

EXPRESS CAPITAL CORP.

Condensed Interim Financial Statements

Three Months Ended October 31, 2020

Expressed in Canadian dollars - Unaudited

NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the condensed interim financial statements, they must be accompanied by a notice indicating that the condensed interim financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim financial statements of the Company have been prepared by and are the responsibility of the Company's management. The Company's independent auditor has not performed a review of these condensed interim financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of condensed interim financial statements by the entity's auditor.

EXPRESS CAPITAL CORP.

Condensed Statements of Financial Position
(Expressed in Canadian dollars – Unaudited)

	Note	October 31, 2020	July 31, 2020
		\$	\$
Assets			
Current assets and total assets			
Cash		216,605	15,940
Total current assets and total assets		216,605	15,940
Non-current assets			
Exploration and valuation assets	3	36,238	-
Total non-current assets		36,238	-
Total assets		252,843	15,940
Liabilities and shareholders' deficit			
Current liabilities			
Accounts payable		-	25,189
Accrued liabilities		38,527	8,390
Loan payable	7	-	2,809
Due to related party	7	-	22,575
Total current liabilities		38,527	58,963
Shareholders' deficit			
Share capital	4	439,500	121,000
Subscriptions received in advance	4	-	21,000
Deficit		(225,184)	(185,023)
Total shareholders' deficit		214,316	(43,023)
Total liabilities and shareholders' deficit		252,843	15,940

Nature and continuance of operations (Note 1)
Subsequent events (Note 8)

Approved on behalf of the Board:

"Chris Cooper"

Chris Cooper, Director

The accompanying notes are an integral part of these condensed interim financial statements

EXPRESS CAPITAL CORP.

Condensed Statements of Comprehensive Loss
(Expressed in Canadian dollars – Unaudited)

	Note	Three Months Ended October 31, 2020 \$	Three Months Ended October 31, 2019 \$
Administrative expenses			
General and administrative		221	1,286
Consulting		9,000	-
Transfer agent and filing fees		2,411	1,089
Management fees	7	8,250	-
Legal and accounting		17,491	2,292
Travel		2,788	-
Net and comprehensive loss		(40,161)	(4,667)
Weighted average number of outstanding shares		9,349,245	5,010,549
Basic and diluted loss per share		0.00	0.00

The accompanying notes are an integral part of these condensed interim financial statements

EXPRESS CAPITAL CORP.

Condensed Statements of Changes in Shareholders' Deficit
(Expressed in Canadian dollars – Unaudited)

	Share capital		Subscription s received in advance	Deficit	Total shareholders' equity (deficit)
	Number	Amount			
		\$	\$	\$	\$
Balance, July 31, 2019	5,010,549	121,000	-	(129,664)	(8,664)
Net and comprehensive loss	-	-	-	(4,667)	(4,667)
Balance, October 31, 2019	5,010,54	121,000	-	(134,331)	(13,331)
Subscriptions received in advance (Note 4)	-	-	21,000	-	21,000
Net and comprehensive loss	-	-	-	(50,692)	(50,692)
Balance, July 31, 2020	5,010,549	121,000	21,000	(185,023)	(43,023)
Shares issued (Note 4)	5,870,000	293,500	(21,000)	-	272,500
Shares issued in on evaluation and exploration asset	500,000	25,000	-	-	25,000
Net and comprehensive loss	-	-	-	(40,161)	(40,161)
Balance, October 31, 2020	11,380,549	439,500	-	(225,184)	214,316

The accompanying notes are an integral part of these condensed interim financial statements

EXPRESS CAPITAL CORP.

Condensed Statements of Cash Flows

(Expressed in Canadian dollars – Unaudited)

	Three Months Ended October 31, 2020	Three Months Ended October 31, 2019
	\$	\$
Cash provided by (used in):		
Operating activities		
Net loss	(40,161)	(4,667)
Changes in non-cash working capital items		
Accounts payable	(34,927)	247
Accrued liabilities	30,137	-
Due to related party	(22,575)	-
Cash used in operating activities	(67,527)	(4,420)
Financing activities		
Repayment of related party loans	(2,809)	-
Exploration and evaluation assets	(1,500)	-
Cash used in financing activities	(4,309)	-
Investing activities		
Issue of common shares	272,500	-
Cash provided by investing activities	272,500	-
Increase (decrease) in cash	200,665	(4,420)
Cash, beginning	15,940	6,172
Cash, ending	216,605	1,752

Significant non-cash transactions:

For the three months ended October 31, 2020, the non-cash transactions were as follows

- a) Included in exploration and evaluation assets was \$9,738 in accrued liabilities and;
- b) Included in exploration and evaluation assets was \$25,000 share capital .

For the three months ended October 31, 2019, there were no significant non-cash transactions.

