluation assets.

Expenses related to exploration and evaluation include topographical, geological, geochemical and geophysical studies, exploration drilling, trenching, sampling and other costs related to the evaluation of the technical feasibility and commercial viability of extracting a mineral resource.

The various costs are capitalized on a property-by-property basis pending determination of the technical feasibility and commercial viability of extracting a mineral resource. These assets are recognized as intangible assets and are carried at cost less any accumulated impairment losses. No depreciation expenses are recognized for these assets during the exploration and evaluation phase.

Whenever a mining property is considered no longer viable, or is abandoned, the capitalized amounts are written down to their recoverable amounts; the difference is then immediately recognized in profit or loss.

When technical feasibility and commercial viability of extracting a mineral resource are demonstrable, exploration and evaluation assets related to the mining property are transferred to property and equipment in Mining assets under construction. Before the reclassification, exploration and evaluation assets are tested for impairment and any impairment loss is recognized in profit or loss before reclassification.

• 4.7 Impairment of exploration and evaluation assets:

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are largely independent cash inflows (cashgenerating units). As a result, some assets are tested individually for impairment and some are tested at a cash-generating unit level.

Whenever events or changes in circumstances indicate that the carrying amount may not be recoverable, an asset or cash-generating unit is reviewed for impairment.

Impairment reviews for exploration and evaluation assets are carried out on a project-by-project basis, with each project representing a potential single cash-generating unit. An impairment review is undertaken when indicators of impairment arise, but typically when one of the following circumstances apply:

- the right to explore the areas has expired or will expire in the near future with no expectation of renewal;
- no further exploration or evaluation expenditures in the area are planned or budgeted;
- no commercially viable deposits have been discovered, and the decision has been made to discontinue exploration in the area;
- sufficient work has been performed to indicate that the carrying amount of the expenditure carried as an asset will not be fully recovered.

Additionally, when technical feasibility and commercial viability of extracting a mineral resource are demonstrable, the exploration and evaluation assets of the related mining property are tested for impairment before these items are transferred to property and equipment.

An impairment loss is recognized in profit or loss for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount. The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less cost to sell and its value in use.

An impairment charge is reversed if the asset's or cash-generating unit's recoverable amount exceeds its carrying amount.

4.8 Provisions, contingent liabilities and contingent assets:

Provisions are recognized when present legal or constructive obligations as a result of a past event will probably lead to an outflow of economic resources from the Company and amounts can be estimated reliably. Timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive commitment that has resulted from past events, for example, legal disputes, decommissioning, restoration and similar liabilities, or onerous contracts.

Years ended July 31, 2022 and 2021 (in Canadian dollars)

4. Significant accounting policies (Continued):

4.8 Provisions, contingent liabilities and contingent assets (Continued):

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Provisions are discounted when the time value of money is significant.

The Company's operations are governed by government environment protection legislation. Environmental consequences are difficult to identify in terms of amounts, timetable and impact. As of the reporting date, management believes that the Company's operations are in compliance with current laws and regulations. Site restoration costs currently incurred are negligible, given that the Company's operations are still in the exploration and evaluation stage, and are capitalized to the cost of exploration and evaluation assets as incurred. When the technical feasibility and commercial viability of extracting a mineral resource have been demonstrated, a restoration provision will be recognized in the cost of the mining property when there is constructive commitment that has resulted from past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount of the obligation can be measured with sufficient reliability.

In those cases where the possible outflow of economic resources as a result of present obligations is considered improbable or remote, no liability is recognized, unless it was assumed in the course of a business combination.

All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

4.9 Income taxes:

When applicable, tax expense recognized in profit or loss comprises the sum of deferred tax and current tax not recognized directly in equity.

However, since the Company is in the exploration phase and has no taxable income, tax expense recognized in profit or loss is currently comprise only of deferred tax.

Current income tax assets and/or liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting periods, that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. However, deferred tax is not provided on the initial recognition of goodwill, or on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit.

Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realization, provided they are enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognized to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilized against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Deferred tax liabilities are always provided for in full.

Deferred tax assets and liabilities are offset only when the Company has a right and intention to set off current tax assets and liabilities from the same taxation authority.

Changes in deferred tax assets or liabilities are recognized as deferred income tax in profit or loss, except where they relate to items that are recognized directly in equity, in which case the related deferred tax is also recognized in equity.

Under the provisions of tax legislation relating to flow-through shares, the Company is required to renounce its right to tax deductions for expenses related to exploration activities to the benefit of the investors. When the Company has renounced to its tax deductions and has incurred its admissible expenditures, the sale of tax deductions is recognized in profit or loss as a reduction to deferred tax expense and a deferred tax liability is recognized for the taxable temporary difference that arises from the difference between the carrying amount of admissible expenditures capitalized as an asset and its tax base.

Years ended July 31, 2022 and 2021 (in Canadian dollars)

4. Significant accounting policies (Continued):

4.10 Equity:

Share capital represents the amount received on the issue of shares, less issuance costs, net of any underlying income tax benefit from these issuance costs.

4.11 Unit placements:

The funds from unit placement are allocated between shares and warrants using the relative fair value method. The fair value of the common shares is recognized in equity based on the share price at the date of issue. The fair value of the warrants is determined using the Black-Scholes valuation model and is recorded separately under "warrants".

4.12 Flow Through Shares:

The Corporation finances some E&E expenses through the issuance of flow-through shares. The resource expenditure deductions for income tax purposes are renounced to investors in accordance with the appropriate income tax legislation. The difference between the amount recorded as common shares and the amount paid by the investors for the shares (the "premium"), measured with the residual value method, is accounted for as a flow-through share premium, which is reversed to income as recovery of deferred income taxes when the eligible expenses are incurred. The Corporation recognizes a deferred tax liability for flow-through shares and a deferred tax expense, at the moment the eligible expenditures are incurred.

