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**FANCAMP EXPLORATION LTD.**

**Condensed Interim Consolidated Financial Statements**

**For the nine months ended January 31, 2023 and 2022**

(Unaudited - Expressed in Canadian Dollars)

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*The accompanying unaudited condensed interim financial statements of Fancamp Exploration Ltd. for the nine months ended January 31, 2023, have been prepared by management and approved by the Audit Committee and the Board of Directors of the Company. These condensed interim financial statements have not been reviewed by the Company's external auditor.*

**FANCAMP EXPLORATION LTD.**  
**CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**

Expressed in Canadian Dollars

	January 31 <u>2023</u>	April 30 <u>2022</u>
<b>Assets</b>		
<b>Current Assets</b>		
Cash	\$ 4,871,339	\$ 5,462,839
Marketable Securities (Note 5)	21,440,044	22,808,265
Other Receivable (Note 6)	50,050	50
Sales Taxes Refundable	84,397	136,760
Investment Tax Credits Receivable	94	26,878
Accrued Mining Duty Receivable	5,529	5,529
Prepaid Expenses	54,901	81,820
	<u>26,506,354</u>	<u>28,522,141</u>
<b>Non-Current Assets</b>		
Equipment	9,923	3,624
Investments in Associates (Note 7)	20,143,296	
Exploration and Evaluation Assets (Note 9)	8,088,345	13,151,637
	<u>28,241,564</u>	<u>16,779,288</u>
<b>Total Assets</b>	<b><u>\$ 54,747,919</u></b>	<b><u>\$ 41,677,402</u></b>
<b>Liabilities</b>		
<b>Current Liabilities</b>		
Accounts Payable and Accrued Liabilities	\$ 193,033	\$ 300,598
Due to Related Parties (Note 11)	391,338	406,190
Pilot Plant Grant Obligation (Note 8)	144,187	144,187
	<u>728,558</u>	<u>850,975</u>
<b>Non-Current Liabilities</b>		
Deferred Tax Liabilities	3,266,484	3,266,484
Deferred Quebec Mining Duties	357,693	357,693
	<u>3,624,177</u>	<u>3,624,177</u>
<b>Total Liabilities</b>	<b><u>4,352,735</u></b>	<b><u>4,475,152</u></b>
<b>Equity</b>		
Share Capital (Note 10)	41,600,664	41,600,664
Contributed Surplus	14,519,092	14,500,742
Deficit	(5,629,972)	(18,805,886)
<b>Equity Attributable to Equity Holders of Parent</b>	<b><u>50,489,784</u></b>	<b><u>37,295,520</u></b>
Non-controlling Interest	(94,599)	(93,270)
<b>Total Equity</b>	<b><u>50,395,185</u></b>	<b><u>37,202,250</u></b>
<b>Total Liabilities and Equity</b>	<b><u>\$ 54,747,919</u></b>	<b><u>\$ 41,677,402</u></b>

Contingencies (Note 14)

Subsequent events (Note 15)

On behalf of the Board, approved on March 31, 2023:

**"Rajesh Sharma"**  
CEO

**"Mark Billings"**  
Director

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

**FANCAMP EXPLORATION LTD.**  
**CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS**

Expressed in Canadian Dollars, except share amounts

	Three Months Ended January 31, 2023	Nine Months Ended January 31, 2023	Three Months Ended January 31, 2022	Nine Months Ended January 31, 2022
<b>Expenses</b>				
Accounting and Audit	50,225	125,150	18,500	99,560
Directors and Committee Fees (Note 11)	30,000	90,000	42,000	248,500
Field Administration	52,573	148,869	37,987	107,665
Insurance	7,079	21,237	9,687	33,524
Interest Expenses and Bank Charges	434	1,105	516	3,309
Investor Relations	15,000	48,000	-	-
Legal Fees	306,476	637,728	251,519	1,455,412
Management and Consulting	72,850	265,525	159,305	824,922
Marketing and Promotion	0	13,706	-	-
Mineral Property Sundry Expenses	6,603	7,682	(36,324)	(38,266)
New Project Examinations	0	0	-	254,200
Office Rent, Supplies and Services	12,169	42,752	5,089	333,815
Patent Expense (Note 8)	845	5,055	-	18,307
Share Transfer, Listing and Filing Fees	6,411	16,145	3,298	36,002
Stock Based Compensation (Note 10)	6,117	18,350	1,177,284	1,177,284
Technical Fees and Process Development	24,000	72,000	9,200	24,820
Trade Shows and Presentations	801	5,876	-	5,000
Travel and Accommodations	25,750	42,875	27,412	30,698
Wages, Salaries, Payroll Expenses	1,685	6,474	-	-
<b>Total Expenses</b>	<b>619,018</b>	<b>1,568,529</b>	<b>1,705,473</b>	<b>4,614,752</b>
<b>Net Loss from Operations</b>	<b>(619,018)</b>	<b>(1,568,529)</b>	<b>(1,705,473)</b>	<b>(4,614,752)</b>
Gain from Sale of Mineral Property and Royalty Interests (Note 9)	-	12,572,796	317,070	1,060,851
Impairment of Exploration and Evaluation Assets (Note 9)	-	(28,527)	-	(20,375)
Interest Income	529,970	554,056	-	-
Dividends Received on Investments (Note 5)	310,000	620,000	-	-
Equity Interest Gain (Loss)	(182,809)	(295,649)	-	-
(Loss) Gain on Marketable Securities (Note 5)	273,990	273,240	-	-
Unrealized (Loss) Gain on Marketable Securities (Note 5)	8,785,362	1,047,199	4,189,219	(2,880,522)
<b>Net (Loss) Income before Taxes</b>	<b>9,097,495</b>	<b>13,174,586</b>	<b>2,800,816</b>	<b>(6,454,798)</b>
Deferred Tax Recovery (Expense)	-	-	-	1,689
<b>Net (Loss) Income and Comprehensive (Loss) Income for the Period</b>	<b>9,097,495</b>	<b>13,174,586</b>	<b>2,800,816</b>	<b>(6,453,109)</b>
<b>Net (Loss) Income and Comprehensive (Loss) Income Attributable to:</b>				
Equity Shareholders of the Company	9,097,706	13,175,915	2,800,825	(6,452,066)
Non-controlling Interests	(211)	(1,329)	(9)	(1,043)
	<b>\$ 9,097,495</b>	<b>\$ 13,174,586</b>	<b>\$ 2,800,816</b>	<b>\$ (6,453,109)</b>
Net Gain (Loss) Per Share - Basic and Diluted		\$ 0.07		\$ (0.04)
Weighted Average Number of Shares Outstanding - Basic		176,518,296		173,276,652
Weighted Average Number of Shares Outstanding - Fully Diluted		176,518,296		173,300,652

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

**FANCAMP EXPLORATION LTD.**  
**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**

Express in Canadian Dollars, except share amounts

	Number of Shares	Capital Stock \$	Contributed Surplus \$	Income (Deficit) \$	Total \$	Non- controlling Interest \$	Total equity \$
<b>Balance, April 30, 2021</b>	166,318,296	39,716,817	13,987,587	(14,480,045)	39,224,359	(92,018)	39,132,341
Shares Issued for Exercise of Options (Note 10)	10,200,000	1,115,000	-	-	1,115,000		1,115,000
Net Income (Loss) for the Period	-	-	-	(114,468)	(114,468)	(33)	(114,501)
<b>Balance, July 31, 2021</b>	176,518,296	40,831,817	13,987,587	(14,594,513)	40,224,891	(92,051)	40,132,840
Net Income (Loss) for the Period	-	-	-	(9,138,423)	(9,138,423)	(1,001)	(9,139,424)
<b>Balance, October 31, 2021</b>	176,518,296	40,831,817	13,987,587	(23,732,935)	31,086,468	(93,052)	30,993,416
Stock Based Compensation	-	-	1,177,284	-	1,177,284	-	1,177,284
Net Income (Loss) for the Period	-	-	-	2,800,825	2,800,825	(9)	2,800,816
<b>Balance, January 31, 2022</b>	176,518,296	40,831,817	15,164,871	(20,932,110)	35,064,578	(93,061)	34,971,516
<b>Balance, April 30, 2022</b>	176,518,296	41,600,664	14,500,742	(18,805,886)	37,295,520	(93,270)	37,202,250
Stock Based Compensation	-	-	6,117	-	6,117	-	6,117
Net Income (Loss) for the Period	-	-	-	(5,837,846)	(5,837,846)	(10)	(5,837,856)
<b>Balance, July 31, 2022</b>	176,518,296	41,600,664	14,506,859	(24,643,731)	31,463,792	(93,280)	31,370,512
Stock Based Compensation	-	-	6,117	-	6,117	-	6,117
Net Income (Loss) for the Period	-	-	-	9,916,055	9,916,055	(1,108)	9,914,947
<b>Balance, October 31, 2022</b>	176,518,296	41,600,664	14,512,975	(14,727,677)	41,385,962	(94,388)	41,291,574
Stock Based Compensation	-	-	6,117	-	6,117	-	6,117
Net Income (Loss) for the Period	-	-	-	9,097,706	9,097,706	(211)	9,097,495
<b>Balance, January 31, 2023</b>	176,518,296	41,600,664	14,519,092	(5,629,972)	50,489,784	(94,599)	50,395,185

