



## **GOLCAP RESOURCES CORP.**

Unaudited Condensed Interim Financial Statements  
(Expressed in Canadian Dollars)

For the three and six month periods ended March 31, 2023 and 2022

### **NOTICE TO READER**

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

The accompanying unaudited condensed interim financial statements have been prepared by management, and were not reviewed by the Company's independent auditor.

# GOLCAP RESOURCES CORP.

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

	March 31, 2023	September 30, 2022
Assets		
Current Assets		
Cash (note 6)	\$ 2,301	\$ 990
Amounts receivable (note 3)	5,475	7,924
Prepaid expenses	4,985	5,000
Investments (note 4 and 6)	98,350	115,390
	111,111	129,304
Non-current Assets		
Exploration assets (note 5)	122,238	122,238
	\$ 233,349	\$ 251,542
Liabilities and Shareholders' Equity		
Current Liabilities		
Accounts payable and accrued liabilities (note 6 and 8)	\$ 341,237	\$ 265,476
Due to related party (note 8 and 9)	11,650	5,000
	352,887	270,476
Shareholders' Equity		
Share capital (note 7)	1,567,700	1,567,700
Reserve	164,848	164,848
Accumulated deficit	(1,852,086)	(1,751,482)
	(119,538)	(18,934)
	\$ 233,349	\$ 251,542
Nature of operations (note 1)		

Approved on behalf of the Board:

"Justin Corinella"  
Justin Corinella, Director and CEO

"Alan Tam"  
Alan Tam, CFO

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

# GOLCAP RESOURCES CORP.

Condensed Interim Statements of Operations and Comprehensive Loss  
(Expressed in Canadian dollars)  
(Unaudited)

	Three months ended		Six months ended	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Expenses:				
Consultants	\$ 42,000	\$ 72,000	\$ 84,000	\$ 84,000
General and administrative (note 8)	180	7,269	3,884	8,192
Management fees (note 8)	12,000	12,000	24,000	6,667
Professional fees (note 8)	14,180	9,000	28,094	24,761
Regulatory and transfer agent	7,068	7,589	10,882	17,133
Loss before other income (expense)	(75,428)	(107,868)	(150,860)	(140,753)
Interest income	-	-	-	1,070
Realized gain (loss) on investments	21,426	(204,598)	21,426	(121,760)
Unrealized gain (loss) on investments	49,810	-	28,830	-
Write off of exploration asset	-	(102,500)	-	(102,500)
Net loss and comprehensive loss for the period	\$ (4,192)	\$ (414,956)	\$ (100,604)	\$ (363,943)
Net loss per share basic and diluted (note 7(c))	\$ (0.00)	\$ (0.04)	\$ (0.01)	\$ (0.04)
Weighted average number of common shares outstanding:				
Basic and diluted	9,311,175	9,311,175	9,311,175	9,311,175

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

# GOLCAP RESOURCES CORP.

Condensed Interim Statements of Changes in Equity  
(Expressed in Canadian dollars)  
(Unaudited)

	Number of shares	Share capital	Reserve	Accumulated deficit	Total
Balance September 30, 2021	9,301,855	\$ 1,563,623	\$ 166,129	\$ (780,766)	\$ 948,986
Exercise of options (note 7)	9,320	4,077	(1,281)	-	2,796
Income for the period	-	-	-	(363,943)	(363,943)
Balance March 31, 2022	9,311,175	\$ 1,567,700	\$ 164,848	\$ (1,144,709)	\$ 587,839
Balance September 30, 2022	9,311,175	\$ 1,567,700	\$ 164,848	\$ (1,751,482)	\$ (18,934)
Income for the period	-	-	-	(100,604)	(100,604)
Balance March 31, 2023	9,311,175	\$ 1,567,700	\$ 164,848	\$ (1,852,086)	\$ (119,538)

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# GOLCAP RESOURCES CORP.

Condensed Interim Statements of Cash Flows  
(Expressed in Canadian dollars)  
(Unaudited)

	Six months ended March 31, 2023	Six months ended March 31, 2022
Cash provided by (used in):		
Operating:		
Net loss	\$ (100,604)	\$ (363,943)
Non-cash items:		
Write off exploration asset	-	102,500
Changes in operating working capital:		
Amounts receivable	2,448	4,085
Prepaid expenses	15	
Investment	17,041	(540,985)
Accounts payable and accrued liabilities	75,761	96,040
Due to related party	6,650	-
Cash provided by (used) in operating activities	1,311	(702,303)
Financing:		
Issuance of common shares	-	2,796
Cash provided by financing activities	-	2,796
Increase (decrease) in cash	1,311	(699,507)
Cash, beginning of period	990	745,692
Cash, end of period	\$ 2,301	\$ 46,185

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# GOLCAP RESOURCES CORP.