4.13 Compound financial instruments:

The component parts of compound financial instruments (convertible debentures) issued by the Company are classified separately as financial liabilities and equity components in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

At the date of issue, the liability component is recognized at fair value, which is estimated using the borrowing rate available for similar non convertible instruments. Subsequently, the liability component is measured at amortized cost using the effective interest method until extinguished upon conversion or at maturity.

The value of the conversion option classified as equity component is determined at the date of issue by deducting the amount of the liability component from the fair value of the compound instrument as a whole. This amount is recognized in equity, net of income tax effects, and is not subsequently remeasured. When and if the conversion option is exercised, the equity component of convertible debentures will be transferred to share capital. If the conversion option remains unexercised at the maturity date of the convertible debentures, the equity component of the convertible debentures will be transferred to contributed surplus. No gain or loss is recognized upon conversion or expiration of the conversion option.

Transaction costs related to the issue of convertible debentures are allocated to the liability and equity component in proportion to the initial carrying amounts. Transaction costs relating to the equity component are recognized directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component and are amortized over the term of the convertible debenture using the effective interest method.

4.14 Equity-settled share-based compensation:

The Company has an equity-settled share-based compensation plan for its eligible directors, employees and consultants. The Company's plan is not cash-settled. All goods and services received in exchange for the grant of any share-based compensations are measured at their fair values, unless that fair value cannot be estimated reliably. If the Company cannot estimate reliably the fair value of the goods or services received, it must measure their value indirectly by reference to the fair value of the equity instruments granted. For transactions with employees and with parties providing similar services, the Company evaluates the fair value of services received by reference to the fair value of equity instruments granted. All equity-settled share-based compensation (except warrants to brokers) are ultimately recognized as an expense in the profit or loss or capitalized as an exploration and evaluation asset, depending on the nature of the payment with a corresponding credit to the Share options account. Equity-settled share-based compensation to brokers, in respect of an equity financing are recognized as issuance cost of the equity instruments with a corresponding credit to Share options, in equity. If vesting periods or other vesting conditions apply, the expense is allocated over the vesting year, based on the best available estimate of the number of share options expected to vest. Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. Estimates are subsequently revised if there is any indication that the number of share options expected to vest differs from previous estimates. Any cumulative adjustment prior to vesting is recognized in the current period. No adjustment is made to any expense recognized in prior period if share options ultimately exercised are different to that estimated on vesting.

Years ended July 31, 2022 and 2021 (in Canadian dollars)

4. Significant accounting policies (Continued):

4.15 Segmental reporting:

The Company presents and discloses segmental information based on information that is regularly reviewed by the chief operating decisionmaker, i.e. the Chairman and the Board of Directors. The Chairman and the Board of Directors have joint responsibility for allocating resources to the Company's operating segments and assessing their performance.

The Company has determined that there was only one operating segment being the sector of exploration and evaluation of mineral resources.

4.16 Non-current assets held for distribution

Non-current assets held for distribution are assets that are available for immediate distribution in its present condition subject only to terms that are usual and customary for distribution of such assets, its distribution is highly probable, and the distribution is expected to complete within one year.

5. Acquisition of Target Minerals Inc.:

On July 27, 2021 the Company completed the acquisition of Target Minerals Inc. (TM) which includes a 100% interest in TM's projects (the Nicholas Denys Property (NDP), the Millstream and Goldstrike Property (MGP) and the Oxford Brook Property (OBP)) located in New-Brunswick. In consideration for the acquired net assets, the Company:

- issued 27,000,000 common shares of CME to the shareholders of TM
- issued 2,160,000 common shares of CME to Generic Capital Corporation as advisory fee shares pursuant to an advisory agreement (the "Fee Shares"). The Fee Shares are subject to a regulatory four month hold and a voluntary escrow providing for staggered releases over the next 18 months.

The Company has accounted for the acquisition as a purchase of assets and assumption of liabilities. The transaction did not qualify as a business combination under IFRS 3, Business Combinations, as significant inputs and processes that together constitute a business were not identified, given the early stage of exploration and evaluation of the properties. Therefore, the purchase value of \$6,415,200 was allocated to the assets acquired and the liabilities assumed based on their book values at the date of the acquisition. Transaction costs of \$475,200 were capitalized as part of the cost of assets acquired.

The consideration paid was calculated as follows:

	July 31, 2021
	\$
Common shares issued to TM shareholders	5,940,000
Advisory fee shares	475,200
Legal fees	80,543
Total	6,495,743

Net identifiable assets were as follows:

	July 31, 2021
	\$
Cash	30,454
Accounts receivable	812
Mining properties	6,645,712
Trade accounts payable and accrued liabilities	(181,235)
Fair value of consideration	6,495,743

On the day of the acquisition, TM's carrying value was approximately \$1 million. The excess consideration of \$5.4 million paid was allocated to the mineral properties. The total amount was allocated to the Nicholas-Denis project (NDP) given the advanced stage of exploration and evaluation work already carried out on the project.

The allocation to the different properties was based on the following:

- a) Historical exploration work conducted on the respective properties;
- b) Future exploration planned on the various properties; and
- c) Strategic focus of the management amongst the various properties.

Years ended July 31, 2022 and 2021 (in Canadian dollars)

6. Non-current assets held for distribution

On June 17, 2021, the Company entered into an arrangement agreement with its wholly owned subsidiary QNB Metals Inc. (QNB), for the spinout of the latter. According to the agreement, the Lac La Chesnaye Property (owned by the Company) will be spun out to QNB in exchange for the issuance of 4,300,000 Class A common shares of QNB to the Company. In accordance with the terms of the arrangement agreement, the Company will then proceed with a reorganization of its share capital and distribute such QNB shares to the shareholders of the Company.

The transaction was completed on September 9, 2021. Thus, pursuant to IFRS 5, the Lac La Chesnaye Property was classified as Non-current assets held for distribution at July 31, 2021. Non-current assets held for distribution are assets that are available for immediate distribution in its present condition subject only to terms that are usual and customary for distribution of such assets, its distribution is highly probable, and the distribution is expected to complete within one year.

