
GOLDSEEK RESOURCES INC.
CONDENSED INTERIM FINANCIAL STATEMENTS
THREE AND NINE MONTHS ENDED
MARCH 31, 2022
(EXPRESSED IN CANADIAN DOLLARS)
(UNAUDITED)

Goldseek Resources Inc.
Condensed Interim Statements of Financial Position
(Expressed in Canadian Dollars)
Unaudited

	As at March 31, 2022	As at June 30, 2021
ASSETS		
Current assets		
Cash	\$ 721,990	\$ 1,904,781
Prepaid expenses	23,589	13,545
Amounts receivable	196,776	134,029
Total current assets	942,355	2,052,355
Non-current assets		
Exploration and evaluation assets (note 4)	4,010,848	2,136,199
Total assets	\$ 4,953,203	\$ 4,188,554
EQUITY AND LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities (notes 5 and 7)	\$ 410,425	\$ 98,799
Premium on flow-through shares (note 6)	10,666	158,117
Total current liabilities	421,091	256,916
Non-current liabilities		
Deferred tax liabilities	105,000	105,000
Total liabilities	526,091	361,916
Equity		
Share capital (note 6)	4,817,677	4,337,906
Warrants (note 6)	161,433	139,134
Reserve (note 6)	448,747	287,506
Deficit	(1,000,745)	(937,908)
Total equity	4,427,112	3,826,638
Total equity and liabilities	\$ 4,953,203	\$ 4,188,554

The accompanying notes to the unaudited condensed interim financial statements are an integral part of these statements.

Nature of operations and going concern (note 1)
 Commitments (note 8)

Goldseek Resources Inc.

Condensed Interim Statements of Loss and Comprehensive Loss

(Expressed in Canadian Dollars)

Unaudited

	Three Months Ended March 31, 2022	Three Months Ended March 31, 2021	Nine Months Ended March 31, 2022	Nine Months Ended March 31, 2021
Expenses				
Consulting (note 7)	\$ 6,000	\$ 59,500	\$ 10,688	\$ 110,000
General and administrative (note 7)	8,507	14,198	29,656	40,598
Investor relations	32,675	31,200	99,661	46,721
Professional fees (note 7)	19,838	23,810	35,630	55,647
Regulatory fees	3,884	41,803	16,909	57,096
Share-based payments (notes 6 and 7)	161,241	93,359	161,241	314,827
Net loss from operations	(232,145)	(263,870)	(353,785)	(624,889)
Other income				
Reversal of flow-through premium (note 6)	148,458	1,900	286,331	10,670
Interest income	1,287	2,207	4,617	4,553
	149,745	4,107	290,948	15,223
Net and comprehensive loss for the period	\$ (82,400)	\$ (259,763)	\$ (62,837)	\$ (609,666)
Basic and diluted net loss per share	\$ (0.00)	\$ (0.01)	\$ (0.00)	\$ (0.02)
Weighted average number of common shares outstanding	37,359,394	32,391,395	34,563,054	30,675,155

The accompanying notes to the unaudited condensed interim financial statements are an integral part of these statements.

Goldseek Resources Inc.

Condensed Interim Statements of Changes in Equity

(Expressed in Canadian Dollars)

Unaudited

	Share capital	Shares to be issued	Warrants	Reserve	Deficit	Total
Balance, June 30, 2020	\$ 2,158,075	\$ 234,300	\$ -	\$ 19,359	\$ (244,240)	\$ 2,167,494
Units issued for cash, net	2,139,320	(234,300)	139,134	-	-	2,044,154
Premium on flow-through shares	(190,189)	-	-	-	-	(190,189)
Exercise of warrants	19,500	-	-	-	-	19,500
Shares issued for exploration and evaluation assets	211,200	-	-	-	-	211,200
Share-based payments	-	-	-	314,827	-	314,827
Net loss and comprehensive loss for the period	-	-	-	-	(609,666)	(609,666)
Balance, March 31, 2021	\$ 4,337,906	\$ -	\$ 139,134	\$ 334,186	\$ (853,906)	\$ 3,957,320
Balance, June 30, 2021	\$ 4,337,906	\$ -	\$ 139,134	\$ 287,506	\$ (937,908)	\$ 3,826,638
Units issued for cash, net	536,151	-	22,299	-	-	558,450
Premium on flow-through shares	(138,880)	-	-	-	-	(138,880)
Shares issued for exploration and evaluation assets	82,500	-	-	-	-	82,500
Share-based payments	-	-	-	161,241	-	161,241
Net loss and comprehensive loss for the period	-	-	-	-	(62,837)	(62,837)
Balance, March 31, 2022	\$ 4,817,677	\$ -	\$ 161,433	\$ 448,747	\$ (1,000,745)	\$ 4,427,112

The accompanying notes to the unaudited condensed interim financial statements are an integral part of these statements.

