NORRA METALS CORP.

(An Exploration Stage Company)

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED MAY 31, 2022

(Unaudited – Prepared by Management)

(Expressed in Canadian dollars)

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indication that the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Charted Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

NORRA METALS CORP.
(An Exploration Stage Company)
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian dollars)
(Unaudited – Prepared by Management)

	May 31, 2022	November 30, 2021
ASSETS		
Current assets		
Cash	$ 54,434	$ 27,580
Prepaid expenses and deposits (Note 10)	110,372	3,051
Subscriptions receivable (Note 7)	22,500	-
Total current assets	187,306	30,631
Non-current assets		
Reclamation bond (Note 5)	17,500	17,500
Total assets	$ 204,806	$ 48,131
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIENCY)		
Current liabilities		
Accounts payable and accrued liabilities (Notes 6 and 10)	$ 576,642	$ 618,182
Loan payable (Notes 10)	3,808	3,808
Total liabilities	580,450	621,990
SHAREHOLDERS' DEFICIENCY		
Share capital (Note 7)	13,179,623	12,316,695
Reserves (Note 7)	951,370	930,270
Deficit	(14,506,637)	(13,820,824)
Total shareholders' deficiency	(375,644)	(573,859)
Total liabilities and shareholders' deficiency	$ 204,806	$ 48,131

Nature and continuance of operations (Note 1)
Subsequent event (Note 13)

Approved by the Board of Directors and authorized for issue on July 29, 2022:

"Minaz Devji"	Director	*"Tag Gill"*	Director
Minaz Devji		Tag Gill	

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

NORRA METALS CORP.
(An Exploration Stage Company)
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian dollars)
(Unaudited – Prepared by Management)

	Three months ended May 31, 2022	Three months ended May 31, 2021	Six months ended May 31, 2022	Six months ended May 31, 2021
EXPENSES				
Advertising, marketing and promotion	$ 31,750	$ 103,192	$ 73,835	$ 175,010
Consulting, director, and management fees (Note 10)	92,000	42,000	136,500	103,278
Exploration and evaluation expenditures – Property specific (Note 5)	270,408	4,337	369,106	179,179
Exploration and evaluation expenditures – General	38,258	33,250	68,258	59,250
Foreign exchange loss (gain)	(690)	12	(736)	(6)
Gain on settlement of debt	(31,500)	-	(31,500)	-
Office and miscellaneous	2,190	11,720	5,624	25,635
Professional fees (Note 10)	6,372	57,056	40,711	102,662
Share-based compensation	-	320,500	-	320,500
Transfer agent and filing fees	12,677	6,393	21,999	18,084
Travel and entertainment	-	12,174	2,016	13,541
Loss and comprehensive loss for the period	$ (421,465)	$ (590,634)	$ (685,813)	$ (997,133)
Basic and diluted loss per common share	$ (0.00)	$ (0.01)	$ (0.01)	$ (0.01)
Weighted average number of outstanding common shares – basic and diluted	99,021,627	87,300,558	93,161,092	86,196,162

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

NORRA METALS CORP.
(An Exploration Stage Company)
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian dollars)
(Unaudited – Prepared by Management)
FOR THE SIX MONTHS ENDED MAY 31,

	2022	2021
CASH FLOW FROM OPERATING ACTIVITIES		
Loss for the period	$ (685,813)	$ (997,133)
Items not involving cash:		
Share-based compensation	-	320,500
Changes in non-cash working capital items:		
Increase in receivables	-	(9,350)
Decrease (increase) in prepaid expenses	(107,321)	68,891
Increase (decrease) in accounts payable and accrued liabilities	(41,540)	45,343
Net cash used in operating activities	(834,674)	(571,749)
CASH FLOW FROM FINANCING ACTIVITIES		
Private placement	916,625	-
Share issuance costs	(32,597)	-
Subscription receivable	(22,500)	-
Warrants exercised	-	262,500
Net cash provided by financing activities	861,528	262,500
Change in cash during the period	26,854	(309,249)
Cash, beginning of period	27,580	532,625
Cash, end of period	$ 54,434	$ 223,376
Interest received	$ -	$ -
Interest paid	$ -	$ -
Fair value of broker warrants	$ 21,100	$ -