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

**FANCAMP EXPLORATION LTD.**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**

Expressed in Canada Dollars

	Nine Months Ended <u>January 31, 2023</u>	Nine Months Ended <u>January 31, 2022</u>
<b>Operating Activities</b>		
Net Income (Loss) for the Period	\$ 13,174,586	\$ (6,453,109)
Items Not Affecting Cash in the Period		
Impairment of Exploration and Evaluation Assets	28,527	20,375
Sale of Mineral Property and Royalty Interests	5,698,938	(1,060,851)
Investment in Associates	(18,486,496)	-
Stock Based Compensation	18,350	1,177,284
(Gain) Loss from Disposal of Marketable Securities	(273,240)	-
Unrealized Loss (Gain) on Investments	(1,047,199)	2,880,522
	(886,534)	(3,435,779)
Changes in Non-Cash Working Capital Items		
Sales Tax Refundable	52,363	46,460
ITC's, Mining Duties Receivable	26,784	44,544
Prepaid Expenses	26,919	64,124
Accounts Receivable	(50,000)	-
Accounts Payable and Accrued Liabilities	(107,565)	(412,680)
Due to Related Parties	(14,852)	(24,210)
	(952,885)	(3,717,541)
<b>Investing Activities</b>		
Purchase of Marketable Securities	-	(2,443,200)
Purchase of Equipment	(6,299)	-
Investment in Associates	(1,500,000)	-
Exploration and Evaluation Assets	(714,173)	(240,069)
<b>Total Investing Activities</b>	<b>(2,220,472)</b>	<b>(2,683,269)</b>
<b>Financing Activities</b>		
Shares issued for Cash , net of Share Issuance Costs	-	1,115,000
Sale of Marketable Securities	2,531,860	-
Sale of Mineral Property and Royalty Interests	50,000	1,346,772
<b>Total Financing Activities</b>	<b>2,581,860</b>	<b>2,461,772</b>
(Decrease) Increase in Cash	(591,496)	(3,939,038)
Cash, Beginning of the Period	5,462,839	10,357,784
<b>Cash, End of the Period</b>	<b>\$ 4,871,339</b>	<b>\$ 6,418,743</b>

**Supplementary Disclosure of Non-Cash Financing and Investing Activities**

Shares Issued on the Acquisition of a Mineral Property	\$ -	\$ -
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(The accompanying notes are an integral part of these consolidated financial statements)



## **Note 1 – Nature and Continuance of Operations**

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Fancamp Exploration Ltd. (the “Company” or “Fancamp”) was incorporated under the laws of the Province of British Columbia. The Company owns interests in mineral properties in the Provinces of Ontario, Quebec and New Brunswick, Canada. Fancamp is an exploration stage enterprise in the business of mineral exploration. It is in the process of exploring its mineral properties interests and has not yet determined whether these properties contain ore reserves that are economically recoverable. The address of its head office is 7290 Gray Avenue, Burnaby, BC, V5J 3Z2 and registered office is 19<sup>th</sup> Floor, 885 West Georgia Street, Vancouver, B.C. V6C 3H4. The Company’s financial year end is April 30. The Company’s consolidated financial statements for the nine months ended January 31, 2023 were approved by the Board of Directors on March 31, 2023.

In March 2020, the World Health Organization declared the outbreak of a novel coronavirus (COVID-19) as a pandemic. The Company has not yet experienced a material negative impact to its business, results of operations, or financial position as a result of COVID-19. The future financial effects to the Company, if any, of COVID-19 cannot be reasonably estimated at this time.

## **Note 2 – Basis of Presentation**

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### **Statement of Compliance**

These consolidated financial statements 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”). These consolidated financial statements are presented in Canadian dollars unless otherwise noted.

### **Basis of Consolidation**

The consolidated financial statements include the accounts of the Company and its federally incorporated, 96% owned subsidiary, The Magpie Mines Inc. (the “Subsidiary” or “Magpie”) and 100% owned subsidiary, FNC Technologies Inc. The functional currency of these two subsidiaries is Canadian \$’s and all significant intercompany balances and transactions were eliminated on consolidation.

### **Basis of Measurement**

These financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair value, as explained in the accounting policies set out in Note 3 of the Company’s annual audited financial statements for the year ended April 30, 2022.

## **Note 3 – Significant Accounting Policies**

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The preparation of consolidated financial statements in conformity with IFRS requires management to make judgment, estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of commitments and contingencies at the date of the consolidated financial statements and the reported amount of expenses during the period. 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. Actual results may differ from these estimates. The areas involving significant estimates and judgements have been set out in Note 3 of the Company’s annual audited financial statements for the year ended April 30, 2022 and detailed below.

### **Investment in Associates**

An associate is an entity over which the Company has significant influence and which is neither a subsidiary nor a joint venture. Significant influence is the power to participate in the financial and



### **Note 3 – Significant Accounting Policies - Continued**

operating policy decisions of the investee but is not control or joint control over those policies. Significant influence is presumed to exist when the Company holds between 20% and 50% of the voting power of another entity, but can also arise where the Company holds less than 20% if it has the power to be actively involved and influential in policy decision affecting the entity.

An investment in associate is accounted for using the equity method. Under the equity method, investments in associates are carried in the statement of financial position at cost adjusted for post-acquisition changes in the Company's share of net assets of the associates, less any impairment losses. Losses in an associate in excess of the Company's interest in that associate are recognized only to the extent that the Company has incurred a legal or constructive obligation to make payments on behalf of the associate. Unrealized profits or losses on transactions between the Company and an associate are eliminated to the extent of the Company's interest therein.

At the end of each reporting period, the Company assesses whether there is any evidence that an investment in associate is impaired. This assessment is generally made with reference to the timing of exploration work, work programs proposed, exploration results achieved, and an assessment of the likely results to be achieved from performance of further exploration by the associate. When there is evidence that an investment in associate is impaired, the carrying amount of such investment is compared to its recoverable amount. If the recoverable amount of an investment in associate is less than its carrying amount, the carrying amount is reduced to its recoverable amount and an impairment loss, being the excess of carrying amount over the recoverable amount, is recognized in the period of impairment. When an impairment loss reverses in a subsequent period, the carrying amount of the investment in associate is increased to the revised estimate of recoverable amount to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined has an impairment loss not been previously recognized. A reversal of an impairment loss is recognized in net earnings in the period the reversal occurs.

Significant accounting policies used in the preparation of these consolidated interim financial statements are consistent with those of the previous financial year and have been consistently applied to all years presented.

### **Note 4 –Future Accounting Changes**

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods commencing on or after May 1, 2022. All future accounting changes are either not applicable or do not have a significant impact to the Company and have been excluded.

### **Note 5 – Marketable Securities**

The Company holds shares and warrants in various public companies throughout the mining industry. During the nine months ended January 31, 2023, these shares and warrants were fair valued and this resulted in an unrealized gain of \$1,047,199 (2022 – unrealized loss of \$2,880,522). During the nine months ended January 31, 2023, the Company disposed of some marketable securities resulting in a gain of \$273,240 (2022 \$nil).

The shares in various public companies are classified as FVTPL and are recorded at fair value using the quoted market price as at January 31, 2023 and are therefore classified as level 1 within the fair value hierarchy.



### Note 5 – Marketable Securities - Continued

The warrants in various public companies are classified as FVTPL and are recorded at fair value using a Black-Scholes option pricing model with observable inputs and are therefore classified as level 2 within the fair value hierarchy.

The shares in the private company are classified as FVTPL and are recorded at fair value using market inputs, estimates and assumptions that are, as far as possible, consistent with observable data that market participants would use in pricing the instrument as at January 31, 2023 and are therefore classified as level 3 within the fair value hierarchy.

