VATIC VENTURES CORP.

CONSOLIDATED FINANCIAL STATEMENTS

YEARS ENDED

FEBRUARY 28, 2022 AND 2021

EXPRESSED IN CANADIAN DOLLARS

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of
Vatic Ventures Corp.

Opinion

We have audited the accompanying consolidated financial statements of Vatic Ventures Corp. (the "Company"), which comprise the consolidated statements of financial position as at February 28, 2022 and 2021, and the consolidated statements of operations and comprehensive loss, changes in shareholders' deficiency, and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Company as at February 28, 2022 and 2021, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards ("IFRS").

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained in our audit is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 of the consolidated financial statements, which indicates that the Company had a deficit of $10,379,056 and a working capital deficiency of $332,538. As stated in Note 1, these events and conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

Management is responsible for the other information. The other information obtained at the date of this auditor's report includes Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Grant P. Block.

Davidson & Company LLP

Vancouver, Canada

Chartered Professional Accountants

June 28, 2022

VATIC VENTURES CORP.

Consolidated Statements of Financial Position

(Expressed in Canadian Dollars)

		February 28, 2022		February 28, 2021
ASSETS				
Current				
Cash	$	1,012	$	5,202
Amounts receivable (Note 4)		62,823		8,032
Prepaid expenses (Note 5)		22,000		-
		85,835		13,234
Non-current				
Exploration and evaluation assets (Note 6)		75,175		-
Total assets	$	161,010	$	13,234
LIABILITIES				
Current				
Accounts payable and accrued liabilities (Note 7)	$	341,547	$	353,851
Due to related parties (Note 12)		76,826		447,727
Loans payable (Note 8)		-		130,400
		418,373		931,978
Non-current				
Loan payable (Note 8)		60,000		60,000
Total liabilities		478,373		991,978
SHAREHOLDERS' DEFICIENCY				
Share capital (Note 9)		9,680,391		8,561,677
Subscriptions received in advance (Note 9)		100,000		-
Share-based payment reserve (Note 9)		254,243		-
Warrant reserve (Note 9)		27,059		-
Deficit		(10,379,056)		(9,540,421)
Total shareholders' deficiency		(317,363)		(978,744)
Total liabilities and shareholders' deficiency	$	161,010	$	13,234

Nature of operations and going concern (Note 1)

Subsequent events (Note 15)

Approved by the Board of Directors

"Loren Currie"	*"Matthew Mikulic"*
Director	Director

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

VATIC VENTURES CORP.
Consolidated Statements of Operations and Comprehensive Loss
(Expressed in Canadian Dollars)

	Years ended February 28, 2022	Years ended February 28, 2021
Expenses		
Consulting fees (Note 12)	$ 407,121	$ 113,000
Management fees (Note 12)	22,500	22,500
Office and miscellaneous	12,647	15,604
Professional fees	46,778	91,658
Project investigation	12,000	-
Rent	8,662	27,831
Share-based payments (Note 9)	254,243	-
Transfer agent and filing fees	21,757	42,329
Travel, meals and entertainment	103,050	8,520
Total expenses	(888,758)	(321,442)
Gain on extinguishment of debt (Note 7)	600	41,653
Interest expenses (Note 8)	(4,442)	(4,900)
Other income (Note 4)	53,965	-
	50,123	36,753
Loss and comprehensive loss for the year	(838,635)	(284,689)
Weighted average number of common shares outstanding (basic and diluted)	10,847,569	4,382,375
Basic and diluted net loss per share	$ (0.08)	$ (0.06)

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

VATIC VENTURES CORP.

Consolidated Statements of Changes in Shareholders' Deficiency

(Expressed in Canadian Dollars)

	Number of shares issued	Share capital	Warrant reserve	Share-based payment reserve	Subscriptions received	Deficit	Total
Balance, February 29, 2020	**4,382,375**	**$ 8,426,880**	**$ 134,797**	**$ 6,527**	**$ -**	**$ (9,262,259)**	**$ (694,055)**
Loss for the year	-	-	-	-	-	(284,689)	(284,689)
Stock options expired	-	-	-	(6,527)	-	6,527	-
Fair value reversal of warrants expired	-	134,797	(134,797)	-	-	-	-
Balance, February 28, 2021	**4,382,375**	**$ 8,561,677**	**$ -**	**$ -**	**$ -**	**$ (9,540,421)**	**$ (978,744)**