Supplemental disclosure with respect to cash flows (Note 13)

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

NORRA METALS CORP.
(An Exploration Stage Company)
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' DEFICIENCY
(Expressed in Canadian dollars)
(Unaudited – Prepared by Management)

	Common shares	Share capital	Reserves	Deficit	Total shareholders' equity (deficiency)
Balance, November 30, 2020	84,675,558	$ 12,054,195	$ 880,887	$ (12,585,752)	$ 349,330
Exercise of warrants	2,625,000	262,500	-	-	262,500
Share-based compensation	-	-	320,500	-	320,500
Loss and comprehensive loss for the period	-	-	-	(997,133)	(997,133)
Balance, May 31, 2021	87,300,558	12,316,695	1,201,387	(13,582,885)	(64,803)
Expiry of options	-	-	(271,117)	271,117	-
Loss and comprehensive loss for the period	-	-	-	(509,056)	(509,056)
Balance, November 30, 2021	87,300,558	12,316,695	930,270	(13,820,824)	(573,859)
Private placement	14,101,922	916,625	-	-	916,625
Share issuance costs – cash	-	(32,597)	-	-	(32,597)
Share issuance costs – brokers warrants		(21,100)	21,100	-	-
Loss and comprehensive loss for the period	-	-	-	(685,813)	(685,813)
Balance, May 31, 2022	101,402,480	$ 13,179,623	$ 951,370	$ (14,506,637)	$ (375,644)

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

(Expressed in Canadian dollars)

1. NATURE AND CONTINUANCE OF OPERATIONS

Norra Metals Corp. (the "Company") is incorporated under the laws of the province of British Columbia, Canada on July 19, 2007 and its common shares are listed on the TSX Venture Exchange ("TSX-V"). The Company's principal business activities include the acquisition and exploration of resource properties.

The head office of the Company is located at Suite 510 - 580 Hornby Street, Vancouver, BC, Canada, V6C 3B6. The registered address and records office of the Company is located at Suite 1400 - 1125 Howe Street, Vancouver, BC, Canada, V6Z 2K8.

Going concern of operations

These condensed interim consolidated financial statements are prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The Company has incurred losses from inception and does not currently have the financial resources to sustain operations in the long-term.

As at May 31, 2022 the Company had an accumulated deficit of $14,506,637 and has incurred losses since inception. These material uncertainties may raise substantial doubt about the Company's ability to continue as a going concern. The continuing operations of the Company are dependent upon obtaining necessary financing to meet the Company's commitments as they come due and to finance the future exploration and development of the Company's mineral assets, economically recoverable reserves, securing and maintaining title and beneficial interest in the properties and upon future profitable production. Failure to continue as a going concern would require that assets and liabilities be recorded at their liquidation values, which might differ significantly from their carrying values.

		May 31, 2022		November 30, 2021
Deficit	$	(14,506,637)	$	(13,820,824)
Working capital deficit		(393,144)		(591,359)

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

2. BASIS OF PREPARATION

Statement of compliance

These condensed interim financial statements have been prepared in accordance with International Accounting Standards ("IAS") 34, "Interim Financial Reporting" using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC").

These condensed interim consolidated financial statements were authorized for issue in accordance with a resolution from the Board of Directors on July 29, 2022.

2. BASIS OF PREPARATION (cont'd...)

Basis of presentation

These condensed interim consolidated financial statements have been prepared on a historical cost basis, except for certain financial instruments which are stated at their fair value. In addition, these condensed interim consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information. All dollar amounts presented are in Canadian dollars, which is the functional currency of the Company, unless otherwise specified. All amounts are rounded to the nearest dollar.

These condensed interim consolidated financial statements include the financial statements of the Company and the entities controlled by the Company. The financial statements of subsidiaries are included in the condensed interim consolidated financial statements from the date that control commences until the date that control ceases. All significant intercompany transactions and balances have been eliminated.

