

GLOBAL LI-ION GRAPHITE CORP.

(An Exploration Stage Company)

CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in Canadian Dollars)

For the years ended August 31, 2020 and 2019

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INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Global Li-Ion Graphite Corp.:

vancouver@bakertilly.ca
www.bakertilly.ca

Opinion

We have audited the consolidated financial statements of Global Li-Ion Graphite Corp and its subsidiaries (together the "Company"), which comprise the consolidated statements of financial position as at August 31, 2020 and 2019, and the consolidated statements of comprehensive loss, consolidated statements of changes in equity and consolidated statements of cash flows for the years 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 August 31, 2020 and 2019, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audits 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 audits 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 in our audits is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the consolidated financial statements, which describes events and conditions indicating that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Management's Discussion and Analysis filed with the relevant Canadian securities commissions.

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 audits 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 audits and remain alert for indications that the other information 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 in this auditor's report. 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 Graeme L. Cocke.

Baker Tilly WM LLP

CHARTERED PROFESSIONAL ACCOUNTANTS

Vancouver, B.C.
December 24, 2020

GLOBAL LI-ION GRAPHITE CORP.
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS AT AUGUST 31,
(Expressed in Canadian Dollars)

	2020	2019
ASSETS		
Current		
Cash	\$ 165,327	\$ 226,160
Amounts receivable	897	897
GST recoverable	2,777	3,324
Deposits and prepaid expenses	78,062	82,625
Amounts due from related parties (Note 3)	14,907	26,401
Investments (Note 4)	30,000	11,000
	291,970	350,407
Non-Current		
Exploration and evaluation assets (Note 6)	3,751,632	3,688,542
Total Assets	\$ 4,043,602	\$ 4,038,949
LIABILITIES		
Current		
Accounts payable and accrued liabilities	\$ 216,399	\$ 185,028
Amounts due to related parties (Note 3)	269,220	149,864
	485,619	334,892
EQUITY		
Share capital (Note 7)	9,386,894	9,304,394
Share subscriptions received	159,366	-
Contributed surplus	1,250,333	1,102,436
Deficit	(7,238,610)	(6,702,773)
	3,557,983	3,704,057
Total Liabilities and Equity	\$ 4,043,602	\$ 4,038,949

Nature and continuance of operations (Note 1)
Subsequent events (Note 12)

Approved and authorized for issue by the Directors on December 24, 2020:

"Jason Walsh" Director "Geoff Watson" Director

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

GLOBAL LI-ION GRAPHITE CORP.
CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS
For the years ended August 31,
(Expressed in Canadian Dollars)

	2020	2019
EXPENSES		
Administration fees (Note 8)	\$ 45,600	\$ 52,350
Advertising and awareness	1,000	226,738
Consulting fees (Note 8)	207,412	175,306
Financing and interest	-	15,009
Foreign exchange gain	(3,217)	(8,283)
General and administrative (Note 8)	30,705	61,610
Management fees (Note 8)	35,000	60,000
Professional fees (Note 8)	76,519	83,196
Stock-based compensation (Notes 7 and 8)	147,897	47,039
Travel, meals and entertainment	13,921	49,066
	(554,837)	(762,031)
Loss on settlement of debt (Notes 3 and 7)	-	(51,563)
Other income	-	61,111
Unrealized gain (loss) on investment (Note 4)	19,000	(39,000)
Write-down of advances to BEGO Technologies Ltd. (Note 5)	-	(232,663)
Write-down of exploration and evaluation assets (Note 6)	-	(1,207,320)
Net and comprehensive loss	\$ (535,837)	\$ (2,231,466)
Loss per share – basic and diluted	\$ (0.01)	\$ (0.05)
Weighted average number of shares outstanding – basic and diluted	47,546,696	44,186,689

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

GLOBAL LI-ION GRAPHITE CORP.
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(Expressed in Canadian Dollars)

	Number of Shares	Share capital	Share subscriptions received	Contributed surplus	Deficit	Total
Balance August 31, 2018	40,675,182	\$ 8,619,475	\$ -	\$ 1,055,397	\$ (4,471,307)	\$ 5,203,565
Shares issued pursuant to:						
Private placement	6,096,000	609,600	-	-	-	609,600
Debt settlement	312,500	82,812	-	-	-	82,812
Share issuance costs	-	(7,493)	-	-	-	(7,493)
Stock-based compensation	-	-	-	47,039	-	47,039
Net loss for the year	-	-	-	-	(2,231,466)	(2,231,466)
Balance August 31, 2019	47,083,682	\$ 9,304,394	\$ -	\$ 1,102,436	\$ (6,702,773)	\$ 3,704,057
Shares issued pursuant to:						
Property acquisition	250,000	22,500	-	-	-	22,500
Debt settlement	500,000	60,000	-	-	-	60,000
Share subscriptions received	-	-	162,041	-	-	162,041
Share issuance costs	-	-	(2,675)	-	-	(2,675)
Stock-based compensation	-	-	-	147,897	-	147,897
Net loss for the year	-	-	-	-	(535,837)	(535,837)
Balance August 31, 2020	47,833,682	\$ 9,386,894	\$ 159,366	\$ 1,250,333	\$ (7,238,610)	\$ 3,557,983