Goldseek Resources Inc.
Condensed Interim Statements of Cash Flows
(Expressed in Canadian Dollars)
Unaudited

	Nine Months Ended March 31, 2022	Nine Months Ended March 31, 2021
Operating activities		
Net loss for the period	\$ (62,837)	\$ (609,666)
Adjustments for:		
Share-based payments	161,241	314,827
Reversal of flow-through premium	(286,331)	(10,670)
Changes in non-cash working capital items:		
Amounts receivable	(62,747)	(135,585)
Prepaid expenses	(10,044)	333
Accounts payable and accrued liabilities	(27,846)	(88,245)
Net cash used in operating activities	(288,564)	(529,006)
Investing activities		
Exploration and evaluation assets	(1,452,677)	(957,303)
Net cash used in investing activities	(1,452,677)	(957,303)
Financing activities		
Issuance of units for cash	558,450	2,044,154
Warrants exercised	-	19,500
Net cash provided by financing activities	558,450	2,063,654
Net change in cash	(1,182,791)	577,345
Cash, beginning of period	1,904,781	1,499,008
Cash, end of period	\$ 721,990	\$ 2,076,353
Supplemental cash flow information		
Interest received from cash equivalents and short-term investments	\$ 4,617	\$ 4,553
Shares issued pursuant to acquisition of exploration and evaluation assets	\$ 82,500	\$ 211,200
Broker warrants issued	\$ 22,299	\$ 218,545

The accompanying notes to the unaudited condensed interim financial statements are an integral part of these statements.

Goldseek Resources Inc.

Notes to Condensed Interim Financial Statements

Three and Nine Months Ended March 31, 2022

(Expressed in Canadian Dollars)

Unaudited

1. Nature of operations and going concern

Goldseek Resources Inc. (the "Company") was incorporated under the British Columbia Business Corporations Act on September 21, 2018. The Company is in the business of acquiring and exploring mineral properties. On February 14, 2020, the Company filed a non-offering prospectus and became a reporting issuer in the provinces of British Columbia and Ontario. The Company's common shares commenced trading on the Canadian Securities Exchange ("CSE") on March 9, 2020 under the stock symbol "GSK". The address of the Company's corporate office and principal place of business is 1231 Huron Street, London, Ontario, N5Y 4L1, Canada.

These unaudited condensed interim financial statements have been prepared on a going concern basis, which assumes the Company will be able to realize its assets and discharge its liabilities in the normal course of operations in the foreseeable future. Realization values may be substantially different from carrying values as shown and these financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern.

The Company will require additional financing in order to further develop its exploration properties, meet its ongoing levels of corporate overhead and discharge its liabilities as they come due. While the Company has been successful in securing equity financings in the past, there is no assurance that it will be able to do so in the future and on terms acceptable to management. These factors indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

In March 2020, the COVID-19 outbreak was declared a global pandemic by the World Health Organization. The situation is dynamic and the ultimate duration and magnitude of the impact on the economy, capital markets and the Company's financial position cannot be reasonably estimated at this time. The Company is monitoring developments and will adapt its business plans accordingly. The actual and threatened spread of COVID-19 globally could adversely impact the Company's ability to carry out its plans and raise capital.

2. Basis of presentation and statement of compliance

Statement of compliance

These unaudited condensed interim financial statements have been prepared in accordance with International Accounting Standards 34, Interim Financial Reporting ("IAS 34") using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). These unaudited condensed interim financial statements have been prepared using the same accounting policies and methods of computation as the most recent annual financial statements for the year ending June 30, 2021, except for those noted in note 3. The unaudited condensed interim financial statements for the three and nine months ended March 31, 2022 were reviewed and authorized for issue by the Board of Directors on May 20, 2022.

Basis of measurement

The financial statements have been prepared on a historical cost basis, except for certain financial instruments measured at fair value. The financial statements are presented in Canadian dollars, which is the Company's functional and reporting currency.