	Number of shares issued	Share capital	Warrant reserve	Share-based payment reserve	Subscriptions received	Deficit	Total
Balance, February 28, 2021	**4,382,375**	**$ 8,561,677**	**$ -**	**$ -**	**$ -**	**$ (9,540,421)**	**$ (978,744)**
Loss for the year	-	-	-	-	-	(838,635)	(838,635)
Private placement	8,332,467	972,837	27,059	-	-	-	999,896
Units issued for debt settlements	1,666,668	200,000	-	-	-	-	200,000
Share-based payment	-	-	-	254,243	-	-	254,243
Share issuance costs	-	(54,123)	-	-	-	-	(54,123)
Share subscription received	-	-	-	-	100,000	-	100,000
Balance, February 28, 2022	**14,381,510**	**$ 9,680,391**	**$ 27,059**	**$ 254,243**	**$ 100,000**	**$ (10,379,056)**	**$ (317,363)**

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

VATIC VENTURES CORP.

Consolidated Statements of Cash Flows

(Expressed in Canadian Dollars)

	Years ended February 28, 2022	February 28, 2021
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss for the year	$ (838,635)	$ (284,689)
Adjustments for:		
Gain on extinguishment of accounts payable	(600)	(41,653)
Share-based payments	254,243	-
Interest expense	4,441	4,900
Changes in non-cash working capital items:		
Increase in amounts receivable	(54,791)	(981)
Increase in prepaid expenses	(22,000)	-
Increase (decrease) in due to related parties	(305,742)	49,356
Increase (decrease) in accounts payable and accrued liabilities	(21,204)	92,626
Net cash used in operating activities	(984,288)	(180,441)
CASH FLOWS FROM INVESTING ACTIVITIES		
Exploration and evaluation assets	(65,675)	-
Net cash used in investing activities	(65,675)	-
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from private placements	999,896	-
Share issuance costs	(54,123)	-
Loan proceeds	-	185,500
Subscriptions received	100,000	-
Net cash provided by financing activities	1,045,773	185,500
Increase (decrease) in cash	(4,190)	5,059
Cash, beginning of the year	5,202	143
Cash, end of the year	$ 1,012	$ 5,202

Supplemental disclosure with respect to cash flows (Note 13)

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Vatic Ventures Corp. (the "Company") was incorporated under the Business Corporations Act (British Columbia) on October 30, 2007. The Company's shares are listed for trading under the trading symbol "VCV" on the TSX Venture Exchange ("TSX-V"). Effective April 15, 2021, the Company's listing was transferred to New Securities Stock Exchange (NEX). The trading symbol for the Company changed from VCV to VCV.H. Effective April 22, 2022, the Company was relisted from the NEX to the TSX-V. The Company is a junior resource exploration company that is involved in the acquisition and exploration of mineral properties.

On May 4, 2021, the Company consolidated its common share on a 10:1 basis. These consolidated financial statements reflect the share consolidation retrospectively.

The head office and principal address of the Company is located at 1400 – 1040 West Georgia Street, Vancouver, British Columbia, Canada, V6E 4H1. The registered address and records office of the Company is located at 2110 – 650 West Georgia Street, Vancouver, British Columbia, Canada, V6B 4N9.

As at February 28, 2022, the Company had a deficit of $10,379,056 (February 28, 2021 - $9,540,421) and a working capital deficiency of $332,538 (February 28, 2021 - $918,744). The Company expects to incur further losses in the development of its business, all of which indicate the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. These consolidated financial statements have been prepared with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. The operations of the Company were primarily funded by the issuance of share capital. The issuance of additional equity securities by the Company may result in significant dilution to the equity interests of current shareholders. However, the Company's future capital requirements will depend on many factors, including operating costs, the current capital market environment and global market conditions.

These consolidated 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 in existence.

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 RESENTATION

Statement of compliance

The consolidated financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"), and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

Approval of the financial statements

The consolidated financial statements of the Company for the year ended February 28, 2022 were reviewed by the Audit Committee and approved and authorized for issue on June 28, 2022 by the Board of Directors of the Company.

2. BASIS OF RESENTATION *(cont'd…)*

Basis of preparation

The consolidated financial statements have been prepared on an accrual basis except for cash flow information and are based on historical costs, modified where applicable. The financial statements are presented in Canadian dollars unless otherwise noted. Certain comparative figures have been reclassified to conform to the current year's presentation.

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries. Subsidiaries are entities controlled by the Company. All inter-company transactions and balances between the Company and its subsidiaries have been eliminated upon consolidation.

The subsidiaries are consolidated from the date on which control is transferred to the Company and will cease to be consolidated from the date on which control is transferred out of the Company. The Company also assesses existence of control where it does not have more than 50% of voting power but are able to control the investee by virtue of de facto control. De facto control may arise in circumstances where the size of the group's voting rights relative to the size and dispersion of holdings of other shareholders gives the group the power to govern the financial and operating policies.