The accompanying notes are an integral part of these condensed interim financial statements

EXPRESS CAPITAL CORP.

For the year three months ended October 31, 2020

(Expressed in Canadian dollars – Unaudited)

1. NATURE AND CONTINUANCE OF OPERATIONS

Express Capital Corp. (the “Company”) was incorporated on November 11, 2014 under the laws of British Columbia, Canada. The Company is a reporting issuer in British Columbia and Alberta. The Company is in the business of consulting on capital markets deal structuring, venture capital and corporate advisory. The Company's corporate head office is located at Suite 1910-1030 West Georgia Street, Vancouver, British Columbia, Canada.

These financial statements have been prepared on the basis of accounting principles applicable to a going concern which assumes the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. The Company's continuing operations, and its financial success may be dependent upon the extent to which it can successfully develop its exploration and evaluation assets and whether those assets contain ore reserves that are economically recoverable.

The development of the Company's business may take many years to be successful and the amount of resulting income, if any, is difficult to determine with any certainty. On October 31, 2020, the Company had not yet achieved profitable operations, had a net loss of \$40,161 (2019: \$4,667) and a deficit of \$225,184 (July 31, 2020: \$185,023), and expects to incur losses in the development of its business, all of which casts significant doubt about the Company's ability to continue as a going concern.

Since March 2020, several measures have been implemented in Canada and the rest of the world in response to the increased impact from novel coronavirus (“COVID-19”). The Company continues to operate its business at this time. While the impact of COVID-19 is expected to be temporary, the current circumstances are dynamic and the impacts of COVID-19 on business operations, cannot be reasonably estimated at this time. The Company anticipates this could have an adverse impact on its business, results of operations, financial position and cash flows in 2021.

The financial statements were approved by the Board of Directors on December 30, 2020.

2. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PRESENTATION

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard (“IAS”) 34, *Interim Financial Reporting*, as issued by the International Accounting Standards Board (“IASB”). Accordingly, certain information and footnote disclosure normally included in annual financial statements prepared in accordance with International Financial Reporting Standards (“IFRS”) have been omitted or condensed, and therefore these condensed consolidated interim financial statements should be read in conjunction with the Company's July 31, 2020 audited annual financial statements and the notes to such financial statements.

These condensed interim financial statements are based on the IFRS issued and effective as of December 30, 2020, the date these condensed consolidated interim financial statements were authorized for issuance by the Company's Board of Directors, and follow the same accounting policies and methods of computation as the most recent annual financial statements, except for the impact of the changes in accounting policies disclosed below:

Future changes in accounting policies

The Company has not early adopted the following revised standard and does not expect it to have an impact on its future financial statements. Amendments to IFRS 3, Business Combinations (effective January 1, 2020) assist in determining whether a transaction should be accounted for as a business combination or an asset acquisition. It amends the definition of a business to include an input and a substantive process that together significantly contribute to the ability to create goods and services provided to customers, generating investment and other income, and it excludes returns in the form of lower costs and other economic benefits. The Company has not elected to apply this amendment early.

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3. EXPLORATION AND EVALUATION ASSETS

On August 31, 2020, the Company entered into a property option agreement where it can acquire up to an 80% interest in the Golden Moon Property, comprised of 10 mineral claims located in the Province of Quebec, by spending \$450,000 on the property on or before December 31, 2023 (or cash payments in lieu thereof) and issuing 1,500,000 common shares over time.

Under the Agreement, to earn a 60% interest in the 7 Claims and an 80% interest in the 3 Claims Express is required to make an aggregate total of \$450,000 in exploration expenditures on the Property (or make cash payments to the Optionor in lieu thereof) and to issue an aggregate of 1,500,000 Class A common shares to the Optionor, as follows: (1) on or before September 10, 2020, issue 500,000 shares to the Optionor (Completed); (2) on or before December 31, 2021, issue an additional 500,000 shares to the Optionor and make at least \$205,000 in exploration expenditures on the Property; (3) on or before December 31, 2022, issue an additional 500,000 shares to the Optionor and make at least a cumulative total of \$350,000 in exploration expenditures on the Property; and (4) on or before December 31, 2023, make at least a cumulative total of \$450,000 in exploration expenditures on the Property.

If Express is unable to purchase an additional 20% interest in the 7 Claims from the two other holders of the 7 Claims on or before December 31, 2023, then under the Option Agreement Express shall have the right to earn an additional 20% interest in the 7 Claims from the Optionor (for a total interest of 80%) by incurring additional exploration expenditures in the amount of \$500,000 on the Property and making a cash payment of \$100,000 to the Optionor on or before December 31, 2024.

Upon successful exercise of the option by Express, the parties shall negotiate and execute a joint venture agreement whereby the Optionor's remaining interest in the Property shall be converted to a non-contributory carried interest until commencement of commercial production after which, (i) the Optionor's interest shall become participating; and (ii) the Optionor shall pay its attributed portion of the total development and construction costs to commercial production, using 4/5ths of its share of the payments derived from the joint venture.