The preparation of these financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

Goldseek Resources Inc.

Notes to Condensed Interim Financial Statements

Three and Nine Months Ended March 31, 2022

(Expressed in Canadian Dollars)

Unaudited

3. Summary of significant accounting policies

Accounting estimates and judgments

The preparation of financial statements in accordance with IFRS requires the Company to make estimates and assumptions concerning the future. The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised.

Estimates and assumptions where there are significant risk of material adjustments to assets and liabilities in future accounting periods include:

- recoverable amount of its evaluation and exploration assets.

Significant judgments:

The preparation of financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgment in the Company's financial statements is the assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty.

Accounting standards issued but not yet effective

The Company has reviewed the accounting standards or amendments to existing accounting standards that have been issued but have future effective dates and determined that these are either not applicable or are not expected to have a significant impact on the Company's financial statements.

Goldseek Resources Inc.

Notes to Condensed Interim Financial Statements
 Three and Nine Months Ended March 31, 2022
 (Expressed in Canadian Dollars)
 Unaudited

4. Exploration and evaluation assets

During the nine months ended March 31, 2022, the Company's exploration and evaluation asset activities were as follows:

	Bonanza	Horizon	Quevillon West	Southern Arm	Val D'Or North	Beschefer	Total
Balance, June 30, 2020	\$ 501,663	\$ 272,217	\$ 35,647	\$ 5,898	\$ -	\$ -	\$ 815,425
Acquisition	-	16,200	1,259	2,732	14,790	205,925	240,906
Exploration expenditures:							
Camp	61,931	-	-	900	-	-	62,831
Consulting	9,155	16,115	500	2,660	26,386	36,182	90,998
Drilling	316,323	239,535	15,422	54,876	-	15,880	642,036
Geochemistry	53,287	464	-	-	105,638	-	159,389
Surveying and geophysics	133,962	9,581	9,581	750	-	-	153,874
Tax credits received	(29,260)	-	-	-	-	-	(29,260)
Balance, June 30, 2021	1,047,061	554,112	62,409	67,816	146,814	257,987	2,136,199
Acquisition	6,325	-	-	-	1,599	82,500	90,424
Exploration expenditures:							
Consulting	-	6,750	-	18,750	1,550	24,213	51,263
Drilling	(96)	735	-	36,304	5,100	1,644,356	1,686,399
Geochemistry	-	-	-	-	-	46,563	46,563
Balance, March 31, 2022	\$ 1,053,290	\$ 561,597	\$ 62,409	\$ 122,870	\$ 155,063	\$ 2,055,619	\$ 4,010,848

Goldseek Resources Inc.

Notes to Condensed Interim Financial Statements

Three and Nine Months Ended March 31, 2022

(Expressed in Canadian Dollars)

Unaudited

4. Exploration and evaluation assets (continued)

Bonanza Property

The Bonanza Property is located near the Municipality of Senneterre, Quebec. On October 11, 2018, the Company signed a purchase agreement with Delford Investments Inc., Jonathon Deluce (Chief Executive Officer ("CEO") of the Company) and Bradel Properties Ltd. (a shareholder of the Company) and Delinks Holdings Ltd. (a shareholder of the Company) (collectively, the "Bonanza Sellers") to purchase the property, including surface rights, mineral rights and personal property and permits associated with the Bonanza Property. In terms of the agreement, the Company was required to issue 6,000,000 consideration shares to satisfy payment of the purchase price of \$300,000. In addition to the issuance of the consideration shares, the Company has also granted the Bonanza Sellers an undivided royalty equal to 3.0% of the Net Smelter Return ("NSR") in respect to any production from the Bonanza Property.

Horizon Property

Horizon #1 Property

The Horizon #1 Property is located near the Township of Wabikoba Lake Area, Ontario. On February 22, 2019, the Company signed a purchase agreement with four parties, two of which are related to directors (collectively, the "Horizon #1 Sellers") to purchase the property, including surface rights, mineral rights and personal property and permits associated with the property. In terms of the agreement, the Company was required to issue 3,500,000 consideration shares to satisfy payment of the purchase price of \$175,000. In addition to the issuance of the consideration shares, the Company has also granted the Horizon #1 Sellers an undivided royalty equal to 3.0% of the NSR in respect to any production from the Horizon #1 Property.