Details of the Company's subsidiaries are as follows:

	Date of Incorporation	Country of incorporation	Percentage owned February 28, 2022
VV Mining Exploration Services Mexico S. DE. R. I.	June 20, 2012	Mexico	100%
VV Mining Mexico S. DE R. I. C. V.	June 20, 2012	Mexico	100%

All inter-company transactions and balances have been eliminated upon consolidation.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, and revenue and expenses.

Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the financial statements are discussed below:

Significant Accounting Estimates and Assumptions

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Management believes the estimates are reasonable; however, actual results could differ from those estimates and could impact future results of operations and cash flows. Significant estimates made by management include the following:

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(cont'd…)*

1) Share-Based Payments

Equity-settled share-based awards are recognized as an expense based on their fair value at date of grant. The fair value of equity-settled share options and warrants are estimated through the use of a valuation model – Black-Scholes, which require inputs such as the risk-free interest rate, expected dividends, expected volatility and the expected option life, and is expensed over the vesting period. Using different input estimates or models produces different option values, which would result in the recognition of a higher or lower expense.

2) Economic recoverability of exploration and evaluation assets

Management has determined that exploration and evaluation costs incurred which were capitalized have future economic benefits and are economically recoverable. Management uses several criteria in its assessments of economic recoverability and probability of future economic benefits including geological and metallurgic information, history of conversion of mineral deposits to proven and probable reserves, scoping and feasibility studies, accessible facilities, existing permits and life of mine plans.

3) Income taxes

Provisions for income and other taxes are based on management's interpretation of taxation laws, which may differ from the interpretation by taxation authorities. Such differences may result in eventual tax payments differing from amounts accrued. Reported amounts for deferred tax assets and liabilities are based on management's expectation for the timing and amounts of future taxable income or loss, as well as future taxation rates. Changes to these underlying estimates may result in changes to the carrying value, if any, or deferred income tax assets and liabilities.

4) Allowance for doubtful accounts

The Company recognizes an impairment loss allowance for expected credit losses on trade accounts receivable using a probability-weighted estimate of credit losses. In its assessment, management estimates the expected credit losses based on actual credit loss experience and informed credit assessment, taking into consideration forward-looking information. If actual credit losses differ from estimates, future earnings would be affected.

Cash and cash equivalents

Cash and cash equivalents include cash on hand and term deposits that are readily convertible to known amounts of cash and/or with original maturities of three months or less. As at February 28, 2022 and 2021, the Company does not have any cash equivalents.

Foreign currency translation

The functional currency of the Company and its subsidiaries is determined using the currency of the primary economic environment in which it operates. The financial statements are presented in Canadian dollars which is the Company's and its subsidiaries' functional currency.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the period-end exchange rate. Non- monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction.

Financial instruments

IFRS 9 sets out requirements for recognizing and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(cont'd…)*

Financial instruments (cont'd...)

Classification and measurement of financial assets and liabilities

A financial asset is classified as measured at: amortized cost, fair value through other comprehensive income ("FVOCI"), or fair value through profit or loss ("FVTPL"). The classification of financial assets is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. Derivatives embedded in contracts where the host is a financial asset in the scope of the standard are never separated. Instead, the hybrid financial instrument as a whole is assessed for classification. The Company's financial assets consist primarily of cash, and amounts receivable, which are classified and measured at amortized cost.

Transaction costs related to financial instruments other than FVTPL are capitalized as part of the cost of the financial instrument.

The Company does not use any hedging instruments.

Impairment of financial assets

An 'expected credit loss' (ECL) model applies to financial assets measured at amortized cost, contract assets and debt investments at FVOCI, but not to investments in equity instruments. The Company's financial assets measured at amortized cost and subject to the ECL model include amounts receivable.

Financial liabilities

Financial liabilities are classified as amortized cost or FVTPL, based on the purpose for which the liability was incurred. The Company's liabilities comprise accounts payable and accrued liabilities, due to third party, due to related parties, and loans payable, all of which are classified as amortized cost. These liabilities are initially recognized at fair value net of any transaction costs directly attributable to the issuance of the instrument and subsequently carried at amortized cost using the effective interest rate method. This ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the statement of financial position. Interest expense in this context includes initial transaction costs and premiums payable on redemption, as well as any interest or coupon payable while the liability is outstanding.

Accounts payable and accrued liabilities represent liabilities for goods and services provided to the Company prior to the end of the year which are unpaid.

Share capital

Equity instruments are contracts that give a residual interest in the net assets of the Company. Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Company's common shares, stock options, share purchase warrants and flow-through shares are classified as equity instruments.