Notes to the Condensed Interim Financial Statements  
(Expressed in Canadian dollars)  
(Unaudited)

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## 1. Nature of operations:

Golcap Resources Corp. ("Golcap" or "the Company") was incorporated on September 20, 2019 under the *Business Corporations Act* (British Columbia). The Company's registered office is located at #2080 – 777 Hornby Street, Vancouver, British Columbia, V6K 2A4. The Company's shares are listed on the CSE under the Symbol "GCP".

The Company is engaged in the exploration of mineral properties and has not yet determined whether any of its properties contain economically recoverable reserves. To date, the Company has not earned any operating revenue and is in the exploration stage. The mining exploration business involves a high degree of risk. The recoverability of the amounts expended on mineral interests by the Company is dependent upon the existence of economically viable reserves, the ability of the Company to obtain necessary financing to complete the exploration and development of its mineral properties and upon future profitable production or proceeds from disposition of its mineral interest.

These financial statements have been prepared on a going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. As at March 31, 2023, the Company has no source of revenue, and during the period, generated negative cash flows from operating activities and has an accumulated deficit of \$1,852,086.

Since incorporation, the Company has raised equity financing from investors and expects these funds to provide for its early stage exploration and working capital needs for the next twelve months. Additional fundraising may involve further private placements, convertible debentures, third party earn-ins or joint ventures using debt or equity financing structures, to ensure the continuation of the Company's operations.

There can be no assurances that the Company will be successful in raising additional cash to finance operations or that the continued support of shareholders will be available. These financial statements have been prepared using the going concern assumption, which assumes that the Company will continue in operation for the foreseeable future. The financial statements do not include any adjustments relating to the recoverability of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

# GOLCAP RESOURCES CORP.

Notes to the Condensed Interim Financial Statements  
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## 2. Basis of preparation:

### (a) Statement of compliance:

The financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). These financial statements were approved and authorized for issue by the Board of Directors on May 26, 2023.

### (b) Basis of measurement:

These financial statements have been prepared on the historical cost basis, except for certain financial instruments, which are recorded at fair value.

### (c) Functional and presentation currency:

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

### (d) Use of estimates and judgments:

The preparation of these financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses.

Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates. Significant judgments made by management in the process of applying accounting policies and that have the most significant effect on the amounts recognized in the financial statements include the recoverability of exploration assets and the application of the going concern assumption.

## 3. Amounts receivable:

The amounts receivable is comprised of GST input tax credit receivable.

## 4. Investments:

Investments relate to an equity portfolio at a brokerage firm. The Company has elected to classify these financial assets at fair value through profit and loss ("FVTPL"). Therefore, they have been initially recognized at fair value plus transactions costs and will be subsequently measured at fair value with gains and losses recognized in other comprehensive income (loss).

# GOLCAP RESOURCES CORP.

Notes to the Condensed Interim Financial Statements  
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## 5. Exploration assets:

	Tulameen Property
Geological and geophysical costs	99,850
Staking costs	2,456
Survey costs	19,932
Balance, March 31, 2023	\$ 122,238

	Tulameen Property
Geological and geophysical costs	99,850
Staking costs	2,456
Survey costs	19,932
Balance, March 31, 2022	\$ 122,238

The Tulameen property (the "Property") consists of two mineral claims totalling 1,738.29 hectares situated west of Otter Lake in southern British Columbia.

On October 10, 2019, the Company staked the Redcap tenure consisting of 1,403.33 hectares and on October 19, 2019, staked the SGBG TIP tenure consisting of 334.96 hectares.

## 6. Financial instruments:

### (a) Fair Values

Assets and liabilities measured at fair value on a recurring basis are presented on the Company's statement of financial position as at March 31, 2023 and 2022 are as follows:

	Fair Value Measurements Using			
	Quoted prices in active markets for identical instruments (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Balance as at March 31, 2023
	\$	\$	\$	\$
Cash	2,301	-	-	2,301
Investments	98,350	-	-	98,350



# GOLCAP RESOURCES CORP.

Notes to the Condensed Interim Financial Statements  
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## 6. Financial instruments (continued):

### (a) Fair Values (continued)

	Fair Value Measurements Using			Balance as at March 31, 2022 \$
	Quoted prices in active markets for identical instruments (Level 1) \$	Significant other observable inputs (Level 2) \$	Significant unobservable inputs (Level 3) \$	
Cash	46,185	-	-	46,185
Investments	540,985	-	-	540,985

The fair values of other financial instruments, which include accounts payable, approximate their carrying values due to the nature and relatively short-term maturity of these instruments.