The condensed interim consolidated financial statements include the financial information of the Company and its subsidiaries listed in the following table:

Name of Subsidiary	Country of Incorporation	Ownership Interest at May 31, 2022	Ownership Interest at November 30, 2021	Principal Activity
Norra Metals 3 AS	Norway	100%	100%	Holding Company

During the year ended November 30, 2021, the Company transferred ownership of Norra Metals AS (Note 4).

Significant accounting judgments and critical accounting estimates

The preparation of these consolidated financial statements in conformity with IFRS requires estimates and assumptions that affect the amounts reported in these condensed interim financial statements.

Significant accounting judgments that management has made in the process of applying accounting policies and that have the most significant effect on the amounts recognized in the condensed interim financial statements include, but are not limited to, the following:

i) Determination and assessment of the Company's ability to continue going concern (Note 1); and

Key assumptions concerning the future and other key sources of estimation uncertainty that have a significant risk of resulting in a material adjustment to the carrying amount of assets and liabilities within the next financial year include, but are not limited to, the following:

i) Deferred income taxes – The Company is periodically required to estimate the tax basis of assets and liabilities. Where applicable tax laws and regulations are either unclear or subject to varying interpretations, it is possible that changes in these estimates could occur that materially affect the amounts of deferred income tax assets and liabilities recorded in the financial statements. Changes in deferred tax assets and liabilities generally have a direct impact on earnings in the period that the changes occur. Each period, the Company evaluates the likelihood of whether some portion or all of each deferred tax asset will not be realized. This evaluation is based on historic and future expected levels of taxable income, the pattern and timing of reversals of taxable temporary timing differences that give rise to deferred tax liabilities, and tax planning initiatives; and

2. BASIS OF PREPARATION (cont'd...)

Significant accounting judgments and critical accounting estimates (cont'd)

ii) Share-based payment – The fair value of share-based payment is determined using a Black-Scholes Option pricing model. Such option pricing models require the input of subjective assumptions including the expected price volatility, option life, dividend yield, risk-free rate and estimated forfeitures at the initial grant.

iii) Acquisition – Management uses judgment in determining if an acquisition is a business combination or an asset acquisition.

3. SIGNIFICANT ACCOUNTING POLICIES

Resource properties – exploration and evaluation expenditures

The Company expenses exploration and evaluation expenditures as incurred. Exploration and evaluation expenditures include acquisition cost of mineral properties, property option payments and evaluation activities. Once a project has been established as commercially viable and technically feasible, related development expenditures are capitalized. This includes costs incurred in preparing the site for mining operations. Capitalization ceases when the mine is capable of commercial production, with the exception of development costs that give rise to a future benefit.

Subsidiaries

Subsidiaries are entities over which the Company has control. Control exists when the Company possesses power over an investee, has exposure to variable returns from the investee and has the ability to use its power over the investee to affects its returns. Subsidiaries are fully consolidated from the date control is transferred to the Company and are de-consolidated from the date control ceases.

Provision for environmental rehabilitation

The Company recognizes liabilities for statutory, contractual, constructive or legal obligations associated with the retirement of exploration and evaluation assets and equipment, when those obligations result from the acquisition, construction, development or normal operation of the assets. The net present value of future rehabilitation cost estimates arising from the decommissioning of plant and other site preparation work is capitalized to mining assets along with a corresponding increase in the rehabilitation provision in the period incurred. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value. The rehabilitation asset is depreciated on the same basis as mining assets.

The Company's estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to mining assets with a corresponding entry to the rehabilitation provision. The Company's estimates are reviewed annually for changes in regulatory requirements, discount rates, effects of inflation and changes in estimates.

Changes in the net present value, excluding changes in the Company's estimates of reclamation costs, are charged to profit or loss for the year. As at May 31, 2022 and 2021, the Company has determined that it does not have any decommissioning obligations.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Financial instruments

Financial assets

The Company classifies tis financial assets in the following categories: at fair value through profit or loss ("FVTPL"), at fair value through other comprehensive income ("FVTOCI") or at amortized cost. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

Financial assets at FVTPL

Financial assets carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the income statement. Realized and unrealized gains and losses arising from changes in the fair value of the financial asset held at FVTPL are included in the income statement in the period in which they arise.