The following table summarizes information regarding the Company's marketable securities as at January 31, 2023 and 2022:

	<u>2023</u>	<u>2022</u>
Balance at beginning of year, April 30	22,808,265	20,668,289
Additions	-	2,773,200
Disposals	(2,531,860)	-
Realized gain/(loss)	273,240	-
Unrealized gain/(loss)	<u>890,399</u>	<u>(2,880,522)</u>
Balance at end of period, January 31	<u>21,440,044</u>	<u>20,560,967</u>

- i) The Company held 1,000,000 common shares of Beauce Gold Fields Inc. at January 31, 2023 (2022 - 1,000,000). The common shares were valued at a per share quoted market price of \$0.075 at January 31, 2023 (2022 - \$0.10).
- ii) The Company held 2,750,000 common shares of Champion Iron Limited at January 31, 2023 (2022 – 3,100,000 common shares). These common shares were valued at a per share quoted market price of \$6.84 at January 31, 2023 (2022 - \$5.61). During the period ended January 31, 2023, the Company received a total of \$620,000 cash dividends from Champion Iron Limited.
- iii) The Company held 1,250 common shares of Iconic Minerals Ltd. at January 31, 2023 (2022 – 1,250 common shares). The common shares were valued at a per share quoted market price of \$0.115 at January 31, 2023 (2022 - \$0.165).
- iv) The Company held 4,480,000 common shares of KWG Resources Inc. at January 31, 2023 (2022 – 4,564,000 common shares) and 159,783 multiple voting shares of KWG Resources Inc. at January 31, 2023 (2022 – Nil). These shares have been included in Investment in Associates and are now accounted for using the equity method.
- v) The Company held 208 common shares of RT Minerals Inc. at January 31, 2023 (2022 – 208 common shares). These common shares were valued at a per share quoted market price of \$0.015 at January 31, 2023 (2022 - \$0.04).
- vi) The Company held 450,000 common shares of St-Georges Eco-Mining Corp. at January 31, 2023 (2022 – 450,000 common shares). These common shares were valued at a per share quoted market price of \$0.195 at January 31, 2023 (2022 - \$0.42).





### Note 5 – Marketable Securities – Continued

- vii) The Company held 45,650 common shares of ZeU Crypto Networks Inc. at January 31, 2023 (2022 – 45,650) pursuant to the spin-out from St-Georges Eco-Mining Corp. These common shares were valued at a per share quoted market price of \$0.04 at January 31, 2023 (2022 – \$0.35).
- viii) The Company held 2,348,485 common shares of EDM Resources Inc. at January 31, 2023 (2022- 2,348,485). These common shares were valued at a per share quoted market price of \$0.58 at January 31, 2023 (2022 - \$0.65).
- ix) The Company held 1,500,000 common shares of Vision Lithium Inc. pursuant to the sale of the Wells property. These common shares were valued at a per share quoted market price of \$0.14 at January 31, 2023 (2022-Nil).
- x) The Company held 8,932,000 common shares of NeoTerrex Corporation, a private company, acquired through private placement. These common shares were fair valued at \$0.10 at January 31, 2023 (2022-n/a).

### Note 6 – Other Receivables

	January 31, 2023	January 31, 2022
	\$	\$
Other Receivables	50,050	50
	50,050	50
Allowance for doubtful accounts	-	-
	50,050	50

### Note 7 – Investment in Associates

On September 1, 2022, the Company completed a transaction to transfer its rights, title and interests in the Koper Lake-McFaulds property and a one-time payment of \$1,500,000 to KWG Resources Inc. (“KWG”) The consideration consisted of: the issuance by KWG of a Secured Convertible Promissory Note in the principal amount of \$34,500,000; the issuance by KWG of Warrants to purchase a total of 4,044,453 multiple voting shares; and the grant by KWG of a 2.0% net smelter return royalty (1/4 of which may be purchased by KWG at any time for \$5,000,000 and the next 1/4 of which is subject to a right of refusal in favor of KWG) on any direct or indirect interest in the mining claims held by KWG on and after September 1, 2022.

The Secured Convertible Promissory Note has a four-year term maturing on September 1, 2026, which maturity date may on certain conditions be extended by KWG on at least six months’ notice for an additional period of up to one year. The \$34,500,000 principal amount of the Secured Convertible Promissory Note is currently convertible at \$4.6916 per multiple voting share of KWG (each, a “MVS”) into 7,353,568 MVS (increasing to 7,703,816 MVS at \$4.4783 per MVS on September 1, 2023 and further increasing to 8,088,908 MVS at \$4.2651 per MVS (the “Base Conversion Price”) on September 1, 2024 (subject to further adjustment in certain circumstances)) and bearing interest in quarterly instalments at a rate of 6% per annum, payable at the option of KWG in cash or in MVS at the volume weighted average trading price for the five trading days prior to the interest payment date. KWG has the right to repay the principal amount in cash in whole or in part at any time on 30 days’ notice (subject to the Company’s right to convert into MVS at the Base Conversion Price during the notice period prior to payment in cash).



### **Note 7 – Investment in Associates - Continued**

The Warrants are currently exercisable to purchase 4,044,453 MVS at \$4.6916 per share (decreasing to \$4.4783 per share on September 1, 2023 and to the Base Conversion Price of \$4.2651 per share on September 1, 2024 and for the rest of the term, subject to adjustment in certain circumstances).

During the period, the Company received 159,783 multiple voting shares, at a deemed price of \$3.1944 per share for payment of the first quarterly interest payment on the Secured Convertible Promissory Note.

### **Note 8 – Patent and Process Development, Pilot Plant**

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#### The Magpie Mines Inc.

The Company has been in the process of obtaining exclusive rights for licensing patent(s) for the two-stage leaching process.

The Company received \$1,094,187 from Sustainable Development Technology Canada ("SDTC") for the development of a pilot plant to test the "Magpie Process" ("Project"). In January 2019, SDTC was notified that the Company decided to terminate the Project. The full amount of the grant received, which is subject to repayment, has been recorded as pilot plant grant obligation on the consolidated statements of financial position as at April 30, 2019 and 2020. During the year ended April 30, 2019, the Company decided to set aside proprietary process under the patent applications and therefore fully impaired cost of \$402,724 in connection with expenditures incurred for the application of these patents. On May 14, 2020 the Company received notification from SDTC, that pursuant to the suspended development of the Project, SDTC invoked its right to be reimbursed the \$1,094,187 Project contribution. SDTC has requested reimbursement to be made on or before June 1, 2020. On May 29, 2020, the Company repaid \$950,000 to SDTC, and the balance of \$144,187 remains outstanding.

Please also refer to Note 13 on details of claims related to this patent.

#### FNC Technologies Inc.

In May 2020, the Company formed a wholly owned subsidiary, FNC Technologies Inc. FNC Technologies will hold a 50% interest (NSGI Non-Ferrous Metals Inc. 50%) in provisional patents in the United States of America and Internationally.

### **Note 9 – Exploration and Evaluation Assets**

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The Company's active mineral exploration properties' interests are detailed below and in Schedule I – Summary of Deferred Costs on Exploration and Evaluation Assets. Please see details of exploration cost balance for the nine months ended January 31, 2023 and 2022 at Schedule II - Exploration Expenditures on Exploration Assets.

#### **(a) 100% owned claims in the Province of New Brunswick**

The Company has a 100% ownership interest in claims in the Province of New Brunswick, notably, Becajumeac Lake and Piskhegan.

#### **(b) 100% owned claims in the Province of Quebec**

The Company has a 100% ownership interest in numerous claims in the Province of Quebec, including the Abitibi Group, Beauce Main BVB, Beauce Timrod, Clinton, DiLeo Lake, Grasset Laforest, Gaspé Bay Group, Grevet, Harvey Hill, Jim Lake, Kinross, Lac Baude Baril, Lac Claire, Langevin, Lynch Lake,



## **Note 9 – Exploration and Evaluation Assets - Continued**

Magpie, Risborough, Sheen, St. Ferdinand, Stoke and Timbrell properties. Certain of the properties are subject to the following royalties or option agreements:

### **Lac Lamelee**

On July 8, 2021, the Company entered into a royalty purchase agreement with Champion Iron Limited, whereby Champion acquired 100% ownership interest in the 32 claim Lac Lamêlée property along with the 3.0% Net Smelter Return royalty and the 1.5% Net Smelter Return royalty interest in the O’Keefe-Purdy, Harvey-Tuttle, Bellechasse, Oil Can, Fire Lake North Consolidated, Peppler Lake and Moiré Lake properties (“Fremont Properties”). Fancamp received consideration of \$1.3 million in cash, plus certain future finite production payments payable once certain iron ore production thresholds have been reached with respect to iron ore production from the Fermont Properties. The Company recorded a gain of \$697,009 on the sale.

### **Magpie**

In fiscal 2016, as part of an asset acquisition, the Company acquired a 100% interest in 70 mineral claims in the Province of Quebec. The Company currently holds 100% interest in 44 mining claims, as well as a 2% NSR attached to some of the claims. During the year ended April 30, 2019, an impairment loss of \$1,947,725 was recorded and the claims continue to be maintained

### **Stoke Mountain**

The Company has earned a 100% interest in 44 claim units located in the Eastern Townships of Quebec. The Optionor retains a 2% NSR, of which 1% may be bought back for \$1,000,000.

