

**GOLDEN AGE EXPLORATION LTD.**

(An Exploration Stage Company)

**CONDENSED INTERIM FINANCIAL STATEMENTS**

For the three months ended May 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

#### NOTICE TO READER

The accompanying financial statements for the quarters ended May 31, 2022 and 2021 and as at May 31, 2022 and February 28, 2022 have been prepared by management and have not been reviewed or audited by the Corporation's auditors.

**GOLDEN AGE EXPLORATION LTD.**  
(An Exploration Stage Company)  
CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION  
May 31, 2022 and February 28, 2022  
(Stated in Canadian Dollars)  
(Unaudited – Prepared by Management)

	<u>May 31,</u> <u>2022</u>	<u>February 28,</u> <u>2022</u>
<b><u>ASSETS</u></b>		
Current		
Cash and cash equivalents – Note 5	\$ 84,643	\$ 127,698
Amounts receivable	<u>400</u>	<u>1,139</u>
	85,043	128,837
Deferred finance cost – Note 7	20,000	-
Exploration and evaluation assets – Note 6	<u>57,987</u>	<u>57,987</u>
	<u>\$ 163,030</u>	<u>\$ 186,824</u>
<b><u>LIABILITIES</u></b>		
Current		
Accounts payables and accrued liabilities – Note 8	<u>\$ 59,384</u>	<u>\$ 24,100</u>
<b><u>SHAREHOLDERS' EQUITY</u></b>		
Share capital – Notes 6 and 7	204,000	204,000
Contributed surplus – Note 7	56,400	30,000
Accumulated deficit	<u>(156,754)</u>	<u>(71,276)</u>
	<u>103,646</u>	<u>162,724</u>
	<u>\$ 163,030</u>	<u>\$ 186,824</u>

SEE ACCOMPANYING NOTES

**GOLDEN AGE EXPLORATION LTD.**  
 (An Exploration Stage Company)  
**CONDENSED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS**  
 for the three months ended May 31, 2022 and 2021  
 (Stated in Canadian Dollars)  
 (Unaudited – Prepared by Management)

	For the three months ended May 31,	
	<u>2022</u>	<u>2021</u>
General and administrative expenses		
Accounting and audit fees	\$ 5,000	\$ -
Bank charges	19	198
Filing fees	15,895	-
Legal fees	34,730	1,983
Management fees – Note 8	3,000	3,000
Stock-based compensation – Note 7	26,400	-
Website costs	434	-
Loss and comprehensive loss for the period	<u>\$ (85,478)</u>	<u>\$ (5,181)</u>
Basic and diluted loss per common share	<u>\$ (0.01)</u>	<u>\$ (5,181.00)</u>
Weighted average number of common shares outstanding	<u>7,200,001</u>	<u>1</u>

SEE ACCOMPANYING NOTES

**GOLDEN AGE EXPLORATION LTD.**  
 (An Exploration Stage Company)  
**CONDENSED INTERIM STATEMENTS OF CASH FLOWS**  
 for the three months ended May 31, 2022 and 2021  
 (Stated in Canadian Dollars)  
(Unaudited – Prepared by Management)

	For the three months ended May 31,	
	<u>2022</u>	<u>2021</u>
Operating Activities		
Loss for the period	\$ (85,478)	\$ (5,181)
Item not involving the use of cash:		
Stock-based compensation – Note 7	26,400	-
Changes in working capital items related to operations:		
Amounts receivable	739	(150)
Accounts payable and accrued liabilities	<u>35,284</u>	<u>5,133</u>
	<u>(23,055)</u>	<u>(198)</u>
Financing Activities		
Share subscriptions for cash	-	7,500
Deferred finance cost	<u>(20,000)</u>	<u>-</u>
	<u>(20,000)</u>	<u>7,500</u>
Increase (decrease) in cash and cash equivalents during the period	(43,055)	7,302
Cash and cash equivalents, beginning of the period	<u>127,698</u>	<u>-</u>
Cash and cash equivalents, end of the period	<u>\$ 84,643</u>	<u>\$ 7,302</u>
Cash and cash equivalents consist of:		
Cash	\$ 80,173	\$ 1,302
Cash held in trust	<u>4,470</u>	<u>6,000</u>
	<u>\$ 84,643</u>	<u>\$ 7,302</u>
Non-cash transaction:		
Shares subscriptions utilized	<u>\$ 7,500</u>	<u>\$ -</u>

