



CONDENSED INTERIM FINANCIAL STATEMENTS

**NINE MONTH PERIOD ENDED
MARCH 31, 2022**

(Expressed in Canadian Dollars)

(Unaudited)

NOTICE OF NO AUDITOR REVIEW OF 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 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 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 financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

Gander Gold Corporation

Condensed Interim Statements of Financial Position

(Expressed in Canadian Dollars)

(Unaudited)

As at

	March 31, 2022	June 30, 2021
	(\$)	(\$)
ASSETS		
Current assets		
Cash	1,949,084	4,423,311
Prepays	99,375	-
Sales tax receivable	17,631	30,077
	2,066,090	4,453,388
Deposit (Note 4)	28,950	28,950
Exploration advance (Note 4)	372,632	-
Exploration and evaluation assets (Note 4)	5,698,807	3,382,460
	8,166,479	7,864,798
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued liabilities (Notes 5 and 6)	25,375	239,292
Loan payable (Note 6)	-	2,649,450
	25,375	2,888,742
Shareholders' equity		
Share capital (Note 7)	8,548,694	529,958
Reserves (Note 7)	406,725	4,471,250
Deficit	(814,315)	(25,152)
	8,141,104	4,976,056
	8,166,479	7,864,798

Nature of Operations and Going Concern (Note 1)

Subsequent Events (Note 12)

On behalf of the Board:

"Stephanie Hart"
Director

"Richard Savage"
Director

See accompanying notes to the condensed interim financial statements

Gander Gold Corporation

Condensed Interim Statements of Loss and Comprehensive Loss

(Expressed in Canadian Dollars)

(Unaudited)

	Three month period ended March 31, 2022	Nine month period ended March 31, 2022	For the period from Incorporation on February 3, 2021 to March 31, 2021
		(\$)	(\$)
EXPENSES			
Consulting fees	56,750	132,140	-
General and administrative	2,839	6,405	-
Interest income	(1,573)	(6,124)	-
Investor relations	16,000	49,966	-
Management fees (Note 6)	45,000	75,000	-
Professional fees	51,528	102,061	-
Share-based payments (Note 7)	171,682	406,725	-
Transfer agent and filing fees	5,450	22,990	-
Loss and comprehensive loss	(347,676)	(789,163)	-
Basic and diluted loss per share:	\$ (0.01)	\$ (0.02)	-
Weighted average common shares outstanding:			
Basic and Diluted	57,648,685	43,229,108	8,057,846

See accompanying notes to the condensed interim financial statements

Gander Gold Corporation

Condensed Interim Statements of Changes in Shareholders' Equity

(Expressed in Canadian Dollars)

(Unaudited)

<u>Share capital</u>					
	Number of Shares	Amount (\$)	Reserves (\$)	Deficit (\$)	Total (\$)
Balance at February 3, 2021	-	-	-	-	-
Common shares issued on incorporation	35,330,556	529,958	-	-	529,958
Balance at March 31, 2021	35,330,556	529,958	-	-	529,958
Special warrants issued for cash	-	-	4,471,250	-	4,471,250
Loss for the period	-	-	-	(25,152)	(25,152)
Balance at June 30, 2021	35,330,556	529,958	4,471,250	(25,152)	4,976,056
Cancellation of common shares	(17,107,125)	(256,607)	-	-	(256,607)
Common shares re-issued	17,107,125	342,143	-	-	342,143
Common shares issued to settle debt	8,831,500	2,649,450	-	-	2,649,450
Special warrants issued for cash	-	-	272,500	-	272,500
Common shares issued on conversion of Special Warrants	27,231,665	4,743,750	(4,743,750)	-	-
Common shares issued for property payments	1,800,000	540,000	-	-	540,000
Stock options vested	-	-	406,725	-	406,725
Loss for the period	-	-	-	(789,163)	(789,163)
Balance at March 31, 2022	73,193,721	8,548,694	406,725	(814,315)	8,141,104

See accompanying notes to the condensed interim financial statements

Gander Gold Corporation

Condensed Interim Statements of Cash Flows

(Expressed in Canadian Dollars)

(Unaudited)

