# Archer Exploration Corp. (formerly Lift Capital Corp.)

## **Condensed Interim Financial Statements**

For the three and six months ended March 31, 2021 and 2020

(Expressed in Canadian dollars) - Unaudited

## Notice of Disclosure of Non-auditor Review of the Condensed Interim Financial Statements for the three months ended March 31, 2021 and 2020.

Pursuant to National Instrument 51-102, Part 4, subsection 4.3(3)(a) issued by the Canadian Securities administrators, 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 of Archer Exploration Corp. (formerly Lift Capital Corp) ("the Company" or "Archer") for the interim period ended March 31, 2021, have been prepared in accordance with the International Accounting Standard 34 – *Interim Financial Reporting* as issued by the International Accounting Standards Board and are the responsibility of the Company's management.

The Company's independent auditors, DeVisser Gray LLP, have not performed a review of these interim financial statements May 31, 2021

## **Archer Exploration Corp. (formerly Lift Capital Corp.)**

## **Condensed Interim Statements of Financial Position**

As at March 31, 2021 and September 30, 2020 (Expressed in Canadian dollars) – Unaudited

	Note	March 31, 2021	September 30, 2020
		\$	\$
Assets			
Current assets			
Cash and cash equivalents		243,879	217,486
		243,879	217,486
Exploration and evaluation assets	5	37,500	-
Total assets		281,379	217,486
Liabilities and shareholders' equity Current liabilities Trade and other payables	6	2,288 2,288	8,392 8,392
Total liabilities		2,288	8,392
Shareholders' equity			
Share capital	7	460,941	217,500
Warrants reserve	7	40,972	-
Share-based payments reserve	7	2,301	-
Deficit		(225,123)	(8,406)
Total shareholders' equity		279,091	209,094
Total liabilities and shareholders' equity		281,379	217,486

Commitments and Contingencies (Note 5) Subsequent events (Note 9)

## Approved on behalf of the Board of Directors on May 31, 2021:

"Jeff Wilson"	"Faizaan Lalani"
Jeff Wilson,	Faizaan Lalani,
Director	Director

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

# Archer Exploration Corp. (formerly Lift Capital Corp.) Condensed Interim Statements of Loss and Comprehensive Loss

For the three and six months ended March 31, 2021 and 2020 (Expressed in Canadian dollars, except number of shares outstanding) - Unaudited

		Three mo	nths ended	Six n	nonths ended
			March 31,		March 31,
	Note	2021	2020	2021	2020
		\$	\$	\$	\$
Operating expenses					
General and administrative		74	-	138	-
Professional fees	6	20,618	-	49,880	-
Share-based payments	7	301	-	2,301	-
		20,993	-	52,319	-
Loss from operations					
Interest income Impairment of option agreement		-	-	(15)	-
rights		164,413	-	164,413	_
Loss and comprehensive loss		•		ŕ	
for the period		(185,406)	-	(216,717)	-
Loss per share					
Basic and diluted		(0.01)	-	(0.02)	-
Weighted average number of shares					
Basic and diluted		13,348,250	1	12,747,266	1

# Archer Exploration Corp. (formerly Lift Capital Corp.) Condensed Interim Statements of Cash Flows

For the six months ended March 31, 2021 and 2020 (Expressed in Canadian dollars) - Unaudited

	Note	2021	2020
		\$	\$
Operating activities			
Net loss for the period		(216,717)	-
Items not affecting cash:			
Share-based payments	7	2,301	-
Impairment of option agreement rights		164,413	-
Changes in non-cash working capital:			
Trade and other payables		(6,104)	
Net cash used in operating activities		(56,107)	
Investing activities	_		
Payment for exploration and evaluation property	5	(37,500)	
Net cash used in investing activities		(37,500)	
Financing activities			
Proceeds from the issuance of special warrants	7	120,000	<u>-</u>
Net cash provided by financing activities	•	120,000	-
N. C.		00.000	
Net increase in cash		26,393	-
Cash, beginning of the period		217,486	1_
Cash, end of the period		243,879	1
Supplemental disclosure of non-cash transactions:		NI:I	N I : I
Amounts paid for interest		Nil	Nil
Amounts paid for taxes	7	Nil	Nil
Issuance of common shares for amalgamation	7	164,413	Nil