### (b) Financial risk management:

The following provides disclosures relating to the nature and extent of the Company's exposure to risks arising from financial instruments, including credit risk, liquidity risk, foreign currency risk and interest rate risk, and how the Company manages those risks.

#### (i) Credit risk:

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

The Company's credit risk is attributable to cash. The Company manages such risk by holding cash as operating bank accounts with Canadian chartered banks with minimum DBRS ratings of AA (S&P AA-).

#### (ii) Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company currently settles its financial obligations using cash. The ability to do this relies on the Company raising equity financing in a timely manner and by maintaining sufficient cash in excess of anticipated needs.

# GOLCAP RESOURCES CORP.

Notes to the Condensed Interim Financial Statements  
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## 6. Financial instruments (continued):

### (b) Financial risk management (continued):

#### (ii) Liquidity risk (Continued):

All of the Company's contractual obligations have maturities of one year or less:

	Carrying Amount	Contractual Cash Flows	Within 1 year	Within 2 years	Within 3 years
	\$	\$	\$	\$	\$
<i>As at March 31, 2023</i>					
Accounts payable	341,237	341,237	341,237	–	–
Due to related party	11,650	11,650	11,650		
<b>Total</b>	<b>352,887</b>	<b>352,887</b>	<b>352,887</b>	<b>–</b>	<b>–</b>
<i>As at March 31, 2022</i>					
Accounts payable	16,284	16,284	16,284	–	–
<b>Total</b>	<b>16,284</b>	<b>16,284</b>	<b>16,284</b>	<b>–</b>	<b>–</b>

#### (iii) Currency risk:

Currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Company does not have any significant transaction in foreign currencies and therefore is not exposed to significant currency risk.

#### (iv) Interest rate risk:

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Company is not exposed to significant interest rate risk.

## 7. Share capital:

### (a) Authorized share capital:

Unlimited voting, participating common shares, with no par value.

As at March 31, 2023, there were 9,311,175 common shares outstanding of which 350,000 common shares are being held in escrow.

### (b) Issued share capital and options:

On November 13, 2019, the Company issued 2,333,305 common shares in a non-brokered private placement, at a price of \$0.06 per common share, for gross proceeds of \$139,998.

# GOLCAP RESOURCES CORP.

Notes to the Condensed Interim Financial Statements  
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## 7. Share capital (continued):

### (b) Issued share capital (continued):

On November 13, 2019, the Company issued 2,333,305 common shares in a non-brokered private placement, at a price of \$0.06 per common share, for gross proceeds of \$139,998.

On April 30, 2020, the Company issued 1,050,000 units in a non-brokered private placement, at a price of \$0.30 per common share, for gross proceeds of \$315,000. Each unit consists of one common share and one common share purchase warrant. Each warrant is exercisable into one common share of the Company at an exercise price of \$0.90 per warrant for a period of 12 months from the date of grant. Please also see note 8.

On June 30, 2020, the Company issued 33,333 units in a non-brokered private placement, at a price of \$0.30 per common share, for gross proceeds of \$10,000. Each unit consists of one common share and one common share purchase warrant. Each warrant is exercisable into one common share of the Company at an exercise price of \$0.90 per warrant for a period of 12 months from the date of grant.

On June 1, 2020, the Company entered into an escrow agreement for 1,166,666 common shares. These common shares will be held in escrow pursuant to the requirements of the Canadian Securities Exchange ("CSE") and terms of the escrow agreement and will be released from escrow in stages over a period of up to three years after the date the Company complete its listing transaction. Please also see note 7(a).

On December 22, 2020, the Company completed an initial public offering for gross proceeds of \$287,500 by the issuance of 958,333 units of the Company at a price of \$0.30. Each unit consists of one common share and one common share purchase warrant. Each warrant is exercisable into one common share of the Company at an exercise price of \$0.90 per warrant for a period of 12 months from the date of grant.

Pursuant to the terms of the agreement, the Company paid the Agent a commission representing 10% of the gross proceeds through the issuance of the 95,833 Agent's units with the same terms. In addition, the Company paid the Corporate Finance Fee in the amount of \$20,000 and issued 333,333 Advisory Shares. The Agent also received 95,833 non-transferable agent's warrants to acquire up to 95,833 shares at a price of \$0.30 per share until December 22, 2021. As a consequence, the Company recognized \$5,443 as fair value for the Agent's commission units, \$100,000 as fair value for the Advisory Shares, and \$13,176 as fair value for the non-transferrable agent's warrants.