	Nine month period ended March 31, 2022	For the period from Incorporation on February 3, 2021 to March 31, 2021
	(\$)	(\$)
CASH PROVIDED BY (USED IN)		
OPERATING ACTIVITIES		
Loss for the period	(789,163)	-
Items not affecting cash		
Share-based payments	406,725	-
Changes in non-cash working capital items:		
Prepays	(99,375)	-
Sales tax receivable	12,446	-
Accounts payable and accrued liabilities	(221,792)	-
	(691,159)	-
INVESTING ACTIVITIES		
Exploration advance	(372,632)	-
Exploration and evaluation expenditures	(1,768,472)	-
	(2,141,104)	-
FINANCING ACTIVITIES		
Common shares issued for cash	85,536	-
Special warrants issued for cash	272,500	-
	358,036	-
Change in cash during the period	(2,474,227)	-
Cash - beginning of period	4,423,311	-
Cash - end of period	1,949,084	-

Supplemental Cash Flow Information (Note 10)

See accompanying notes to the condensed interim financial statements

GANDER GOLD CORPORATION

Notes to the Condensed Interim Financial Statements

For the nine month period ended March 31, 2022

(Expressed in Canadian dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN

Gander Gold Corporation (the “Company”) was incorporated on February 3, 2021 under the Business Corporations Act (British Columbia). The Company is a subsidiary of Sassy Resources Corporation (“Sassy”), a publicly traded corporation on the Canadian Securities Exchange (“CSE”) under the trading symbol CSE:SASY. The Company is an exploration stage mining company currently engaged in the identification, acquisition and exploration of precious metal resources in Canada. The Company’s registered and records office is located at suite 400 – 1681 Chestnut Street, Vancouver, British Columbia, V6J 4M6.

These condensed interim financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. The Company has no sources of revenue and a deficit of \$814,315.

The Company’s continuation as a going concern is dependent upon its ability to raise equity capital or borrowings sufficient to meet current and future obligations. If for any reason, the Company is unable to continue as a going concern, then this could result in adjustments to the amounts and classifications of assets and liabilities in the Company’s financial statements and such adjustments could be material. The above conditions may cast significant doubt about the Company’s ability to continue as a going concern.

In March 2020 the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company’s business or ability to raise funds.

2. BASIS OF PREPARATION

Statement of compliance

These condensed interim financial statements, including comparatives, have been prepared in accordance with IAS 34, Interim Financial Reporting, as issued by the International Accounting Standards Board (“IASB”) and the interpretations of the IFRS Interpretations committee. They do not include all disclosures required by International Financial Reporting Standards (“IFRS”) for annual financial statements, and therefore should be read in conjunction with the Company’s audited financial statements for the period ended June 30, 2021, prepared in accordance with IFRS as issued by the IASB

These condensed interim financial statements were approved by the Board of Directors of the Company on May 20, 2022.

Basis of measurement

All references to dollar amounts in these financial statements and related notes are in Canadian dollars, unless otherwise indicated.

These financial statements have been prepared on a historical cost basis, using the accrual basis of accounting, except for cash flow information, and financial instruments classified as financial instruments at fair value through profit or loss, or fair value through other comprehensive loss which are stated at fair value.

GANDER GOLD CORPORATION

Notes to the Condensed Interim Financial Statements

For the nine month period ended March 31, 2022

(Expressed in Canadian dollars)

2. BASIS OF PREPARATION (continued)

Functional and Presentation Currency

The functional currency of the Company is the Canadian dollar, which is also the presentation currency of the financial statements.

Use of Estimates and Judgments

The preparation of these financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the period. Actual results could differ from these estimates.

These financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the reporting date that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

Income taxes

The calculation of income taxes requires judgment in applying tax laws and regulations, estimating the timing of the reversals of temporary differences, and estimating the reliability of deferred tax assets. These estimates impact current and deferred income tax assets and liabilities, and current and deferred income tax expense (recovery).

Non-monetary transactions

Assets exchanged or transferred in non-monetary transactions are measured at the fair value of the asset given up or the fair value of the asset received, whichever is more reliable.

Share-based payments

The fair value of stock options issued are subject to the limitation of the Black-Scholes option pricing model, which incorporates market data and involves uncertainty in estimates used by management in the assumptions. The Black-Scholes option pricing model requires the input of highly subjective assumptions, including the volatility of share prices, and, as a result, changes in subjective input assumptions can materially affect the fair value estimate.