Horizon #2 Property

The Horizon #2 Property is located near the Township of Wabikoba Lake Area, Ontario. On February 22, 2019, the Company signed a purchase agreement with North American Exploration Inc. (the "Horizon #2 Seller") to purchase the property, including surface rights, mineral rights and personal property and permits associated with the property. According to the agreement, the Company was required to issue 150,000 consideration shares to satisfy payment of the purchase price of \$7,500. Upon issuance of the consideration shares, the Company has also granted the Horizon #2 Seller an undivided royalty equal to 3.0% of the NSR in respect to any production from the Horizon #2 Property.

Horizon North-West Property

The Company acquired 100% interest in the Horizon North-West property on July 21, 2020. The property is subject to a 3.0% NSR. Pursuant to the definitive agreement, the Company issued 40,000 shares valued at \$16,200 (see note 6). The Company can purchase half of the NSR royalty at any time for \$1,500,000 from the legacy royalty holders.

Collectively, the Horizon #1 Property, the Horizon #2 Property and the Horizon North-West Property are presented as the Horizon property.

Quevillon West Property

During the year ended June 30, 2020, the Company acquired the Quevillon West Property by direct staking.

Goldseek Resources Inc.

Notes to Condensed Interim Financial Statements

Three and Nine Months Ended March 31, 2022

(Expressed in Canadian Dollars)

Unaudited

4. Exploration and evaluation assets (continued)

Southern Arm Property

On April 22, 2020, the Company acquired the Southern Arm Property by direct staking. On May 26, 2020, the Company acquired additional 8 claims from Midland Exploration Inc. ("Midland"). The agreement for the property acquisition is as follows:

- The 8 claims were acquired through an exchange of properties agreement with Midland whereby the Company exchanged its Quevillon North Property (see below). The Company granted to Midland a 2% NSR on the Property with a 1% buyback option for \$1 million. Midland agreed to assume the 2% NSR payable on the Quevillon North property as described below:
- The Quevillon North property was acquired by the Company on May 12, 2020. Pursuant to a definitive agreement, the Company acquired 100% interest, subject to a 2% NSR, in the Quevillon North property from two vendors which owned the property as to 50% each, and one vendor was a company controlled by the CEO of the Company. The terms of the purchase were as follows:
 - Upon CSE acceptance, pay \$1,000 in cash (paid) and issue 15,000 shares of the Company (issued with a fair value of \$4,500, see note 6); and
 - The Company can purchase 1% (or 1/2) of the NSR at any time for \$1 million. The royalty was agreed to be assumed by Midland under the terms of the exchange of properties agreement.

Val D'Or North Property

In November 2020, the Company acquired the Val D'Or North Property through direct staking.

Beschefer Property

In February 2021, the Company entered into an option agreement to acquire 100% of the Beschefer Property from Wallbridge Mining Company Limited. Pursuant to the terms of the option agreement, the Company can exercise the option to acquire the property by:

- Incurring \$3,000,000 in exploration expenditures as follows:
 - \$500,000 on or before the first anniversary;
 - \$1,250,000 accumulated total on or before the second anniversary; and
 - \$3,000,000 accumulated total on or before the fourth anniversary.
- Issuing 4,283,672 common shares of the Company as follows:
 - 750,000 common shares following the execution of the agreement (issued);
 - 750,000 common shares on the first anniversary (issued);
 - 750,000 common shares on the second anniversary; and
 - 2,033,672 common shares on the fourth anniversary.

Goldseek Resources Inc.

Notes to Condensed Interim Financial Statements

Three and Nine Months Ended March 31, 2022

(Expressed in Canadian Dollars)

Unaudited

5. Accounts payable and accrued liabilities

Accounts payable and accrued liabilities of the Company are principally comprised of amounts outstanding for purchases relating to general operating activities.

	March 31, 2022	June 30, 2021
Accounts payable	\$ 399,925	\$ 18,280
Accrued liabilities	10,500	80,519
	\$ 410,425	\$ 98,799

6. Share capital

(a) Authorized share capital

Unlimited number of common shares without par value.