Incremental costs directly attributable to the issue of new shares or warrants are shown in equity as a deduction, net of tax, from the proceeds.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd...)

(Loss) earnings per share

Basic (loss) earnings per share is computed by dividing the net loss or income applicable to common shareholders of the Company by the weighted average number of common shares outstanding for the relevant period.

Diluted earnings (loss) per share is determined by adjusting the earnings or loss attributable to common shareholders and the weighted average number of common shares outstanding for the effects of dilutive instruments, which includes stock options and common share purchase warrants, as if their dilutive effect was at the beginning of the period. The calculation of the diluted number of common shares assumes that proceeds received from the exercise of "in-the-money" stock options and common share purchase warrants are used to purchase common shares of the Company at their average market price for the period.

In periods that the Company reports a net loss, per share amounts are not presented on a diluted basis as the result would be anti-dilutive.

Share-based payments

The Company's stock option plan allows its employees and consultants to acquire shares of the Company. The fair value of options granted is recognized as a share-based payment expense with a corresponding increase in equity. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee.

The fair value is measured at the grant date and each tranche is recognized on a graded-vesting basis over the period during which the options vest. The fair value of the options granted is measured using the Black-Scholes option pricing model taking into account the terms and conditions upon which the options were granted. Options granted to consultants or other non-insiders are measured at the fair value of goods or services received from these parties, or at their Black-Scholes fair values if the fair value of goods or services received cannot be measured. A corresponding increase is recorded to equity reserves for share-based compensation recorded.

At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the actual number of share options that have vested.

If and when the share options are exercised, the applicable amounts of share-based payment reserves are transferred to share capital. If the share options are cancelled or expire unexercised, the related amount is transferred to deficit.

Valuation of equity units issued in private placements

Proceeds received on the issuance of units, consisting of common shares and warrants, are allocated first to the common shares based on the market trading price of common shares at the time the units are issued, with any excess value allocated to the warrants.

The fair value of common shares issued in the private placements are determined to be the more easily measurable component and are valued at their fair value, as determined by the closing quoted bid price on the announcement date.

The balance, if any, is allocated to the attached warrants. Any fair value attributed to the warrants is recorded as warrant reserve. If the warrants are exercised, the related amount is reclassified as share capital. If the warrants expire unexercised, the related amount is transferred to share capital.

Where warrants are issued on a stand-alone basis, their fair values are measured on their issuance date using the Black-Scholes option pricing model and are recorded as both an increase to equity reserves and as a share issue cost.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd...)

Exploration and evaluation expenditures

Costs incurred prior to the Company obtaining legal title are expensed in the period in which they are incurred.

Costs incurred to acquire the legal right to explore a property are capitalized. Once the legal right to explore a property has been acquired, costs directly related to exploration and evaluation expenditures are recognized and capitalized on a property by property basis. These direct expenditures include such costs as surveying costs, drilling costs, labour and contractor costs, materials used and licensing and permit fees.

Once the technical feasibility and commercial viability of extracting the mineral resource has been determined the property is considered to be under development and is classified as development properties. The carrying value of exploration and evaluation assets is transferred to development properties after being tested for impairment.

Once commercial production has commenced all capitalized costs related to the property are transferred to producing properties and the costs of acquisition, exploration and development will be written off over the life of the property based on estimated economic reserves. Proceeds received from the sale of any interest in a property will be credited against the carrying value of the property, with any excess included in operations for the period. If a property is abandoned, the acquisition, deferred exploration and development costs will be written off to operations.

Although the Company has taken steps to verify title to mineral properties in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements or inadvertent non-compliance with regulatory requirements.

Management reviews capitalized costs on its mineral properties at each reporting period and will recognize impairment in value based upon current exploration results and upon management's assessment of the future probability of profitable revenues from the sale of the property.

Recorded costs of mineral properties and deferred exploration costs are not intended to reflect present or future values of resource properties. The recorded costs are subject to measurement uncertainty and it is reasonably possible, based on existing knowledge, that change in future conditions could require a material change in the recognized amount.

Payments on mineral property option agreements are made at the discretion of the Company and, accordingly, are recorded on a cash basis.

The Company's entitlement to mineral exploration tax credits are accounted for on a cash basis.

Impairment of long-lived assets

The carrying amount of the Company's long-lived assets is reviewed at each reporting date to determine whether there is any indication of impairment. If such indication exists, the recoverable amount of the long-lived asset is estimated in order to determine the extent of the impairment loss. An impairment loss is recognized whenever the carrying amount of a long-lived asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognized in the statement of operations and comprehensive loss.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd...)