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

GLOBAL LI-ION GRAPHITE CORP.
CONSOLIDATED STATEMENTS OF CASH FLOWS
For the years ended August 31, 2020 and 2019
(Expressed in Canadian Dollars)

	2020	2019
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the year	\$ (535,837)	\$ (2,231,466)
Accrued interest	-	13,635
Unrealized foreign exchange	-	(11,750)
Other income	-	(61,111)
Realized and unrealized (gain) loss on investments	(19,000)	39,000
Stock-based compensation	147,897	47,039
Write-down of advances to BEGO Technologies Ltd.	-	232,663
Write-down of exploration and evaluation assets	-	1,207,320
Changes in working capital:		
Amounts receivable	-	(897)
GST recoverable	547	1,846
Deposits and prepaid expenses	1,888	(2,835)
Accounts payable and accrued liabilities	91,371	(65,980)
Cash used in operating activities	(313,134)	(832,536)
CASH FLOWS FROM FINANCING ACTIVITIES		
Subscriptions collected	162,041	-
Shares issued, net of share issuance costs	-	602,107
Advances from related parties	130,850	19,770
Cash provided by financing activities	292,891	621,877
CASH FLOWS FROM INVESTING ACTIVITIES		
Expenditures on exploration and evaluation assets	(40,590)	(200,661)
Cash used in investing activities	(40,590)	(200,661)
Change in cash	(60,833)	(411,320)
Cash, beginning	226,160	637,480
Cash, ending	\$ 165,327	\$ 226,160
Supplemental disclosures		
Fair value of shares issued for the acquisition of exploration and evaluation assets	\$ 22,500	\$ -
Shares issued for debt settlement	\$ 60,000	\$ 82,812

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

1. NATURE AND CONTINUANCE OF OPERATIONS

Global Li-Ion Graphite Corp. (the "Company") was incorporated under the laws of the province of British Columbia on November 6, 2014. The Company's principal business is the exploration and evaluation of mineral resources. The Company's corporate office is located at 908 - 510 Burrard Street, Vancouver B.C. Effective July 11, 2017, the Company completed a corporate name change from "Thelon Diamonds Ltd." to "Global Li-Ion Graphite Corp." and effective July 14, 2017, the Company trades on the Canadian Securities Exchange (the "CSE") under the symbol LION.

These consolidated financial statements have been prepared in accordance with 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. During the year ended August 31, 2020, the Company has not generated revenues, net loss was \$535,837 (2019: \$2,231,466) and, as at August 31, 2020, it had working capital deficit of \$193,649 (2019: surplus of \$15,515). The ability of the Company to remain in operation as a going concern is dependent on its ability to obtain necessary financing, generate positive cash flows and, ultimately, the achievement of profitable operations.

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 is not yet determinable; however, they may have a material impact on the Company's financial position, results of operations and cash flows in future periods. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company and its operations in future periods.

These events and conditions create a material uncertainty which may cast significant doubt upon the Company's ability to continue as a going concern and, therefore, the Company may be unable to realize its assets and discharge its liabilities in the normal course of business. As the outcome of these matters cannot be predicted at this time, these consolidated financial statements do not include any adjustments to the amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue in business. These adjustments could be material.

2. SIGNIFICANT ACCOUNTING POLICIES

(a) Statement of Compliance

These consolidated financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the IFRS Interpretations Committee ("IFRIC").

(b) Basis of Preparation

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

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements, except as disclosed.

The consolidated financial statements include Global Li-Ion Graphite Corp. and its wholly owned subsidiary Khensani Limited ("Khensani") from the date of acquisition, April 4, 2018, which owns 100% of Avana Industrial Minerals ("AIM"). All inter-company transactions have been eliminated.

Subsidiaries are entities over which the Company has exposure to variable returns from its involvement and has the ability to use power over the investee to affect its returns.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(b) Basis of Preparation (continued)

The functional currency of an entity is the currency of the primary economic environment in which the entity operates. The functional currency of the Company, and its wholly owned subsidiaries, is the Canadian dollar, which is also the Company's presentation currency.

(c) Significant Accounting Estimates and Judgments

The preparation of these consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements. Actual outcomes could differ from these estimates. These consolidated financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Critical accounting estimates

Significant assumptions about the future that management has made and other sources of estimation uncertainty at the end of the reporting period that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made relate to the following:

- i. The composition of deferred income tax assets and recognition of deferred income tax assets; and
- ii. The recoverable amount of exploration and evaluation assets.

Critical accounting judgments

In the preparation of these consolidated financial statements, management has made judgments, aside from those that involve estimates, in the process of applying the accounting policies. The judgments which may have an effect on the amounts recognized in the consolidated financial statements include the following:

- i. The determination of categories of financial assets and financial liabilities;
- ii. The determination of the functional currencies of the Company and its subsidiaries;
- iii. The assessment of going concern; and
- iv. The assessment of impairment indicators for the exploration and evaluation assets.