(b) Issued

	Number of shares	Share capital
Balance, June 30, 2020	24,464,499	\$ 2,158,075
Units issued for cash, net (i)(ii)(iii)	7,553,563	2,139,320
Premium on flow-through shares (i)(iii)	-	(190,189)
Warrants exercised	150,000	19,500
Shares issued for exploration and evaluation assets (note 4)	790,000	211,200
Balance, March 31, 2021 and June 30, 2021	32,958,062	\$ 4,337,906
Units issued for cash, net (iv)	3,967,999	536,151
Premium on flow-through shares (iv)	-	(138,880)
Shares issued for exploration and evaluation assets	750,000	82,500
Balance, March 31, 2022	37,676,061	\$ 4,817,677

(i) On July 3, 2020, the Company issued:

- 1,295,000 Quebec flow-through units ("Quebec FT Unit") at a price of \$0.30 per Quebec FT Unit for gross proceeds of \$388,500;
- 1,365,185 flow-through units ("FT Unit") at a price of \$0.27 per FT Unit for gross proceeds of \$368,600; and
- 1,440,000 non-flow-through units ("Unit") at a price of \$0.25 per Unit for gross proceeds of \$360,000.

Each Quebec FT Unit, FT Unit and Unit consisted of one common share and one-half warrant exercisable at \$0.50 per share until July 3, 2022. The Company recorded a flow-through liability premium of \$92,054 at the time of the financing. The Company incurred a cash share issuance cost of \$53,431 and issued the following broker warrants:

- 257,367 warrants exercisable at \$0.30 per share until 3 years after closing;
- 13,300 warrants exercisable at \$0.27 per share until 3 years after closing; and
- 158,200 warrants exercisable at \$0.25 per share until 3 years after closing.

Goldseek Resources Inc.

Notes to Condensed Interim Financial Statements

Three and Nine Months Ended March 31, 2022

(Expressed in Canadian Dollars)

Unaudited

6. Share capital (continued)

(b) Issued (continued)

(i) (continued) The 428,867 broker warrants issued were determined to have a fair value of \$103,882 at the time of grant as estimated using the Black-Scholes option pricing model. The model used the following current market assumptions: expected dividend yield 0%, risk free rate of 0.27%, expected life of 3 years and expected volatility of 245-254%.

(ii) On September 21, 2020, the Company issued 1,000,000 non flow-through units at a price of \$0.37 per unit for gross proceeds of \$370,000. Each unit comprised of one common share and one warrant exercisable at \$0.57 per share until 3 years after closing.

(iii) On November 12, 2020, the Company issued 2,453,378 Quebec flow-through units at a price of \$0.37 per unit for gross proceeds of \$907,750. Each unit is comprised of one common share and one-half warrant exercisable at \$0.60 per share until November 12, 2022. The Company recorded a flow-through liability premium of \$98,315 at the time of the financing. The Company incurred a cash share issuance cost of \$62,965 and issued 160,809 broker warrants exercisable at \$0.47 per share until 3 years after closing.

The 160,809 broker warrants issued were determined to have a fair value of \$35,252 at the time of grant as estimated using the Black-Scholes option pricing model. The model used the following current market assumptions: expected dividend yield 0%, risk free rate of 0.29%, expected life of 3 years and expected volatility of 195%.

(iv) On December 20, 2021, the Company issued 3,967,999 Quebec flow-through units at a price of \$0.15 per unit for gross proceeds of \$595,200. Each unit was comprised of one common share and one-half warrant exercisable at \$0.20 per share until 2 years after closing. The Company recorded a flow-through liability premium of \$138,880 at the time of the financing. The Company incurred a cash share issuance cost of \$36,750 and issued 245,000 broker warrants exercisable at \$0.15 per share until 3 years after closing.

The 245,000 broker warrants issued were determined to have a fair value of \$22,299 at the time of grant as estimated using the Black-Scholes option pricing model. The model used the following current market assumptions: expected dividend yield 0%, risk free rate of 1.00%, expected life of 3 years and expected volatility of 152%.

Shares in escrow

Pursuant to an escrow agreement dated January 7, 2020, 10,155,000 shares of the Company were deposited into escrow. Under the escrow agreement, the escrowed shares will be released as follows:

- On the date the Company's securities were listed on the CSE ("listing date") 1/10 of the escrowed shares
- 6 months after the listing date 1/6 of the remaining escrowed shares
- 12 months after the listing date 1/5 of the remaining escrowed shares
- 18 months after the listing date 1/4 of the remaining escrowed shares
- 24 months after the listing date 1/3 of the remaining escrowed shares
- 30 months after the listing date 1/2 of the remaining escrowed shares
- 36 months after the listing date the remaining escrowed shares

As at March 31, 2022, there were 3,046,500 shares remaining in escrow.