The Company currently holds 115 claim units, including others that were acquired by staking.

### **(c) 100% owned claims in the Province of Ontario**

The Company has a 100% ownership interest in numerous claims in the Province of Ontario, including Cunningham, Dorothy, Desolation Lake and Mallard Heenan. Certain of the properties are subject to the following royalties or option agreements:

#### **Cunningham**

In June 2018 the Company entered into a purchase agreement to acquire 24 claim units located in the western central part of Cunningham Township, Ontario. The Company may earn a 100% interest by:

- (i) paying a total advance royalty of \$25,000 to the Vendor over 5 years (\$25,000 paid)
- (ii) issuing a total of 100,000 common shares (issued)

The Optionor will retain a 2% NSR, of which 1% may be bought back for \$1,000,000.

In January, 2019 the Company entered into a purchase agreement to acquire 185 claim units located in the western central part of Cunningham Township, Ontario. The Company may earn a 100% interest by:

- (i) paying a total of \$15,000 to the Vendor over 2 years (\$15,000 paid)
- (ii) issuing a total of 200,000 common shares (issued)

The Optionor will retain a 2% NSR, of which 1% may be bought back for \$1,000,000.



### **Note 9 – Exploration and Evaluation Assets - Continued**

The Company has written down this property, including 7 additional claims acquired by staking, as exploration has been discontinued.

#### **Dorothy**

In June 2018 the Company entered into a purchase agreement to acquire 67 claim units located in the NE corner of Megissi Township, Ontario. The Company may earn a 100% interest by:

- (i) paying a total advance royalty of \$62,500 to the Vendor over 5 years (\$62,500 paid)
- (ii) issuing a total of 250,000 common shares (issued)

The Optionor will retain a 2% NSR, of which 1% may be bought back for \$1,000,000.

The Company has written off its exploration costs to date but intends to maintain the property for future consideration.

#### **Mallard Heenan**

In January and February 2018, the Company entered into purchase agreements to acquire 26 claim units located in the Swayze greenstone belt, southwest of Timmins, Ontario. The Company may earn a 100% interest by:

- (i) paying a total advance royalty of \$150,000 to the Vendors over 5 years (\$150,000 paid)
- (ii) issuing a total of 1,250,000 common shares (issued)
- (iii) spending \$225,000 on exploration and development over two years (incurred)

The Optionors of 23 claims will retain a 2% NSR, of which 1% may be bought back within 7 years for \$1,000,000, and the Optionors of 2 claims will retain a 1.5% NSR, of which 1% may be bought back within 7 years for \$1,000,000.

In December 2018 the Company entered into a purchase agreement to acquire 2 claim units located in the Swayze greenstone belt, southwest of Timmins, Ontario. The Company may earn a 100% interest by:

- (i) paying a total of \$6,000 to the Vendors (paid)
- (ii) issuing a total of 100,000 common shares (issued)

The Optionor will retain a 0.5% NSR.

#### **Koper Lake - McFaulds**

On September 1, 2022, the Company closed the sale of all of the right, title and interests beneficially owned by Fancamp in and to the “Koper Lake-McFaulds” mineral properties, comprised of four (4) “legacy” mining claims that cover approximately four (4) square kilometers, overlying the axis of the Ring of Fire intrusion, host to all the known chromite deposits located within the “Ring of Fire” in the Province of Ontario, to KW Resources Inc.

The consideration paid by KWG to Fancamp for the purchase of the Mining Claims and the one-time payment by Fancamp to KWG of C\$1,500,000 consisted of: (a) the issuance by KWG to Fancamp of a secured convertible promissory note in the principal amount of C\$34.5 million; (b) the issuance by KWG to Fancamp of warrants to purchase a total of 4,044,453 multiple voting shares of KWG; and (c) the grant by KWG to Fancamp of a 2.0% net smelter return royalty (one-quarter of which may be purchased by



## **Note 9 – Exploration and Evaluation Assets - Continued**

KWG at any time for C\$5 million and the next one-quarter of which is subject to a right of first refusal in favour of KWG) on any direct or indirect interest in the Mining Claims held by KWG on and after the closing date. See Note 7 – Investment in Associates

### **(d) Mineral property royalty interests**

#### **Beauce HPQ claims**

The Company has been granted a 3.5% Gross Metal Royalty on any gold production extracted from the 32 claim block.

#### **Fermont Properties claims**

The Company acquired an additional 1.5% NSR (2015 – 1.5% NSR) in the Fermont properties claims as part of an asset acquisition. This 1.5% NSR was sold to Champion Iron Limited, a non-arm's length party, for \$50,000 in cash and non-interest-bearing promissory note of \$250,000. The Company holds its original 1.5% net smelter royalty on these claims.

On July 8, 2021, the Company entered into a royalty purchase agreement with Champion Iron Limited, whereby Champion acquired 100% ownership interest in the 32 claim Lac Lamêlée property along with the 3.0% Net Smelter Return royalty and the 1.5% Net Smelter Return royalty interest in the O'Keefe-Purdy, Harvey-Tuttle, Bellechasse, Oil Can, Fire Lake North Consolidated, Peppler Lake and Moiré Lake properties ("Fermont Properties"). Fancamp received consideration of \$1.3 million in cash, plus certain future finite production payments payable once certain iron ore production thresholds have been reached with respect to iron ore production from the Fermont Properties.

#### **Johan Beetz claims**

The Company retains a 3.0% net smelter royalty for the first two years of commercial production, increasing to 5% thereafter.

#### **Lac La Blache claims**

The Lac La Blache claims are subject to a royalty interest of 2.0% of net smelter returns, rising to 4% two years following production. On June 7, 2021, the Company received \$46,772 as liquidated settlement of advance royalties owed and this amount was included in the gain from sale of mineral property and royalty interest.

#### **Koper Lake – McFaulds claims**

The Koper-Lake McFaulds claims are subject to a 2.0% net smelter return royalty (one-quarter of which may be purchased by KWG Resources Inc. at any time for C\$5 million and the next one-quarter of which is subject to a right of first refusal in favour of KWG) on any direct or indirect interest in the Mining Claims held by KWG on and after September 1, 2022. See Note 7 – Investment in Associates

#### **Wells claims**

On November 30, 2021, the Company sold its 4 claim Wells property for consideration of 1,500,000 common shares of Vision Lithium Inc. The Company has retained a 2% net smelter return royalty on all mineral production from the property. The Company recorded a gain of \$317,070 on this sale.



## Note 9 – Exploration and Evaluation Assets - Continued

### (e) Impairment of mineral properties interests

During the nine months ended January 31, 2023, the Company has written off/down a total of \$28,527 (2022 - \$20,375) on its exploration and evaluation assets for those properties management determined to be of no further interest.

## Note 10 – Share Capital

### (a) Authorized: Unlimited common shares without par value

#### Issued:

On December 31, 2020, the Company closed a non-brokered private placement of \$1,000,000 through the sale of 6,666,667 flow-through shares. \$45,000 was recorded as share issuance costs. As a result of the flow-through shares being issued at a premium to the market price in recognition of the tax benefits accruing to subscribers, a deferred flow-through premium has been recorded for \$200,000. As the Company incurs eligible expenditures against this liability, the Company reduces the liability at the same premium rate and records this as a flow-through premium recovery on the statement of operations and comprehensive income (loss). The Company renounced \$1,000,000 in favor of investors as at December 31, 2020 (under the “look-back rule”). During the year ended April 30, 2022, the Company has incurred \$1,000,000 of the qualifying expenditures and the liability on flow-through shares as of April 30, 2022 is \$Nil (2021 - \$200,000).

On May 27, 2021, the Company issued 3,700,000 common shares, at a price of \$0.15 per share, 2,000,000 common shares at a price of \$0.10 per share and 4,500,000 common shares at a price of \$0.08, pursuant to the exercise of incentive stock options.

### (b) Share purchase warrants

The following table summarizes the continuity of common share purchase warrants:

	<b>Warrants</b>	<b>Weighted Average Exercise Price</b>
Outstanding April 30, 2021	302,750	\$ 0.09
Expired December 30, 2021	(218,750)	
<b>Outstanding January 31, 2022</b>	<b>84,000</b>	<b>\$ 0.08</b>
Outstanding April 30, 2022	-	
<b>Outstanding January 31, 2023</b>	<b>-</b>	<b>\$ -</b>

As at January 31, 2023, there were Nil common share purchase warrants outstanding:

### (c) Management incentive options

The Company's stock option plan provides for the granting of stock options totaling in aggregate up to 10% of the Company's total number of shares issued and outstanding on a non-diluted basis. The stock option plan provides for the granting of stock options to regular employees and persons providing investor relation services or consulting services up to a limit of 5% and 2% respectively of the Company's total number of issued and outstanding shares per year. The stock options are fully vested on the date of



**Note 10 – Share Capital – Continued**

grant, except stock options granted to consultants or employees performing investor relation activities, which vest over 12 months. The option price must be greater or equal to the discounted market price on the grant date and the option expiry date cannot exceed five years after the grant date.