(d) Exploration and evaluation assets

Pre-exploration costs or property investigation costs are expensed in the period in which they are incurred. Once the legal right to explore a property has been acquired, all costs related to the acquisition, exploration and evaluation are capitalized by property. Costs not directly attributable to exploration and evaluation activities, including general and administrative overhead costs, are expensed in the period in which they occur.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(d) *Exploration and evaluation assets* (continued)

When a project is deemed to no longer have commercially viable prospects to the Company, exploration and evaluation expenditures in respect of that project are deemed to be impaired. As a result, those exploration and evaluation expenditures, in excess of estimated recoveries, are written off to profit or loss.

Once the technical feasibility and commercial viability of extracting the mineral resource has been determined, the property is considered to be a mine under development and is classified as "mines under construction". Exploration and evaluation assets are tested for impairment before the assets are transferred to mines under construction.

Ownership in mineral properties involves certain inherent risks due to the difficulties of determining and obtaining clear title to claims as well as the potential for problems arising from the frequently ambiguous conveyance history characteristics of many mineral properties. The Company has investigated ownership of its mineral properties and, to the best of its knowledge, ownership of its interests are in good standing.

Exploration and evaluation assets are classified as intangible assets.

(e) *Financial instruments*

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership. Financial assets and liabilities are offset and the net amount is reported in the consolidated statement of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously.

Financial assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income (OCI) or through profit or loss); and
- those to be measured at amortized cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses are either recorded in profit or loss or OCI.

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss. Financial assets are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(f) *Financial instruments* (continued)

Subsequent measurement of financial assets depends on their classification. There are three measurement categories under which the Company classifies its financial assets:

Amortized cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included as finance income using the effective interest method. The effective interest method is the rate that discounts estimated future cash flows over the expected life of the financial instrument, or where appropriate, a shorter period. Cash, amounts receivable, and due from related parties are classified in this category.

Fair value through OCI (FVOCI): Debt instruments that are held for collection of contractual cash flows and for selling the debt instruments, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains and losses, interest revenue, and foreign exchange gains and losses which are recognized in profit or loss. When the debt instrument is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other gains (losses). Interest income from these debt instruments is included as finance income using the effective interest method. The Company had no financial assets classified in this category.

Fair value through profit or loss: Assets that do not meet the criteria for amortized cost or FVOCI are measured at FVTPL. A gain or loss on an investment that is subsequently measured at FVTPL is recognized in profit or loss in the period in which it arises. The investments are classified in this category.

Financial liabilities

A financial liability is classified as at FVTPL if it is classified as held-for-trading or is designated as such on initial recognition. Directly attributable transaction costs are recognized in profit or loss as incurred. The fair value changes to financial liabilities at FVTPL are presented as follows: where the Company optionally designates financial liabilities at FVTPL the amount of change in the fair value that is attributable to changes in the credit risk of the liability is presented in OCI; and the remaining amount of the change in the fair value is presented in profit or loss. The Company has not designated any financial liabilities at FVTPL.

Other non-derivative financial liabilities are initially measured at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these liabilities are measured at amortized cost using the effective interest method.

At present, the Company classifies all of its financial liabilities as held at amortized cost, which include accounts payable and accrued liabilities, and amounts due to related parties. These financial liabilities are classified as current liabilities as the payment is due within 12 months, or on demand.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(g) *Share capital*

Common shares, options and warrants are classified as equity.

When units are issued, which include shares and warrants, the warrants are valued using the residual value method where proceeds are allocated to the common shares up to their fair value as determined by the current quoted trading price on the announcement date, and the balance, if any, to the warrants within contributed surplus.

(i) *Share issue costs*

Share issue costs that are directly attributable to issuing new shares are deducted from equity, net of any tax effects.

Costs that relate to the stock market listing, or are otherwise not incremental and directly attributable to issuing new shares, are recorded as an expense in profit or loss.

Costs that relate to both share issuance and listing are allocated based on the proportion of new shares issued to the total number of shares listed.

(ii) *Equity instruments issued as consideration*

Other equity instruments issued as purchase consideration in non-cash transactions are recorded at fair value determined by management using the Black-Scholes option pricing model. The fair value of the shares issued as purchase consideration is based upon the quoted trading price of those shares on the date of grant to issue shares as determined by the Board of Directors.

(iii) *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 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.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(h) *Stock-based compensation*

The Company accounts for stock options and warrants granted to directors, officers, employees and non-employees at fair value. The fair value of the options and warrants to employees, including directors, at the date of the grant is determined using the Black-Scholes option pricing model and stock-based compensation is accrued and charged to operations or share capital using the graded method, with an offsetting credit to contributed surplus, over the vesting periods. The fair value of stock options granted to non-employees is measured based on the fair value of the goods and services received, unless that fair value cannot be estimated reliably, in which case the fair value is determined with reference to the fair value of the instruments granted, and is re-measured at the earlier of each financial reporting or vesting date, and any adjustment is charged or credited to operations upon re-measurement.

