



CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEARS ENDED

DECEMBER 31, 2020 AND 2019

(EXPRESSED IN CANADIAN DOLLARS)

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Treasury Metals Inc.

Opinion

We have audited the consolidated financial statements of Treasury Metals Inc., (the "Group"), which comprise the consolidated balance sheets as at December 31, 2020 and December 31, 2019 and the consolidated statements of operations, other comprehensive loss, changes in shareholders' equity and cash flows for the years ended December 31, 2020 and December 31, 2019, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2020 and December 31, 2019, and its consolidated financial performance and its consolidated cash flows for the years ended December 31, 2020 and December 31, 2019 in accordance with International Financial Reporting Standards.

Basis for Opinion

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

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the consolidated financial statements, which indicates that the Group incurred a net loss of \$2,756,093 during the year ended December 31, 2020 and, as of that date, the Group's current assets exceeded its current liabilities by \$4,982,048, excluding the non-cash unrenounced flow-through share premium liability and the derivative liability. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2020. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Evaluation of assessment of Impairment Indicators of Mineral Properties

As described in Note 2 and Note 8, The carrying value of the Company's mineral properties and related deferred costs is \$173,724,630 as at December 31, 2020. Management assesses at each reporting period-end whether there is an indication that an asset or group of assets are impaired if facts and circumstances indicate that the carrying value may exceed its recoverable amount. Management applies significant judgement in order to assess whether indicators of impairment exist that would necessitate impairment testing. Impairment indicators include internal and external factors, such as (i) evidence indicating that the entity's right to explore the area has expired, (ii) management does not have any plans to continue exploration expenditures on the project, (iii) commercial viability of the project, (iv) the carrying amount of the mineral properties are unlikely to be recovered in full, even if it is successfully developed or sold, and (v) the carrying amount of net assets of the Company exceeds its market capitalization.

We considered this a key audit matter due to (i) the significance of the mineral properties and related deferred costs in the consolidated financial statements, (ii) the level of subjectivity required in applying audit procedures to assess the factors considered by management in its assessment of impairment indicators, and (iii) the matter required significant auditor attention and audit effort.

Our approach to addressing the matter included the following procedures:

- Reviewed internal and external resources, such as Board meeting minutes, budget approvals and feasibility studies as evidence of continued and planned exploration expenditure;
- Assessed the completeness of internal and external factors that could indicate that the carrying values of the exploration and evaluation assets may not be recoverable, such as commodity pricing, the Company's ability to continue funding its exploration activities, and consideration of evidence obtained in other areas of the audit;
- Reviewed the purchase price allocation for properties acquired during the current year; and
- Assessed whether the relative change in the Company's market capitalization to net assets ratio from December 31, 2019 to December 31, 2020 is an indicator of impairment.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Management's Discussion and Analysis (MD&A), but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

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

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

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

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

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Mark Jakovic.

RSM Canada LLP

Chartered Professional Accountants
Licensed Public Accountants
March 24, 2021
Toronto, Ontario

TREASURY METALS INC.
CONSOLIDATED BALANCE SHEETS
(EXPRESSED IN CANADIAN DOLLARS)

	December 31, 2020	December 31, 2019
Assets		
Current Assets		
Cash and cash equivalents (Note 4)	\$ 4,437,345	\$ 1,636,845
Accounts receivable and prepaid expenses (Note 5)	719,680	259,281
Investments - current (Note 6)	<u>1,022,315</u>	<u>40,220</u>
	6,179,340	1,936,346
Non-current investments (Note 6)	437,500	-
Property and equipment (Note 7)	2,548,145	2,426,357
Mineral properties and related deferred costs (Note 8)	<u>173,724,630</u>	<u>80,090,994</u>
	<u>\$ 182,889,615</u>	<u>\$ 84,453,697</u>
Liabilities		
Current Liabilities		
Accounts payable and accrued liabilities (Note 10)	\$ 1,193,650	\$ 1,347,719
Short-term debt and current portion of long-term debt (Note 11)	3,642	28,350
Non-cash derivative liability (Note 11)	3,680,193	1,939,648
Unrenounced flow-through share premium	<u>-</u>	<u>447,160</u>
	4,877,485	3,762,877
Long-term debt (Note 11)	4,959,393	4,822,668
Deferred tax liability (Note 17)	<u>-</u>	<u>2,977,900</u>
	<u>9,836,878</u>	<u>11,563,445</u>
Shareholders' Equity		
Capital stock (Note 12)	187,969,705	97,640,878
Contributed surplus (Note 13 & Note 14)	23,655,291	11,108,238
Deficit	(38,342,602)	(35,586,509)
Accumulated other comprehensive loss	<u>(229,657)</u>	<u>(272,355)</u>
	<u>173,052,737</u>	<u>72,890,252</u>
	<u>\$ 182,889,615</u>	<u>\$ 84,453,697</u>