	July 31, 2021
	\$
Mining properties (Note 9 b)	428,153
Exploration and evaluation assets	109,116
Carrying value	537,269

The fair value less cost to distribute the property is determined as follows:

	July 31,
	2021
	\$
Number of QNB shares	4,300,000
QNB share price on the day of the issuance September 9, 2021	0.08
Fair value less cost to distribute of Non-current assets held for distribution	344,000

The fair value for \$344,000 is less than the carrying value of \$537,269, resulting in an impairment of \$84,153 for mining rights and \$109,116 for exploration and evaluation assets for a total of \$193,269 (See Note 9 b). On September 9, 2021, the Company spun out its Lac La Chesnaye Property located in Quebec in exchange of 4,299,961 common shares of QNB Metals Inc., for a fair value of \$344,000. As a result, each shareholder has received such number of shares of QNB Metals Inc. equal to the number of the Company's shares held by such shareholder on September 8, 2021 multiplied by 0.05866. On September 9, 2021, the amount of \$344,000 was transferred to Contributed Surplus.

7. Accounts receivable:

	July 31,	July 31,
	2022	2021
	\$	\$
Sales tax receivable	33,205	63,698
Accounts receivable	-	60,521
	33,205	124,219

8. Industrial feasibility study:

On November 13, 2018, the Company officially began a feasibility study on the Baie-Comeau Silicon industrial project. The scope of work includes all basic design and costing for the equipment, buildings, furnace and electrical services, basic engineering and the environmental study to obtain the authorization certificate. The industrial study for the smelter was completed in the summer of 2019. A government grant of \$1 million was awarded for this study and it is funded over time as the mandates are executed and paid. Grants totaling \$45,337 (\$116,781 received in 2020) were recorded in grant receivable and against the expenditures during the year ended July 31, 2021. This amount was, however, reversed during the period ended July 31, 2022, as the management is of the opinion that it would be prudent to record the income as and when the grant is actually received.

Years ended July 31, 2022 and 2021 (in Canadian dollars)

9. Mining properties:

Mining properties can be detailed as follows:

	Interest	July 31, 2020	Properties from acquisition of Target Minerals Inc.	Property held for distribution	Impairment	July 31, 2021	Acquisition / during the year ended Jul 31, 2022	July 31, 2022
	%	\$	\$	\$	\$	\$	\$	\$
Québec:								
Lac La Chesnaye ^(b) (See Note 7)	100	428,153	-	(344,000)	(84,153)	-	-	-
Langis East ^(c)	100	90,000	-	-	(90,000)	-	-	-
Baie Trinité ^(e)	20	2,338	-	-	(2,338)	-	-	-
Silicate Brutus ^(e)	20	26,225	-	-	(26,225)	-	-	-
Lac Robot ^(e)	20	2,891	-	-	(2,891)	-	-	-
Seignelay ^(e)	20	10,721	-	-	(10,721)	-	-	-
New Brunswick								
Blackshale ^(d)	100	840,866	-	-	-	840,866	1,911	842,777
Mountain Brook ^(d)	100	715,900	-	-	-	715,900	1,390	717,290
TV Tower ^(d)	100	272,954	-	-	-	272,954	-	272,954
Frenette ^(f)	100	10,180	-	-	-	10,180	-	10,180
Oxford Brook (g)	100	-	240,178	-	-	240,178	5,070	245,248
Nicholas-Denys ^(h)	100	-	6,065,422	-	-	6,065,422	19,560	6,084,982
Goldstrike and Millstream Gold ⁽ⁱ⁾	100	-	403,353	-	-	403,353	95,990	499,343
		2,400,228	6,708,953	(344,000)	(216,328)	8,548,853	123,921	8,672,774

a) Langis Property (silica):

On September 16, 2013, the Company acquired the mining rights on the Langis Property located in Matane area (Québec). It is subject to a 3% NSR Royalty. On May 1, 2019, the Company sold all its rights, titles and interests in the property, in exchange of a long-term quartz price lockin supply agreement (LTA) and \$2,250,000 to Les Minéraux Industriels du Québec. The Disposition provided the Company with \$2,250,000, where \$500,000 was paid at closing and staged cash payments totalling \$1,750,000 modulated on the purchaser production on the Langis property, with the following deadlines: (i) \$150,000 on or before December 31, 2019; (condition fulfilled) (ii) \$300,000 on before each of December 31, 2020, 2021 and 2022 (condition fulfilled till 2021), (iii) \$450,000 by December 31, 2023.

Balance of purchase price receivable

The purchase price receivable of \$2,250,000 does not bear interest and has been discounted using 6.86% reflecting the estimated credit risk of the buyer and collateral against the balance of purchase price at time of disposal.

	July 31, 2022	July 31, 2021
	\$	\$
Balance at the beginning	1,023,615	1,275,380
Effective interest income	50,020	66,664
Reimbursement	(235,723)	(318,429)
Balance end of year	837,912	1,023,615
Current portion	462,074	168,058
Non-current portion	375,838	855,557

Years ended July 31, 2022 and 2021 (in Canadian dollars)

9. Mining properties (Continued):

b) Lac La Chesnaye Property (silica):

The property Lac La Chesnaye was accounted for as a non-current asset held for distribution for the fair value of \$344,000 at July 31, 2021. An impairment of mining rights for an amount of \$84,153 and of exploration and evaluation assets for an amount of \$109,116 was recorded in net earnings in 2021. (See Note 6)

c) Langis East Property (silica):

On August 1, 2018, the Company entered into a mineral property purchase agreement to acquire a 100% interest in 10 claims located in the Matane and Matapedia area (Quebec) from Osisko Metals Incorporation by issuing 100,000 common shares. On August 10, 2018, the Company issued 100,000 common shares at a fair value of \$0.90 for a total value of \$90,000 as payment for the acquisition of 10 claims.