Goldseek Resources Inc.

Notes to Condensed Interim Financial Statements

Three and Nine Months Ended March 31, 2022

(Expressed in Canadian Dollars)

Unaudited

6. Share capital (continued)

(c) Stock options

The Company adopted a stock option plan effective May 1, 2019, whereby options may be granted by the Board to officers, employees and consultants to the Company. The maximum number of stock options issuable has been set at 10% of the then outstanding number of common shares.

A summary of changes of the Company's stock options is presented below for the period ended March 31, 2022:

	Number of stock options	Weighted average exercise price
Balance, June 30, 2020	400,000	\$ 0.10
Granted (i)(ii)(iii)	1,200,000	0.35
Balance, March 31, 2021	1,600,000	\$ 0.28
Balance, June 30, 2021	1,300,000	\$ 0.28
Granted (iv)	2,000,000	0.15
Balance, March 31, 2022	3,300,000	\$ 0.20

(i) On August 7, 2020, the Company granted 550,000 stock options to consultants of the Company. The stock options grant the holder the option to purchase one common share on the Company at a price of \$0.40 per share for a period of 3 years from the grant date, vesting immediately. The stock options were determined to have a fair value of \$210,640 at the time of grant as estimated using the Black-Scholes option pricing model. The model used the following current market assumptions: expected dividend yield 0%, risk free rate of 0.26%, expected life of 3 years and expected volatility of 234%.

(ii) On December 10, 2020, the Company granted 50,000 stock options to a consultant of the Company. The stock options grant the holder the option to purchase one common share on the Company at a price of \$0.30 per share for a period of 2 years from the grant date, vesting immediately. The stock options were determined to have a fair value of \$10,828 at the time of grant as estimated using the Black-Scholes option pricing model. The model used the following current market assumptions: expected dividend yield 0%, risk free rate of 0.31%, expected life of 2 years and expected volatility of 186%.

(iii) On February 22, 2021, the Company granted 600,000 stock options to consultants of the Company. The stock options grant the holder the option to purchase one common share on the Company at a price of \$0.30 per share for a period of 2 years from the grant date, vesting immediately. The stock options were determined to have a fair value of \$93,359 at the time of grant as estimated using the Black-Scholes option pricing model. The model used the following current market assumptions: expected dividend yield 0%, risk free rate of 0.23%, expected life of 2 years and expected volatility of 174%.

(iv) On February 15, 2022, the Company granted 2,000,000 stock options to directors, officers and consultants of the Company. The stock options grant the holder the option to purchase one common share on the Company at a price of \$0.15 per share for a period of 3 years from the grant date, vesting immediately. The stock options were determined to have a fair value of \$161,241 at the time of grant as estimated using the Black-Scholes option pricing model. The model used the following current market assumptions: expected dividend yield 0%, risk free rate of 1.63%, expected life of 3 years and expected volatility of 148%.

Goldseek Resources Inc.

Notes to Condensed Interim Financial Statements

Three and Nine Months Ended March 31, 2022

(Expressed in Canadian Dollars)

Unaudited

6. Share capital (continued)

(c) Stock options (continued)

The following table reflects the stock options issued and outstanding as of March 31, 2022:

Expiry date	Exercise price (\$)	Weighted average remaining contractual life (years)	Number of options outstanding
December 10, 2022	0.30	0.70	50,000
February 22, 2023	0.30	0.90	300,000
August 7, 2023	0.40	1.35	550,000
March 9, 2024	0.10	2.88	400,000
February 15, 2025	0.15	2.88	2,000,000
	0.20	2.30	3,300,000

Reserve represents the fair value of stock options until such time that the share-based payments are exercised, at which time the corresponding amount will be transferred to share capital.