The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

If and when the stock options are exercised, the applicable amounts of contributed surplus are transferred to share capital.

(i) *Income/(loss) per share*

Basic income/(loss) per share is calculated by dividing the income/(loss) for the period by the weighted average number of shares outstanding. The Company uses the treasury stock method of calculating fully diluted income/(loss) per share amounts, whereby any proceeds from the exercise of stock options or other dilutive instruments are assumed to be used to purchase common shares at the average market price during the period. The assumed conversion of outstanding options and warrants has an anti-dilutive impact for the reported periods thus fully diluted loss per share is the same as basic loss per share.

(j) *Foreign currency transactions*

Transactions in currencies other than the Canadian dollar are recorded at exchange rates prevailing on the dates of the transactions. At the end of each reporting period, the monetary assets and liabilities that are denominated in foreign currencies are translated at the rate of exchange at the consolidated statement of financial position date while non-monetary assets and liabilities are translated at historical rates. Exchange gains and losses arising on translation are reflected in profit or loss for the period.

(k) *Income taxes*

Income tax comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case the income tax is recognized directly in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the end of the reporting period, and any adjustment to tax payable in respect of previous years.

In general, deferred tax is recognized in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is determined on a non-discounted basis using tax rates and laws that have been enacted or substantively enacted at the consolidated statement of financial position date and are expected to apply when the deferred tax asset or liability is settled. Deferred tax assets are recognized to the extent that it is probable that the assets can be recovered. Deferred income tax assets and liabilities are presented as non-current.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(l) Changes in accounting policies

IFRS 16 – Leases

On January 13, 2016, the International Accounting Standards Board published a new standard, IFRS 16, Leases, eliminating the current dual accounting model for lessees, which distinguishes between on-statement of financial position finance leases and off-statement of financial position operating leases. Under the new standard, a lease becomes an on-statement of financial position liability that attracts interest, together with a new right-of-use asset. In addition, lessees will recognize a front-loaded pattern of expense for most leases, even when cash rentals are constant. IFRS 16 became effective for reporting periods beginning on or after January 1, 2019. The adoption of IFRS 16 did not have any impact on the consolidated financial statements of the Company.

3. AMOUNTS DUE TO AND FROM RELATED PARTIES

Bios Energy Corp., Bua Capital Management Ltd., Bua Group Holdings, Incubara Capital Corp., Swiss EMX and Zadar Ventures Ltd. are companies with directors in common with the Company. Unless otherwise noted amounts due from and to related parties are unsecured, non-interest bearing and have no fixed terms of repayment.

Amounts due from related parties

	August 31, 2020	August 31, 2019
Director	\$ 3,940	\$ 3,940
Bios Energy Corp.	-	269
Incubara Capital Corp.	-	11,226
Swiss EMX	10,967	10,966
Total	\$ 14,907	\$ 26,401

Amounts due to related parties

	August 31, 2020	August 31, 2019
Bua Capital Management Ltd.	\$ 129,782	\$ 88,531
Bua Group Holdings	15,110	3,140
Incubara Capital Corp.	19,384	19,384
Zadar Ventures Ltd.	1,944	1,059
Directors	103,000	37,750
Total	\$ 269,220	\$ 149,864

The amount due to Incubara Capital Corp. was interest-bearing at 25% and was due on March 31, 2019. The Company also agreed to pay a financing bonus of 25% of the principal in shares, which amount along with interest of \$5,750 has been accrued in the balance at August 31, 2018. During the year ended August 31, 2019, the Company accrued interest of \$13,635 and made repayments consisting of cash of \$125,230 and issued 312,500 common shares of the Company valued at \$82,812 resulting in a loss on settlement of debt of \$51,563 (Note 7). The Company is currently negotiating the terms of repayment of the outstanding interest amount of \$19,384.

4. INVESTMENTS

On December 22, 2015, the Company acquired 100,000 units in Zadar Ventures Ltd. ("Zadar"), a company with directors in common, for \$0.10 per unit for total consideration of \$10,000. Each unit consists of one common share in Zadar and one common share purchase warrant exercisable for a period of 3 years at \$0.50 per share. Effective April 8, 2019, Zadar consolidated its common shares on the basis of one post-consolidation common share for every 10 pre-consolidation common shares. The number of shares and per share amounts of Zadar have been retroactively restated in these consolidated financial statements to reflect this share consolidation.

The fair value of the share portion of the unit was determined using the stock price of Zadar as at the date of the consolidated statement of financial position. The fair value of the warrant portion of the unit was determined by deducting the exercise price of the Zadar warrants from the Zadar stock price. On December 4, 2017, the Company sold the Zadar warrants for total consideration of \$10,000.

As at August 31, 2020, the 100,000 common shares of Zadar was determined to have a fair value of \$30,000 (2019: \$11,000). The Company recorded an unrealized gain on investment of \$19,000 during year (2019: unrealized loss of \$39,000).