The recoverable amount of an asset is the greater of an asset's fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss is only reversed if there is an indication that the impairment loss may no longer exist and there has been a change in the estimates used to determine the recoverable amount, however, not to an amount higher than the carrying amount that would have been determined had no impairment loss been recognized in previous years.

Assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment.

Restoration, rehabilitation, and environmental obligations

Restoration, rehabilitation and environmental obligations are recognized for the expected obligations related to the retirement of long-lived tangible assets that arise from the acquisition, construction, development or normal operation of such assets. A restoration, rehabilitation or environmental obligation is recognized in the period in which it is incurred and when a reasonable estimate of the fair value of the liability can be made with a corresponding cost recognized by increasing the carrying amount of the related long-lived asset. The restoration, rehabilitation or environmental cost is subsequently allocated in a rational and systematic method over the underlying asset's useful life. The initial fair value of the liability is accreted, by charges to operations, to its estimated future value. As at February 28, 2022 and 2021, the Company has no known restoration, rehabilitation or environmental obligations.

Income taxes

The Company uses the asset and liability method of accounting for income taxes. Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax basis. Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Deferred income tax assets result from unused loss carry-forwards, resource related pools and other deductions. A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilized.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Income tax expense is comprised of current and deferred income taxes. Current income tax and deferred income tax are recognized in profit or loss, except to the extent that they relate to items recognized directly in equity or equity investments.

Current income tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

New Accounting policies

There were no new or amended IFRS pronouncements effective for the year ended February 28, 2022 that had a material impact to the Company's consolidated financial statements.

(Expressed in Canadian dollars)

4. ACCOUNTS RECEIVABLE

		February 28, 2022		February 28, 2021
Accounts receivable	$	53,965	$	-
GST receivable		8,858		8,032
	$	62,823	$	8,032

Accounts receivable as at February 28, 2022 relate to shared office costs charged by the Company.

5. PREPAID EXPENSES

		February 28, 2022		February 28, 2021
Prepaid expenses	$	22,000	$	-
	$	22,000	$	-

Prepaid expenses as at February 28, 2022 relate to prepayments for travel.

6. EXPLORATION AND EVALUATION ASSETS

		Northern Quebec Hansen Gold Property
Balance, February 28, 2021 and February 29, 2020	**$**	**-**
Acquisition costs - cash		25,000
Expenditures		
Geological and geophysical		50,175
Balance, February 28, 2022	$	75,175

Hansen Gold Property in Northern Quebec

On September 21, 2021, the Company entered into an option agreement with Shadow Ventures Corp. (“Shadow”) to acquire a gold exploration property known as the Hansen prospect located in the Chibougamau area of northern Quebec (the “Property”).

Shadow acquired the right to acquire the Property from Fayz Yacoub and Ramy Yacoub (the “Underlying Optionors”) pursuant an agreement dated October 1, 2020, an amending agreement dated April 8, 2021, and a second amending agreement dated August 9, 2021 (together, the “Underlying Option Agreement”). The Company has agreed, pursuant to its option agreement with Shadow (the "Vatic Option Agreement") to option the rights and obligations from Shadow as provided for in the Underlying Option Agreement by satisfying the requirements of the Underlying Option Agreement and by providing Shadow with additional consideration. The Underlying Option Agreement was further amended on September 30, 2021, October 1, 2021 and October 31, 2021. The below requirements are reflective of such amendments.

(Expressed in Canadian dollars)

6. EXPLORATION AND EVALUATION ASSETS (cont'd...)

In order to satisfy the requirements of the Underlying Option Agreement and the Vatic Option Agreement the Company will, subject to the approval of the TSX Venture Exchange (the "Exchange"), issue the shares, make the cash payments and complete the exploration expenditures as follows:

Shares:

a) At the option of the Company, either issue 500,000 shares or issue such number of shares equal to $100,000 (based on the 10 day volume weighted average price of the Company's shares prior to October 1, 2021)*;
b) On closing, issue 7,000,000 shares which will be issued pro rata to the shareholders of Shadow*;
c) On the date that a National Instrument 43-101 Technical Report on the Property is submitted to the Exchange, at the option of the Company, either issue an additional 500,000 shares or such number of shares equal to $100,000 (based on the 10 day volume weighted average price of the Company's shares prior to the date of issuance)**;
d) On or before October 1, 2022 a further 750,000 shares;
e) On or before October 1, 2023 a further 1,000,000 shares; and
f) On the declaration of proven reserves supported by a National Instrument 43-101 Technical Report reserve calculation report that Shadow deems economically feasible to continue developing the Property a further 500,000 shares.