For the three months ended October 31, 2020, the Company incurred a total of \$38,238 (2019 - \$nil) in costs which include acquisition cost of \$25,000 (2019 - \$nil), assay costs of \$1,438 (2019 - \$nil) and consultant fees of \$9,738 (2019 - \$nil).

4. SHARE CAPITAL

Common shares

The Company has authorized an unlimited number of Class A common shares without par value.

Share Issuances

On August 24, 2020, the Company issued 5,870,000 Class A common shares for proceeds of \$293,500 at a price of \$0.05 per share.

On September 10, 2020, the Company issued 500,000 Class A common shares at \$0.05 per share, for a fair value of \$25,000 pursuant to the property option agreement to acquire up to an 80% interest in the Golden Moon Property,

There were no shares issued during the year ended July 31, 2020.

Preferred shares

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The Company has authorized an unlimited number of Class B preferred shares without par value. There are no preferred shares issued to date.

5. CAPITAL MANAGEMENT

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders.

The Company considers the items included in shareholders' equity and cash as capital. The Company manages the capital structure and makes adjustments to it in response to changes in economic conditions and the risk characteristics of the underlying assets. The Company's primary objective with respect to its capital management is to ensure that it has sufficient cash resources to fund the commercialization of the licensed proprietary asset. To secure the additional capital necessary to pursue these plans, the Company intends to raise additional funds through the equity or debt financing. There were no changes in the Company's approach to capital management since inception. The Company is not subject to any external capital requirements.

6. FINANCIAL INSTRUMENTS AND CAPITAL RISK MANAGEMENT

	Ref.	October 31, 2020	July 31, 2020
		\$	\$
Other financial assets	a	216,605	15,940
Other financial liabilities	b	-	(50,572)

a. Comprised of cash

b. Comprised of accounts payable, loans and due to related party.

The Company has determined the estimated fair values of its financial instruments based on appropriate valuation methodologies; however, considerable judgment is required to develop these estimates. The fair values of the Company's financial instruments are not materially different from their carrying values.

Management of Industry and Financial Risk

The Company is in the business of consulting on capital markets, deal structuring, venture capital and corporate advisory.

The Company's financial instruments are exposed to certain financial risks, which include the following:

Credit risk

Credit risk is the risk of loss due to the counterparty's inability to meet its obligations. The Company's exposure to credit risk is on its cash. Risk associated with cash is managed through the use of major banks which are high credit quality financial institutions as determined by rating agencies.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulties in meeting obligations when they become due. The Company ensures that there is sufficient capital in order to meet short-term operating requirements, after taking into account the Company's holdings of cash. Liquidity risk has been assessed as high.

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. Market risk comprises three types of risk: currency risk, interest rate risk and price risk.

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6. FINANCIAL INSTRUMENTS AND CAPITAL RISK MANAGEMENT (cont'd)

Currency Risk

Currency risk is the risk of change in profit or loss that arises from fluctuations of foreign exchange rates and the degree of volatility of these rates. The Company does not use derivative instruments to reduce its exposure to foreign currency risk. The Company does not have any assets or liabilities denominated in foreign currencies and engages in very few transactions denominated in a foreign currency; therefore, its exposure to currency risk is limited.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to interest rate risk.

7. RELATED PARTY TRANSACTIONS

As of July 31, 2020, current liabilities include an amount of \$nil (July 31, 2020 - \$22,575) due to the director and a shareholder of the Company and/or companies controlled by them and \$nil (July 31, 2020 - \$2,909) for a loan from a shareholder. The amounts are unsecured, non-interest bearing and has no fixed terms of repayment. During the three months ended October 31, 2020, the Company incurred management fees of \$8,250 (2019 - \$nil) to the director of the Company.

8. SUBSEQUENT EVENTS

- a) On November 20, 2020, the Company announced that it closed a non-brokered private placement under which it has raised gross proceeds of \$506,800 by way of the issuance of: 1,850,000 units (each, a "Unit") at a price of \$0.10 per Unit, with each Unit comprised of one Class A common share of the Company and one Class A common share purchase warrant (each exercisable for an additional share at an exercise price of \$0.20 for a period of three years from the date of issuance); and 4,290,666 "flow-through" Class A common shares of the Company at a price of \$0.075 per share.
- b) On November 24, 2020, the Company announced that it closed a non-brokered private placement under which it has raised gross proceeds of \$74,000 by way of the issuance of 740,000 units (each, a "Unit") at a price of \$0.10 per Unit, with each Unit comprised of one Class A common share of the Company and one Class A common share purchase warrant (each exercisable for an additional share at an exercise price of \$0.20 for a period of three years from the date of issuance).