FRONTLINE GOLD CORPORATION

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

THREE AND SIX MONTHS ENDED JUNE 30, 2021

(EXPRESSED IN CANADIAN DOLLARS)

(UNAUDITED)

Frontline Gold Corporation
Condensed Consolidated Interim Statements of Financial Position
(Expressed in Canadian Dollars)
Unaudited

As at		June 30, 2021		December 31, 2020
Assets				
Current assets				
Cash	**$**	**10,353**	$	145,812
Short-term investment (note 4)		**173,561**		468,273
Amounts receivable		**13,439**		15,881
Prepaid expenses		**2,933**		2,933
Total current assets		**200,286**		632,899
Non-current assets				
Deposit		**2,933**		2,933
Exploration and evaluation assets (note 5)		**634,098**		363,827
Equipment (note 6)		**1,343**		1,549
Right-of-use assets (note 7)		**45,034**		60,928
Total assets	**$**	**883,694**	$	1,062,136
Liabilities and Shareholders' Deficiency				
Current liabilities				
Accounts payable and accrued liabilities (note 8)	**$**	**371,932**	$	886,211
Loans payable (note 9)		**137,163**		137,163
Current portion of lease liabilities (note 10)		**32,014**		30,459
Amounts owing to related parties (note 11)		**744,777**		1,093,072
Total current liabilities		**1,285,886**		2,146,905
Non-current liabilities				
Loans payable (note 9)		**60,000**		-
Lease liabilities (note 10)		**14,309**		30,714
Total liabilities		**1,360,195**		2,177,619
Shareholders' deficiency				
Share capital (note 12)		**13,540,085**		13,540,085
Share-based payments reserve (note 12)		**1,718,102**		1,718,102
Deficit		**(15,734,688)**		(16,373,670)
Total shareholders' deficiency		**(476,501)**		(1,115,483)
Total liabilities and shareholders' deficiency	**$**	**883,694**	$	1,062,136

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

Nature of Operations and Going Concern (note 1)

Frontline Gold Corporation

Condensed Consolidated Interim Statements of Income (loss) and Comprehensive Income (loss)
(Expressed in Canadian Dollars)
Unaudited

	Three Months Ended June 30, 2021	Three Months Ended June 30, 2020	Six Months Ended June 30, 2021	Six Months Ended June 30, 2020
Operating expenses				
Consulting fees	**$ 5,325**	$ -	**$ 20,650**	$ -
Depreciation (notes 6 and 7)	**8,050**	144	**16,100**	288
Interest and loan fees	**6,997**	6,172	**14,038**	12,344
Interest on lease liabilities (note 10)	**1,283**	-	**2,752**	-
Office and general	**11,972**	15,208	**27,890**	27,588
Professional fees	**12,942**	12,486	**18,942**	17,486
Rent	**(1,130)**	9,442	**(5,130)**	11,782
Shareholder information and communications	**400**	-	**2,252**	-
Share transfer, listing and filing fees	**9,795**	5,354	**15,623**	5,934
Total operating expenses	**55,634**	48,806	**113,117**	75,422
Net loss before other items	**(55,634)**	(48,806)	**(113,117)**	(75,422)
Other items				
Unrealized gain (loss) on short-term investments (note 4)	**15,133**	31,850	**(51,064)**	7,975
Gain on optioning of properties	**-**	-	**-**	58,000
Debt settlement (notes 8 and 11)	**803,163**	-	**803,163**	-
Total other items	**818,296**	31,850	**752,099**	65,975
Total comprehensive income (loss) for the period	**$ 762,662**	$ (16,956)	**$ 638,982**	$ (9,447)
Net income (loss) and comprehensive loss per share - basic and diluted	**$ 0.01**	$ (0.00)	**$ 0.01**	$ (0.00)
Weighted average number of shares outstanding - basic and diluted	**126,753,673**	140,463,361	**126,753,673**	140,463,361

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

Frontline Gold Corporation
Condensed Consolidated Interim Statements of Cash Flows
(Expressed in Canadian Dollars)
Unaudited