** Subsequent to the year ended February 28, 2022, Exchange approval was granted and the Company issued the shares.*
*** Subsequent to the year ended February 28, 2022, the Company submitted the National Instrument 43-101 Technical Report and issued the shares.*

Cash:

a) $25,000 on or before October 8, 2021 (paid);
b) $55,000 payable on the date the Exchange approve the Option Agreement***;
c) $45,000 on October 1, 2022; and
d) $50,000 on October 1, 2023.

**** Subsequent to the year ended February 28, 2022, Exchange approval was granted and the Company paid $55,000.*

Expenditures:

On or before the following dates, the Company is required to incur exploration expenditures of:

a) $50,000 on or before March 31, 2022;
b) A further $200,000 on or before October 31, 2022; and
c) A further $500,000 on or before October 31, 2023.

7. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	February 28, 2022	February 28, 2021
Accounts payable	$ 198,874	$ 192,377
Accrued liabilities	142,673	161,474
	$ 341,547	$ 353,851

During the year ended February 28, 2022, the Company recorded a gain on extinguishment of accounts payable of $600 (February 28, 2021 - $41,653).

8. LOANS PAYABLE

During the year ended February 28, 2021, the Company received a series of loans in the aggregate amount of $125,500 (the “Loans”). The Loans are to carry a 15% per annum interest rate. During the year ended February 28, 2022, the Company issued a total of 1,123,679 units to settle $134,841 of debt. Each unit consists of one share of the Company and one share purchase warrant (Note 9). The Company recognized a gain or loss on settlement of debt of $nil in relation to this settlement.

During the year ended February 28, 2021, the Company entered into a Canada Emergency Business Account (“CEBA”) loan with the Government of Canada. The amount of the loan is $60,000 from the Government of Canada. The CEBA Loan has an initial term that expires on December 31, 2023, throughout which, the CEBA Loan remains interest free. Repayment of $30,000 by December 31, 2023, results in a $10,000 loan forgiveness. If the balance is not paid prior to December 31, 2023, the remaining balance will be converted to a 2-year term loan at 5% annual interest, paid monthly effective January 1, 2024. The full balance must be repaid by no later than December 31, 2025.

9. SHARE CAPITAL

Authorized: unlimited common shares without par value

During the year ended February 28, 2022, the Company:

Closed a non-brokered private placement financing for aggregate gross proceeds of $999,896. The Company issued 8,332,467 units of the Company at a price of $0.12 per unit, each unit consists of one common share of the Company and one common share purchase warrant, each warrant is exercisable for an additional common share of the Company at $0.25 for 12 months. In connection with the private placement, the Company paid finders fees in cash totaling $54,123 and issued 192,693 finders’ warrants, each warrant is exercisable for an additional common share of the Company at $0.25 for 12 months. The finder’s warrants were valued at $27,059. The finder’s warrants were valued using the Black-Scholes model with the following inputs: expected life of 1 year, discount rate of 0.25%, volatility of 123% and dividend yield of nil.

Issued 1,666,668 units of the Company at a value of $200,000 to settle $200,000. Each unit consists of one common share of the Company and one common share purchase warrant, each warrant is exercisable for an additional common share of the Company at $0.25 for 12 months. These warrants were valued at $nil.

During the year ended February 28, 2021, the Company did not have any share capital transactions.

(Expressed in Canadian dollars)

9. SHARE CAPITAL (cont'd…)

Share options

The Company adopted a share option plan (the "Share Option Plan") under which it may grant options to directors, officers, and consultants for up to 10% of the issued and outstanding common shares. Under the plan, the exercise price of an option may not be less than the discounted market price, which is the closing market price at date the options were granted. The options can be granted for a maximum term of 10 years and vest at the discretion of the board of directors.

For share options granted to employees, officers, directors, and consultants, the Company recognizes share-based payments, measured at the estimated fair value of the share options granted. The fair value of each share option granted was estimated on the date of grant using the Black-Scholes option-pricing model.

Changes in stock options are as follows:

	Number of options	Weighted average exercise price	Weighted average number of years to expiry
Balance, February 29, 2020	16,227	$1.80	0.52
Expired	(16,227)	$1.80	
Balance, February 28, 2021	-	N/A	N/A
Granted	1,400,000	$0.22	4.39
Balance, February 28, 2022	1,400,000	$0.22	4.39

As at February 28, 2022, the following options were outstanding and exercisable:

Weighted average exercise price	Weighted average contractual life (years)	Number of options outstanding	Number of options exercisable	Expiry date
$ 0.22	4.39	1,400,000	1,400,000	July 19, 2026
$ 0.22	4.39	1,400,000	1,400,000	

On July 19, 2021, the Company granted 1,400,000 stock options at an exercise price of $0.22 expiring on July 19, 2026. The fair value of the stock options was estimated to be $254,243 using the Black-Scholes option pricing model with the following inputs: expected life of five years, discount rate of 0.78%, volatility of 110% and dividend yield of nil.