GANDER GOLD CORPORATION

Notes to the Condensed Interim Financial Statements

For the nine month period ended March 31, 2022

(Expressed in Canadian dollars)

2. BASIS OF PREPARATION (continued)

Significant judgments that management has made at the end of the reporting period are as follows:

Carrying value and the recoverability of exploration and evaluation assets

Management has determined that exploration, evaluation and related costs incurred which were capitalized may have future economic benefits and may be economically recoverable. Management uses several criteria in its assessments of economic recoverability and probability of future economic benefits including geologic and other technical information, history of conversion of mineral deposits with similar characteristics to its own properties to proven and probable mineral reserves, scoping and feasibility studies, accessible facilities and existing permits.

Going Concern

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.

3. SIGNIFICANT ACCOUNTING POLICIES

These condensed interim financial statements have been prepared using the same accounting policies as those used in the Company's annual financial statements at June 30, 2021.

GANDER GOLD CORPORATION

Notes to the Condensed Interim Financial Statements

For the nine month period ended March 31, 2022

(Expressed in Canadian dollars)

4. EXPLORATION AND EVALUATION ASSETS

	Gander North	Gander South	Mt. Peyton	Carmanville	BLT	Cape Ray	Hermitage	Little River	Total
	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
Acquisition Costs:									
Balance, February 3, 2021	-	-	-	-	-	-	-	-	-
Additions	820,278	158,100	960,878	129,197	280,742	429,055	291,900	123,400	3,193,550
Balance, June 30, 2021	820,278	158,100	960,878	129,197	280,742	429,055	291,900	123,400	3,193,550
Additions	148,600	30,860	121,838	23,140	34,889	150,000	56,740	23,933	590,000
Balance, March 31, 2022	968,878	188,960	1,082,716	152,337	315,631	579,055	348,640	147,333	3,783,550
Exploration Costs:									
Balance, February 3, 2021	-	-	-	-	-	-	-	-	-
Consulting	810	-	-	-	-	-	-	-	810
Sampling	103,290	-	-	-	-	84,810	-	-	188,100
Balance, June 30, 2021	104,100	-	-	-	-	84,810	-	-	188,910
Assays	30,316	1,781	-	-	-	-	1,781	1,781	35,659
Consulting	74,368	8,375	14,782	4,107	264	9,209	-	-	111,105
Field supplies	21,702	-	-	-	-	706	-	-	22,408
Geophysics	3,168	-	126,390	-	-	8,448	-	-	138,006
Helicopter and expediting	40,492	-	16,968	-	10,530	95,021	9,867	-	172,878
Permitting	-	17,275	-	-	-	-	-	-	17,275
Reports and maps	61,295	-	-	-	-	-	-	-	61,295
Sampling	533,614	14,784	319,352	47,652	149,028	77,946	12,672	12,672	1,167,720
Balance, March 31, 2022	869,055	42,215	477,492	51,759	159,822	276,140	24,320	14,453	1,915,256
Total Costs:									
Balance, June 30, 2021	924,378	158,100	960,878	129,197	280,742	513,865	291,900	123,400	3,382,460
Balance, March 31, 2022	1,837,933	231,175	1,560,208	204,096	475,453	855,195	372,960	161,786	5,698,807

GANDER GOLD CORPORATION

Notes to the Condensed Interim Financial Statements

For the nine month period ended March 31, 2022

(Expressed in Canadian dollars)

4. EXPLORATION AND EVALUATION ASSETS (continued)Vulcan Properties, Newfoundland**Gander North/Gander South/Hermitage/Little River**

On February 28, 2021, the Company took assignment of an option agreement (the “Vulcan Agreement”) between Sassy and Vulcan Minerals Inc. (“Vulcan”) dated February 11, 2021, which provides an exclusive option to acquire a 100% ownership interest in certain mineral claims located in Newfoundland (known as the Gander North Property”, “Gander South Property”, the “Little River Property” and the “Hermitage Property”).

Pursuant to the Vulcan Agreement, the Company must make the following cash and share payments as well as incur minimum exploration expenditures in order to complete the acquisition:

Date	Shares	Cash	Exploration Expenditures
		(\$)	(\$)
Upon execution of the Agreement (issued by Sassy)(paid)	1,000,000	100,000	-
On or before February 11, 2022 (issued, paid and incurred)	300,000	50,000	200,000
On or before February 11, 2023	300,000	50,000	400,000
On or before February 11, 2024	400,000	100,000	600,000
On or before February 11, 2025	500,000	100,000	800,000
Total	2,500,000	400,000	2,000,000

The Company also reimbursed Vulcan for a refundable staking deposit totaling \$28,950 which is posted with government of Newfoundland and Labrador.