During the year ended July 31, 2021, the Company wrote down to \$Nil the cost of the Langis East property, as it no longer fits the Company's development strategy. Consequently, an impairment loss of \$90,000 on mining properties was recorded in net earnings.

d) TV Tower Property, Mountain Brook Property and Blackshale Property (zinc):

On March 16, 2018, the Company entered into an option agreement with NBZINC Inc., over which a company controlled by an officer and a director of the Company exercises a significant influence, to acquire an undivided 100% interest in the three following properties located in New Brunswick: TV Tower, Mountain Brook and Blackshale properties. The Blackshale Property is composed of 166 claims covering approximately 5,479 hectares, the Mountain Brook Property is composed of 139 claims covering approximately 4,233 hectares and the TV Tower Property is composed of 53 claims covering approximately 1,157 hectares. The claims are subject to a 2% NSR.

The Company shall be required to make a payment of US\$4,000,000 for each of the three properties for which it has acquired 100% of undivided interests, provided that the Company has made a public disclosure of a mineral resource estimate of 1,000,000 ounces of gold or gold-equivalent resources in the aggregate and in any and all categories for such property, for a total possible maximum payment of US\$12,000,000 for all three properties.

e) Silicate Brutus, Seignelay, Lac Robot, Baie-Trinité and Mouchalagane Properties:

On February 26, 2019, the Company entered into a related party subscription agreement with FeTiV Minerals Inc. ("FeTiV") to acquire a direct 20% interest in the Silicate Brutus, Seignelay, Lac Robot, Baie-Trinité and Mouchalagane properties, subject to a 2% NSR.

During the year ended July 31, 2021, the Company wrote down to \$Nil the cost of the Silicate Brutus, Seignelay, Lac Robot, Baie-Trinité and Mouchalagane properties, as it no longer fits the Company's development strategy. Consequently, an impairment loss of \$42,175 on mining properties and \$25,780 on exploration and evaluation assets was recorded in net earnings in 2021.

f) Frenette Property (zinc):

On April 3, 2019 the Company entered into an arm's length option agreement to acquire an undivided 100% interest in 12 mining claims adjacent to its Blackshale property located west of the Brunswick 12 mine.

Pursuant to the terms and conditions of the option, the Company issued 45,000 common shares of the Company as follows:

- 15,000 Shares at \$0.55 per share for a total value of \$8,250 on the execution of the option (condition fulfilled); and
- 30,000 Shares at \$0.055 per share for a total value of \$1,650 on April 3, 2020 (condition fulfilled);

Upon exercise of the option, the Company will grant the optionees a 2% Net Smelter Returns (NSR) Royalty, subject to the right to purchase a 1% NSR royalty for \$1,000,000.

g) Oxford Brook Property (zinc):

On July 27, 2021 the Company completed the acquisition of Target Minerals Inc. for the acquisition of a 100% interest in 189 units located in Northwestern New-Brunswick in the Restigouche County. The value allocated to the property was \$240,178. The property is subject to a 2% NSR Royalty.

Years ended July 31, 2022 and 2021 (in Canadian dollars)

9. Mining properties (Continued):

h) Nicholas-Denys Property (polymetallic):

On July 27, 2021 the Company completed the acquisition of Target Minerals Inc. for the acquisition of a 100% interest in 356 units located in Northern New-Brunswick. The value allocated to the property was \$6,065,422. The property is subject to a 5% NSR Royalty, half of which is redeemable for \$1,000,000, a 3% NSR Royalty, half of which is redeemable for \$1,750,000 and an additional 1% NSR Royalty, half of which is redeemable for \$1,000,000. (See Note 5)

i) Goldstrike and Millsream Gold Property (gold-silver):

On July 27, 2021 the Company completed the acquisition of Target Minerals Inc. for the acquisition of a 100% interest in 208 units located in Northern New-Brunswick. The value allocated to the property was \$403,353. The property is subject to a 2% NSR Royalty, half of which is redeemable for \$1,000,000. (See Note 5)

On April 30, 2022 the Company entered into a transaction to acquire all the rights and interest including Mining Rights in the Mineral Claim Block Number 8874, McRae Lake 9. Pursuant to the terms and conditions of the option, the Company issued 500,000 common shares of the Company and a cash payment of \$35,000. The Company valued the shares at a fair market value of \$0.10 or \$50,000. The property is subject to a NSR of 2%.

10. Exploration and evaluation assets:

Exploration and evaluation assets by properties are detailed as follows:

	July 31, 2020	Exploration costs	Grant	Tax credits	Impairment	July 31, 2021	Exploration costs	Grant	July 31, 2022
	\$	\$	\$	\$	\$	\$	\$	\$	\$
Québec									
Lac La Chesnaye (See Note 6)	107,073	2,043	-	-	(109,116)	-	-	-	-
Silicate Brutus	18,211	-	-	(5,015)	(13,196)	-	-	-	-
Mouchalagane	16,361	-	-	(4,497)	(11,864)	-	-	-	-
Lac Robot	750	-	-	(210)	(540)	-	-	-	-
Seignelay	250	-	-	(70)	(180)	-	-	-	-
New Brunswick									
Blackshale	45,486	12,100	-	-	-	57,586	120,046	-	177,632
Mountain Brook	37,195	-	(10,000)	-	-	27,195	65,394	(15,000)	77,589
TV Tower	379,876	-	-	-	-	379,876	-	-	379,876
Frenette	8,050	-	-	-	-	8,050	-	-	8,050
Oxford Brook	-	-	-	-	-	-	23,332	8,000	31,332
Nicholas Denys	-	-	-	-	-	-	114,950	-	114,950
Goldstrike & Millstream	-	-	-	-	-	-	239,638		239,638
	613,252	14,143	(10,000)	(9,792)	(134,896)	472,707	563,360	(7,000)	1,029,067

Years ended July 31, 2022 and 2021 (in Canadian dollars)