(d) Warrants

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

	Number of warrants	Weighted average exercise price
Balance, June 30, 2020	3,292,500	\$ 0.38
Issued	4,276,781	0.55
Exercised	(150,000)	0.13
Balance, March 31, 2021 and June 30, 2021	7,419,281	\$ 0.48
Issued	1,983,999	0.20
Balance, March 31, 2022	9,403,280	\$ 0.42

The following table reflects the warrants outstanding as of March 31, 2022:

Expiry date	Exercise price (\$)	Number of warrants outstanding
February 14, 2024 (i)	0.13	952,500
June 11, 2022	0.50	2,190,000
July 3, 2022	0.50	2,050,092
September 21, 2023	0.57	1,000,000
November 12, 2022	0.60	1,226,689
December 20, 2023	0.20	1,983,999
	0.42	9,403,280

(i) During the nine months ended March 31, 2022, the Company extended the expiry date from February 14, 2022 to February 14, 2024.

Goldseek Resources Inc.

Notes to Condensed Interim Financial Statements

Three and Nine Months Ended March 31, 2022

(Expressed in Canadian Dollars)

Unaudited

6. Share capital (continued)

(e) Broker warrants

Broker warrant transactions and the number of broker warrants outstanding are summarized as follows:

	Number of broker warrants	Weighted average exercise price
Balance, June 30, 2020	-	\$ -
Issued	589,676	0.33
Balance, March 31, 2021 and June 30, 2021	589,676	\$ 0.33
Issued	245,000	0.15
Balance, March 31, 2022	834,676	\$ 0.28

The following table reflects the broker warrants outstanding as of March 31, 2022:

Expiry date	Exercise price (\$)	Number of broker warrants outstanding
June 11, 2023	0.30	169,167
June 11, 2023	0.25	67,200
June 29, 2023	0.30	88,200
July 2, 2023	0.27	13,300
June 29, 2023	0.25	91,000
November 12, 2023	0.47	160,809
December 20, 2024	0.20	245,000
	0.28	834,676

7. Related party transactions

The Company entered into the following transactions with related parties:

	Three Months Ended March 31, 2022	Three Months Ended March 31, 2021	Nine Months Ended March 31, 2022	Nine Months Ended March 31, 2021
Consulting (i)	\$ 6,000	\$ 20,000	\$ 10,688	\$ 32,500
Consulting included in exploration and evaluation assets (i)	12,749	-	45,562	17,500
Professional fees (ii)	8,883	7,792	20,675	22,762
General and administrative (ii)	3,662	533	12,755	11,854
	\$ 31,294	\$ 28,325	\$ 89,680	\$ 84,616

Goldseek Resources Inc.

Notes to Condensed Interim Financial Statements

Three and Nine Months Ended March 31, 2022

(Expressed in Canadian Dollars)

Unaudited

7. Related party transactions (continued)

(i) During the three and nine months ended March 31, 2022, the Company incurred consulting fees of \$6,000 and \$10,688, respectively (three and nine months ended March 31, 2021 - \$20,000 and \$32,500, respectively) and consulting fees included in exploration and evaluation assets of \$12,749 and \$45,562, respectively (three and nine months ended March 31, 2021 - \$nil and \$17,500, respectively) to a company controlled by the CEO. As at March 31, 2022, a total of \$nil was owed to the CEO and this company (June 30, 2021 - \$35,608) and this amount was recorded in accounts payable and accrued liabilities.

(ii) During the three and nine months ended March 31, 2022, the Company paid professional fees and general and administrative of \$12,545 and \$33,430, respectively (three and nine months ended March 31, 2021 - \$8,325 and \$34,616, respectively) to Marrelli Support Services Inc., DSA Corporate Services Inc. and DSA Filing Services Limited, together known as the "Marrelli Group", for Eric Myung, an employee of Marrelli Group, to act as the Chief Financial Officer of the Company, bookkeeping services, regulatory filing services, and corporate secretarial services.

As at March 31, 2022, \$5,476 was owed to the Marrelli Group (June 30, 2021 - \$1,158) and this amount was recorded in accounts payable and accrued liabilities.

The amounts due to related parties are unsecured, non-interest bearing and are on demand.

8. Commitments

In connection with the flow-through share financings in July 2020, November 2020 and December 2021, the Company is committed to incur qualifying Canadian Exploration Expenditures (as such term is defined in the Income Tax Act (Canada)) of a total of \$2,260,050 by December 31, 2022. If the Company does not incur the required qualifying expenditures, it will be required to indemnify the holders of the flow-through shares for any tax and other costs payable by them as a result of the Company not making the required expenditures.

As at March 31, 2022, the Company is required to incur approximately \$102,000 of the qualifying exploration expenditures by December 31, 2022.