Vulcan will retain a 3% net smelter return (“NSR”) royalty upon the Company completing its obligations under the Vulcan Agreement. The Company has the right to purchase back one half of the NSR (1.5%) for a cash payment of \$2,000,000 and the issuance of 500,000 common shares of the Company.

GANDER GOLD CORPORATION

Notes to the Condensed Interim Financial Statements

For the nine month period ended March 31, 2022

(Expressed in Canadian dollars)

4. EXPLORATION AND EVALUATION ASSETS (continued)Wildwood Properties, Newfoundland**Gander North/Carmanville**

On May 31, 2021, the Company took assignment of an option agreement (the “Gander North Agreement”) between Sassy and Wildwood Exploration Inc. (“Wildwood”) dated March 12, 2021, as amended on April 7, 2021, which provides an exclusive option to acquire a 100% ownership interest in certain mineral claims located in Newfoundland (known as the “Gander North Property” and the “Carmanville Property”).

Pursuant to the Gander North Agreement, the Company must make the following cash and share payments as well as incur minimum exploration expenditures in order to complete the acquisition:

Date	Shares	Cash	Exploration Expenditures
		(\$)	(\$)
Upon execution of the Agreement (issued by Sassy)(paid)	1,000,000	154,275	-
On or before November 15, 2021 (incurred)	-	-	275,000
On or before March 12, 2022 (issued and paid)	500,000	50,000	-
On or before April 7, 2022 (issued)	250,000	-	-
On or before November 15, 2022	-	-	335,000
On or before March 12, 2023	500,000	100,000	-
On or before April 7, 2023	250,000	-	-
On or before November 15, 2023	-	-	400,000
On or before March 12, 2024	500,000	100,000	-
On or before April 7, 2024	250,000	-	-
On or before November 15, 2024	-	-	750,000
On or before March 12, 2025	500,000	100,000	-
On or before November 15, 2025	-	-	1,000,000
On or before March 12, 2026	750,000	150,000	-
Total	4,500,000	654,275	2,760,000

Wildwood will retain a 2.5% NSR royalty upon the Company completing its obligations under the Gander North Agreement. The Company has the right to purchase that portion of the NSR equal to 1% for a cash payment of \$2,500,000.

Upon completion of its public listing on the CSE, the Company issued an additional 500,000 common shares valued at \$150,000 to Wildwood.

GANDER GOLD CORPORATION

Notes to the Condensed Interim Financial Statements

For the nine month period ended March 31, 2022

(Expressed in Canadian dollars)

4. EXPLORATION AND EVALUATION ASSETS (continued)**Cape Ray**

On May 31, 2021, the Company took assignment of an option agreement (the “Cape Ray Agreement”) between Sassy and Wildwood dated March 12, 2021, as amended on April 7, 2021, which provides an exclusive option to acquire a 100% ownership interest in certain mineral claims located in Newfoundland (the “Cape Ray Property”).

Pursuant to the Cape Ray Agreement, the Company must make the following cash and share payments as well as incur minimum exploration expenditures in order to complete the acquisition:

Date	Shares	Cash	Exploration
		(\$)	Expenditures
			(\$)
Upon execution of the Agreement (issued by Sassy)(paid)	500,000	87,455	-
On or before November 15, 2021 (incurred)	-	-	100,000
On or before March 12, 2022 (issued and paid)	250,000	35,000	-
On or before April 7, 2022 (issued)	250,000	-	-
On or before November 15, 2022	-	-	120,000
On or before March 12, 2023	500,000	50,000	-
On or before November 15, 2023	-	-	150,000
On or before March 12, 2024	500,000	75,000	-
On or before November 15, 2024	-	-	430,000
On or before March 12, 2025	750,000	75,000	-
On or before November 15, 2025	-	-	1,000,000
On or before March 12, 2026	750,000	130,000	-
Total	3,500,000	452,455	1,800,000

Wildwood will retain a 2.5% NSR royalty upon the Company completing its obligations under the Cape Ray Agreement. The Company has the right to purchase that portion of the NSR equal to 1% for a cash payment of \$2,500,000.

Upon completion of its public listing on the CSE, the Company issued an additional 500,000 common shares valued at \$150,000 to Wildwood.