11. Convertible debentures:

	July 31, 2022	July 31 2021
	\$	\$
Convertible debentures (4)		
Convertible debentures bearing interest at 3% payable annually and maturing in March 2025. ^(a)	1,012,814	1,005,018
	1,012,814	1,005,018
Current portion of convertible debentures	231,037	150,000
Non-current portion of convertible debentures	781,778	855,018
(a) Debentures (4) from related parties:		
	July 31,	July 31,
	2022	2021
	\$	\$
Directors	3,000	3,000
Company under control of a director	9,000	9,000
Company under control of an officer	12,600	12,600
	24,600	24,600
The changes in the Company's liabilities arising from financing activities are as follows:		
	July 31,	July 31,
	2022	2021
	\$	\$
Balance at the beginning	1,005,018	1,271,836
Cash flows		
Reimbursement	(148,125)	(95,936)
Interest paid Ion-Cash:	(46,470)	(14,179)
Effective interest costs on convertible debentures (Nominal)	44,824	76,533
Exchange of debentures / reimbursement		(1,348,369)
Exchange of debentures / additions	_	99T2,670
Effective interest costs on convertible debentures (Accredited)	- 157,567	122,463

Convertible debentures (1):

On July 27, 2015, the Company completed a convertible debentures financing of \$700,000. The debentures will mature in December 2022 and have a conversion price of \$1.50. Furthermore, the Company has a forced conversion option if 10% of the Company's common shares are traded over 21 consecutive days, with a minimum of 0.47% per day. At inception, for purposes of determining the fair value of the liability component, an effective interest rate of 30% was used which is the estimated market rate that the Company would have obtained for a similar financing without the conversion option. At issuance, the equity component was \$345,160 and is presented net of income tax in the amount of \$91,467.

On December 18, 2020, the Company exchanged the convertible debentures such as described below in the Convertible debentures (4).

Years ended July 31, 2022 and 2021 (in Canadian dollars)

11. Convertible debentures (Continued):

Convertible debentures (2):

On December 12, 2016, the Company completed a convertible debentures financing of \$610,000. The maturity of the convertible debentures is four years (December 31, 2020) and bear interest at 10% per year. At the conversion date, both the capital and unpaid interest is convertible using a conversion price of \$2.00. Interest is payable on June 30 and December 31 of each year. At inception, for purposes of determining the fair value of the liability component, an effective interest rate of 28.43% was used which is the estimated market rate that the Company would have obtained for a similar financing without the conversion option. At issuance, the equity component was \$280,234 and is presented net of income tax in the amount of \$74,262.

On December 18, 2020, the Company exchanged the convertible debentures such as described below in the Convertible debentures (4).

Convertible debentures (3):

On March 20, 2018, the Company completed a convertible debentures financing of \$400,000. The maturity of the convertible debentures is December 31, 2022 and bear interest at 10% per year. At the conversion date, both the capital and unpaid interest is convertible using a conversion price of \$2.00. Interest is payable on June 30 and December 31 of each year. The Company has the option to pay interest in cash or in shares. If payment is in shares, the conversion price in number of shares will be equal at 85% of the average of the last twenty (20) trading days ending five (5) trading days preceding the payment date, subject to a minimum price of \$0.50.

At inception, for accounting purposes, the debenture has three components, the liability, the conversion option and the early redemption option. For purposes of determining the fair value of the liability component, an effective interest rate of 30% was used which is the estimated market rate that the Company would have obtained for a similar financing without the conversion option. At issuance, the equity component was \$196,240 and is presented net of income tax in the amount of \$46,040.

On December 18, 2020, the Company exchanged the convertible debentures such as described below in the Convertible debentures (4).

Convertible debentures (4):

On December 18, 2020, the Company announced that all outstanding debentures have been exchanged for new debentures in the same principal amount of \$1,675,000. The new debentures have an issue price of \$1,000 per new debentures, mature on March 31, 2025, bear interest at 3% per annum, payable on March 31 of each year, which interest may, at the option of the Company, be settled in common shares. The principal amount of the new debentures can be convertible into common shares of the Company at the price of \$0.40 per conversion share. Interest in the amount of 3% per annum on the principal amount of the outstanding debentures for the period from January 1, 2020 to June 30, 2020, was paid for an amount of \$14,179. The first interest payment pursuant to the new debentures shall be calculated for the period commencing on July 1, 2020 and ending on March 31, 2021. Fifty percent (50%) of the amount that the Company receives from Les Minéraux Industriels du Québec Inc. will be used to reduce the principal amount of the new debentures are substantially different from the old debentures and the fair value of the liability component of the new debentures issued as the exchanged debentures are substantially different from the old debentures and the transaction must be accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. On recognition, the liability component was measured using an effective interest rate of 22%, corresponding to the estimated market rate the Company would have received for a similar financing without the conversion right.

Years ended July 31, 2022 and 2021 (in Canadian dollars)

12. Share capital and warrants:

(a) Authorized:

The Company is authorized to issue an unlimited number of common shares without par value. The share capital comprises only of fully paid common shares.

(b) Issued and outstanding

2022:

In April 2022, the Company issued 500,000 common shares as consideration for acquiring a claim adjoining to the new LG discovery at its Gold Strike Project. Pursuant to the terms and conditions of the option, the Company issued 500,000 common shares of the Company and a cash payment of \$35,000. The Company valued the shares at a fair market value of \$0.10 or \$50,000.

On July 25, 2022, the Company completed a non-brokered private placement pursuant to which it has issued 1,950,000 units of the Corporation (each a "Unit") at a price of \$0.10 per Unit for a gross proceeds of \$195,000. Each Unit being comprised of one (1) Share and one-half of one (1/2) Share purchase warrant, each whole warrant entitling the holder thereof to acquire one (1) additional Share at a price of \$0.20 per Share for a period of 24 months from the closing date. Fair value of these warrants was estimated to be \$58,500 using Black-Scholes pricing model.