SEE ACCOMPANYING NOTES

**GOLDEN AGE EXPLORATION LTD.**  
(An Exploration Stage Company)  
CONDENSED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY  
for the period from February 24, 2021 (date of incorporation) to May 31, 2022  
(Stated in Canadian Dollars)  
(Unaudited – Prepared by Management)

	<u>Number of Common Shares</u>	<u>Amount</u>	<u>Share Subscriptions Received</u>	<u>Contributed Surplus</u>	<u>Deficit</u>	<u>Total</u>
Incorporator share – \$0.10	1	\$ -	\$ -	\$ -	\$ -	\$ -
Share subscriptions received	-	-	7,500	-	-	7,500
Loss and comprehensive loss for the period	-	-	-	-	(5,181)	(5,181)
Balance, May 31, 2021	1	-	7,500	-	(5,181)	2,319
Seed shares – \$0.005 – Note 7	2,000,000	10,000	(7,500)	30,000	-	32,500
– \$0.02	2,000,000	40,000	-	-	-	40,000
Shares issued for property acquisition - \$0.02	200,000	4,000	-	-	-	4,000
Seed shares – \$0.05	3,000,000	150,000	-	-	-	150,000
Loss and comprehensive loss for the period	-	-	-	-	(66,095)	(66,095)
Balance, February 28, 2022	7,200,001	204,000	-	30,000	(71,276)	162,724
Share based payment	-	-	-	26,400	-	26,400
Loss and comprehensive loss for the period	-	-	-	-	(85,478)	(85,478)
Balance, May 31, 2022	<u>7,200,001</u>	<u>\$ 204,000</u>	<u>\$ -</u>	<u>\$ 56,400</u>	<u>\$ (156,754)</u>	<u>\$ 103,646</u>

SEE ACCOMPANYING NOTES

# **GOLDEN AGE EXPLORATION LTD.**

(An Exploration Stage Company)

## **NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**

May 31, 2022

(Stated in Canadian Dollars)

(Unaudited – Prepared by Management)

### Note 1 Nature of Operations

Golden Age Exploration Ltd. (the “Company”) is a mineral property exploration company that is planning an initial public offering (“IPO”) of its shares and intends to list on the Canadian Securities Exchange (“CSE”) (Note 7).

The Company has an option agreement to earn an interest in a mineral property located near Quesnel, British Columbia (Note 6) and has not yet determined whether this property contains mineral resources that are economically recoverable. The recoverability of amounts from the property is dependent upon the discovery of mineral resources that are economically recoverable, confirmation of the Company’s interest in the underlying property, the ability of the Company to obtain the necessary financing to satisfy the expenditure requirements under the property option agreement and to complete the development of the property and upon future profitable production or proceeds for the sale thereof.

The Company was incorporated under the Business Corporations Act (British Columbia) on February 24, 2021 but did not commence active business activities until March, 2021. These financial statements are prepared as at May 31, 2022 and 2021 and for the three months then ended. With respect to the three months ended May 31, 2021, for ease of presentation and practical reporting purposes, the financial statements refer to the three months ended May 31, 2021; however, technically they encompass the period from the date of incorporation, February 24, 2021, to May 31, 2021, a total of 97 days.

The address of the Company’s corporate office and principal place of business and records office is c/o Suite 501 – 815 Hornby Street, Vancouver, BC, V6Z 2E6.

### Note 2 Basis of Preparation

#### a) Statement of Compliance

These condensed interim financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”), Interpretations issued by the International Financial Reporting Interpretations Committee (“IFRIC”) and in accordance with International Accounting Standard (“IAS”) 34 Interim Financial Reporting and which were in effect as of May 31, 2022.

The condensed interim financial statements were authorized for issue by the Board of Directors on July 25, 2022.

**Golden Age Exploration Ltd.**

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

May 31, 2022

(Stated in Canadian Dollars)

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Note 2 Basis of Preparation – (cont'd)

b) Going Concern

The Company has not generated revenue from operations. The Company recorded a net loss of \$85,478 for the period ended May 31, 2022, and, as of that date the Company's accumulated deficit was \$156,754. As the Company is in the exploration stage, the recoverability of the costs incurred to date on its exploration property is dependent upon the existence of mineral resources that are economically recoverable, the ability of the Company to obtain the necessary financing to complete the exploration and development of its property and upon future profitable production or proceeds from the disposition of its property and deferred exploration expenditures. The Company will periodically have to raise funds to continue operations and, although it has been successful in doing so in the past, there is no assurance it will be able to do so in the future. A 'going concern' assumption is suggestive that the Company's assets will continue to be realized and its liabilities met in the normal course of its business activities, and for the reasonably foreseeable future.