GANDER GOLD CORPORATION

Notes to the Condensed Interim Financial Statements

For the nine month period ended March 31, 2022

(Expressed in Canadian dollars)

4. EXPLORATION AND EVALUATION ASSETS (continued)**Mount Peyton/BLT**

On May 31, 2021, the Company took assignment of an option agreement (the “Thwart Island Agreement”) between Sassy and Wildwood dated March 12, 2021, as amended on May 12, 2021, which provides an exclusive option to acquire a 100% ownership interest in certain mineral claims located in Newfoundland (known as the “Mount Peyton Property” and the “BLT Property”).

Pursuant to the Thwart Island Agreement, the Company must make the following cash and share payments as well as incur minimum exploration expenditures in order to complete the acquisition:

Date	Shares	Cash	Exploration
		(\$)	Expenditures
			(\$)
Upon execution of the Agreement (issued by Sassy)(paid)	1,250,000	331,320	-
On or before November 15, 2021 (incurred)	-	-	140,000
On or before January 15, 2022 (incurred)	-	-	700,600
On or before March 12, 2022 (issued and paid)	1,250,000	75,000	-
On or before November 15, 2022	-	-	160,000
On or before March 12, 2023	1,250,000	100,000	-
On or before November 15, 2023	-	-	200,000
On or before March 12, 2024	1,250,000	100,000	-
On or before November 15, 2024	-	-	500,000
On or before March 12, 2025	1,250,000	125,000	-
On or before November 15, 2025	-	-	1,000,000
On or before March 12, 2026	750,000	150,000	-
Total	7,000,000	881,320	2,700,600

Wildwood will retain a 2.5% NSR royalty upon the Company completing its obligations under the Thwart Island Agreement. The Company has the right to purchase that portion of the NSR equal to 1% for a cash payment of \$2,500,000.

Upon completion of its public listing on the CSE, the Company issued an additional 500,000 common shares valued at \$150,000 to Wildwood.

The Company advanced \$372,632 to Ground Truth Exploration for future exploration work on its Gander properties.

GANDER GOLD CORPORATION

Notes to the Condensed Interim Financial Statements

For the nine month period ended March 31, 2022

(Expressed in Canadian dollars)

5. ACCOUNTS PAYABLES AND ACCRUED LIABILITIES

	March 31, 2022	June 30, 2021
	(\$)	(\$)
Trade payables	-	229,292
Related party payables	7,875	-
Accrued liabilities	17,500	10,000
	<u>25,375</u>	<u>239,292</u>

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. The remuneration of directors and other members of key management personnel during the nine month period ended March 31, 2022 is as follows:

	March 31, 2022
	(\$)
Consulting fees	25,000
Geological fees	37,500
Management fees	75,000
Professional fees	32,500
Share-based payments	406,725
	<u>576,725</u>

There was no remuneration of key management during the comparative period from incorporation on February 3, 2021 to June 30, 2021.

Stock Options outstanding to key management at March 31, 2022 were as follows:

Name	Position	Number of Options	Strike Price
Mark Scott	CEO and Director	1,750,000	\$0.25
Sean McGrath	CFO	500,000	\$0.25
Ian Fraser	VP Exploration	500,000	\$0.25
Ken Booth	Director	100,000	\$0.25
Kathryn McLaughlin	Director	100,000	\$0.25
Richard Savage	Director	300,000	\$0.25
Stephanie Hart	Director	100,000	\$0.25
Terry Coughlan	Director	100,000	\$0.25

GANDER GOLD CORPORATION

Notes to the Condensed Interim Financial Statements

For the nine month period ended March 31, 2022

(Expressed in Canadian dollars)

6. RELATED PARTY TRANSACTIONS (continued)

On March 19, 2021, Sassy Resources Corp. (“Sassy”), the sole shareholder of the Company at the time, subscribed for 35,330,556 common shares for gross proceeds of \$529,958. A subsequent cancellation and re-issuance of 17,107,125 resulted in an increase in the subscription proceeds received by \$85,536 (Note 7).

During the period ended June 30, 2021, the Company acquired certain exploration and evaluation assets in Newfoundland from Sassy in exchange for a loan totaling \$2,649,450. On November 22, 2021, the Company issued 8,831,500 common shares at \$0.30 per share in full settlement of the outstanding loan.

7. SHARE CAPITAL AND RESERVES

Authorized share capital

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

Issued share capital

On May 18, 2021, the Company consolidated its share capital on the basis of one new common share for every three old common shares. All common shares and per share amounts have been retrospectively restated pursuant to this share consolidation.