Nature of Operations and Going Concern (Note 1)
 Commitments and Contractual Obligations and Contingencies (Note 18)
 Subsequent Events (Note 20)

SIGNED ON BEHALF OF THE BOARD

(Signed) "Marc Henderson"
 Director

(Signed) "Flora Wood"
 Director

TREASURY METALS INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
(EXPRESSED IN CANADIAN DOLLARS)

Years ended December 31,	2020	2019
Expenses		
Administrative, office and shareholder services	\$ 1,245,032	\$ 1,180,777
Professional fees	351,232	170,199
Arbitration costs award (Note 8)	-	106,635
Salary and benefits	1,233,217	603,204
Stock-based compensation (Note 14)	863,299	333,742
Accretion and amortization of long-term debt transaction costs (Note 11)	254,887	462,804
Interest and financing costs	611,581	539,425
Foreign exchange gain	(118,640)	(219,996)
Loss on debt extinguishment (Note 11)	-	1,344,395
Fair value loss (gain) in non-cash derivative liability (Note 11)	1,740,545	(975,552)
	6,181,153	3,545,633
Loss before income taxes	(6,181,153)	(3,545,633)
Deferred income tax recovery (expense) (Note 17)	3,425,060	(1,297,212)
Net loss for the year	\$ (2,756,093)	\$ (4,842,845)
Loss per share - basic and diluted	\$ (0.03)	\$ (0.09)
Weighted average number of shares outstanding	78,754,278	51,512,032

TREASURY METALS INC.
CONSOLIDATED STATEMENTS OF OTHER COMPREHENSIVE LOSS
(EXPRESSED IN CANADIAN DOLLARS)

Years ended December 31,	2020	2019
Net loss for the year	\$ (2,756,093)	\$ (4,842,845)
Other comprehensive income (loss)		
Unrealized gain (loss) on equity investments, net of taxes	128,423	(9,279)
Realized loss on sale of FVTOCI investments	(747)	(20,450)
Cancellation of Platinex Inc. warrants (Note 6)	(84,978)	-
Other comprehensive income (loss) for the year	42,698	(29,729)
Total comprehensive loss for the year	\$ (2,713,395)	\$ (4,872,574)

TREASURY METALS INC.
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(EXPRESSED IN CANADIAN DOLLARS)

	Common Shares	Capital Stock	Contributed Surplus	Deficit	Accumulated Other Comprehensive Loss	Total
Balance, January 1, 2019	48,363,334	\$ 93,119,530	\$ 9,623,143	\$(30,743,664)	\$ (242,626)	\$ 71,756,383
Units issued for cash in private placements (Note 12)	2,964,751	2,134,621	-	-	-	2,134,621
Flow-through shares issued for cash in private placements (Note 12)	5,214,892	4,266,723	-	-	-	4,266,723
Share issue cash costs (Note 12)	-	(503,630)	-	-	-	(503,630)
Issuance of compensation warrants (Note 13)	-	(54,139)	54,139	-	-	-
Issuance of warrants (Note 13)	-	(904,067)	904,067	-	-	-
Shares issued with respect to a services agreement (Note 12)	33,333	29,000	-	-	-	29,000
Warrants issued with respect to term loan	-	-	80,265	-	-	80,265
Unrenounced flow-through shares premium	-	(447,160)	-	-	-	(447,160)
Stock-based compensation (Note 14)	-	-	446,624	-	-	446,624
Net loss for the year	-	-	-	(4,842,845)	-	(4,842,845)
Other comprehensive loss	-	-	-	-	(29,729)	(29,729)
Balance, December 31, 2019	56,576,310	\$ 97,640,878	\$11,108,238	\$(35,586,509)	\$ (272,355)	\$ 72,890,252
Units issued for cash in private placements (Note 12)	10,666,666	11,520,000	-	-	-	11,520,000
Issued with respect to assets acquisition (Note 9)	43,333,333	79,300,000	9,866,502	-	-	89,166,502
Share issue costs (Note 12)	-	(982,381)	(296,026)	-	-	(1,278,407)
Issuance of compensation warrants (Note 13)	-	(541,506)	541,506	-	-	-
Issuance of warrants (Note 13)	-	(1,826,482)	1,826,482	-	-	-
Stock options exercised (Note 14)	1,576,662	1,877,994	-	-	-	1,877,994
Fair value of stock options exercised (Note 14)	-	398,222	(398,222)	-	-	-
Warrants exercised (Note 13)	468,175	473,820	-	-	-	473,820
Fair value of warrants exercised (Note 13)	-	109,160	(109,160)	-	-	-
Stock-based compensation (Note 14)	-	-	1,115,971	-	-	1,115,971
Net loss for the year	-	-	-	(2,756,093)	-	(2,756,093)
Other comprehensive income	-	-	-	-	42,698	42,698
Balance, December 31, 2020	112,621,146	\$187,969,705	\$23,655,291	\$(38,342,602)	\$ (229,657)	\$ 173,052,737

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

On August 11, 2020, the Company effected a 1-for-3 reverse stock split. Shares have been retroactively restated.