On February 1, 2021, the Company extended the expiry period of warrants previously issued on April 30, 2020 and June 30, 2020 prior to completing its initial public offering on December 22, 2020. A total of 1,016,666 warrants exercisable at \$0.90, price unchanged, will now expire on December 22, 2021.

On February 22, 2021, the Company issued 83,333 common shares to a third party as settlement for signing the new Tulameen option agreement.

From February 5, 2021 to March 22, 2021, the Company issued 76,215 common shares for the exercise of 76,215 warrants and realized gross proceeds of \$66,864.

# GOLCAP RESOURCES CORP.

Notes to the Condensed Interim Financial Statements  
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## 7. Share capital (continued):

### (b) Issued share capital (continued):

On July 19, 2021, the Company issued 4,841 common shares for the exercise of 4,841 warrants and realized gross proceeds of \$1,453.

On July 28, 2021, the Company closed a non-brokered private placement of 3,333,333 units at a price of \$0.18 per Unit, for gross proceeds of \$600,000. Each Unit consists of one common share of the Company and one common share purchase warrant exercisable into one common share of the Company at a price of \$0.225 per warrant for a period of 60 months from the closing date.

On December 1, 2021, the Company issued 9,320 common shares for the exercise of 9,320 warrants and realized gross proceeds of \$2,796.

### (c) Loss per share computation:

The following table sets forth the computation of income (loss) per common share:

	Three months ended		Six months ended	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Loss for the period	\$ (4,192)	\$ (414,956)	\$ (100,604)	\$ (363,943)
Weighted average, common shares outstanding	9,311,175	9,311,175	9,311,175	9,311,175
Loss per share, Basic and diluted	\$ (0.00)	\$ (0.04)	\$ (0.01)	\$ (0.04)

### (d) Share Purchase Warrants:

A summary of the warrant transactions during the period ended March 31, 2023 is as follows:

	Number of Warrants	Weighted Average Exercise Price
Balance, September 30, 2021	5,485,599	\$ 0.48
Issued during the period		
Exercise of agent warrants	(9,320)	0.30
Expiration of private placement warrants	(1,016,666)	0.90
Expiration of IPO offering warrants	(951,666)	0.90
Expiration of agent's commission warrants	(95,833)	0.90
Expiration of agent's warrants	(78,790)	0.90
Balance September 30, 2022 and March 31, 2023	3,333,324	\$ 0.225

# GOLCAP RESOURCES CORP.

Notes to the Condensed Interim Financial Statements  
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## 7. Share capital (continued):

### (d) Share Purchase Warrants (continued):

The following warrants are outstanding at March 31, 2023:

Number of warrants	Exercise price per warrant	Expiry date
3,333,324	0.225	July 28, 2026
3,333,324		

As at March 31, 2023, the weighted average life of warrants outstanding was 3.33 years.

### (e) Share Purchase Options:

A summary of the option transactions during the period ended March 31, 2023 is as follows:

	Number of Options	Weighted Average Exercise Price
Balance, September 30, 2021	578,333	\$ 0.31
No activity during the period		
Balance September 30, 2022 and March 31, 2023	578,333	\$ 0.31

The following options are outstanding at March 31, 2023:

Number of options	Exercise price per option	Expiry date
553,333	\$ 0.30	December 31, 2025
25,000	0.51	August 20, 2026
578,333		

As at March 31, 2023, the weighted average life of options outstanding was 2.76 years.

## 8. Related party transactions and balances:

Related parties include Directors of the Company and the Company's key management personnel. Key management personnel include the Company's CEO, former CEO and CFO.

### (a) Balances with related parties:

There were balances owing to or from related parties as at March 31, 2023. The current CEO's management fee amount of \$25,500 (2022: nil) was owing and \$7,350 (2022: 1,500) in invoiced or accrued professional fees were owing to a company controlled by the CFO. In addition, \$11,650 (2021: nil) for a related party loan and \$17,325 (2022: nil) in rent was owed to Crest Resources Inc., a company with a common CFO.

# GOLCAP RESOURCES CORP.

Notes to the Condensed Interim Financial Statements  
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## 8. Related party transactions and balances (continued):

- (b) Transactions during the period with the former Chief Executive Officer, the current Chief Executive Officer, the Chief Financial Officer, and Crest Resources Inc., respectively, are as follows:

	Three months ended		Six months ended	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Management fees (former CEO)	-			(17,333)
Management fees (current CEO)	12,000	12,000	24,000	24,000
Professional fees	10,500	9,000	21,000	16,500
Rent (in General and administrative)	-	-	3,300	-

## 9. Subsequent events:

Subsequent to period end, the Company paid off the related party loan amount of \$11,650 and rent payable of 17,325 that was due to Crest Resources Inc..