The Company is planning an IPO (Note 7), which it believes will provide sufficient funds to sustain planned operations for the next twelve months. However, there can be no assurance that it will be able to complete its IPO, and this and other material uncertainties in respect to the availability of future financing cast significant doubt as to the Company's ability to continue on a going concern basis.

These financial statements do not include any adjustments relating 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.

There was a global pandemic outbreak of COVID-19. To date, there have been a large number of temporary business closures, quarantines and a general reduction in consumer activity in Canada. The outbreak has caused companies and various governmental bodies to impose travel, gathering and other public health restrictions. While these effects are expected to be temporary, the duration of the various disruptions to businesses locally and internationally and the related financial impact cannot be reasonably estimated at this time. Similarly, the Company cannot estimate whether or to what extent this outbreak and the potential financial impact may extend. At this point, the extent to which COVID-19 will or may impact the Company is uncertain and these factors are beyond the Company's control; however, it is possible that COVID-19 may have a material adverse effect on the Company's business, results of operations and financial condition.

c) Basis of Measurement

The condensed interim financial statements have been prepared using the historical cost basis in Canadian dollars, which is the Company's functional currency.

The preparation of financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies. The areas involving higher degree of judgement of complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 4.



Note 3      Significant Accounting Policies

The preparation of financial data is based on accounting principles and practices consistent with those used in the preparation of the audited financial statements as at February 28, 2022. The accompanying unaudited condensed interim financial statements should be read in conjunction with the Company's audited financial statements for the year ended February 28, 2022.

Accounting standards and amendments

The following new standards and/or amendments are not yet effective and have not been applied in preparing these financial statements. The Company does not expect the adoption of this standard and/or amendment to have a significant impact on the financial statements.

*Classification of Liabilities as Current or Non-current (Amendments to IAS 1)*

The amendments to IAS1 provide a more general approach to the classification of liabilities based on the contractual arrangements in place at the reporting date. These amendments are effective for reporting periods beginning on or after January 1, 2023.

Note 4      Use of Estimates and Judgments

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

Information about critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is as follows:

i) Exploration and evaluation expenditure

The carrying value and the recoverability of exploration and evaluation assets, which are included in the statements of financial position, utilize the cost model and the carrying value of the exploration and evaluation assets is based on the expenditures incurred. Management tests for recoverability whenever events or changes in circumstances indicate there are indicators of impairment and that its carrying amount may not be recoverable. Impairment of exploration and evaluation assets is generally considered to have occurred if one of the following factors are present: the rights to explore have expired or are near to expiry with no expectation of renewal, no further substantive expenditures are planned, exploration and evaluation work is discontinued in an area for which commercially viable quantities have not been discovered, indications in an area with development likely to proceed that the carrying amount is unlikely to be recovered in full by development or by sale.

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(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

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(Stated in Canadian Dollars)

(Unaudited – Prepared by Management) – Page 4Note 4 Use of Estimates and Judgments – (cont'd)

## ii) Share-based payment transactions

The Company measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility, dividend yield, forfeiture rate and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 7.

## iii) Going concern

The assessment of the Company's ability to continue as a going concern and to raise sufficient funds to pay for its operating expenditures, meet its liabilities for the subsequent year, and to fund planned contractual exploration programs, involves significant judgement based on historical experiences and other factors including expectation of future events that are believed to be reasonable under the circumstances.

Note 5 Cash and Cash Equivalents

Cash at banks and on hand earn interest at floating rates based on daily bank deposit rates.

Note 6 Exploration and Evaluation AssetsMagic Property

	For the year ended and balance February 28, 2022 and May 31, 2022
Acquisition cost – cash	7,500
– common shares	<u>4,000</u>
	<u>11,500</u>
Deferred exploration costs	
Assays	8,869
Equipment rental	3,519
Geological	29,450
Supplies	<u>4,649</u>
	<u>46,487</u>
Balance, ending	<u>\$ 57,987</u>

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(Stated in Canadian Dollars)

(Unaudited – Prepared by Management) – Page 5Note 6 Exploration and Evaluation Assets – (cont'd)

By a mineral property option agreement dated June 9, 2021 and amended on August 27, 2021, the Company may acquire up to an 80% interest in the Magic Property. This property consists of four mineral tenures and is located approximately 80 kilometres west southwest of Quesnel, British Columbia.