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

# Archer Exploration Corp. (formerly Lift Capital Corp.) Condensed Interim Statements of Changes in Shareholders' Equity

For the six months ended March 31, 2021 and 2020

(Expressed in Canadian dollars, except number of shares outstanding) – Unaudited

	Number of shares	Amount	Warrants reserve	Share-based payments reserve	Deficit	Total shareholders' equity
	#	\$	\$	\$	\$	\$
Balance at September 30, 2019	1	1	-	-	-	1
Net loss for the period	-	-	-	-	-	-
Balance at March 31, 2020	1	1	-	-	-	1
Repurchase of incorporation share	(1)	(1)	-	-	-	(1)
Issuance of common shares	9,300,000	217,500	-	-	-	217,500
Net loss for the period	-	-	-	-	(8,406)	(8,406)
Balance at September 30, 2020	9,300,000	217,500	-	-	(8,406)	209,094
Issuance of common shares for amalgamation	3,288,250	164,413	-	-	· -	164,413
Issuance of special warrants for cash	-	-	120,000	-	-	120,000
Issuance of common shares upon special						
warrant conversion	1,200,000	79,028	(79,028)	-	-	-
Share-based payments - options issued	-	-	· -	2,301	-	2,301
Net loss for the period	-	_	-	-	(216,717)	(216,717)
Balance at March 31, 2021	13,788,250	460,941	40,972	2,301	(225,123)	279,091

March 31 2021 and 2020

(In Canadian dollars, except where noted) - Unaudited

## 1) NATURE OF OPERATIONS

Archer Exploration Corp. (formerly Lift Capital Corp.) (the "Company") was incorporated under the laws of the Province of British Columbia on October 26, 2018. The Company is focusing on the exploration of mineral claims located in Quebec, Canada. The Company's registered and records office is 400 Burrard Street -Suite 1050, Vancouver BC, V6C 3A6, Canada.

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. There are material uncertainties that may cast significant doubt about the appropriateness of the going concern assumption as the Company is in the development stage and has not generated any revenues. As at March 31, 2021, the Company has a deficit of \$225,123 (September 30, 2020 - \$8,406) and for the six months then ended, incurred a net loss of \$216,717 (six months ended March 31, 2020 - \$nil). The Company's continuing operations as intended are dependent upon the ability to obtain the necessary financing to explore and commercialize its mineral claims and administer overhead expenses. Should the Company fail to commercialize its mineral claims, its ability to raise sufficient financing to maintain operations may be impaired and, accordingly, the Company may be unable to realize the carrying value of its net assets. These financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

In 2020, the global outbreak of coronavirus (COVID-19) resulted in changes in global supply and demand of certain mineral and energy products. These changes, including a potential economic downturn and any potential resulting direct and indirect negative impact to the Company cannot be determined, but they could have a potential material impact to the Company's project exploration activities, cash flows and liquidity. Various restrictions on gatherings, work and access to remote communities near the Company's projects may also impact the Company's ability to perform exploration activities at the projects.

## 2) BASIS OF PRESENTATION

## a) Statement of Compliance and Basis of Presentation

These interim financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC") applicable to the preparation of interim financial statements including International Accounting Standard 34 - Interim Financial Reporting. These interim financial statements do not include all disclosures required for annual audited financial statements. Accordingly, they should be read in conjunction with the notes to the Company's audited financial statements for the years ended September 30, 2020 and 2019 (the "annual financial statements"), which include the information necessary or useful to understanding the Company's business and financial statement presentation.

These interim financial statements have been prepared on a historical cost basis except for those financial instruments which have been classified at fair value through profit or loss. All dollar amounts presented are in Canadian dollars unless otherwise specified.

These interim financial statements were prepared using accounting policies consistent with those in the audited financial statements as at and for the year ended September 30, 2020.

These financial statements were approved by the Company's Board of Directors on May 31, 2021.

March 31 2021 and 2020

(In Canadian dollars, except where noted) - Unaudited

## 3) SIGNIFICANT ACCOUNTING POLICIES, ESTIMATES AND JUDGMENTS

The Company's management makes judgments in its process of applying the Company's accounting policies in the preparation of the interim financial statements. In addition, the preparation of the financial data requires that the Company's management to make assumptions and estimates of the impacts of uncertain future events on the carrying amounts of the Company's assets and liabilities at the end of the reporting period, and the reported amounts of expenses during the reporting period. Actual results may differ from those estimates as the estimation process is inherently uncertain. Estimates are reviewed on an ongoing basis based on historical experience and other factors that are considered to be relevant under the circumstances. Revisions to estimates and the resulting impacts on the carrying amounts of the Company's assets and liabilities are accounted for prospectively.

In preparing the interim financial statements for the three and six months ended March 31, 2021, the Company applied the critical judgments and estimates disclosed in Note 3 of its audited financial statements for the year ended September 30, 2020.

## 4) AMALGAMATION

On October 13, 2020, the Company entered into an Amalgamation Agreement between the Company, Altair Capital Corp. and 1269569 B.C. Ltd., a wholly owned subsidiary of the Company, whereby the entities will continue operations as one company. The Company issued to the shareholders of Altair 248 common shares per Class A common share of Altair, and one common share per Class B common share of Altair. The Company issued 3,288,250 common shares valued at \$164,413 (\$0.05 per share) in relation to the Amalgamation Agreement.