Financial assets at FVTOCI

Investments in equity instruments at FVTOCI are initially recognized at fair value plus transaction costs. Subsequently they are measured at fair value, with gains and losses arising from changes in fair value recognized in other comprehensive income. There is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. The Company does not have any financial assets classified as FVTOCI.

Financial assets at amortized cost

Financial assets at amortized cost are initially recognized at fair value and subsequently carried at amortized cost less any impairment. They are classified as current assets or non-current assets based on their maturity date.

Financial assets are derecognized when they mature or are sold, and substantially all the risks and rewards of ownership have been transferred. Gains and losses on derecognition of financial assets classified as FVTPL or amortized cost are recognized in the income statement. Gains or losses on financial assets classified as FVTOCI remain within accumulated other comprehensive income.

The Company has classified its cash at fair value through profit and loss. The Company's receivables are classified at amortized cost.

Financial liabilities

The Company classifies its financial liabilities into one of two categories as follows:

Fair value through profit or loss: This category comprises derivatives, or liabilities acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of loss and comprehensive loss.

Amortized cost: This category includes all other liabilities, all of which are recognized at amortized cost. The Company's accounts payable and accrued liabilities, and loan payable are classified at amortized cost.

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

Financial instruments (cont'd...)

Financial instruments that are measured at fair value use inputs, which are classified within a hierarchy that prioritizes their significance. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted price in active markets for identical assets or liabilities;
Level 2 – Inputs other than quoted prices that are observables for the asset or liability either directly or indirectly; and
Level 3 – Inputs that are not based on observable market data.

Impairment of financial assets

The Company assesses at each reporting date whether a financial asset is impaired.

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the loss allowance for the financial asset is measured at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the loss allowance is measured for the financial asset at an amount equal to twelve month expected credit losses. For trade receivables the Company applies the simplified approach to providing for expected credit losses, which allows the use of a lifetime expected loss provision. Impairment losses on financial assets carried at amortized cost are reversed in subsequent periods if the amount of the loss decreases and the decrease can be objectively related to an event occurring after the impairment was recognized.

Share-based compensation

The Company grants stock options to acquire common shares of the Company to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal or tax purposes, or provides services similar to those performed by an employee.

The fair value of stock options is measured on the date of grant, using the Black-Scholes option pricing model, and is expensed over the vesting terms. Consideration paid for the shares on the exercise of stock options is credited to share capital. When vested options are forfeited or are not exercised at the expiry date the amount previously recognized in reserves is transferred to accumulated losses (deficit). The Company estimates a forfeiture rate and adjusts the corresponding expense each period based on an updated forfeiture estimate.

In situations where equity instruments are issued to non-employees and some or all of the goods or services received by the Company as consideration cannot be specifically identified, they are measured at the fair value of the share-based compensation. Otherwise, share-based compensation are measured at the fair value of goods or services received.

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

Share capital

The Company engages in equity financing transactions to obtain the funds necessary to continue operations and explore and evaluate resource properties. These equity financing transactions may involve issuance of common shares or units. A unit comprises a certain number of common shares and a certain number of share purchase warrants. Depending on the terms and conditions of each equity financing agreement, the warrants are exercisable into additional common shares prior to expiry at a price stipulated by the agreement. Warrants that are part of units are valued using the residual value method which involves comparing the selling price of the units to the Company's share price on the announcement date of the financing. The market value is then applied to the common share, and any residual amount is assigned to the warrants.

In situations where share capital is issued, or received, as non-monetary consideration and the fair value of the asset received, or given up, is not readily determinable, the fair market value of the shares is used to record the transaction. The fair market value of the shares issued, or received, is based on the trading price of those shares on the date of the agreement to issue shares.