	Six Months Ended June 30, 2021	Six Months Ended June 30, 2020
Operating activities		
Net income (loss) for the period	**$ 638,982**	$ (9,447)
Adjustments for:		
Depreciation	**16,100**	288
Interest on lease liabilities	**2,752**	-
Gain on optioning properties	**-**	(58,000)
Unrealized (gain) loss on short-term investments	**51,064**	(7,975)
Debt settlement	**(803,163)**	-
Changes in non-cash working capital items:		
Amounts receivable	**2,442**	3,419
Prepaid expenses	**-**	2,645
Accounts payable and accrued liabilities	**22,977**	10,975
Related party loans	**(88,388)**	24,148
Net cash used in operating activities	**(157,234)**	(33,947)
Investing activities		
Expenditures on exploration and evaluation assets (net of recovery)	**(270,271)**	(25,000)
Proceeds from optioning of exploration and evaluation assets	**-**	50,000
Proceeds from sale of short-term investments	**243,648**	-
Net cash provided by (used in) investing activities	**(26,623)**	25,000
Financing activities		
Lease payments	**(17,602)**	-
Proceeds from loan payable	**60,000**	-
Net cash provided by financing activities	**42,398**	-
Net change in cash	**(141,459)**	(8,947)
Cash, beginning of period	**145,812**	9,490
Cash, end of period	**$ 4,353**	$ 543
Non-cash transactions		
Shares received as option payment	**$ -**	$ 8,000

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

Frontline Gold Corporation

Condensed Consolidated Interim Statements of Changes in Shareholders' Deficiency
(Expressed in Canadian Dollars)
Unaudited

	Common shares without par value #	Amount	Treasury shares	Share-based payments reserve	Deficit	Total deficiency
Balance, December 31, 2019	**140,463,361**	**$ 13,593,633**	**$ (73,548)**	**$ 1,718,102**	**$ (17,361,918)**	**$ (2,123,731)**
Net loss for the period	-	-	-	-	(9,447)	(9,447)
Balance, June 30, 2020	**140,463,361**	**$ 13,593,633**	**$ (73,548)**	**$ 1,718,102**	**$ (17,371,365)**	**$ (2,133,178)**
Balance, December 31, 2020	**126,753,673**	**$ 13,540,085**	**$ -**	**$ 1,718,102**	**$ (16,373,670)**	**$ (1,115,483)**
Net income for the period	-	-	-	-	638,982	638,982
Balance, June 30, 2021	**126,753,673**	**$ 13,540,085**	**$ -**	**$ 1,718,102**	**$ (15,734,688)**	**$ (476,501)**

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

1. Nature of Operations and Going Concern

Frontline Gold Corporation (“Frontline" or the "Company”) was incorporated under the Canada Business Corporations Act on January 16, 2008 and completed an initial public offering on March 23, 2009. The address of the Company’s corporate office and principal place of business is 1 Toronto Street, Suite 201, Box 10, Toronto, Ontario, Canada.

The Company is in the process of exploring mineral properties in Canada and Turkey and has not yet determined whether these properties contain economic reserves. To date, the Company has not earned production revenue and is considered to be in the development stage.

The Company’s unaudited condensed consolidated interim financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the settlement of liabilities and commitments in the normal course of business. The Company has incurred net losses to date and as at June 30, 2021 has a working capital deficiency of $1,085,600 (December 31, 2020 - $1,514,006).

Management cannot provide assurance that the Company will ultimately achieve profitable operations or become cash flow positive, or raise additional debt and/or equity capital. Management intends to continue to raise additional funding in the form of equity financing from the sale of common stock and/or monetization of assets to improve the working capital position, but there is no assurance that the Company will be successful in achieving these goals. These factors may cast significant doubt on the use of the going concern basis of accounting used in the preparation of these consolidated financial statements. These financial statements do not include any adjustments to the amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue in business, and these adjustments may be material.

The Company’s operations could be significantly adversely affected by the effects of a widespread global outbreak of a contagious disease, including the recent outbreak of respiratory illness caused by COVID-19, which was declared a pandemic by the World Health Organization on March 12, 2020. The Company cannot accurately predict the impact COVID-19 will have on its operations and the ability of others to meet their obligations with the Company, including uncertainties relating to the ultimate geographic spread of the virus, the severity of the disease, the duration of the outbreak, and the length of travel and quarantine restrictions imposed by governments of affected countries. In addition, a significant outbreak of contagious diseases in the human population could result in a widespread health crisis that could adversely affect the economies and financial markets of many countries, resulting in an economic downturn that could further affect the Company’s operations and ability to finance its operations.