Nine month period ended March 31, 2022

On November 22, 2021, the Company issued 8,831,500 common shares to Sassy at \$0.30 per share in settlement of a \$2,649,450 intercompany loan with Sassy.

On January 26, 2022, the Company cancelled 17,107,125 common shares previously issued at \$0.015 per share to Sassy and reissued 17,107,125 common shares at \$0.02 per share for additional cash proceeds of \$85,536.

On February 25, 2022, the Company issued 27,231,665 common shares pursuant to the conversion of 27,231,665 special warrants.

On February 25, 2022, the Company issued 1,500,000 common shares valued at \$450,000 to Wildwood under the Gander North, Cape Ray and Thwart Island Agreements (Note 4).

On February 25, 2022, the Company issued 300,000 common shares to Vulcan valued at \$90,000 under the Vulcan Agreement (Note 4).

GANDER GOLD CORPORATION

Notes to the Condensed Interim Financial Statements

For the nine month period ended March 31, 2022

(Expressed in Canadian dollars)

7. SHARE CAPITAL AND RESERVES (continued)Period ended June 30, 2021

On February 3, 2019, the Company issued 1 common share at \$1 per share pursuant to the incorporation of the Company.

On March 19, 2021, the Company issued 35,330,556 common shares at \$0.015 per share for gross proceeds of \$529,958.

Special Warrants

On May 17, 2021, the Company issued 15,141,665 post-consolidation special warrants at \$0.15 per special warrant for gross proceeds \$2,271,250.

On June 2, 2021, the Company issued 11,000,000 post-consolidation special warrants at \$0.20 per special warrant for gross proceeds \$2,200,000.

On September 1, 2021, the Company issued 1,090,000 post-consolidation special warrants at \$0.25 per special warrant for gross proceeds \$272,500.

The special warrants were converted into common shares of the Company on February 25, 2022.

Stock Options

The Company has rolling incentive stock option plan (the “Plan”), which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with the Exchange requirements, grant to directors, officers, employees and technical consultants to the Company, non-transferable stock options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares of the Company. Such options will be exercisable for a variable period from the date of grant. In connection with the foregoing, the number of common shares reserved for issuance to any one optionee will not exceed five percent (5%) of the issued and outstanding common shares and the number of common shares reserved for issuance to all technical consultants will not exceed two percent (2%) of the issued and outstanding common shares.

Options may be exercised no later than 90 days following cessation of the optionee’s position with the Company unless otherwise approved by the Board of Directors.

A continuity schedule of the Company’s stock options is as follows:

	Number of Options	Weighted Average Exercise Price
		(\$)
Balance, June 30, 2021	-	-
Issued	3,450,000	0.25
Balance, March 31, 2022	3,450,000	0.25

GANDER GOLD CORPORATION

Notes to the Condensed Interim Financial Statements

For the nine month period ended March 31, 2022

(Expressed in Canadian dollars)

7. SHARE CAPITAL AND RESERVES (continued)

The Company recorded share-based payments of \$406,725 during the nine month period ended March 31, 2022 in connection with stock options that were issued to directors and officers in October 2021.

The fair value of each share option is estimated on the date of grant using the Black-Scholes Option Pricing Model that uses the assumptions noted in the table below. Expected volatilities are based on historical volatility of the Company's shares, and other factors. The expected term of share options granted represents the period of time that share options granted are expected to be outstanding. The risk-free rate of periods within the contractual life of the share option is based on the Canadian government bond rate. Assumptions used for share options granted during the nine month period ended March 31, 2022 were as follows:

Grant Date	Number of Share Options	Expected Price Volatility (%)	Risk Free Interest Rate (%)	Expected Life (yrs)	Expected Dividend Yield (%)	Fair Value Per Option (\$)	Total Fair Value (\$)
November 1, 2022	2,400,000	112	1.50	5.00	-	0.15	371,270
November 15, 2022	700,000	112	1.50	5.00	-	0.15	108,287
December 1, 2022	350,000	112	1.50	5.00	-	0.15	54,143

The following table summarizes the stock options outstanding as at March 31, 2022:

Expiry Date	Number of Options Outstanding	Number of Options Vested	Weighted Average Exercise Price (\$)	Weighted Average Remaining Contractual Life (yrs)
November 1, 2026	2,400,000	-	0.25	4.59
November 15, 2026	700,000	-	0.25	4.63
December 1, 2026	350,000	-	0.25	4.67
	3,450,000	-	0.25	4.60

8. FINANCIAL RISK MANAGEMENT

The Company is exposed in varying degrees to a variety of financial instrument related risks. The type of risk exposure and the way in which such exposure is managed is provided as follows:

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to risk is on its cash. The Company holds its cash in substantial financial institutions to mitigate risk. The carrying amount of financial assets recorded in the financial statements represents the Company's maximum exposure to credit risk.