Included in the Amalgamation Agreement was the acquisition of a right held by Altair to an option agreement for mining properties. The valuation of the right to option was calculated based on the issuance of 3,288,250 common shares at \$0.05 per share for aggregate consideration of \$164,413 and was recorded an intangible asset. On January 4, 2021, the Company decided not to pursue the Altair property outlined in the agreement. Accordingly, the right to option agreement asset that was acquired through the Altair transaction was analyzed by management and will be fully written off during the interim period ended March 31, 2021.

## 5) EXPLORATION AND EVALUATION ASSETS

On August 1, 2020, the Company entered into an option agreement with Geomap Exploration Inc. ("Geomap") whereby the Company was granted an exclusive option to acquire a 100% interest in a mineral property located in Lac Paul, Quebec.

Under the terms of the option agreement, the Company is required to make the following payments:

- \$37,500 within 90 days of the agreement date (paid);
- \$50,000 on or before the 12-month anniversary of the date upon which the Company is listed on a recognized stock exchange in North America (the "Listing Date"); and
- \$75,000 on or before the 24-month anniversary of the Listing Date.

In addition, the Company is required to issue 750,000 common shares, as follows:

- 250,000 common shares on or before the 12-month anniversary of the Listing Date; and
- 500,000 common shares on or before the 24-month anniversary of the Listing Date.

March 31 2021 and 2020

(In Canadian dollars, except where noted) - Unaudited

## 5) EXPLORATION AND EVALUATION ASSETS (continued)

The Company is also required to incur expenditures on the property of not less than \$420,000, as follows:

- \$120,000 on or before the 12-month anniversary of the Listing Date; and
- an additional \$300,000 on or before the 24-month anniversary of the Listing Date.

Geomap will retain a 3.0% net smelter royalty on the property, of which 1/3 (or 1.0%) can be repurchased by the Company at any time for \$1,000,000.

## 6) RELATED PARTY TRANSACTIONS

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and Corporate Officers

During the three and six months ended March 31, 2021 and 2020, the Company entered into the following transactions in the ordinary course of business with a related party that is not a subsidiary of the Company.

	Three months ended	d March 31,	Six months ended	March 31,
	2021	2020	2021	2020
	\$	\$	\$	\$
Professional fees	5,901	-	13,513	-
Share-based compensation	301	-	2,301	-

As at March 31, 2021, the Company had \$2,288 (September 30, 2020 - \$1,500) due to related parties included in accounts payable and accrued liabilities. Interest is not charged on outstanding balances and there are no specific terms of repayment.

## 7) SHARE CAPITAL

### a) Authorized Share Capital

The authorized share capital of the Company consists of an unlimited number of common shares without par value.

## b) Share Issuances

During the six months ended March 31, 2021, the Company had the following share transactions:

- On November 6, 2020, the Company issued 3,288,250 common shares valued at \$164,413 to enter into an amalgamation agreement which included the acquisition of the right to option agreement (Note 4).
- On February 3, 2021, the 1,200,000 special warrants were automatically converted into units, following the final receipt and listing of the Company on the Canadian Stock Exchange. The units consisted of 1,200,000 common shares and 1,200,000 share purchase warrants exercisable at \$0.15 and expiring two years. The share purchase warrants were valued at \$40,972 using the Black-Scholes option pricing model with the following assumptions: a two year expected average life, share price of \$0.10; 119% volatility; risk-free interest rate of 0.21%; and an expected dividend yield of 0%.

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(In Canadian dollars, except where noted) - Unaudited

## 7) SHARE CAPITAL (continued)

During the year ended September 30, 2020, the Company had the following share transactions:

- On January 15, 2020, the Company issued 1,500,000 shares of common stock at \$0.005 per share for gross proceeds of \$7,500. At the same time, the Company re-purchased the incorporation share for \$1.
- On March 15, 2020, the Company issued 6,000,000 units at \$0.02 per unit for gross proceeds of \$120,000. Each unit consisted of one common share and one common share purchase warrant. Each warrant is exercisable at \$0.10 per common share and expires two years from the grant date.
- On July 1, 2020, the Company issued 1,800,000 units at \$0.05 per unit for gross proceeds of \$90,000. Each unit consisted of one common share and one common share purchase warrant. Each warrant is exercisable at \$0.10 per common share and expires two years from the grant date.

## c) Special Warrants

On November 20, 2020, the Company issued 1,200,000 special warrants at a price of \$0.10 for proceeds of \$120,000. In February 2021, the 1,200,000 special warrants were automatically converted into units, following the final receipt and listing of the Company on the Canadian Stock Exchange. The units consisted of 1,200,000 common shares and 1,200,000 share purchase warrants exercisable at \$0.15 and expiring two years from the grant date.