(Expressed in Canadian dollars)

9. SHARE CAPITAL (cont'd…)

Warrants

Changes in warrants outstanding are as follows:

	Warrants outstanding	Weighted average exercise price	Weighted average number of years to expiry
Balance, February 29, 2020	1,622,787	$2.10	0.63
Expired	(1,622,787)	$2.10	
Balance, February 28, 2021	-	NA	NA
Granted	10,191,828	$0.25	0.35
Balance, February 28, 2022	10,191,828	$0.25	0.35

As at February 28, 2022, the following warrants are outstanding and exercisable:

Weighted average exercise price	Weighted Average Life (Years)	Number of warrants outstanding & exercisable	Expiry date
$ 0.25	0.35	10,191,828	July 7, 2022
$ 0.25	0.35	10,191,828	

10. CAPITAL DISCLOSURE

The Company considers its capital structure to include the net residual equity of all assets, less liabilities. Capital is comprised of the Company's equity and any debt that it may issue. The Company's objectives when managing capital are to (i) maintain sufficient working capital to meet current financial obligations and continue as a going concern; (ii) maintain a capital structure to allow the Company to raise equity funding to finance its capital expenditures and acquisition activities; (iii) maintain creditworthiness and maximize returns for shareholders over the long term; (iv) maintain capital above minimum regulatory levels, current financial strength rating requirements and internally determined capital guidelines and calculated risk management levels.

The Company's financial strategy is formulated and adapted according to market conditions in order to maintain a flexible capital structure that is consistent with its objectives and the risk characteristics of its underlying assets. The Company manages its capital structure and makes adjustments to it in light of changes in economic circumstances. The capital for expansion was mostly from proceeds from the issuance of common shares and debt. The net proceeds raised will be used to fund the Company's working capital. There were no changes to the way the Company manages its capital during the year ended February 28, 2022.

11. FINANCIAL INSTRUMENTS AND RISKS

Fair values

Under IFRS, a three-level hierarchy that reflects the significance of inputs used in making fair value adjustments is required. The three levels of the fair value hierarchy are as follows:

a) Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
b) Level 2 – Inputs other than quoted prices that are observable for assets or liabilities, either directly or indirectly; and
c) Level 3 – Inputs for assets or liabilities that are not based on observable market data.

The Company does not have any financial assets or liabilities measured subsequently at fair value.

All financial assets and liabilities approximate their fair value due to the short term nature of these instruments.

The Company's financial instruments are exposed to certain financial risks, including credit risk, interest rate risk, market risk, liquidity risk and currency risk.

Credit risk

Credit risk is the risk of financial loss to the Company if a counter party to a financial instrument fails to meet its contractual obligation. The Company's exposure to credit risk includes cash and receivables.

The Company reduces its credit risk by maintaining its bank accounts at large international financial institutions. The Company's amounts receivable consist primarily of GST receivable due from federal government agencies, and shared office costs.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations as they become due. The Company's ability to continue as a going concern is dependent on management's ability to raise the required funding through future equity issuances. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. Management and the Board of Directors are actively involved in the review, planning and approval of significant expenditures and commitments. At February 28, 2022, the Company had cash of $1,012 (February 28, 2021– $5,202), which is insufficient to settle current liabilities of $418,373 (February 28, 2021 - $931,978).

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity prices.

Currency risk

Currency risk is the risk to the Company's earnings that arises from fluctuations of foreign exchange rates and the degree of volatility of these rates. The Company does not use derivative instruments to reduce its exposure to foreign currency risk.

The Company may have transactions that are denominated in US dollars. These transactions pose potential currency risks and may have a significant impact on the Company.

Based on the net exposures at February 28, 2022, and assuming that all other variables remain constant, a 10% depreciation or appreciation of the Canadian dollar against the US dollar would not have a significant impact on the Company's net loss and comprehensive loss.

(Expressed in Canadian dollars)

11. FINANCIAL INSTRUMENTS AND RISKS (cont'd…)

Interest rate risk

Interest rate risk arises from changes in market rates of interest that could adversely affect the Company. The Company's current exposure to interest rate risk is limited to its cash and cash equivalents yielding interest income at varying rates. The Company's interest obligations on its credit facility, loan payable and certain accounts payable balances, are fixed. The Company's current exposure to interest rate risk is insignificant.