Loss per share

The Company recognizes the dilutive effect on loss per share based on the use of the proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the period. For the periods presented, this calculation proved to be anti-dilutive. Basic loss per share is calculated using the weighted average number of common shares outstanding during the period.

Share issuance costs

Share issue costs are deferred and charged directly to share capital on completion of the related equity financing. If the financing is not completed, share issue costs are charged to profit or loss. Costs directly identifiable with the raising of capital will be charged against share capital.

Income taxes

Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at year end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax is recorded by providing for temporary differences, between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: goodwill not deductible for tax purposes; the initial recognition of assets or liabilities that affect neither accounting or taxable loss; and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the consolidated statement of financial position date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized.

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

Income taxes (cont'd...)

Additional income taxes that arise from the distribution of dividends are recognized at the same time as the liability to pay the related dividend. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Newly adopted accounting policy

There were no new pronouncement that would have any significant effect on these condensed interim consolidated financial statements during the period ended May 31, 2022.

Accounting standards and amendments issued but not yet adopted

The Company has performed an assessment of new standards issued by the IASB that are not yet effective and has determined that any new standards that have been issued would have no or very minimal impact on the Company's consolidated financial statements.

4. SALE OF SUBSIDARIES

During the year ended November 30, 2021, the Company sold all of the outstanding shares of its subsidiary, Norra Metals AS, that were acquired in fiscal 2019 (note 5). In consideration, the Company received US$1, which resulted in a loss of $3,447. Norra Metals AS did not hold any mineral property claims.

As at the date of the disposition, the subsidiary did not have any assets and liabilities associated with the disposal.

(Expressed in Canadian dollars)

5. RESOURCE PROPERTIES

	Bleikvassli Property	Meraker Property	Total
Exploration and evaluation costs during the period ended May 31, 2022			
Acquisition costs	$ 12,178	$ 12,179	$ 24,357
Geological and consulting	148,246	196,503	344,749
	$ 160,424	$ 208,682	$ 369,106
Exploration and evaluation costs during the year ended November 30, 2021			
Acquisition costs	$ 25,457	$ 25,458	$ 50,915
Geological and consulting	36,749	93,009	129,758
	$ 62,206	$ 118,467	$ 180,673

During the year ended November 30, 2021, the Company was denied exploration tax credits of $55,768 and recorded the amount to profit and loss as an expense.

5. RESOURCE PROPERTIES (cont'd...)

Pyramid Copper, Canada

The Company holds a 100% interest in mineral claims collectively known as the Pyramid Copper Property, located in northern British Columbia, Canada.

At May 31, 2022, the Company had a reclamation bond with the B.C. Ministry of Energy and Mines for the Pyramid Copper Property in the amount of $17,500 (November 30, 2021 - $17,500).

Scandinavian Projects, Norway and Sweden

On December 12, 2018, the Company entered into a purchase and sale agreement with EMX Royalty Corporation ("EMX"), and amended in December 28, 2018, to acquire 100% interest in Bleikvassli, Sagvoll and Meraker polymetallic projects in Norway, and Bastutrask polymetallic project in Sweden.

To acquire the properties, the Company issued 4,808,770 common shares which represented a 9.9% equity ownership in the Company and had the continuing obligation to issue additional shares to maintain 9.9% interest, at no additional cost to EMX, until the Company has raised CDN$5,000,000 in equity; thereafter EMX will have the right to participate pro-rata in future financings at its own costs to maintain its 9.9% interest. There is an additional provision that requires the Company to raise and spend $2,000,000 within a 24-months period, otherwise the 9.9% interest equity ownership shall be increased to 14.9% continuing equity interest (up to a maximum of 21,350,956 common shares). Pursuant to an amendment agreement signed during the year ended November 30, 2021, the $2,000,000 spending requirement was extended to February 15, 2022 (below).

As of May 31, 2022, a total of 8,365,555 common shares (valued at $889,507) of the Company were issued to EMX due to the above obligations.

EMX has also been granted a 3% net smelter return ("NSR") royalty on each of the properties, of which 1% NSR royalty may be purchased by the Company on or before the sixth anniversary of the closing date in 0.5% increments for a total of $2,500,000 in cash or shares.