5. ADVANCES TO BEGO TECHNOLOGIES LTD.

On October 24, 2017, the Company entered into a Memorandum of Understanding ("MOU") to acquire an interest in BEGO Technologies Ltd., a private company incorporated in Hong Kong ("BEGO HK"). Under the terms of the MOU, the Company can acquire up to a 16% interest in BEGO HK for US\$450,000. BEGO HK has filed a patent application for bio-electrochemical methods and systems for the efficient production of graphene oxide and hydrogen. As at August 31, 2019, the Company has advanced US\$175,000 (CAD\$232,663) under the MOU. The funds advanced were unsecured, non-interest bearing and without terms of repayment. During the year ended August 31, 2019, the Company determined that the advance to BEGO HK was impaired and recorded a write-down of \$232,663 to a carrying value of \$Nil.

Balance, August 31, 2018	\$	220,913
Foreign exchange adjustment		11,750
Write-down		(232,663)
<hr/>		
Balance, August 31, 2019 and 2020	\$	-

6. EXPLORATION AND EVALUATION ASSETS

a) Lac de Gras property

During the year ended August 31, 2016, the Company acquired an interest in the Lac de Gras property, Northwest Territories. The Company holds a 29.46 % interest in 3 claims, pursuant to a NMT Head Agreement with Peregrine Diamonds Ltd. The property is subject to a Gross Overriding Royalty ("GOR") of 4% on diamonds and a net smelter royalty ("NSR") of 4% on all metals, of which 50% of either of these royalties can be purchased for \$4,000,000.

In addition to the royalty noted above, royalty payments would also be required to be made to the Government of the Northwest Territories in the event of future production.

In 2017, management wrote down the costs accumulated on the Lac de Gras property to \$10,000 as an asset impairment. Management still believes that the property is of merit and warrants continued development, however a lack of activity due to market conditions, necessitated a write down in line with the Company's accounting policy for exploration and evaluation assets.

6. EXPLORATION AND EVALUATION ASSETS (continued)

b) Chedic property

Effective December 31, 2016, the Company entered into an Option Agreement to acquire a 100% interest in the Chedic property located in Nevada, USA. In order to exercise the option to acquire 100% interest in the property, the Company is required to make the following cash and share payments:

- US\$25,000 on execution of the Standstill Agreement (paid);
- 1,000,000 common shares upon the Company achieving a successful listing on the Canadian stock exchange (issued – fair value of \$410,000);
- US\$50,000 on the execution of the Option Agreement (paid);
- 1,000,000 common shares on each of the first four anniversaries of the effective date (issued for first anniversary);
- US\$75,000 on or before each of the first and second anniversaries of the effective date (paid for first anniversary);
- US\$100,000 on or before the third anniversary of the effective date; and
- US\$100,000 on or before the fourth anniversary of the effective date.

Pursuant to the Option Agreement the Company is also required to make the following minimum exploration expenditures:

- US\$100,000 by the first anniversary of the effective date (incurred);
- An additional US\$200,000 by the second anniversary of the effective date;
- An additional US\$300,000 by the third anniversary of the effective date;
- An additional US\$500,000 by the fourth anniversary of the effective date; and
- Minimum advanced annual royalties payments of US\$100,000 on the fifth anniversary of the effective date; and annually thereafter.

Upon completion of an inferred resource calculation that confirms a minimum presence of 100,000 tons equivalent grading at no lower than 5% carbon content on the property, the Company shall pay a total of US\$1,000,000 in cash or common shares of the Company, or a combination thereof at the Company's election.

Upon Completion of an Economic Assessment on the property, on or before the sixth anniversary of the effective date, the Company shall pay US\$2,000,000 in cash or common shares of the Company, or a combination thereof at the election of the Company.

During the year ended August 31, 2019, the Company abandoned the Chedic property and recorded an asset impairment loss of \$1,207,320.

c) Neuron Graphite Project

On October 27, 2017, and amended October 25, 2019, the Company entered into an option agreement to purchase a 100% interest in the Neuron Graphite Project in the Thompson mining district of Northern Manitoba from Callinex Mines Inc. ("Callinex").

6. EXPLORATION AND EVALUATION ASSETS (continued)

c) Neuron Graphite Project (continued)

The Company may exercise its option to acquire 100% of the Neuron Graphite Project from Callinex by:

- Paying \$200,000 cash (paid) and issuing 1,000,000 common shares (issued – fair value of \$760,000) to Callinex within three days of signing the option agreement; and
- Issuing 1,000,000 common shares to Callinex on the second anniversary of signing the option agreement. On November 7, 2019, the Company agreed to extend the deadline to issue these common shares by one full year. In consideration for this extension, the Company issued an additional 250,000 common shares to Callinex valued at \$22,500 (Note 7). On October 25, 2020, Callinex and the Company entered into a second amendment agreement to extend the deadline to issue 1,000,000 common shares to Callinex by October 27, 2021 (Note 12).

The Company also issued 100,000 common shares with a fair value of \$76,000 as a finder's fees.