Commodity risk

The Company is exposed to price risk with respect to commodity prices. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors the commodity prices of precious metals, and the stock market to determine the appropriate course of action to be taken by the Company. The Company's current exposure to commodity rate risk is insignificant.

12. RELATED PARTY TRANSACTIONS

The amounts due to related parties are amounts due to officers and directors of the Company. The balances are unsecured, non-interest bearing and have no specific terms for repayment. These transactions are in the normal course of operations.

Due to related parties		February 28, 2022		February 28, 2021
Former President	$	-	$	120,202
Former CEOs		42,826		256,641
Former CFO		-		48,384
CEO		4,000		7,500
Directors		30,000		15,000
Total	$	76,826	$	447,727

During the years ended February 28, 2022 and 2021, the Company paid or accrued management and consulting fees to its officers and directors as follows:

Management fees		Years ended		
		February 28, 2022		February 28, 2021
CEO	$	7,500	$	7,500
Directors		15,000		15,000
	$	22,500	$	22,500

Consulting fees		Years ended		
		February 28, 2022		February 28, 2021
Former President	$	-	$	59,000
CFO		55,000		-
	$	55,000	$	59,000

(Expressed in Canadian dollars)

13. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

The significant non-cash transactions for the year ended February 28, 2022:

a) Issuance of finders' warrants with a total value of $27,059;
b) Included in exploration and evaluation assets is $9,500 which relates to accounts payable and accrued liabilities; and
c) Issued 1,666,668 units of the Company valued at $200,000 to settle debts in the amount of $200,000.

The significant non-cash transactions for the year ended February 28, 2021:

a) Reallocation of fair value of options expired: $6,527; and
b) Reallocation of fair value of warrants expired: $134,797.

14. INCOME TAXES

The significant components of the Company's deferred tax assets that have not been included on the consolidated statement of financial position are as follows:

A reconciliation of income taxes at statutory rates with the reported taxes is as follows:

		2022		2021
Loss for the year	$	(838,635)	$	(284,689)
Expected income tax (recovery)	$	(226,000)	$	(77,000)
Change in statutory, foreign tax, foreign exchange rates and other		-		-
Permanent differences		73,000		1,000
Share issue cost		(15,000)		-
Adjustment to prior years provision versus statutory tax returns and e		214,000		16,000
Change in unrecognized deductible temporary differences		(46,000)		60,000
Total income tax expense (recovery)	**$**	**-**	**$**	**-**

The significant components of the Company's deferred tax assets that have not been included on the consolidated statement of financial position are as follows:

		2022		2021
Deferred tax assets (liabilities)				
Exploration and evaluation assets	$	32,000	$	32,000
Property and equipment		3,000		3,000
Share issue costs		21,000		21,000
Allowable capital losses		-		199,000
Non-capital losses available for future period		1,957,000		1,804,000
		2,013,000		2,059,000
Unrecognized deferred tax assets		(2,013,000)		(2,059,000)
Net deferred tax assets	**$**	**-**	**$**	**-**

(Expressed in Canadian dollars)

14. INCOME TAXES (cont'd…)

The significant components of the Company's temporary differences, unused tax credits and unused tax losses that have not been included on the consolidated statement of financial position are as follows:

		2022	Expiry Date Range		2021	Expiry Date Range
Temporary Differences						
Exploration and evaluation assets	$	108,000	No expiry date	$	120,000	No expiry date
Investment tax credit		4,000	2021 to 2041		-	No expiry date
Property and equipment		10,000	No expiry date		10,000	No expiry date
Share issue costs		77,000	2042 to 2047		79,000	2042 to 2043
Allowable capital losses		-	No expiry date		735,000	No expiry date
Non-capital losses available for future periods		7,250,000	2032 to 2042		6,681,000	2032 to 2041
Canada		7,250,000	2032 to 2042		6,681,000	2032 to 2041

Tax attributes are subject to review, and potential adjustment, by tax authorities.

15. SUBSEQUENT EVENTS

a) The Company closed a non-brokered private placement consisting of 3,050,000 units at $0.20 per unit for aggregate gross proceeds of $610,000. Each unit consists of one common share of the Company and one half of a common share purchase warrant. Each full warrant is exercisable for an additional common share of the Company at $0.30 for a two year period. In connection with the private placement, the Company paid cash finders' fees of $28,800 and issued 144,000 finders' warrants. Each finders' warrant entitles the holder to purchase one common share of the Company at a price of $0.30 for a period of 24 months.

b) The Company issued 680,000 shares of the Company for proceeds of $170,000 from the exercise of warrants.