EMX will receive annual advance royalty ("AAR") payments of $20,000 for each of the properties commencing on the second anniversary of the closing, with each AAR payment increasing by $5,000 per year until reaching $60,000 per year, except that the Company may forgo AAR payments on two of the four properties in years two and three. Once reaching $60,000, AAR payments will be adjusted each year according to the Consumer Price Index (as published by the U.S. Department of Labor, Bureau of Labor Statistics).

EMX Royalty will receive a 0.5% NSR royalty on any new mineral exploration projects generated by the Company in Sweden or Norway, excluding projects acquired from a third party containing a mineral resource or reserve or an existing mining operation. EMX has the right to nominate one seat on the Board of Directors of the Company.

During the year ended November 30, 2021, the Company disposed of its subsidiary, Norra Metals AS (notes 2 and 4).

(Expressed in Canadian dollars)

5. RESOURCE PROPERTIES (cont'd...)

During the year ended November 30, 2021, the Company entered into an amendment agreement whereby EMX waive its right to declare default if the Company complete the following obligations:

i) cash payment of US$143,646 on or before March 31, 2022 (paid).
ii) 2022 land payments for the Bleikvassli and Meraker licenses on or before March 15, 2022 (paid).
iii) file all appropriate work plans, landowner notification and off-road driving permit applications that are needed to conduct geological work programs on the Bleikvassli licenses on or before April 15, 2022 (ongoing negotiation with vendor to request for an extension).
iv) execute a minimum of US$50,000 in sampling, geophysical surveys, or other on-site field work on the Meraker licenses on ore before December 31, 2022.
v) complete a minimum of 3,500 meters of drilling across the Bleikvassli licenses.

During the period ended May 31, 2022, the Company closed a non-brokered private placement (Note 17), and accordingly, the Company will issue additional shares to EMX to maintain its 9.9% interest. The Company is currently in default of the $2,000,000 spending requirement, and may need to issue shares to EMX to maintain a 14.9% interest.

6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

The Company's accounts payable and accrued liabilities are as follows:

	May 31, 2022	November 30, 2021
Trade payables	$ 233,173	$ 265,693
Accrued liabilities	30,785	65,772
Due to related parties (Note 10)	312,684	286,717
	$ 576,642	$ 618,182

7. SHARE CAPITAL AND RESERVES

Authorized

Unlimited number of common shares without par value.

During the period ended May 31, 2022, the Company completed a non-brokered private placement financing of 14,101,922 units at a price of $0.065 for total gross proceeds of $916,625, of which $22,500 was recorded as subscription receivable. Each unit comprises one common share and one-half of one common share purchase warrant. Each full warrant will entitle the holder to purchase one additional common share of the Company for a period of 24 months at a price of $0.12 per share. In connection with the financing, the Company paid a finders' fees of $28,051 cash and granted 431,550 broker's warrants exercisable at price of $0.12 per share for a period of 24 months.

During the year ended November 30, 2021, the Company issued 2,625,000 common shares pursuant to exercise of warrants for gross proceeds of $262,500.

Stock options

The Company has a plan to grant stock options to directors, officers, employees and consultants of the Company. Under the plan, the board of directors has the discretion to issue the equivalent of up to 10% of the issued and outstanding shares of the Company from time to time. Stock options are generally for a term of up to five years from the date granted and are exercisable at a price that is not less than the market price on the date granted.

(Expressed in Canadian dollars)

7. SHARE CAPITAL AND RESERVES (cont'd...)

Stock options (cont'd…)

Vesting terms are determined at the discretion of the board of directors. Options issued to consultants providing investor relations services must vest in stages over a minimum of 12 months with no more than one-quarter of the options vesting in any three-month period.