2. Basis of Preparation

Statement of Compliance

These unaudited condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) applicable to the preparation of interim financial statements, including International Accounting Standard 34 Interim Financial Reporting (“IAS 34”). The accounting policies used in the preparation of these unaudited condensed consolidated interim financial statements are consistent with the accounting policies disclosed in the Company’s December 31, 2020 annual consolidated financial statements. These unaudited condensed consolidated interim financial statements do not include all of the information required for full annual financial statements and should be read in conjunction with the Company’s December 31, 2020 year end consolidated financial statements. These unaudited condensed consolidated interim financial statements were authorized for issue by the Board of Directors on August 30, 2021.

(Expressed in Canadian Dollars, except as otherwise indicated)

3. Capital Management

The Company's objective when managing capital is to maintain adequate levels of funding to support the acquisition and exploration of mineral properties and maintain the necessary corporate and administrative functions to facilitate these activities. The Company's definition of capital is equity and working capital.

The properties in which the Company currently has an interest are in the exploration stage; as such, the Company is dependent on external financing, primarily equity financing, to fund its activities. There can be no assurance that the Company will be able to continue to raise capital in this manner. To carry out the planned exploration and fund administrative costs, the Company will raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it believes there is sufficient geologic and economic potential and if it has adequate financial resources to do so. There were no changes to the Company's approach to capital management during the period. The Company is not subject to externally imposed capital requirements.

4. Short-term Investments

	Number of shares	Historical cost	Fair value June 30, 2021	Fair value December 31, 2020
EMX Royalty Corp.	47,421	$ 183,676	**$ 173,561**	$ 445,098
Pacton Gold Inc.	-	-	**-**	23,175
		$ 183,676	**$ 173,561**	$ 468,273

(Expressed in Canadian Dollars, except as otherwise indicated)

5. Exploration and Evaluation Assets

The change in exploration and evaluation ("E&E") assets in the period are as follows:

	As at December 31, 2020	Acquisition costs	Exploration expenditures	Option proceeds received	As at June 30, 2021
Whitehorse Property	$ 228	$ -	$ 4,123	$ -	**$ 4,351**
Rainy River Property	89,000	-	-	-	**89,000**
Rex Lake Property	38,301	-	-	-	**38,301**
Paint Lake Property	7,184	-	6,996	-	**14,180**
Portage River Property	8,000	-	18,595	-	**26,595**
Crooked Pine Property	72,172	4,000	110,222	-	**186,394**
Route 109 Property	98,400	-	7,277	-	**105,677**
NE Bachelor Property	15,000	-	288	-	**15,288**
Copperlode	-	20,000	23,868	-	**43,868**
Menderes Property	5,163	-	64,479	-	**69,642**
Other Ontario Property	30,379	600	9,823	-	**40,802**
	$ 363,827	$ 24,600	$ 245,671	$ -	**$ 634,098**

	As at December 31, 2019	Acquisition costs	Exploration expenditures	Option proceeds received	As at December 31, 2020
Whitehorse Property	$ 228	$ -	$ -	$ -	$ 228
Rainy River Property	77,000	12,000	-	-	89,000
Rex Lake Property	20,301	18,000	-	-	38,301
Gullrock Property	28,500	6,000	-	(34,500)	-
Paint Lake Property	-	5,000	2,184	-	7,184
Portage River Property	-	8,000	-	-	8,000
Crooked Pine Property	-	45,000	27,172	-	72,172
Route 109 Property	-	14,000	84,400	-	98,400
NE Bachelor Property	-	15,000	-	-	15,000
Menderes Property	-	-	5,163	-	5,163
Other Ontario Property	30,267	-	112	-	30,379
	$ 156,296	$ 123,000	$ 119,031	$ (34,500)	$ 363,827

5. Exploration and Evaluation Assets (Continued)

Red Lake - Birch Lake

The Company holds a 100% interest in mineral claims in the Red Lake-Birch Lake District in Northwestern Ontario, approximately 80 kilometres east-northeast of the town of Red Lake.