A summary of the options granted under the Company’s plan as at January 31, 2023 and 2022 and the changes during the year then ended is as follows:

	<u>No. of Options</u>	<u>Weighted average exercise price (\$)</u>
<b>Outstanding, April 30, 2021</b>	13,350,000	0.10
Exercised	(10,200,000)	0.11
Expired	(3,150,000)	0.08
Granted	11,750,000	0.12
<b><u>Outstanding, January 31, 2022</u></b>	<b><u>11,750,000</u></b>	<b><u>0.12</u></b>

	<u>No. of Options</u>	<u>Weighted average exercise price (\$)</u>
<b>Outstanding, April 30, 2022</b>	13,070,000	0.12
Exercised	-	-
Expired	-	-
Granted	-	-
<b><u>Outstanding, January 31, 2023</u></b>	<b><u>13,070,000</u></b>	<b><u>0.12</u></b>

The weighted average remaining contractual life for the management incentive options outstanding as at January 31, 2023 is 3.80 years (2022 – 4.78 years).

The fair value of the options was estimated at the dates of grant using the Black-Scholes option pricing model with the following assumptions:

	<u>2023</u>	<u>2022</u>
Volatility rate	-	122.38%
Risk-free interest rate	-	1.47%
Dividend yield rate	-	0.00%
Weighted average life	-	5 years

Volatility is based on the historic price changes over a term comparable to the remaining life of the option. These grants vest immediately, with the exception of options granted to investors relations personnel which vest over a one-year period. Stock based compensation related to the options granted/vested is \$18,350 (2022 - \$1,177,284).



**Note 10 – Share Capital – Continued**

A summary of stock options outstanding and exercisable is as follows:

Exercise price per share \$	Expiry date	Number of options outstanding and exercisable	
		2023	2022
0.12	November 9, 2026	11,750,000	11,750,000
0.12	February 21, 2027	1,320,000	-
		<u>13,070,000</u>	<u>11,750,000</u>

**Note 11 – Related Party Transactions and Balances**

In accordance with IAS 24, key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any directors (executive and non-executive) of the Company.

Transactions for the period ended January 31:	2023	2022
Management Fees	217,218	290,500
Current and Former Director, Committee Fees	90,000	159,500
Consulting Fees	30,125	10,850
Stock Based Compensation	-	926,798

Balance with related parties as of January 31	2023	2022
	\$	\$
Amounts due to directors and officers	391,338	409,329

Includes \$375,142.60 recorded in The Magpie Mines Inc. See Note 13

Transactions with related parties are measured at the exchange amount of consideration established and agreed to by the related parties.

**Note 12 – Financial Instruments and Financial Risk Management**

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and

Level 3 – Inputs that are not based on observable market data.

The Company's financial instruments consist of cash, marketable securities, other receivables, accounts payable and accrued liabilities, due to related parties and pilot plant grant obligation. The carrying value of cash, trade and other receivables, accounts payable and accrued liabilities, pilot plant grant obligation and due to related party approximate their fair values due to their immediate or short-term maturity. Marketable securities consisting of common shares are recorded at fair value based on the quoted market





## Note 12 – Financial Instruments and Financial Risk Management – Continued

process in active markets at the recording date, which is consistent with Level 1 of the fair value hierarchy. Marketable securities consisting of warrants are recorded at fair value based on a Black-Scholes pricing model consistent with Level 2 of the fair value hierarchy. Marketable securities consisting of common shares in private companies are recorded at fair value based on inputs for the asset or liability that are not based on observable market data, which is consistent with Level 3 of the fair value hierarchy.

The Company is exposed to a variety of financial risks by virtue of its activities, including credit risk, interest rate risk, liquidity risk, foreign currency risk and equity market risk. The Company's objective with respect to risk management is to minimize potential adverse effects on the Company's financial performance. The Board of Directors provides direction and guidance to management with respect to risk management. Management is responsible for establishing controls and procedures to ensure that financial risks are mitigated to acceptable levels.

The following table sets forth the Company's financial assets measured at fair value on a recurring basis by level within the fair value hierarchy as follows:

	<b>January 31, 2023</b>	<b>January 31, 2022</b>
	Marketable Securities	Marketable Securities
	\$	\$
Level 1	20,546,844	19,667,767
Level 2	-	-
Level 3	893,200	893,200

There have been no changes between levels during the period.

### Credit risk

Credit risk is the risk of loss associated with a counter party's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to its cash. The Company manages its credit risk on bank deposits by holding deposits in high credit quality banking institutions in Canada.

### Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient capital to meet liabilities when due after taking into account the Company's holdings of cash that might be raised from equity financings. As at January 31, 2023, the Company had current assets of \$26,506,354 (2022 - \$27,101,830) and current liabilities of \$728,558 (2022 - \$862,024). All of the Company's accounts payable and accrued liabilities have contractual maturities of less than 60 days and are subject to normal trade terms. The Company believes that these sources will be sufficient to cover the expected short and long term cash requirements.

### Market risk

Market risk consists of interest rate risk, foreign currency risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable limits, while maximizing returns. The Company's marketable securities are subject to market risk.

### Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets and liabilities with variable interest rates



### **Note 12 – Financial Instruments and Financial Risk Management - Continued**

expose the Company to interest rate risk with respect to its cash flow. It is management's opinion that the Company is not exposed to significant interest rate risk.

#### **Foreign currency risk**

The Company is not exposed to foreign currency risk on fluctuations considering that its assets and liabilities are stated in Canadian dollars.

#### **Commodity Price 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 minerals are impacted by world economic events that dictate the levels of supply and demand as well as the relationship between the Canadian and United States dollar, as outlined above. As the Company has not yet developed commercial mineral interests, it is not exposed to commodity price risk at this time.

### **Note 13 – Capital Management**

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The Company's objective when managing capital is to maintain investor and market confidence and a flexible capital structure which will allow it to execute on its capital expenditure program, which includes expenditures primarily in the exploration and evaluation assets, which may or may not be successful. Therefore, the Company monitors the level of risk incurred in its capital expenditures to balance the equity in its capital structure.

The Company manages its common shares as capital. As the Company is in the exploration stage, its principal source of funds is from the issuance of common shares. It is the Company's objective to safeguard its ability to continue as a going concern, so that it can continue to explore and develop its projects for the benefit of its stakeholders. No changes were made in the objectives, policies and processes for managing capital during the year. The Company is not subject to any externally imposed capital requirement.

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the exploration and development of its mineral properties. The Board of Directors has not established quantitative capital structure criteria for management, but will review on a regular basis the capital structure of the Company to ensure its appropriateness to the stage of development of the business.

The properties in which the Company currently has interest are in the exploration stage and the Company is dependent on external financing to fund its activities. In order to carry out planned exploration and development and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

In order to facilitate the management of capital and maintenance and development of future mining sites, the Company may issue new equity, incur additional debt, option its properties for cash and/or expenditure commitments from optionees, enter into joint venture arrangements, or dispose of certain assets. The Company's investment policy is to hold cash in interest bearing accounts at high credit quality financial institutions to maximize liquidity. In order to maximize ongoing development efforts, the Company does not pay dividends. The Company expects to continue to raise funds, from time to time, to continue meeting its capital management objectives.



## **Note 14 – Contingencies**

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### The Magpie Mines Inc.

In April 2019, the Company and Magpie (“Defendants”) received a statement of claim relating to liquidated damages for termination of the agreement dated January 1, 2018 whereby a former director (the “Former Officer”) acted as consultant to Fancamp to assist Magpie with mineral engineering research and development activities (the “Agreement”), for alleged unpaid services and for alleged moral and punitive damages, in the aggregate amount of approximately \$933,500 (the “Damages”). The Company has recorded \$375,142.60 in the Due to Related Parties for services rendered. Management has not recognized provision for remaining claimed amount given the conditions to recognize provision were not met.

In June 2019, the Defendants filed a statement of defense in the Ontario Superior Court of Justice whereby they alleged that Former Officer breached his obligations towards the Defendants by misappropriating part of the intellectual property of Magpie through the named company controlled by the Former Officer, and misusing the funds of Magpie, including a grant from Sustainable Development Technology Canada. These actions led to the termination of the Agreement in November 2018.