Also on July 25, 2022, the Company completed a private placement pursuant to which it has issued 1,247,300 common shares of the Corporation (each a "Share"), issued on a flow-through basis, at a price of \$0.13 per Share for a gross proceeds of \$162,149. The difference between the nominal value of the shares issued and the market value of the shares as on the date of issue has been transferred to "Flow-through share liability" account amounting to \$12,473. The Corporation paid finder fee of \$9,599 in cash and issued 73,836 non-transferable Finder's warrants entitling the holder thereof to purchase one (1) Share at an exercise price of \$0.20 per Share for a period of 24 months from the closing date. Fair value of these warrants was estimated to be \$4,430 using Black-Scholes pricing model.

2021:

On July 27, 2021, the Company issued 27,000,000 common shares at a price of \$0.22 per share for a total of \$5,940,000 in counterpart of the acquisition of 100% of the outstanding shares of Target Minerals Inc. The Company also issued 2,160,000 common shares at a price of \$0.22 per share for a total of \$475,200 to Generic Capital Corporation as advisory fee shares pursuant to an advisory agreement. The fair value of the common shares represents the fair value of the shares at the issuance date minus a discount to take into account the hold period restricting the sale of these shares.

On February 19, 2021, the Company concluded a private placement by issuing 25,350,000 units at a price of \$0.08 per unit for gross proceeds of \$2,028,000. Each unit is comprised of one common share and one-half of one non-transferable share purchase warrant. Each warrant will entitle the holder to purchase one additional share for a period of 24 months at a price of \$0.15 per share. The Company paid finder fees of \$83,140 in cash and issued 1,039,500 non-transferable finder's warrants entitling the holder to purchase one share for a period of 24 months at an exercise price of \$0.15 per share.

On December 21, 2020, the Company concluded a private placement by issuing 4,375,000 units at a price of \$0.08 per unit for total proceeds of \$350,000. Each unit is comprised of one common share and one non-transferable share purchase warrant. Each warrant will entitle the holder to purchase one additional share for a period of 24 months from the closing date at an exercise price of \$0.15 per share.

(c) Warrants:

The changes to the number of outstanding warrants granted by the Company and their weighted average exercise price are as follows:

		July 31,		July 31,
		2022		2021
	Number of outstanding warrants	Weighted average exercise price	Number of outstanding warrants	Weighted average exercise price
		\$		\$
Outstanding at beginning	18,439,500	0.19	475,000	1.5
Granted	1,048,836	0.20	18,089,500	0.15
Expired	-	-	-125,000	-1.5
Outstanding at end	19,488,336	0.19	18,439,500	0.19

(in Canadian dollars)

12. Share capital and warrants (Continued):

(c) Warrants (Continued):

The following table provides outstanding warrants information as at July 31, 2022:

	Outsta	anding warrants	
Fundada da fa	Number of	Exercise	Remaining
Expiry date	outstanding warrants	price	life
	Nos	\$	(years)
21-Dec-22	4,375,000	0.15	0.39
19-Feb-23	13,714,500	0.15	0.56
28-Nov-23	350,000	1.50	1.33
22-Jul-24	1,048,836	0.20	1.98
	19,488,336	0.19	0.65

2022:

On July 25, 2022, the Company issued 975,000 warrants to shareholders and 73,836 warrants as finders fees. Each warrant entitles the holder to subscribe to one common share at an exercise price of \$0.20 per share until July 22, 2024. The assumptions used for the calculation were:

Expected dividend yield	0.0%
Share price at grant date	\$0.12
Expected volatility (1)	115.34%
Risk-free interest rate	3.45%
Expected life	2 years

2021:

On December 21, 2020, the Company issued 4,375,000 warrants to shareholders who subscribed to 4,375,000 units offering. Each warrant entitles the holder to subscribe to one common share at an exercise price of \$0.15 per share until December 21, 2022. The assumptions used for the calculation were:

Expected dividend yield	0.0%
Share price at grant date	\$0.09
Expected volatility (1)	164.9%
Risk-free interest rate	0.23%
Expected life	2 years

On February 19, 2021, the Company issued 12,675,000 warrants to shareholders who subscribed to 25,350,000 units offering. Each warrant entitles the holder to subscribe to one half common share at an exercise price of \$0.15 per share until February 19, 2023. The value of the warrants was estimated at \$603,583 at the grant date using the Black-Scholes option pricing model. The assumptions used for the calculation were:

Expected dividend yield	0.0%
Share price at grant date	\$0.35
Expected volatility (1)	165.3%
Risk-free interest rate	0.23%
Expected life	2 years

As part of the private placement financing on February 19, 2021, the Company issued 1,039,500 warrants to brokers. Each warrant entitles the holder to subscribe to one common share at an exercise price of \$0.15 per share until February 19, 2023. The value of the warrants was estimated at \$308,731 at the grant date using the Black-Scholes option pricing model. The assumptions used for the calculation were:

Expected dividend yield	0.0%
Share price at grant date	\$0.35
Expected volatility (1)	165.3%
Risk-free interest rate	0.23%
Expected life	2 years

(1) The volatility was determined by reference to historical data of the Company shares.

CANADIAN METALS INC. Notes to Consolidated Financial Statements (Continued) Years ended July 31, 2022 and 2021

Years ended July 31, 2022 and 202 (in Canadian dollars)

13. Share-based compensation:

(a) Share option plan:

The Company has a share option plan whereby the Board of Directors, may grant to directors, officers, employees and consultants of the Company, options to acquire common shares. The Board of Directors has the authority to determine the terms and conditions relating to the granting of options. The maximum number of shares that can be issued under the share-based compensation plan is 10% of the Company's shares issued at the time of the option grant. All share-based compensation shall be settled in equity instruments. The number of share options granted to a beneficiary are determined by the Board of Directors.

The exercise price of any option granted under the Plan is determined by the Board of Directors at the time of the grant and cannot be less than the market price per common share the day before the grant. The term of an option will not exceed five years from the date of grant. Options are not transferable and can be exercised under the plan terms when a beneficiary who is a director, officer, employee or consultant of the Company ceases to occupy his functions, according to the terms of the Company's share-based compensation plan.