Frontline's Red Lake Property Group comprises 34 mineral claims and 2 mineral patents, totaling 274 claims units for a total area of approximately 4,420 hectares. The Red Lake Property Group primarily consists of 3 properties: 1) Baird/Heyson mineral claims ("Baird/Heyson Property"), 2) the Chukuni package, and 3) the Whitehorse Island Patents ("Whitehorse Property"):

2017 Option Agreement

On May 17, 2017 the Company executed an option agreement ("2017 Option Agreement") with Pacton Gold Inc. ("Pacton", TSXV: PAC) wherein, Pacton has the option to acquire a 100% percent interest in the Company's Red Lake Property Group, in the Red Lake District (which includes the Chukuni and Whitehorse properties), by making certain payments and share issuances to Frontline. The Company has received from Pacton the first payment of $75,000 and 120,000 common shares with a fair value of $120,000 during 2017.

Pacton will have the option to acquire a 100 percent interest in the Red Lake Property Group from Frontline by making four (4) cash payments totaling $300,000 ($75,000 paid), and issuing a total of 420,000 common shares (120,000 issued) to Frontline over a three (3) year period. Frontline's Red Lake Property Group retains a 2.25% net smelter returns royalty, with Frontline's net smelter returns royalty ranging from 0.25% to 2.25% on all the mineral claims and mineral patents. Pacton can purchase one-half (1/2) of Frontline's royalty by payment of $250,000 for each 0.25% of Frontline's Royalty. The acquisition of the Red Lake Property Group by Pacton was approved by the TSX Venture Exchange.

2018 Option Agreement

On November 1, 2018, the Company entered into an option agreement ("2018 Option Agreement") with Pacton, wherein, Pacton has the option to acquire a 100% interest in the 12 mineral claims located in the Red Lake District, by making certain payments and share issuances to Frontline.

Pursuant to the terms of the 2018 Option Agreement, Pacton will have the option to acquire a 100 percent interest in the 12 mineral claims located the Red Lake Property Group from Frontline by making four (4) cash payments totaling $110,000 ($70,000 received), and issuing a total of 25,000 common shares (received) to Frontline over a two (2) year period as follows:

(i) cash payment of $30,000 (received) and issue 10,000 shares (received, valued at $27,000) immediately;
(ii) cash payment of $40,000 (received) and issue 7,500 shares (received, valued at $7,875) on or before the first anniversary; and
(iii) cash payment of $40,000 (received) and issue 7,500 shares (received, valued at $7,425) on or before the second anniversary.

5. Exploration and Evaluation Assets (Continued)

Red Lake - Birch Lake (continued)

Tilly Property

On January 29, 2019, the Company entered into an acquisition agreement with Pacton, wherein Pacton acquired 100% interest in certain claims located in the Red Lake Mining District known as the Tilly Property from the Company. Pursuant to the terms of the acquisition agreement, the Company received 19,231 common shares of Pacton valued at $48,078.

Duchess Property

On February 20, 2019, the Company entered into an option agreement ("Duchess Option Agreement") with Pacton, wherein, Pacton has the option to acquire a 100% interest in certain mineral claims located in the Red Lake District, known as the Duchess Property. Pursuant to the terms of the Duchess Option Agreement, Pacton will have the option to acquire the 100% interest in the Duchess Property from Frontline by:

(i) directly paying a maximum of $30,000 on behalf of Frontline to cover the costs of conducting certain exploration work on the property;
(ii) issuance of 12,500 common shares of Pacton (received, valued at $31,250);
(iii) cash payment of $50,000 (received) and issuance of 10,000 common shares of Pacton on or before the first anniversary date (received, valued at $8,000); and
(iv) cash payment of $50,000 and issuance of 12,500 common shares of Pacton on or before the second anniversary date.

Whitehorse Property

During 2015, the Company had, subject to regulatory approval, acquired a 100% interest in the Whitehorse Island property ("Whitehorse"), which hosts the Whitehorse Island gold shaft. The property comprised of two contiguous claims, totalling 35.55 hectares, is strategically situated between Goldcorp/Premier Gold's Rahill-Bonanza Gold Property to the North-east and Premier Gold's Hasaga Gold property to the south west. The Whitehorse Island mining patents were previously owned by Grandview Gold Inc. On August 31, 2015, the Company entered into a binding Letter of Intent with Abitibi Royalties Inc. to sell a 2% net smelter royalty (“NSR”) on the property and 15% of any cash proceeds should the property be sold or joint ventured. Abitibi Royalties Inc. has paid the Company $10,000.