Based on the facts of the case, Fancamp believes that the litigation instituted by the Plaintiffs is without merit and believes that the Plaintiffs are not entitled to any of the Damages. As such, the Defendants intend to vigorously defend themselves against the Plaintiffs.

Concurrently with the proceedings described above, on July 11, 2019, Fancamp and Magpie filed an Originating Application to Institute Proceedings (the “Originating Application”) against the Former Officer and two named companies controlled by him for damages and declaratory judgment in the Superior Court of Quebec, notably to declare Fancamp/Magpie owner of the intellectual property in dispute and to claim monetary damages they are entitled to. The monetary damages notably cover costs that have been incurred for professional services rendered for the development of the intellectual property with regards to the process for the recovery of high-grade synthetic rutile from low-grade titanium bearing ores of Magpie, costs incurred for the patent applications, costs of third parties that were not authorized and misuse of funds, amounts received as a result of misappropriation of the intellectual property, and loss of profits associated to the commercialization of the intellectual property, in the aggregate amount of approximately \$930,000. On October 19, 2019, this application was dismissed on jurisdictional grounds. This decision does not affect the Company’s ability to pursue their claims by way of a counterclaim in the Ontario action.

As of January 31, 2023, all litigations are still in process.

### Termination of Mr. Smith

On April 1, 2021 the consulting agreement between the Company and Peter H. Smith was terminated with cause. On May 31, 2021, Peter H. Smith filed, by way of a counterclaim, a demand for payout of \$500,000 and an additional \$27,000 for amounts owing. \$27,000 has been accrued as of April 30, 2021 in Due to Related Parties. Management has not recognized provision for remaining claimed amount given the conditions to recognize provision were not met. Fancamp believes that any claim that may be instituted by Peter H. Smith is without merit and that he is not entitled to any damages. The Company intends to vigorously defend its actions.

### Formal Forensic Investigation into Mr. Smith

On May 12, 2021, Fancamp’s Special Committee of Directors (the “Special Committee”), who are disinterested in the ScoZinc Transaction and independent from Mr. Smith, formally launched a forensic



#### **Note 14 – Contingencies - Continued**

investigation into misconduct by Mr. Smith. The Special Committee retained KPMG International Limited to review and report.

##### Civil Law suit Against Mr. Smith

On May 14, 2021, Fancamp filed a civil claim in the British Columbia Supreme Court seeking over \$3,000,000 in damages from Mr. Smith on behalf of our shareholders. The claim was filed to remedy Mr. Smith's long history of wrongdoings detailed in the Company's Information Circular dated June 2, 2021. As the forensic investigation advances, Fancamp may amend the claim to address any further wrongdoings.

##### Application for Safeguard Order Against Mr. Smith

On May 25, 2021, Fancamp filed an Application for a Safeguard Order with the Quebec Superior Court to obtain critical technical and financial information belonging to the Company from Mr. Smith. Despite multiple demands, Mr. Smith, to the detriment of all Fancamp shareholders, has provided few relevant documents and has ignored requests to preserve all the information in his hands and has refused to return:

- Technical and financial information, including reports on Fancamp's mining properties;
- Banking information related to Fancamp or any of its subsidiaries;
- Any correspondence and/or emails between Fancamp and its partners, third parties and shareholders; and
- Documents regarding contractual obligations and other agreements such as option agreements, access agreements, drilling or other exploration contracts and waivers.

These critical items are needed for Fancamp to properly operate its business. Mr. Smith's refusal is illegal and shows a complete disregard for the interests of Fancamp and its shareholders – the exact opposite of what one would expect from a director exercising their fiduciary duties.

On August 6, 2021, the safeguard order was dismissed by the Court and the documents will then have to be recovered through the next procedural steps.

On August 20, 2021 the Company received from Mr. Smith an Application to dismiss and stay of proceedings. On January 24, 2022, the parties agreed to a discontinuance of these Quebec proceedings. This undertaking does not constitute a release by Fancamp of any claims it may have against Mr. Smith in relation to the facts alleged in either the BC Proceedings or the Quebec Proceedings.

##### Other

On April 14, 2022, a statement of claim was filed in the Ontario Superior Court of Justice against the Company for alleged breach of contract in relation to a mineral property purchase and sale agreement. The plaintiff is seeking compensatory damages of \$1,500,000, special damages of \$50,000 and punitive damages of \$500,000. The Company has filed a Statement of Defense.

#### **Note 15 – Subsequent Events**

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On March 14, 2023, the Company announced that it had closed the Transaction with Platinex Inc. As part of the Transaction, the Company transferred its Hennan Mallard and Dorothy properties and Platinex transferred its Shining Tree property to South Timmins Mining Inc. ("**Goldco**"), a subsidiary of Platinex.



for a 25% interest in the share capital of Goldco, Fancamp has an option to increase its shareholding to 50%. The Company entered into a shareholders' agreement providing for the governance of Goldco's operation.

The Company purchased 25,869,741 shares of Platinex at a price of \$0.04 per share representing 9.5% of the issued and outstanding shares of Platinex.

The Company was granted a 1.0% net smelter return royalty in respect of the Hennis Mallard and Dorothy properties, subject to a decrease to a 0.5% should the Company elect to exercise an option to acquire 50% of the issued and outstanding shares of Goldco

The Company also contributed \$130,000 to Goldco in respect of the right and option to earn into the Shining Tree Gold Project in the Abitibi region of Ontario to be used to advance the initial exploration program.

See NR 02/06/2023 and 03/14/2023 for further details

**Fancamp Exploration Ltd.**
**Schedule I - Summary of Deferred Costs on Exploration and Evaluation Assets**
**The following is a summary of exploration and evaluation costs deferred during the three months ended January 31, 2023:**

	As At October 31, 2022			Exploration and Evaluation Expenditures Incurred During the three months ended January 31, 2023				As At January 31, 2023		
	Deferred Acquisition Costs	Deferred Exploration Expenditures	Total	Acquisition Costs Incurred	Option and Other Payments (Received)	Exploration Expenditures Net of Exploration Tax Credits	(Write Down s) (Write Offs) Income/Sales	Deferred Acquisition Costs	Deferred Exploration Expenditures	Total
<b>Projects</b>										
Clinton, PQ	\$ 45,954	\$ 1,422,745	\$ 1,468,699	\$ -	\$ -	\$ 121,103	\$ -	\$ 45,954	\$ 1,543,848	\$ 1,589,802
Gaspe Bay Group, PQ **	14,436	914,811	929,247	-	(50,000)	-	-	14,436	864,811	879,247
Harvey Hill, PQ	-	738,851	738,851	-	-	16,090	-	-	754,941	754,941
KoperLake - McFaulds, ON	-	-	-	-	-	-	-	-	-	-
Risborough, PQ	239	22,103	22,342	-	-	-	-	239	22,103	22,342
Stoke, PQ	76,470	2,840,205	2,916,675	206	-	86,870	-	76,676	2,927,075	3,003,751
<b>Prospects-Quebec</b>										
Abitibi Group *	70,808	12,929	83,737	-	-	-	-	70,808	12,929	83,737
Beauce Main BVB	4,962	86,856	91,817	-	-	-	-	4,962	86,856	91,818
Beauce Timrod	1	17,860	17,860	-	-	-	-	1	17,860	17,861
DiLeo Lake	1	43,322	43,323	-	-	2,569	-	1	45,891	45,892
Grasset Laforest	40,882	284,762	325,643	-	-	48	-	40,882	284,810	325,691
Grevet	512	23,873	24,385	-	-	24	-	512	23,897	24,409
Jim Lake	663	-	663	-	-	-	-	663	-	663
Kinross	512	20,817	21,329	-	-	-	-	512	20,817	21,329
Lac Baude Baril	2,327	85,795	88,122	-	-	-	-	2,327	85,795	88,122
Lac Claire	1,109	1,313	2,422	-	-	-	-	1,109	1,313	2,422
Langevin	1,867	3,530	5,397	-	-	-	-	1,867	3,530	5,397
Lynch Lake	596	-	596	-	-	-	-	596	-	596
Magpie	12,926	-	12,926	-	-	-	-	12,926	-	12,926
Sheen	1,193	-	1,193	-	-	-	-	1,193	-	1,193
St. Ferdinand	392	-	392	-	-	-	-	392	-	392
Timbrell	522	360	882	-	-	-	-	522	360	882
<b>Prospects-New Brunswick</b>										
Becagiumec Lake	1,930	46,477	48,407	-	-	-	-	1,930	46,477	48,407
Piskhegan	2,560	-	2,560	-	-	-	-	2,560	-	2,560
<b>Prospects-Ontario</b>										
Cunningham	1	-	1	-	-	-	-	1	-	1
Dorothy	63,951	-	63,951	-	-	-	-	63,951	-	63,951
Mallard Heenan	336,800	660,606	997,406	-	-	-	-	336,800	660,606	997,406
Nominal Value Properties	11	2,595	2,606	-	-	-	-	11	2,595	2,606
	\$ 681,625	\$ 7,229,810	\$ 7,911,432	206	(50,000)	226,705	-	681,831	7,406,515	8,088,345