GANDER GOLD CORPORATION

Notes to the Condensed Interim Financial Statements

For the nine month period ended March 31, 2022

(Expressed in Canadian dollars)

8. FINANCIAL RISK MANAGEMENT (continued)

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 prepares general operating budget to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company uses its best efforts to ensure that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations and its holdings of cash.

The Company's financial liabilities consist of accounts payable and accrued liabilities, all of which are due within twelve months.

The Company's main source of funding has been through the issuance of equity securities for cash. The Company's access to financing in the public markets is always uncertain. The Company is exposed to liquidity risk.

Commodity risk

Commodity price risk is the risk that the fair value of future cash flows will fluctuate as a result of changes in commodity prices. Commodity prices for gold and silver are impacted by world economic events that dictate the levels of supply and demand. The Company had no hedging contracts in place as at or during the period ended March 31, 2022.

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.

Foreign exchange risk

Foreign currency exchange rate risk is the risk that the fair value of assets and future cash flows will fluctuate as a result of changes in foreign currency exchange rates. However, the Company's functional currency is the Canadian dollar and the Company doesn't have any material assets or operations that are denominated in a foreign currency. Accordingly, the Company is not exposed to any material foreign exchange risk and has not hedged its limited exposure to currency fluctuations.

GANDER GOLD CORPORATION

Notes to the Condensed Interim Financial Statements

For the nine month period ended March 31, 2022

(Expressed in Canadian dollars)

8. FINANCIAL RISK MANAGEMENT (continued)

Classification of financial instruments

The Company classifies its other financial assets and other financial liabilities measured at fair value using a fair value hierarchy that reflects the significance of the inputs used in making the measurements.

The fair value hierarchy has the following levels:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3: Inputs for the asset or liability that is not based on observable market data (unobservable inputs).

Financial assets included in the statement of financial position are cash. Financial liabilities included in the statement of financial position include accounts payable and accrued liabilities. The fair value of cash is measured using Level 1 of the fair value hierarchy. The fair value of accounts payable and accrued liabilities approximate the carrying amount due to their short term to maturity. The effect of changes in the Company's credit risk do not have a significant impact on the fair value due to the short term to maturity.

Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor and creditor confidence and to sustain future development of the business. The capital structure of the Company consists of the components of shareholders' equity.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may attempt to issue new shares, issue debt and acquire or dispose of assets.

The Company is not subject to any externally imposed capital requirements.

There have been no changes to the Company's approach to capital management during the period ended March 31, 2022.

9. SEGMENTED INFORMATION

The Company operates in one reportable operating segment being the acquisition, exploration and evaluation of mineral resources properties.

The Company operates in one geographic segment located in Canada.

GANDER GOLD CORPORATION

Notes to the Condensed Interim Financial Statements

For the nine month period ended March 31, 2022

(Expressed in Canadian dollars)

10. SUPPLEMENTAL CASH FLOW INFORMATION

	March 31, 2022
	(\$)
Non-cash investing and financing activities:	
Exploration and evaluation expenditures in accounts payable	7,875
Common shares issued for exploration and evaluation properties	540,000
Common shares issued to settle loan from Sassy	2,649,450
Conversion of Special Warrants	4,743,750
Interest paid during the period	-
Income taxes paid during the period	-

11. COMMITMENTS

Under the terms of their management agreements, the CEO and the CFO of the Company are entitled to twenty-four and twelve months, respectively, of base pay in the event of their agreement being terminated in connection with a change of control of the Company.

The Company has approximately \$1,470,000 in assessment expenditures which need to be incurred on its exploration and evaluation assets prior to December 31, 2022 in order to keep its existing mineral claims in good standing.

12. SUBSEQUENT EVENTS

Subsequent to March 31, 2022, the Company issued 2,500,000 common shares to Wildwood in connection with exploration and evaluation property option agreements.