Stock options outstanding as at May 31, 2022:

Expiry Date	Exercise Price	November 30, 2021	Granted	Exercised	Expired / Cancelled	November 30, 2021	Exercisable
August 20, 2023	0.06	700,000	-	-	-	700,000	700,000
September 17, 2023	0.30	533,334	-	-	-	533,334	533,334
November 1, 2023	0.30	83,333	-	-	-	83,333	83,333
March 5, 2024	0.11	5,000,000	-	-	-	5,000,000	5,000,000
Total		6,316,667	-	-	-	6,316,667	6,316,667
Weighted average exercise price		$ 0.12	$ -	$ -	$ -	$ 0.12	$ 0.12
Weighted average remaining contractual life						1.66 years	

Stock options outstanding as at November 30, 2021:

Expiry Date	Exercise Price	November 30, 2020	Granted	Exercised	Expired / Cancelled	November 30, 2021	Exercisable
March 5, 2021	$ 0.69	133,333	-	-	(133,333)	-	-
August 26, 2021	0.54	548,334	-	-	(548,334)	-	-
August 20, 2023	0.06	700,000	-	-	-	700,000	700,000
September 17, 2023	0.30	533,334	-	-	-	533,334	533,334
November 1, 2023	0.30	83,333	-	-	-	83,333	83,333
March 5, 2024	0.11	-	5,000,000	-	-	5,000,000	5,000,000
Total		1,998,334	5,000,000	-	(681,667)	6,316,667	6,316,667
Weighted average exercise price		$ 0.31	$ 0.11	-	$ 0.57	$ 0.12	$ 0.12
Weighted average remaining contractual life						2.16 years	

The following weighted average assumptions were used for the Black-Scholes option pricing model valuation of options granted for the period ended May 31, 2022 and year ended November 30, 2021:

	Period ended May 31, 2022	Year ended November 30, 2021
Risk-free interest rate	-	0.49%
Expected life of options	-	3 years
Expected annualized volatility	-	157.82%
Exercise price	-	$0.11
Weighted average fair value of options granted	-	$0.06
Expected dividend rate	-	-

(Expressed in Canadian dollars)

7. SHARE CAPITAL AND RESERVES (cont'd...)

Warrants

Warrants outstanding as at May 31, 2022:

Expiry Date	Exercise Price	November 30, 2021	Granted	Exercised	Expired / Cancelled	May 31, 2022
September 23, 2022	$ 0.15	27,550,000	-	-	-	27,550,000
September 23, 2022	0.15	939,400	-	-	-	939,400
March 3, 2024	0.12	-	2,339,616	-	-	2,339,616
March 3, 2024	0.065	-	73,500	-	-	73,500
March 24, 2024	0.12	-	4,711,345	-	-	4,711,345
March 24, 2024	0.12	-	218,050	-	-	218,050
March 24, 2024	0.065	-	140,000	-	-	140,000
Total		28,489,400	7,482,511	-	-	35,971,911
Weighted average exercise price		$ 0.15	$ 0.12	$ -	$ -	$ 0.14
Weighted average remaining contractual life						0.62 years

Warrants outstanding as at November 30, 2021:

Expiry Date	Exercise Price	November 30, 2020	Granted	Exercised	Expired / Cancelled	November 30, 2021
February 15, 2021	$ 0.10	5,988,334	-	(2,625,000)	(3,363,334)	-
November 8, 2021	0.10	1,800,000	-	-	(1,800,000)	-
September 23, 2022	0.15	27,550,000	-	-	-	27,550,000
September 23, 2022	0.15	939,400	-	-	-	939,400
Total		36,277,734	-	(2,625,000)	(5,163,334)	28,489,400
Weighted average exercise price		$ 0.14	$ -	$ 0.10	$ 0.10	$ 0.15
Weighted average remaining contractual life						0.81 years

8. CAPITAL MANAGEMENT

The Company defines its capital as shareholders' equity (deficiency). The Board of Directors does not establish quantitative return on capital criteria for management due to the nature of the Company's business. The Company has in the past invested its capital in liquid investments to obtain adequate returns. The investment decision is based on cash management to ensure working capital is available to meet the Company's short-term obligations while maximizing liquidity and returns on unused capital. The Company does not pay dividends. The Company is not subject to any externally imposed capital requirements.