\* Abitibi Group includes such properties as 62/63, 706, 836, Bearn, La Sarre, SW Abitibi, Languedoc, Berry, Chicobi, Macamic, Privat, Roquemaur, Whiskey Jack and Pamarolle

\*\* Gaspe Bay Group includes such properties as Amqui, Angers, Boibusisson, Madeline, Robidoux, Robinson and St. Margeurite

**Fancamp Exploration Ltd.**
**Schedule I - Summary of Deferred Costs on Exploration and Evaluation Assets**
**The following is a summary of exploration and evaluation costs deferred during the nine months ended January 31, 2023:**

	As At April 30, 2022			Exploration and Evaluation Expenditures Incurred During the nine months ended January 31, 2023				As At January 31, 2023		
	Deferred Acquisition Costs	Deferred Exploration Expenditures	Total	Acquisition Costs Incurred	Option and Other Payments (Received)	Exploration Expenditures Net of Exploration Tax Credits	(Write Down s) (Write Offs) Income/Sales	Deferred Acquisition Costs	Deferred Exploration Expenditures	Total
<b>Projects</b>										
Clinton, PQ	\$ 45,954	\$ 1,353,659	\$ 1,399,613	\$ -	\$ -	\$ 190,190	\$ -	\$ 45,954	\$ 1,543,849	\$ 1,589,802
Gaspe Bay Group, PQ **	14,436	913,124	927,560	-	(50,000)	1,687	-	14,436	864,811	879,247
Harvey Hill, PQ	-	693,656	693,656	-	-	61,286	-	-	754,942	754,942
KoperLake - McFaulds, ON	1,290	5,697,648	5,698,938	-	-	-	(5,698,938)	-	-	-
Risborough, PQ	239	22,103	22,342	-	-	-	-	239	22,103	22,342
Stoke, PQ	76,470	2,495,674	2,572,144	206	-	431,402	-	76,676	2,927,076	3,003,752
<b>Prospects-Quebec</b>										
Abitibi Group *	69,633	11,664	81,297	1,175	-	1,265	-	70,808	12,929	83,738
Beauce Main BVB	4,962	86,856	91,818	-	-	-	-	4,962	86,856	91,818
Beauce Timrod	1	17,791	17,792	-	-	69	-	1	17,860	17,861
DiLeo Lake	1	26,877	26,878	-	-	19,014	-	1	45,891	45,892
Grasset Laforest	39,916	280,911	320,827	966	-	3,899	-	40,882	284,810	325,691
Grevet	512	22,886	23,398	-	-	1,011	-	512	23,897	24,409
Jim Lake	663	-	663	-	-	-	-	663	-	663
Kinross	512	19,278	19,790	-	-	1,539	-	512	20,817	21,329
Lac Baude Baril	2,327	85,520	87,847	-	-	275	-	2,327	85,795	88,122
Lac Claire	1,109	1,313	2,422	-	-	-	-	1,109	1,313	2,422
Langevin	1,867	3,530	5,397	-	-	-	-	1,867	3,530	5,397
Lynch Lake	596	-	596	-	-	-	-	596	-	596
Magpie	12,926	-	12,926	-	-	-	-	12,926	-	12,926
Sheen	1,193	-	1,193	-	-	-	-	1,193	-	1,193
St. Ferdinand	392	-	392	-	-	-	-	392	-	392
Timbrell	522	360	882	-	-	-	-	522	360	882
<b>Prospects-New Brunswick</b>										
Becagiumec Lake	1,930	74,814	76,744	-	-	190	(28,527)	1,930	46,477	48,407
Piskhegan	2,560	-	2,560	-	-	-	-	2,560	-	2,560
<b>Prospects-Ontario</b>										
Cunningham	1	-	1	-	-	-	-	1	-	1
Dorothy	63,951	-	63,951	-	-	-	-	63,951	-	63,951
Mallard Heenan	336,800	660,606	997,406	-	-	-	-	336,800	660,606	997,406
Nominal Value Properties	11	2,595	2,606	-	-	-	-	11	2,595	2,606
	\$ 680,774	\$ 12,470,865	\$ 13,151,639	2,347	(50,000)	711,826	(5,727,465)	681,831	7,406,516	8,088,345

\* Abitibi Group includes such properties as 62/63, 706, 836, Bearn, La Sarre, SW Abitibi, Languedoc, Berry, Chicobi, Macamic, Privat, Roquemaur, Whiskey Jack and Pamarolle

\*\* Gaspe Bay Group includes such properties as Amqui, Angers, Boibusisson, Madeline, Robidoux, Robinson and St. Margeurite

Fancamp Exploration Ltd.

Schedule I - Summary of Deferred Costs on Exploration and Evaluation Assets

The following is a summary of exploration and evaluation costs deferred during the three months ended January 31, 2022:

	As At October 31, 2021				Exploration and Evaluation Expenditures Incurred During the three months ended January 31, 2022					As At January 31, 2022		
	Deferred Acquisition Costs	Acquisition Costs Reallocated	Deferred Exploration Expenditures	Exploration Costs Reallocated	Total	Acquisition Costs Incurred	Option and Other Payments (Received)	Exploration Expenditures Net of Tax Credits	(Write Down s) (Write Offs) Income/Sales	Deferred Acquisition Costs	Deferred Exploration Expenditures	Total
<b>Projects</b>												
Clinton, PQ	\$ 45,954	\$ -	\$ 895,947	\$ 941,901	\$ -	\$ -	\$ 32,998	\$ -	\$ 45,954	\$ 928,945	\$ 974,899	
Gaspe Bay Group, PQ **	22,199	-	1,400,550	(469,140)	953,609	-	-	-	22,199	931,410	953,609	
Harvey Hill, Q	-	-	-	469,140	469,140	-	-	45,950	-	515,090	515,090	
Koper Lake - McFaulds, ON	1,290	-	5,697,648	5,698,938	-	-	-	-	1,290	5,697,648	5,698,938	
Risborough, PQ	239	-	22,103	22,342	-	-	-	-	239	22,103	22,342	
Stoke, PQ	76,470	-	2,465,896	2,542,366	-	-	5,444	-	76,470	2,471,340	2,547,810	
<b>Prospects-Quebec</b>												
Abitibi Group *	69,235	-	11,664	80,899	-	-	-	-	69,235	11,664	80,899	
Beauce Main BVB	9,021	-	156,834	165,855	-	-	-	-	9,021	156,834	165,855	
Beauce Timrod	1	-	17,791	17,792	-	-	-	-	1	17,791	17,792	
Chapleau	298	-	25,352	25,650	-	-	-	-	298	25,352	25,650	
DiLeo Lake	1	-	26,877	26,878	-	-	-	-	1	26,877	26,878	
Grasset Laforest	39,916	-	5,368	45,284	-	-	1,000	-	39,916	6,368	46,284	
Grevet	512	-	22,886	23,398	-	-	-	-	512	22,886	23,398	
Jim Lake	663	-	-	663	-	-	-	-	663	-	663	
Kinross	512	-	19,036	19,548	-	-	173	-	512	19,209	19,721	
Lac Baude Baril	2,327	-	84,180	86,507	-	-	1,340	-	2,327	85,520	87,847	
Lac Claire	1,109	-	1,313	2,422	-	-	-	-	1,109	1,313	2,422	
Langevin	1,867	-	3,262	5,129	-	-	268	-	1,867	3,530	5,397	
Lynch Lake	596	-	-	596	-	-	-	-	596	-	596	
Magpie	12,926	-	-	12,926	-	-	-	-	12,926	-	12,926	
Portage Lake	203	-	69,797	70,000	-	-	-	-	203	69,797	70,000	
Sheen	1,193	-	-	1,193	-	-	-	-	1,193	-	1,193	
St. Ferdinand	392	-	-	392	-	-	-	-	392	-	392	
Timbrell	522	-	360	882	-	-	-	-	522	360	882	
Wells	199	-	12,732	12,931	-	-	-	(12,931)	-	-	-	
<b>Prospects-New Brunswick</b>												
Becagiumec Lake	1,930	-	74,814	76,744	-	-	-	-	1,930	74,814	76,744	
Piskhegan	2,560	-	-	2,560	-	-	-	-	2,560	-	2,560	
<b>Prospects-Ontario</b>												
Cunningham	60,950	-	155,316	216,266	5,000	-	-	-	65,950	155,316	221,266	
Dorothy	63,950	-	188,913	252,863	12,500	-	-	-	76,450	188,913	265,363	
Mallard Heenan	306,800	-	660,606	967,406	30,000	-	-	-	336,800	660,606	997,406	
Nominal Value Properties	12	-	-	12	-	-	2,595	-	12	2,595	2,607	
	\$ 723,847	\$ 12,019,245	\$ 12,743,092	47,500	-	-	89,768	(12,931)	771,148	12,096,281	12,867,428	