The Company is also required to issue 3,000,000 common shares to Callinex on the earlier of completing a Preliminary Economic Assessment, Pre-Feasibility Study or Feasibility Study on or before the third anniversary of signing the option agreement.

d) Madagascar Graphite Project

On September 13, 2017, the Company entered into a memorandum of understanding ("MOU") with Avana Resources Limited ("Avana") to acquire a 100% interest in Avana's graphite interests in Madagascar. On April 4, 2018, the Company entered into and closed a definitive share purchase agreement with Avana for the acquisition of Avana's graphite interests in Madagascar. Pursuant to this agreement the Company acquired 100% of Khensani Limited which owns 100% of Avana Industrial Minerals ("AIM") which entered into an agreement to acquire certain mining permits from the original permit holders. The project comprises 3 mining exploitation permits totaling 4,375 hectares (10,811 acres), in the vicinity of Andasibe in Toamasina Province in Madagascar (collectively, the "Property").

Pursuant to the MOU and definitive share purchase agreement to acquire a 100% interest in the Property, the Company will make the following cash and share payments to Avana:

- US\$40,000 within one day of signature of the MOU (paid);
- US\$100,000 within 5 business days of signature of the Definitive Agreement (paid);
- US\$100,000 within 30 business days of signature of the Definitive Agreement (paid);
- EUR\$200,000 to be directed to certain third parties in respect of an agreement to transfer the Property from the original permit holders to AIM (paid);
- 4,000,000 common shares of the Company within 10 business days of approval by the CSE of the transaction (issued – fair value of \$1,720,000);
- Upon the Company achieving an annualized production rate from the Property of at least 5,000 tons of graphite oxide per year as calculated on a monthly basis for at least three consecutive months;
 - (i) US\$1,000,000 in cash or in common shares of the Company; and
 - (ii) The greater in terms of value of either 1,000,000 common shares of the Company or common shares of the Company worth US\$1,000,000.

The Company also issued 333,797 common shares with a fair value of \$143,533 as a finder's fees.

The Property is subject to a 3% gross value return royalty of which 2% can be purchased by the Company at any time for US\$5,000,000.

6. EXPLORATION AND EVALUATION ASSETS (continued)

	Lac de Gras	Chedic	Neuron Graphite	Madagascar Graphite	Total
Acquisition Costs					
Balance, August 31, 2018	\$ 10,000	\$ 812,398	\$1,036,000	\$ 2,356,852	\$ 4,215,250
Additions – cash	-	-	-	193,706	193,706
Write-down	-	(812,398)	-	-	(812,398)
Balance, August 31, 2019	10,000	-	1,036,000	2,550,558	3,596,558
Additions – cash	-	-	-	10,714	10,714
Additions – shares	-	-	22,500	-	22,500
Balance, August 31, 2020	10,000	-	1,058,500	2,561,272	3,629,772
Deferred Exploration Costs					
Balance, August 31, 2018	-	394,922	43,325	41,704	479,951
Work program	-	-	3,386	-	3,386
Technical reports	-	-	1,500	-	1,500
Other	-	-	2,069	-	2,069
Write-down	-	(394,922)	-	-	(394,922)
Balance, August 31, 2019	-	-	50,280	41,704	91,984
Geological consulting	-	-	-	10,586	10,586
Technical reports	-	-	715	-	715
Other	-	-	1,500	17,075	18,575
Balance, August 31, 2020	\$ -	\$ -	\$ 52,495	\$ 69,365	\$ 121,860
Balance as at August 31, 2019	\$ 10,000	\$ -	\$1,086,280	\$ 2,592,262	\$ 3,688,542
Balance as at August 31, 2020	\$ 10,000	\$ -	\$1,110,995	\$ 2,630,637	\$ 3,751,632

7. SHARE CAPITAL AND RESERVES

a) Authorized

An unlimited number of Common shares, without par value.

b) Issued

On February 12, 2019, the Company closed a non-brokered private placement and issued 6,096,000 units at a price of \$0.10 per unit for gross proceeds of \$609,600. Each unit consists of one common share and one share purchase warrant. Each warrant is exercisable for a term of two years at a price of \$0.25. Warrants were valued at \$Nil using the residual value method.

On February 12, 2019, 312,500 common shares were issued pursuant to the share bonus payable on the promissory note payable to Incubara Capital Corp. of \$31,250. At issuance the fair value of the common shares, based on the quoted trading price, was \$82,812 resulting in a loss on settlement of debt of \$51,563 (Note 3).

7. SHARE CAPITAL AND RESERVES (continued)

b) Issued (continued)

On November 7, 2019, the Company agreed to extend the deadline to issue 1,000,000 common shares to Callinex related to the Neuron Graphite Project by one full year (Note 6). In consideration for this extension, the Company issued an additional 250,000 common shares to Callinex valued at \$22,500.