5. Exploration and Evaluation Assets (Continued)

Rainy River Property

During 2015, the Company had acquired an option to acquire a 100% interest in the Rainy River property ("Rainy River") which is comprised of fifteen contiguous claims located in the Kenora township in Ontario. The property is subject to a net smelter returns royalty of 2% on six of the claims and 1% on the remaining nine claims.

To exercise its option and acquire up to a 100% interest in the claims, the Company must issue a total of 500,000 shares over four years and pay the Optionor a total of $70,000 (of which $10,000 is due on February 1, 2016 ($3,000 paid), $10,000 is due on the first anniversary date of signing, $12,000 is due on the second anniversary, $12,000 is due on the third anniversary, and $26,000 is due on the fourth anniversary).

The Company may repurchase one-half of the 2% royalty for $1,000,000 and one-half of the 1% royalty for $250,000.

The Company acquired an option to acquire a 100% interest in 6 additional claims in the Rainy River property subject to regulatory approval. The 6 claims consist of 79 units and are located within the Company's Rainy River property group. The property is subject to a 1% net smelter returns royalty.

To exercise its option and acquire up to 100% interest in the claims, the Company must issue a total of 500,000 shares and pay the Optionor a total of $28,000 (of which $2,000 was paid on signing ("Initial Payment"), an additional $3,000 within 30 days of the Initial Payment (paid), an additional $3,000 within 60 days of the initial payment (paid), $7,500 due on the first anniversary date of signing (paid), $7,500 is due on the second anniversary ($2,500 paid), and $5,000 is due on the third anniversary).

The Company may repurchase the 1% NSR royalty for $250,000.

Rex Lake Property

On April 2, 2018, the Company acquired an option to acquire a 100% interest in the Rex Lake property ("Rex Lake") which is comprised of two claims located in the Rex Lake Township in Ontario.

To exercise its option and acquire up to a 100% interest in the claims, the Company must make a total cash payment of $76,000, of which $8,000 is due on May 15, 2018 (paid), $10,000 is due on May 15, 2019 (paid), $12,000 is due on May 15, 2020 (paid), $16,000 is due on May 15, 2021, and $30,000 is due on May 15, 2022 and fund staking costs in the minimum amount of $2,000 to be done or before April 10, 2018 (paid).

The property is subject to a net smelter return royalty of 1.50%. The Company may repurchase one-half of the 1.50% royalty for $500,000.

5. Exploration and Evaluation Assets (Continued)

Gullrock Property

On November 27, 2018, the Company acquired a 100% interest in the Gullrock property, located in the Red Lake district, from Alexandria Minerals Corporation ("Alexandria", a company related to a director and officer of the Company").

The acquisition of the Gullrock Property also includes all exploration data and technical information associated with the properties in the possession of the Alexandria, and any other hard assets located on the property underlying the properties.

On October 22, 2019, the Company entered into an option agreement ("Gullrock Agreement") with Pacton, wherein Pacton has the option to acquire a 100% interest in the Gullrock Property. Pursuant to the terms of the Gullrock Agreement, Pacton will have the option to acquire the 100% interest in the Gullrock Property from Frontline by making cash payments to Frontline totalling $125,000 and issuing Frontline an aggregate of 75,000 shares as follows:

(i) cash payment of $35,000 ($30,000 received) and issue 15,000 shares (received, valued at $22,500) immediately;
(ii) cash payment of $22,500 (received) and issue 15,000 shares (received, valued at $14,850) on or before the first anniversary;
(iii) cash payment of $22,500 and issue 15,000 shares on or before the second anniversary;
(iv) cash payment of $22,500 and issue 15,000 shares on or before the third anniversary; and
(v) cash payment of $22,500 and issue 15,000 shares on or before the fourth anniversary.

Sale of Red Lake NSR's

On December 8, 2020, the Company executed a purchase agreement to sell its portfolio of Red Lake NSR's to EMX Royalties Corporation ("EMX") for a total purchase price of $800,000. which will be paid 50% in cash (received) and 50% in shares of EMX (103,721 shares received, valued at $400,000). The Company's NSR's arose from the option agreements distributed over the Gullrock Property, Duchess Property, Red Lake Properties, and Tilly Property).