## d) Warrants

	Number of warrants	Weighted average exercise price
	#	\$
Balance at September 30, 2019	-	-
Granted	7,800,000	0.10
Balance at September 30, 2020	7,800,000	0.10
Granted	1,200,000	0.15
Balance at March 31, 2021	9,000,000	0.11

The weighted average remaining life for the outstanding warrants at March 31, 2021 is 1.13 years

## e) Stock Options

The Company has a Stock Option Plan (the "Plan") under which directors, employees and consultants are eligible to receive stock option grants. Under the Plan, granted options are exercisable over periods up to 10 years as determined by the Board of Directors. The maximum number of outstanding options under the plan is limited to 10% of the number of issued and outstanding common shares.

The exercise price of each option is determined by the Board of Directors at the time of grant and cannot be less than the price permitted by the Exchange. Currently, the Exchange requires that the exercise price of options must be equal to or greater than the discounted market price (as defined in the policies of the Exchange). The exercise price of options is solely payable in cash. The Board of Directors has the discretion to determine the term and vesting provisions of any options granted under the Plan at the time of grant subject to the policies of the Exchange.

March 31 2021 and 2020

(In Canadian dollars, except where noted) - Unaudited

## 7) SHARE CAPITAL (continued)

A summary of the Company's stock option activity is as follows:

	Number of options	Weighted average exercise price
	#	\$
Balance at September 30, 2019 and 2020	-	-
Granted	45,000	0.10
Balance at March 31, 2021	45,000	0.10

A summary of the Company's stock options outstanding and exercisable at March 31, 2021 is presented below:

		Options	Options
Expiry date	Exercise prices	outstanding	exercisable
	\$	#	#
October 15, 2022	0.10	40,000	40,000
January 4, 2023	0.10	5,000	5,000
		45,000	45,000

The weighted average remaining contractual life of options outstanding is 1.57 years.

During the six months ended March 31, 2021, the Company granted a total of 45,000 stock options (2020 – nil) with a total fair value of \$2,301 (2020 – \$nil). The weighted average assumptions used in the Black-Scholes option pricing model were as follows:

	2021	2020
Expected life	2 years	Nil
Expected volatility	119%	Nil
Risk-free rate	0.20%	Nil
Dividend yield	Nil	Nil

## f) Loss per share

All the outstanding share options at March 31, 2021 and 2020 were anti-dilutive for the periods then ended as the Company was in a loss position.

March 31 2021 and 2020

(In Canadian dollars, except where noted) - Unaudited

## 8) FINANCIAL INSTRUMENT RISKS

The Company's financial instruments are exposed to the following risks:

### a) Credit Risk

The Company's primary exposure to credit risk is potential liquidity constraints on cash and cash equivalents amounting to \$243,879 at March 31, 2021 (September 30, 2020 - \$217,486). As the Company's policy is to limit cash holdings to instruments issued by major Canadian banks, or investments of equivalent or better quality, the credit risk is considered by management to be negligible.

## b) Interest Rate Risk

The Company's current policy is to invest excess cash in investment grade short-term deposit certificates issued by its financial institution. The Company is not currently exposed to any material interest rate risk.

## c) Liquidity Risk

Liquidity risk is the risk that the Company is unable to meet its financial obligations as they come due. The Company manages this risk by careful management of its working capital to ensure its expenditures will not exceed available resources. As at March 31, 2021, the Company has sufficient funds to meet its current obligations of \$2,288 (September 30, 2020 - \$8,392). The Company's accounts payable and accrued liabilities have contractual maturities of less than 30 days and are subject to normal trade terms

## d) Market and Currency Risk

The Company's financial instruments consist of cash, and accounts payable and accrued liabilities. It is not exposed to a material degree of currency risk because it has few transactions in foreign currencies and does not have foreign mineral properties. The Company is not exposed to market risk because it does not own publicly traded marketable securities and does not have investments in other companies.

### e) Fair Value of Financial Instruments

The fair values of the Company's financial assets and liabilities approximates their carrying amounts unless otherwise noted. Financial instruments measured at fair value are classified into one of 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.

March 31 2021 and 2020

(In Canadian dollars, except where noted) - Unaudited

## 8) FINANCIAL INSTRUMENT RISKS (continued)

At March 31, 2021, the levels in the fair value hierarchy into which the Company's financial assets and liabilities are measured and recognized on the statement of financial position at fair value on a recurring basis are categorized as follows:

	Category	At March 31, 2021
Cash and cash equivalents	Level 1	\$243,879

During the six months ended March 31, 2021 and 2020, there were no transfers between level 1, level 2 and level 3 classified assets and liabilities.