On February 24, 2020, 500,000 common shares were issued to settle accounts payable of \$60,000 pursuant to the exercise of warrants at a price of \$0.12 per share.

c) Options

The Company has an incentive stock option plan (the "Plan"), whereby the Company may grant stock options to directors, officers, employees or consultants. Under the Plan, options are exercisable up to a maximum of 5 years and vest as determined by the Board of Directors and are required to have an exercise price no less than the closing market price of the Company's shares on the trading day immediately preceding the day on which the Company announces the grant of options. The Plan provides for the issuance of up to 10% of the Company's issued common shares at the date of the grant. Options awarded under the Plan are equity settled.

On February 19, 2019, the Company granted 600,000 stock options to various directors, officers, and/or consultants. Each option is exercisable to acquire one common share at \$0.30 per common share for a period of 2 years. The fair value of the stock options granted was \$47,039 calculated using the Black-Scholes Option Pricing Model using the following assumptions: spot price: \$0.20; expected volatility: 93%, expected life: 2 years, forfeiture rate: 0%, dividend yield rate: 0%, and risk-free interest rate: 1.77%. Expected volatility is based on the historical volatility of the Company.

On February 20, 2020, the Company granted 2,500,000 stock options to various directors, officers, or consultants. Each option is exercisable to acquire one common share at \$0.12 per common share for a period of 2 years. The fair value of the stock options granted was \$147,897 calculated using the Black-Scholes Option Pricing Model using the following assumptions: spot price: \$0.11; expected volatility: 107%, expected life: 2 years, forfeiture rate: 0%, dividend yield rate: 0%, and risk-free interest rate: 1.45%. Expected volatility is based on the historical volatility of the Company.

Option transactions and the number of options outstanding are summarized as follows:

	Number of options	Weighted average exercise price
Outstanding, August 31, 2018	3,425,000	\$ 0.47
Granted	600,000	0.30
Expired	(1,175,000)	0.25
Outstanding, August 31, 2019	2,850,000	0.52
Granted	2,500,000	0.12
Expired	(2,250,000)	0.58
Outstanding, August 31, 2020	3,100,000	\$ 0.15

7. SHARE CAPITAL AND RESERVES (continued)

c) Options (continued)

Options outstanding and exercisable at August 31, 2020 are as follows:

Number of options	Exercise price	Grant date	Expiry date	Remaining life (years)
600,000	\$0.30	February 19, 2019	February 19, 2021	0.47
2,500,000	\$0.12	February 20, 2020	February 20, 2022	1.47
3,100,000	\$0.15			1.28

d) Warrants

Warrant transactions and the number of warrants outstanding are summarized as follows:

	Number of warrants	Weighted average exercise price
Outstanding, August 31, 2018	11,116,106	\$ 0.58
Granted	6,096,000*	0.25
Expired	(8,108,106)	0.52
Outstanding, August 31, 2019	9,104,000	0.50
Exercised	(500,000)	0.12
Expired	(3,008,000)	1.00
Outstanding, August 31, 2020	5,596,000	\$ 0.12

In relation to the 500,000 warrants exercised during the year ended August 31, 2020, the weighted average trading price of the Company's shares was \$0.12 on the date of exercise.

Warrants outstanding at August 31, 2020 are as follows:

Number of warrants	Exercise price	Grant date	Expiry date
5,596,000	\$0.12*	February 12, 2019	February 12, 2021
5,596,000	\$0.12		

* During the year ended August 31, 2020, the Company amended the exercise price of 6,096,000 warrants from \$0.25 per warrant to \$0.12 per warrant

d) Share subscriptions received

During the year ended August 31, 2020, the Company had received \$162,041 related to the completion of a non-brokered private placement of 9,000,684 units at a price of \$0.06 per unit for gross proceeds of \$540,041 on September 3, 2020 (Note 12).

8. RELATED PARTY BALANCES AND TRANSACTIONS

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. Key management personnel includes directors and officers of the Company. The Company paid or accrued fees to companies controlled by key management personnel as follows:

	For the year ended August 31, 2020	For the year ended August 31, 2019
Administration fees	\$ 45,600	\$ 46,400
Professional fees	32,500	42,000
Management and consulting fees	155,000	174,256
Rent, included in general and administrative	13,019	15,300
Stock-based compensation	59,159	47,039
	<u>\$ 305,278</u>	<u>\$ 324,995</u>

Refer to Note 3 for balances owing to and from other related parties as at August 31, 2020 and 2019.

These transactions were agreed upon by the board of directors and were measured at the exchange amount which is the amount of consideration established and agreed to by the related parties.

9. CAPITAL DISCLOSURES

The Company's principal source of capital is from the issuance of common shares. The Company's capital management objective is to obtain sufficient capital to develop new business opportunities for the benefit of its shareholders. To meet the objectives, management monitors the Company's ongoing capital requirements on specific business opportunities on a case by case basis. The capital structure of the Company consists of equity attributable to common shareholders, consisting of issued share capital, contributed surplus and deficit. The Company is not subject to any externally imposed capital requirements. There has been no change in the Company's approach to capital management from the previous year.