Paint Lake Property

On April 29, 2020, the Company acquired a 100% interest in certain claim units primarily within the Mishibishu Lake and Abbie Lake Townships of Ontario (“Paint Lake Property”). In addition, Frontline entered into a 50/50 Joint Venture Agreement (“JV Venture Agreement”) with Talisker Gold Corp. (“Talisker”). Talisker will be responsible for 50% of Frontline’s Paint Lake Property Option and Talisker agrees to add its East Pukaskwa property to the Joint Venture and Frontline agrees to reimburse Talisker for the acquisition costs of its property.

To exercise its option and acquire a 100% interest in the Mishibishu Lake area claims, Frontline must pay the optionor a total of $56,000 (of which a total of $38,000 is due in years 2 and 3 of the option agreement), with $10,000 due on signing ($5,000 paid by Frontline, $5,000 paid by Talisker) and $8,000 due on the first anniversary, and grant the optionor a 1.5% net smelter returns royalty. Frontline may repurchase one-half of the 1.5% royalty for $500,000.

Under the terms of the JV Agreement Talisker will be responsible for 50% of Frontline Option and Frontline agrees to reimburse Talisker for the acquisition costs for this property. Frontline’s cost to reimburse Talisker is approximately $2,500.

5. Exploration and Evaluation Assets (Continued)

Portage River Property

On May 5, 2020, the Company acquired a 100% interest in twenty-eight (28) adjacent claim units covering a total area of approximately 1983 hectares located approximately. 10 kilometers to the southwest of the village of Normetal and the Normetal mine, and approximately 110 kilometers north of the town of Rouyn-Noranda in the Abitibi region of Quebec. The property has road access year-round and is located just southeast of Amex Exploration Inc.'s Perron Gold Property.

To exercise its option and to acquire a 100% interest in the Portage River claims, Frontline must pay the optionor a total of $61,000 (of which a total of $41,000 is due in years 2 and 3 of the option agreement), with $8,000 due on signing (paid) and $12,000 due on the first anniversary, and grant the optionor a 1.5% net smelter returns royalty. Frontline may repurchase one-half of the 1.5% royalty for $400,000.

Crooked Pine Property

On July 9, 2020, the Company entered into an option agreement to earn up to 100% interest in 164 claim units located in Northwestern Ontario within the Thunder Bay Mining District of Ontario ("Crooked Pine Property"). To exercise its option and acquire a 100% interest in the Crooked Pine property claims, the Company must pay the optionor a total of $150,000 (of which a total of $95,000 is due in years 2 and 3 of the option agreement), with $15,000 due on signing (paid) and $10,000 due within 3 months of the signing day (paid), and issuing 1,000,000 common shares of Frontline (issued, valued at $20,000). The optionor will retain a 2.0% NSR royalty. Frontline may repurchase one half of the 2.0% royalty for $1,000,000.

On February 9, 2021, the Company acquired a 100% interest in 5 mining cells within its Crooked Pine Lake Property boundary for a total sum of $4,000 and granting the vendor a 2% NSR. The Company may repurchase 1% of the royalty for $500,000.

Route 109 Property

On September 21, 2020, the Company acquired a 100% interest in the Route 109 Property which consists of 100 mining claims in the Province of Quebec. To exercise its option and to acquire 100% interest, the Company must pay the optionor a total of $123,000 (of which a total of $95,000 is due in years 2-4 of the option agreement), with $14,000 due on signing (paid) and $14,000 due on the first anniversary, and grant the optionor a 1.5% NSR. The Company may repurchase 0.5% of royalty for $500,000.

NE Bachelor Property

On December 1, 2020, the Company acquired a 100% interest in the NE Bachelor Property, which consists of 62 mining claims in the Province of Quebec. To exercise its option and to acquire 100% interest, the Company must pay the optionors a total of $85,000 (of which a total of $85,000 is due in years 2-4 of the option agreement), with $15,000 due on signing (paid) and grant the optionors a 1.5% NSR. The Company may repurchase 0.75% of the royalty for $500,000.