During the year, the Company issued 1,700,000 Stock Options to its directors and officers. These options had an exercise price of \$0.20 and life of 5 years. The Company valued these options at a fair value of \$0.11 and has recorded a share based compensation of \$187,000. The changes to the number of outstanding share options granted by the Company and their weighted average exercise price are as follows:

		July 31, 2022		July 31, 2021
	Number of outstanding share options	Weighted average exercise price	Number of outstanding share options	Weighted average exercise price
		\$		\$
Outstanding at beginning	265,000	1.38	402,500	1.38
Granted	1,700,000	0.20		
Expired	-	-1.00	-57,500	-1.00
Forfeited	-	-1.50	-80,000	-1.50
Outstanding at end	1,965,000	0.55	265,000	1.43
Exercisable at end	1,965,000	1.43	265.000	1.43

The following table provides outstanding share options information as at July 31, 2022:

	Share options outstanding				
Expiry date	Number of granted share	Number of exercisable share	Exercise	Remaining life	
	options	options	price		
			\$	(years)	
October 3, 2022	20,000	20,000	0.75	0.50	
February 5, 2023	35,000	35,000	1.40	0.83	
June 27, 2023	180,000	180,000	1.50	1.17	
November 5, 2023	30,000	30,000	1.50	1.58	
March 24, 2027	1,700,000	1,700,000	0.20	4.83	
	1,965,000	1,965,000	1.43	4.33	

There were no options granted during the year in 2021.

(in Canadian dollars)

14. Finance expense:

Finance expense recognized in the net loss of the year is as follows:

	July 31,	July 31, 2021
	2022	
	\$	\$
Bank charges	1,288	3,162
Interest on convertible debentures	202,391	326,450
Exchange loss / (gain)	(833)	2,166
Finance expense	202,846	331,778

15. Income taxes:

(a) Relationship between expected tax expense and accounting profit or loss:

The effective income tax rate of the Company differs from the combined federal and provincial income tax rate in Canada. This difference results from the following items:

	July 31, 2022	July 31, 2021
	\$	\$
Loss before income taxes	(1,087,703)	(956,645)
Expected tax recovery calculated using the combined federal and provincial income tax rate in		
Canada	26.50%	26.50%
Expected income tax recovery	(288,241)	(253,511)
Difference between deferred and statutory tax rates	-	-
Share-based compensation	49,555	-
Changes in unrecorded temporary differences	220,770	244,106
Recovery of liabilities related to flow-through shares	-	9,405
Other non-deductible expenses	17,916	-
Deferred income tax recovery	-	-

(b) Composition of deferred income taxes expense (recovery) in the statement of comprehensive loss:

	July 31,	July 31,	
	2022	2021	
	\$	\$	
Inception and reversal of temporary differences	(220,770)	(244,106)	
Difference between deferred and statutory tax rates	-	-	
Changes in unrecorded temporary differences	220,770	244,106	
Deferred income tax expense (recovery)	-		

15. Income taxes (Continued):

(in Canadian dollars)

(c) Movement in recognized deferred tax assets and liabilities during the year:

			Recognized	
		July 31,	in profit or	July 31,
		2021	loss	2022
		\$	\$	\$
Exploration and evaluation assets		12,468	1,130	13,597
Debentures		(177,545)	41,319	(136,226)
Non-capital losses		165,077	(42,449)	122,629
		-	-	-
	July 31,	Recognized in	Acquisition of	July 31,
	2020	profit or loss	Target Minerals Inc.	2021
	\$	\$	\$	\$
Exploration and evaluation assets	(36,459)	70,205	(21,278)	12,468
Debentures	(106,838)	(70,707)	-	(177,545)
Non-capital losses	143,297	502	21,278	165,077
	-	_	_	_

(d) Unrecognized deductible temporary differences:

Unrecognized deductible differences for which the Company has not recognized a deferred tax asset are presented in the following tables. Deferred tax assets have not been recognized in respect of these items because it is not probable that future taxable profit will be available against which the Company can utilize benefits therefrom.

As at July 31, 2022, the Company has the following temporary differences for which no deferred tax asset has been recognized.

	Federal	Québec
	\$	\$
Receivable from sale of mining properties and exploration and evaluation assets	99,162	99,162
Property and equipment	24,407	24,407
Share issuance costs	286,142	286,142
Non-capital losses carryforwards	9,371,315	9,334,676
	9,781,026	9,744,387

(in Canadian dollars)

15. Income taxes (Continued):

(d) Unrecognized deductible temporary differences (Continued):

As at July 31, 2021, the Company has the following temporary differences for which no deferred tax asset has been recognized.

	Federal	Québec
	\$	\$
Receivable from sale of mining properties and exploration and evaluation assets	149,182	149,182
Property and equipment	24,407	24,407
Share issuance costs	149,729	149,729
Non-capital losses carryforwards	8,773,391	8,736,752
	9,096,706	9,060,070

(e) Non-capital losses:

The non-capital losses for which no deferred tax asset has been recognized expire as follows:

	Federal	Québec
	\$	\$
2034	581,741	567,665
2035	629,606	624,354
2036	1,201,704	1,194,602
2037	1,077,035	1,072,145
2038	1,188,885	1,184,185
2039	2,261,955	2,261,955
2040	717,259	717,259
2041	800,536	800,536
2042	912,594	912,594
	9,371,315	9,334,676

16. Supplemental cash flow information:

The Company entered into the following transactions which had no impact on the cash flows:

	July 31, 2022	July 31, 2021
	\$	\$
Non-cash investing activities:		
Acquisition of mining properties through issuance of shares	50,000	6,565,169
Advisory fee shares through issuance of warrants	7,384	308,731

(in Canadian dollars)

17. Related party transactions:

Related parties include the Company's key management personnel. Unless otherwise stated, balances are usually settled in cash. Key management includes directors and senior executives. The remuneration of key management personnel includes the following expenses:

	July 31,	July 31,
	2022	2021
	\$	\$
Management and consulting fees	512,956	344,896
	512,956	344,896

In addition to the related party transactions presented elsewhere in these financial statements, the following is a summary of other related party transactions:

These transactions, entered into the normal course of operations, are measured at the exchange amount which is the amount of consideration established and agreed to by the related parties.