\* Abitibi Group includes such properties as 62/63, 706, 836, Bearn, La Sarre, SW Abitibi, Languedoc, Berry, Chicobi, Macamic, Privat, Roquemaur, Whiskey Jack and Pamarolle

\*\* Gaspe Bay Group includes such properties as Amqui, Angers, Boibusisson, Madeline, Robidoux, Robinson and St. Marguerite



**Fancamp Exploration Ltd.**

**Schedule I - Summary of Deferred Costs on Exploration and Evaluation Assets**

The following is a summary of exploration and evaluation costs deferred during the nine months ended January 31, 2022:

	As At April 30, 2021				Exploration and Evaluation Expenditures Incurred During the nine months ended January 31, 2022				As At January 31, 2022			
	Deferred Acquisition Costs	Acquisition Costs Reallocated	Deferred Exploration Expenditures	Exploration Costs Reallocated	Total	Acquisition Costs Incurred	Option and Other Payments (Received)	Exploration Expenditures Net of Exploration Tax Credits	(Write Down s) (Write Offs) Income/Sales	Deferred Acquisition Costs	Deferred Exploration Expenditures	Total
<b>Projects</b>												
Clinton, PQ	\$ 45,954	\$ -	\$ 861,203		\$ 907,157	\$ -	\$ -	\$ 67,742	\$ -	\$ 45,954	\$ 928,945	\$ 974,899
Gaspe Bay Group, PQ **	21,802	-	1,398,143	(469,140)	950,805	-	-	-	-	21,802	929,003	950,805
Harvey Hill, PQ	-	-	-	469,140	469,140	-	-	48,356	-	-	517,496	517,496
Lac Lamelee, PQ	495,539	-	105,676	-	601,215	-	-	1,775	(601,215)	-	-	-
KoperLake - McFaulds, ON	1,290	-	5,697,648	-	5,698,938	-	-	-	-	1,290	5,697,648	5,698,938
Risborough, PQ	239	-	22,103	-	22,342	-	-	-	-	239	22,103	22,342
Stoke, PQ	76,470	-	2,418,086	-	2,494,556	-	-	53,253	-	76,470	2,471,339	2,547,809
<b>Prospects-Quebec</b>												
Abitibi Group *	74,037	(4,403)	11,664	-	81,297	-	-	-	-	69,633	11,664	81,297
Beauce Main BVB	11,472	(2,451)	155,293	-	164,314	-	-	1,541	-	9,021	156,834	165,855
Beauce Timrod	1	-	17,724	-	17,725	-	-	67	-	1	17,791	17,792
Beaudion	769	-	470	-	1,239	-	-	-	(1,239)	-	-	-
Chapleau	298	-	25,352	-	25,651	-	-	-	-	298	25,352	25,651
Coaticook	320	-	360	-	680	-	-	-	(680)	-	-	-
DiLeo Lake	-	1	26,877	-	26,878	-	-	-	-	1	26,877	26,878
Grasset Laforest	28,288	11,628	5,368	-	45,284	-	-	1,000	-	39,916	6,368	46,284
Grevet	-	512	-	22,886	23,398	-	-	-	-	512	22,886	23,398
Grosses Roches Moise	3,936	-	4,857	-	8,793	-	-	-	(8,793)	-	-	-
Jim Lake	265	398	-	-	663	-	-	-	-	663	-	663
Kinross	1,025	(512)	41,922	(22,886)	19,549	-	-	173	-	512	19,209	19,721
Lac Baude Baril	2,327	-	84,180	-	86,507	-	-	1,340	-	2,327	85,520	87,847
Lac Claire	1,109	-	1,313	-	2,422	-	-	-	-	1,109	1,313	2,422
Langevin	1,867	-	3,262	-	5,129	-	-	268	-	1,867	3,530	5,397
Lynch Lake	596	-	-	-	596	-	-	-	-	596	-	596
Magpie	12,926	-	-	-	12,926	-	-	-	-	12,926	-	12,926
Portage Lake	203	-	69,797	-	70,000	-	-	-	-	203	69,797	70,000
Restigouche	256	-	451	-	708	-	-	-	(708)	-	-	-
Royal Rousillon	4,770	(4,770)	-	-	-	-	-	-	-	-	-	-
Sheen	1,590	(398)	-	-	1,193	-	-	-	-	1,193	-	1,193
St. Ferdinand	392	-	-	-	392	-	-	-	-	392	-	392
Timber Lake	888	-	2,325	-	3,213	-	-	-	(3,213)	-	-	-
Timbrell	522	-	360	-	882	-	-	-	-	522	360	882
Vachon	1,218	-	4,524	-	5,742	-	-	-	(5,742)	-	-	-
Wells	199	-	12,732	-	12,931	-	-	-	(12,931)	-	-	-
<b>Prospects-New Brunswick</b>												
Becajume Lake	1,930	-	74,364	-	76,294	-	-	450	-	1,930	74,814	76,744
Piskhegan	2,560	-	-	-	2,560	-	-	-	-	2,560	-	2,560
<b>Prospects-Ontario</b>												
Cunningham	55,950	-	155,316	-	211,266	10,000	-	-	-	65,950	155,316	221,266
Dorothy	63,950	-	188,913	-	252,863	12,500	-	-	-	76,450	188,913	265,363
Mallard Heenan	306,800	-	651,606	-	958,406	30,000	-	9,000	-	336,800	660,606	997,406
Nominal Value Properties	6	6	-	-	12	-	-	2,595	-	12	2,595	2,607
	\$ 1,221,765	\$	12,041,889	\$	13,263,663	52,500	-	187,560	(634,521)	771,149	12,096,280	12,867,428

\* Abitibi Group includes such properties as 62/63, 706, 836, Bearn, La Sarre, SW Abitibi, Languedoc, Berry, Chicobi, Macamic, Privat, Roquemaur, Whiskey Jack and Pamarolle

\*\* Gaspe Bay Group includes such properties as Amqui, Angers, Boibusisson, Madeline, Robidoux, Robinson and St. Marguerite

**Fancamp Exploration Ltd.**  
**Schedule II - Exploration Expenditures on Exploration and Evaluation Assets**  
**January 31, 2023 and 2022**

**Incurred in the nine months ended ended January 31, 2023:**

	Camp Drilling Assays	Engineering, Consulting, and Sundry	Prospecting, Ground, Air Surveys	Exploration Tax Credits	Total 2023
Baude Lake Baril	\$ -	\$ 275	\$ -	\$ -	\$ 275
Beauce Timrod	-	69	-	-	69
Becagiumec Lake	-	190	-	-	190
Clinton	2,286	58,159	129,744	-	190,190
DiLeo Lake	7,480	275	11,259	-	19,014
Gaspe Bay Group	-	1,687	-	-	1,687
Harvey Hill	9,446	32,767	19,073	-	61,286
Grasset La Forest	-	381	3,518	-	3,899
Grevet	-	-	1,011	-	1,011
Kinross	87	-	1,452	-	1,539
Stoke	296,551	48,165	86,685	-	431,401
SW Abitibi	-	-	1,265	-	1,265
	\$ 315,851	\$ 141,967	\$ 254,008	\$ -	\$ 711,826

**Incurred in the nine month period ended January 31, 2022:**

	Camp Drilling Assays	Engineering, Consulting, and Sundry	Prospecting, Ground, Air Surveys	Exploration Tax Credits	Total 2022
Baude Lake Baril	\$ -	\$ 1,340	\$ -	\$ -	\$ 1,340
Beauce Timrod	-	67	-	-	67
Beauce Main BVB	-	1,541	-	-	1,541
Becagiumec Lake	-	450	-	-	450
Brennan Lake	-	2,595	-	-	2,595
Clinton	25,000	42,742	-	-	67,742
Harvey Hill	25,000	23,356	-	-	48,356
Kinross	-	173	-	-	173
Lac lamelee	-	1,775	-	-	1,775
Langevin	-	268	-	-	268
Grasset La Forest	-	1,000	-	-	1,000
Stoke	-	53,253	-	-	53,253
Mallard Heenan	-	9,000	-	-	9,000
	\$ 50,000	\$ 137,560	\$ -	\$ -	\$ 187,560