(Expressed in Canadian Dollars, except as otherwise indicated)

6. Equipment

Cost	December 31, 2019	Additions	December 31, 2020	Additions	June 30, 2021
Furniture and equipment	$ 5,015	$ -	$ 5,015	$ -	**$ 5,015**
Computer hardware	38,148	-	38,148	-	**38,148**
	$ 43,163	$ -	$ 43,163	$ -	**$ 43,163**

Accumulated Depreciation	December 31, 2019	Additions	December 31, 2020	Additions	June 30, 2021
Furniture and equipment	$ 4,378	$ 128	$ 4,506	$ 50	**$ 4,556**
Computer hardware	36,660	448	37,108	156	**37,264**
	$ 41,038	$ 576	$ 41,614	$ 206	**$ 41,820**

Carrying amounts	December 31, 2020	June 30, 2021
Furniture and equipment	$ 509	**$ 459**
Computer hardware	1,040	**884**
	$ 1,549	**$ 1,343**

7. Right-of-Use Assets

Cost	December 31, 2019	Additions	December 31, 2020	Additions	June 30, 2021
Office lease	$ -	$ 63,577	$ 63,577	$ -	**$ 63,577**

Accumulated Depreciation	December 31, 2019	Additions	December 31, 2020	Additions	June 30, 2021
Office lease	$ -	$ 2,649	$ 2,649	$ 15,894	**$ 18,543**

Carrying amounts	December 31, 2020	June 30, 2021
Office lease	$ 60,928	**$ 45,034**

(Expressed in Canadian Dollars, except as otherwise indicated)

8. Accounts payable and accrued liabilities

Accounts payable and accrued liabilities of the Company are principally comprised of amounts outstanding for purchases relating to general operating activities.

		As at June 30, 2021		As at December 31, 2020
Accounts payable	**$**	**245,102**	$	218,469
Accrued liabilities		**126,830**		667,742
Total accounts payable and accrued liabilities	**$**	**371,932**	$	886,211

During the three and six months ended June 30, 2021, the Company wrote off $543,257 (three and six months ended June 30, 2020 - $nil) of prior year payables.

9. Loans Payable

(i) On April 27, 2016, the Company received $250,000 in an unsecured loan from two non-arm's length investors. On June 27, 2016 the Company received an additional $200,000 from these investors. The loans are to be repaid in 12 monthly instalments of $37,500 beginning in November 2016. The loan bears interest at 12%. In the event the Company defaults on any payment of interest or principal when due, the interest rate shall increase to 18% with the unpaid balance of the loan becoming payable on demand. The balance of the outstanding loan as at June 30, 2021 is $137,163 (December 31, 2020 - $137,163). The accrued interest as of June 30, 2021 is $108,158 (December 31, 2020 - $101,986)

In addition, the Investors are also entitled to receive royalty payments "(Royalties") from the Company. The Royalties shall be calculated as 3.5% of the "Net Proceeds", as defined below, received by the Company from the Keban and Kambertepe tailings projects in Turkey (the "Tailings Projects"). Net Proceeds shall mean the gross revenue received by the Company or any of its subsidiaries from the sale of metals or any other products derived from the Tailings Projects after deducting the excavating and transportation costs, and processing costs.

The Company has the right to buy back 0.5% of the Royalty (in which case the outstanding royalty will drop to 3%) one year after the first royalty payment has been made at a purchase price of $100,000. The right is exercisable for a period of 30 days after which it shall expire and terminate if not exercised by the Company.

(ii) In February 2021, the Company received $60,000 under the Canada Emergency Business Account ("CEBA") program. $20,000 of the loan is forgivable if repaid by December 31, 2022. The loan accrues no interest until December 31, 2022, and thereafter converts to a 3-year term loan with a 5% annual interest rate. Any portion of the loan is repayable without penalty at any time prior to December 31, 2025.

(Expressed in Canadian Dollars, except as otherwise indicated)

10. Lease Liabilities

		Office leases
Balance, December 31, 2019	$	-
Additions		63,577
Interest expense		530
Lease payments		(2,934)
Balance, December 31, 2020		61,173
Additions		-
Interest expense		2,752
Lease payments		(17,602)
Balance, June 30, 2021		46,323
Less: non-current portion		(14,309)
Current portion of lease liabilities	$	32,014

The following table presents a maturity analysis of the contractual undiscounted cash flows from lease obligations.