Unless otherwise stated, none of the transactions incorporated special terms and conditions and no guarantees were given or received. Outstanding balances are usually settled in cash.

The Company has consulting agreements with certain management personnel ending at various dates until January 2024. These agreements are for payments of \$479,668 in 2022. Some agreements require payment in case of a change of control of the Company or if the Company sells or leases substantially all of its assets or activities. One agreement requires a payment in case of termination of this agreement by the Company or the consultant.

As at July 31, 2022, trade accounts payable and accrued liabilities include \$40,366 (\$26,913 as at July 31, 2021) payable to key management personnel.

18. Financial assets and liabilities:

The carrying amount and fair value of financial instruments presented in the consolidated statements of financial position related to the following classes of assets and liabilities:

		July 31, 2022		July 31, 2021
	Carrying		Carrying	
	amount	Fair value	amount	Fair value
	\$	\$	\$	\$
Financial assets				
Financial assets measured at amortized cost				
Cash	929,663	929,663	2,234,048	2,234,048
Accounts receivable (1)	-	-	60,521	60,521
Balance of purchase price receivable	837,912	837,912	1,023,615	1,023,615
	1,767,575	1,767,575	3,318,184	3,318,184
Financial liabilities				
Financial liabilities measured at amortized cost				
Trade accounts payable and accrued liabilities	404,280	404,280	717,050	717,050
Grants refundable	337,320	337,320	337,320	337,320
Liability for flow through shares	12,473	12,473	-	-
Convertible debenture	1,012,814	979,367	1,005,018	1,005,018
	1,766,887	1,733,440	2,059,388	2,059,388

(1) Excluding sales tax receivable, tax credits receivable and mining tax receivable.

The fair value of cash, accounts receivable, trade accounts and accrued liabilities is comparable to its carrying amount given the short period to maturity, i.e. the time value of money is not significant.

Years ended July 31, 2022 and 2021 (in Canadian dollars)

• 18. Financial assets and liabilities (Continued):

This hierarchy groups financial assets and liabilities into three levels based on the significance of inputs used in measuring the fair value of the financial assets and liabilities. The fair value hierarchy has the following levels:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities at the reporting date;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (that is, derived from prices).
- Level 3: inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The level within which the financial asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement. The convertible debentures were classified under level 2 in 2022 (level 2 in 2021).

The techniques and evaluation methods used to measure fair value were not changed compared to previous years. The fair value of the convertible debentures was determined by discounting the future cash flows using an interest rate estimated to reflect a rate that the Company would have obtained for similar financings without the conversion option.

19. Capital management policies and procedures:

The Company's capital management objectives are:

- to ensure the Company's ability to continue as a going concern;
- to increase the value of the assets of the business; and
- to provide an adequate return to shareholders of the Company.

These objectives will be achieved by identifying the right exploration projects, adding value to these projects and ultimately taking them through to production or sale and cash flow, either with partners or by the Company's own means.

The Company monitors capital on the basis of the carrying amount of equity and convertible debentures. Capital for the reporting periods are presented in the statement of changes in equity.

The Company is not exposed to any externally imposed capital requirements.

The Company sets the amount of capital in proportion to its overall financing structure, i.e. equity and convertible debentures. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. The Company finances its exploration and evaluation activities principally by raising additional capital either through private placements or public offerings. When financing conditions are not optimal, the Company may enter into option agreements or other solutions to continue its exploration and evaluation activities until conditions improve. No changes were made in the objectives, policies and processes for managing capital during the reporting periods.

	July 31, 2022	July 31, 2021
	\$	\$
Convertible debentures	1,012,814	1,005,018
Equity	9,898,645	10,762,987
	10,911,459	11,768,005

Years ended July 31, 2022 and 2021 (in Canadian dollars)

20. Financial Instrument Risks:

The Company is exposed to various risks in relation to financial instruments. The main types of risks the Company is exposed to are credit risk and liquidity risk.

The Company manages risks in close cooperation with the board of directors. The Company focuses on actively securing short- to medium-term cash flows by minimizing the exposure to financial markets.

(a) Credit risk:

Credit risk is the risk that the other party to a financial instrument fails to honour one of its obligations and, therefore, causes the Company to incur a financial loss.

The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets at the reporting date.

The Company's management considers that all of the above financial assets that are not impaired or past due for each of the reporting dates are of good credit quality.

The Company's credit risk is primarily attributable to cash and balance of purchase price receivable. Credit risk of cash is considered negligible, since the counterparty is a reputable bank with excellent external credit rating.

The credit risk associated with the balance of purchase price arises from the possibility that the buyer may not be able to pay its debts. This receivable results from the sale of Langis properties and is guaranteed by the properties.

(b) Liquidity risk:

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Liquidity risk management serves to maintain a sufficient amount of cash and to ensure that the Company has financing sources such as private and public investments for a sufficient amount (see Note 2).

Over the past and during the year, the Company has financed its acquisitions of mining rights, exploration costs and working capital needs through private financings (issuance of shares and convertible debentures in 2021 and 2020).

Contractual maturities of financial liabilities (including capital and interest) are as follows:

				July 31, 2022
	Less than	4.5	More than	T - 4 - 1
	1 year	1-5 years	5 years	Total
	\$	\$	\$	\$
Trade accounts payable and accrued liabilities	404,280	-	-	404,280
Grants refundable	337,320	-	-	337,320
Liability for flow through shares	12,473	-	-	12,473
Convertible debentures (4)	231,037	781,778	-	1,012,814
	985,109	781,778	-	1,766,887