In order to earn a 50.1% interest in the Magic Property, the Company shall pay \$12,500 in cash, issue 500,000 common shares and incur \$300,000 in exploration work as follows:

Date	Cash	Common Shares	Exploration Work
On or before July 9, 2021 (paid and issued)	\$ 7,500	200,000	\$ -
On or before September 30, 2022	-	-	50,000
On or before December 9, 2023	<u>5,000</u>	<u>300,000</u>	<u>250,000</u>
	<u>\$ 12,500</u>	<u>\$ 500,000</u>	<u>\$ 300,000</u>

The Company may earn an additional 14.9% interest in the Magic Property by paying an additional \$5,000 in cash, issuing to the Optioners an additional 500,000 in common shares and incurring an additional \$500,000 in exploration expenses on or before December 9, 2024.

The Company may earn an additional 15% interest in the Magic Property by paying an additional \$5,000 in cash, issuing to the Optioners an additional 1,000,000 in common shares and incurring an additional \$1,000,000 in exploration expenses on or before December 9, 2025.

Note 7 Share Capital – Note 6a) Authorized:

Unlimited common shares without par value

b) Issued:

On February 24, 2021, the Company issued 1 common share for total proceeds of \$0.10.

On June 29, 2021, the Company issued 2,000,000 common shares at \$0.005 per share for total proceeds of \$10,000. The shares were considered to have a fair value of \$40,000 and therefore the Company has recorded a stock-based charge of \$30,000 during the year ended February 28, 2022 in respect to their issuance.

On July 7, 2021, the Company issued 2,000,000 common shares at \$0.02 per share for total proceeds of \$40,000.

**Golden Age Exploration Ltd.**

(An Exploration Stage Company)

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Note 7      Share Capital – Note 6 – (cont'd)

b) Issued: - (cont'd)

On July 7, 2021, the Company issued 200,000 common shares pursuant to the Magic property option agreement at a deemed price of \$0.02 per share.

During the period from October 25, 2021 to February 23, 2022, the Company issued 3,000,000 common shares at \$0.05 per share for total proceeds of \$150,000.

c) Escrow:

Pursuant to an escrow agreement dated July 15, 2022, 4,400,001 common shares will be placed into escrow to be released as to 10% on the date of listing on the CSE with the remaining 90% to be released in equal tranches at six-month intervals over the 36 months following the date of listing on the CSE.

d) Share Purchase Options:

The Company has a share-based compensation plan whereby share purchase options are granted in accordance with the policies of regulatory authorities at an exercise price equal to the market price of the Company's shares on the date of the grant and, unless otherwise stated, vest on the grant date and with a term not to exceed ten years. Under the plan, the board of directors may grant up to 10% of the issued number of shares outstanding as at the date of the share purchase option grant.

By agreements dated April 18, 2022, the Company granted share purchase options to directors and an officer of the Company entitling the holders thereof the right to purchase up to a total of 800,000 common shares at \$0.10 per share. These options expire in five years from the date of listing on the CSE and are subject to vesting as to 25% on the date of listing and 25% every three months thereafter until fully vested. The fair value of the share purchase options of \$26,400 or \$0.033 per option was determined using the Black-Scholes option pricing model with the following assumptions: share price on date of grant of \$0.05; risk-free rate of 2.64%, estimated life of 5 years, volatility of 100.00% and dividend yield of 0% and forfeiture rate of 0%.

e) Initial Public Offering:

On March 1, 2022, the Company entered into an agreement with Research Capital Corporation (the "Agent") to complete an IPO for the issue of up to 3,000,000 common shares of the Company at \$0.10 per share for gross proceeds of up to \$300,000. The Company will pay the Agent a cash commission of 10% of the gross proceeds from the IPO and will issue to the Agent broker warrants to purchase 10% of the number of common shares sold pursuant to the IPO at \$0.10 per share for up to 24 months from the date of closing of the IPO. The Company has also agreed to grant the Agent an option exercisable until 30 days following the closing of the IPO, for the issuance of up to 450,000 common shares of the Company at \$0.10 per share.