Less than one year	$	35,205
One to five years		14,669
Balance, June 30, 2021	$	49,874

11. Related Party Transactions

Payments to key management personnel including the Chief Executive Officer, Chief Financial Officer, and Directors and companies directly controlled by key management personnel are for salaries, director fees, consulting fees, management fees or professional fees and are directly related to their position in the organization.

		June 30, 2021		December 31, 2020
Due to Merrex Gold Inc. (i)	$	-	$	259,907
Due to President and Chief Executive Officer (ii)		478,450		566,837
Due to directors, officers and related corporations (ii)		266,328		266,328
	$	744,778	$	1,093,072

(i) The Company is related to Merrex Gold Inc. (“Merrex”) by way of common directors and shared staff, rent and office costs in Mali to February 28, 2013. The balance owing to Merrex as at June 30, 2021 for the Company’s portion of shared costs is $nil (December 31, 2020 - $259,907). The amount of the payable was subject to mutual agreement of the Company’s share of costs in Mali. The amount due was agreed between the parties during 2013 and a reduction of $278,092 was credited to the Naouleni project during 2013. The amount payable to Merrex was non-interest bearing with no fixed terms of repayment. During the six months ended June 30, 2021, the Company recognized a gain on debt settlement of $259,907.

(Expressed in Canadian Dollars, except as otherwise indicated)

11. Related Party Transactions (Continued)

(ii) The Company has a loan agreement to borrow from its President and Chief Executive Officer. The loan is unsecured and non-interest bearing with no fixed terms of repayment.

Included in amounts owing to related parties are additional amounts owing to directors, officers, and corporations in which directors and officers are shareholders totalling $266,328 (December 31, 2020 - $266,328); and $478,450 (December 31, 2020 - $566,837) owing to the President and Chief Executive Officer.

During the three and six months ended June 30, 2021, $5,325 and $20,650, respectively (three and six months ended June 30, 2020 - $nil and $nil, respectively) in directors fees were paid to directors of the Company.

Related party transactions are in the ordinary course of business, and are measured at the amount agreed to by the related parties.

12. Share Capital

Authorized

Unlimited number of common shares, without nominal or par value.

Issued during 2021 and 2020

None issued during the periods ended June 30, 2021 and 2020.

Share Purchase Warrants

There were no changes in warrants during the periods ended June 30, 2021 and 2020.

Share Purchase Options

The Company adopted a stock option plan under which it is authorized to grant options to officers, directors, employees and consultants enabling them to acquire up to 10% of the issued and outstanding common shares of the Company. The options can be granted for a maximum of 10 years and vest as determined by the Board of Directors.

There were no changes in stock options during the periods ended June 30, 2021 and 2020.

The following table summarizes information about options outstanding as at June 30, 2021:

Expiry Date	Options Outstanding	Options Exercisable	Weighted average remaining life (years)	Weighted average exercise price
September 27, 2021	10,500,000	10,500,000	0.24	$ 0.05

13. Financial Instruments

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

Credit Risk

The Company has no significant credit risk arising from operations. The Company's credit risk is primarily attributable to cash. The Company holds its cash with a Canadian chartered bank and the risk of default is considered to be remote.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due (Note 1). The Company's approach to managing liquidity risk is to ensure it will have sufficient liquidity to meet liabilities when due. The Company's accounts payable and accrued liabilities are due within one year. As at June 30, 2021, the Company has a working capital deficiency of $1,085,600 (December 31, 2020 - $1,514,006) to settle current liabilities of $1,285,886 (December 31, 2020 - $2,146,905). In addition to the normal working capital requirements, the Company has further payment requirements under option agreements and to maintain its interests in its mineral properties that are outlined in Note 5 - Exploration and Evaluation Assets.

Interest Rate Risk

Interest rate risk is the risk that the value of the Company's assets and liabilities can change due to a change in interest rates. The Company considers interest rate risk related to cash to be low.

Foreign Currency Risk

The Company conducts exploration activities in foreign countries and a portion of exploration expenditures are transacted in US dollars, CFA francs and Turkish Lira. The Company could be exposed to risk of major changes in these currencies relative to the Canadian dollar.

14. Segment Reporting

The Company has one reportable operating segment, being that of acquisition, exploration and evaluation of mineral properties.