10. FINANCIAL RISK MANAGEMENT

The Company's financial instruments consist of cash, amounts receivable, amounts due from related parties, investments, accounts payable and accrued liabilities, and amounts due to related parties. The fair value of these financial instruments, except for investments which are discussed below, approximates their carrying amounts, due to their short terms to maturity.

Financial instruments measured at fair value are classified into one of the 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 Company's investments are measured at FVTPL in accordance with Level 1.

10. FINANCIAL RISK MANAGEMENT (continued)

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 has credit risk in the amount of its cash, amounts receivable and amounts due from related parties, with the carrying amounts of each representing the Company's maximum exposure to credit risk. The Company manages credit risk by placing cash with major Canadian financial institutions. Management believes that credit risk related to amounts receivable and due from related parties is nominal.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company has a working capital deficit of \$193,649 as at August 31, 2020. Management is assessing various options to raise funds including the issuance of shares (note 12).

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

Price risk is the risk that changes in market prices including commodity or equity prices will have an effect on the fair value or future cash flows associated with financial instruments. The equity price risk associated with the Company's current investments primarily relates to the change in the market prices of the investment in Zadar common shares. As at August 31, 2020, the Company owns 100,000 common shares. Each common share is valued at \$0.30 (2019: \$0.11). A 10% change in the market price of Zadar would have an impact of \$3,000 (2019: \$1,100) to profit or loss. Management believes there is price risk related to this investment.

While the Company will seek to maximize the proceeds it receives from the sale of its Zadar Shares on the TSX Venture Exchange, there is no assurance as to the timing of disposition or the amount that will be realized.

Foreign exchange risk arises from fluctuations in the future cash flows of a financial instrument because of changes in foreign exchange rates. The Company is exposed to foreign exchange rate risk on its foreign currency denominated cash, and accounts payable and accrued liabilities. As at August 31, 2020, the Company held US\$1,925 cash, and US\$106,535 accounts payable and accrued liabilities. As at August 31, 2020, a 10% change in the foreign exchange rate would have impacted profit or loss by approximately \$14,000.

11. INCOME TAXES

Income tax recovery varies from the amount that would be computed from applying the combined federal and provincial income tax rates to income/(loss) before taxes as follows:

	For the year ended August 31, 2020	For the year ended August 31, 2019
Income (loss) before taxes	\$ (535,837)	\$ (2,231,466)
Statutory Canadian corporate tax rate	27.00%	27.00%
Anticipated tax expense (recovery)	(145,000)	(602,000)
Difference resulting from:		
Items not deductible for tax purposes and other	38,000	62,800
Share issue costs	(1,000)	(2,000)
Impact of flow through share	-	149,000
Change in unrecognized deferred tax assets	108,000	392,200
Deferred income taxes (recovery)	\$ -	\$ -

The significant components of the Company's deferred tax assets and liabilities are as follows:

	August 31, 2020	August 31, 2019
Investments	\$ 27,000	\$ 30,000
Exploration and evaluation assets	193,000	198,000
Share issue costs	23,000	38,000
Allowable capital losses	44,000	44,000
Non capital loss carry forwards	1,297,000	1,094,000
Net deferred tax assets	1,584,000	1,404,000
Unrecognized deferred tax assets	(1,584,000)	(1,404,000)
Net deferred tax asset	\$ -	\$ -

The Company has available non-capital losses for Canadian income tax purposes of \$4,806,000 which may be carried forward to reduce taxable income in future years. If not utilized, the non-capital losses will expire as follows:

Year of expiry	Amount
2040	\$ 462,000
2039	1,049,000
2038	2,483,000
2037	586,000
2036	129,000
2035	97,000
	\$ 4,806,000

11. INCOME TAXES (continued)

As at August 31, 2020, the Company has \$1,835,000 (2019: \$1,831,000) of tax pools related to its exploration and evaluation assets which can be used to reduce future taxable income and which can be carried forward indefinitely.

12. SUBSEQUENT EVENTS

On September 3, 2020, the Company closed a non-brokered private placement and issued 9,000,684 units at a price of \$0.06 per unit for gross proceeds of \$540,041. Each unit consists of one common share and one share purchase warrant. Each warrant is exercisable to acquire one common share at an exercise price of \$0.10 per share until September 3, 2022.

On October 25, 2020, Callinex and the Company entered into a second amendment agreement to extend the deadline to issue 1,000,000 common shares to Callinex by October 27, 2021 related to the Neuron Graphite Project (not yet issued) (Note 6).

On November 18, 2020, the Company granted 1,000,000 stock options exercisable to acquire one common share at \$0.12 per common share for a period of 2 years.

Subsequent to the year ended August 31, 2020, the Company entered into a letter agreement with Grupo Minero Diflor S.A. de C.V., a private Mexican company, to acquire a 100% interest in the MVZ Silver-Gold Mine Property in Chihuahua, Mexico. The terms are currently under negotiation and no definitive agreement has been reached yet.

Subsequent to the year ended August 31, 2020, 1,950,000 common shares were issued pursuant to the exercise of warrants at a price of \$0.12 per share for total proceeds of \$234,000.