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Note 7 Share Capital – Note 6 – (cont'd)

e) Initial Public Offering: (cont'd)

The Company will pay the Agent a corporate finance fee of \$22,500 plus GST, of which \$10,000 was paid during the three months ended May 31, 2022. At the Company's discretion, \$10,000 of this fee may be paid in common shares of the Company at \$0.10 per share. The Company is also responsible for the payment of expenses related to the offering, including legal fees and disbursements, of which a retainer of \$10,000 was paid during the three months ended May 31, 2022. Deferred finance costs of \$20,000 at May 31, 2022 are comprised of these payments of \$10,000 each.

In connection with its IPO the Company filed a final prospectus with regulatory authorities on July 15, 2022, which was received on July 18, 2022

Note 8 Related Party Transactions – Note 7

During the three months ended May 31, 2022 and 2021, a director of the Company charged a total of \$3,000 in management fees per each three month period. Included in accounts payable and accrued liabilities at May 31, 2022 is \$15,750 due to this director (February 28, 2022 - \$12,600).

The transactions above are in the normal course of operations and are measured at the agreed to value which represents the amount of consideration established and agreed to by the related parties.

Note 9 Financial Instruments and Risk Management

The Company is exposed through its operations to the following financial risks:

Market Risk

Credit Risk

Liquidity Risk

In common with all other businesses, the Company is exposed to risks that arise from its use of financial instruments. This note describes the Company's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of these risks is presented throughout these financial statements.

There have been no substantive changes in the Company's exposure to financial instrument risks, its objectives, policies and process for managing those risks or the methods used to measure them from previous years unless otherwise stated in this note.

a) Market Risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices and are comprised of foreign currency risk and interest rate risk.

Note 9 Financial Instruments and Risk Management – (cont'd)

b) Foreign Currency Risk:

Foreign currency risk is the risk that a variation in exchange rates between the Canadian dollar and other foreign currencies will affect the Company's operations and financial results. The Company does not have significant exposure to foreign exchange rate fluctuation.

c) Interest Rate Risk:

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. Interest rate risk is limited to potential decreases on the interest rate offered on cash and cash equivalents held with chartered Canadian financial institutions. The risk that the Company will realize a loss as a result of a decline in the fair value of the cash equivalents is limited because of the short-term nature of the investments.

d) Credit Risk:

Credit risk is the risk of financial loss to the Company if a customer or a counterparty to a financial instrument fails to meet its contractual obligations. Financial instruments which are potentially subject to credit risk for the Company consists primarily of cash and cash equivalents. Cash and cash equivalents are maintained with financial institutions of reputable credit and may be redeemed upon demand. The Company considers this risk to be minimal.

e) Liquidity Risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company's policy is to ensure that it will always have sufficient cash to allow it to meet its liabilities when they become due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The key to success in managing liquidity is the degree of certainty in the cash flow projections. If future cash flows are fairly uncertain, the liquidity risk increases. The Company manages liquidity risk through the management of its capital structure.

Accounts payable and accrued liabilities are due within the current operating year.

As at May 31, 2022, the Company had a working capital surplus of \$25,659. The Company does not currently operate any producing properties and as such, may be dependent upon issuance of new equity to advance its exploration properties. If equity financing is required, failure to obtain financing on a timely basis may cause the Company to postpone exploration plans, reduce or terminate its operations.

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Note 9      Financial Instruments and Risk Management – (cont'd)

Determination of Fair Value:

Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

The financial position carrying amounts for cash and cash equivalents, accounts payable and accrued liabilities approximate fair value due to their short-term nature. Due to the use of subjective judgments and uncertainties in the determination of fair values these values should not be interpreted as being realizable in an immediate settlement of the financial instruments.

Fair Value Hierarchy:

Financial instruments that are measured subsequent to initial recognition at fair value are grouped in Levels 1 to 3 based on the degree to which the fair value is observable:

- Level 1 – Applies to assets or liabilities for which there are quoted prices in active markets for identical assets or liabilities.
- Level 2 – Applies to assets or liabilities for which there are inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly such as quoted prices for similar assets or liabilities in active markets or indirectly such as quoted prices for identical assets or liabilities in markets with insufficient volume or infrequent transactions.
- Level 3 – Applies to assets or liabilities for which there are unobservable market data.