The Company raises capital to fund its corporate and exploration costs and other obligations through the sale of its common shares or units consisting of common shares and warrants in order to operate its business and safeguard its ability to continue as a going concern. Although the Company has been successful at raising funds in the past through issuance of share capital, it is uncertain whether it will continue this financing due to uncertain economic conditions. There have been no changes to the Company's approach to capital management during the year.

(Expressed in Canadian dollars)

9. SEGMENTED INFORMATION

The Company operates in one segment – the acquisition and exploration of resource properties. As at May 31, 2022, the Company's operations and assets were held in Norway.

10. RELATED PARTY TRANSACTIONS

During the period ended May 31, 2022, the Company entered into the following transactions with related parties, directors and key management personnel. Key management personnel are individuals responsible for planning, directing and controlling the activities of the Company and include certain directors and officers.

Transactions with related parties and key management personnel are as follows:

Paid or accrued to:	Nature of transactions	May 31, 2022	May 31, 2021
Key management personnel:			
A company controlled by the CEO	Consulting	$ 60,000	$ 60,000
A company controlled by a CFO	Professional	30,000	-
A company controlled by a Director	Professional	-	30,000
Directors and companies controlled by Directors	Share-based compensation	-	208,325
Total		$ 90,000	$ 298,325
Related parties:			
A family member of a Director	Geological consulting	$ -	$ 6,000

The amounts due to related parties included in accounts payable and accrued liabilities are as follows:

	May 31, 2022	November 30, 2021
Due to Directors and companies controlled by Directors	$ 312,684	$ 286,717

As at May 31, 2022, the Company has $3,808 (November 30, 2021 - $3,808) in the loan payable owing to a director of the Company consisting of $Nil principal and accrued interest expense of $3,808.

The amounts paid to related parties included in prepaid expenses are as follows:

	May 31, 2022	November 30, 2021
Due from CEO	$ 13,645	$ 1,739

11. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

During the period ended May 31, 2022 and 2021, the Company did not have any significant non-cash transactions.

12. FINANCIAL AND CAPITAL 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 described below.

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;
Level 2 - inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Fair value of financial instruments

The Company has various financial instruments including cash, receivables, accounts payable and accrued liabilities and a loan payable. The carrying values of receivables, accounts payable and accrued liabilities, and loan payable approximate their fair values due to the short-term nature of these financial instruments.

Cash is carried at a level 1 fair value measurement.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

The Company is exposed to credit risk only with respect to uncertainties as to timing and amount of collectability of receivables. The Company believes its credit risk is low because a portion of receivables are comprised of goods and services tax (GST) and other government refunds, which is recoverable from the governing body in Canada. Management does not believe the receivables are impaired. The Company doesn't believe there is significant credit risk associated with cash as these amounts are held with major Canadian banks.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at May 31, 2022, the Company had a cash balance of $54,434 (November 30, 2021 – $27,580) to settle current liabilities of $576,642 (November 30, 2021 – $621,990). All of the Company's financial liabilities have contractual maturities of 30 days or due on demand and are subject to normal trade terms.

Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Company will realize such a loss is limited as it does not have any significant interest-bearing financial instruments.

Price risk

Mineral prices, in particular gold and silver, are volatile, and have fluctuated sharply in recent periods. The prices are subject to market supply and demand, political and economic factors, and commodity speculation, all of which can interact with one another to cause significant price movement from day to day and hour to hour. These price movements can affect the Company's ability to operate and to raise financing through the sale of its common shares.

Foreign currency risk

As at May 31, 2022 and 2021, the Company is exposed to foreign currency risk as certain monetary financial instruments are denominated in Norwegian and United States currencies. The Company's sensitivity analysis suggests that reasonably expected changes in the rates of exchange in Norway, and the United States would change foreign exchange gain or loss by an insignificant amount.

13. SUBSEQUENT EVENT

Subsequent to May 31, 2022, the Company issued 7,924,106 common shares to EMX Royalty related to the property sale agreement executed in December 2018.