TREASURY METALS INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(EXPRESSED IN CANADIAN DOLLARS)

Years ended December 31,	2020	2019
Cash and cash equivalents (used in) provided by:		
Operating Activities		
Net loss for the year	\$ (2,756,093)	\$ (4,842,845)
Adjustments for:		
Deferred income tax recovery (Note 17)	(3,425,060)	1,297,212
Stock-based compensation	863,299	333,742
Accretion and amortization of long-term debt transaction costs (Note 11)	254,887	462,804
Loss on debt extinguishment	-	1,344,395
Fair value change in non-cash derivative liability	1,740,545	(975,552)
Foreign exchange on long-term debt (Note 11)	(121,001)	(223,564)
Net change in non-cash working capital items:		
Accounts receivable and prepaid expenses	(452,481)	68,587
Accounts payable and accrued liabilities (Note 9)	(111,364)	(440,221)
Net cash used in operating activities	<u>(4,007,268)</u>	<u>(2,975,442)</u>
Financing Activities		
Private placements, net of issue costs (Note 12)	10,241,593	5,872,714
Proceeds from sale of investments	15,090	9,650
Proceeds from the exercise of options	1,877,994	-
Proceeds from the exercise of warrants	473,820	-
Proceeds from short-term loans, net of commitment fees (Note 11)	705,000	-
Payments of short-term loans and interest (Note 11)	(779,765)	-
Long-term debt repayments	(21,868)	(31,122)
Cash cost of debt amendment (Note 11)	-	(79,682)
	<u>12,511,864</u>	<u>5,771,560</u>
Investing Activities		
Purchase of investments	(175,950)	-
Cash used in assets acquisition	(1,850,094)	-
Acquisition of property and equipment	(72,475)	(163,267)
Acquisition of mineral properties and related deferred costs	(3,605,577)	(3,395,530)
	<u>(5,704,096)</u>	<u>(3,558,797)</u>
Increase (decrease) in cash and cash equivalents	2,800,500	(762,679)
Cash and cash equivalents, beginning of the year	1,636,845	2,399,524
Cash and cash equivalents, end of the year	\$ 4,437,345	\$ 1,636,845

TREASURY METALS INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS (Continued)
(EXPRESSED IN CANADIAN DOLLARS)

Years ended December 31,	2020	2019
Supplementary cash flow information		
Changes in non-cash activities:		
Fair value of shares and warrants issued for assets acquisition (Note 9)	<u>\$ 89,166,502</u>	<u>\$ -</u>
Warrants issued on debt terms changes (Note 11)	<u>\$ -</u>	<u>\$ 80,265</u>
Shares issued with respect to a services agreement (Note 12)	<u>\$ -</u>	<u>\$ 29,000</u>
Stock-based compensation capitalized to mineral properties and related deferred costs (Note 14)	<u>\$ 252,672</u>	<u>\$ 112,882</u>
Amortization capitalized to mineral properties and related deferred costs (Note 7)	<u>\$ 76,943</u>	<u>\$ 49,621</u>
Fair value of shares and warrants received on sale of assets (Note 8)	<u>\$ 1,216,038</u>	<u>\$ -</u>
Compensation warrants issued on private placement (Note 13)	<u>\$ 541,506</u>	<u>\$ 54,139</u>

TREASURY METALS INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(EXPRESSED IN CANADIAN DOLLARS)
Years Ended December 31, 2020 and 2019

1. NATURE OF OPERATIONS AND GOING CONCERN

Treasury Metals Inc. (the "Company" or "Treasury Metals") is incorporated under the laws of Ontario and listed on the Toronto Stock Exchange under the symbol "TML". The address of the Company's registered office is 130 King Street West, Suite 3680, Toronto, Ontario, Canada. The mineral properties of Treasury Metals are all located in Canada and are in the exploration stage and, on the basis of information to date, do not yet have economically recoverable reserves. The recoverability of the amounts shown on the balance sheets for mineral properties and related deferred costs is dependent upon the existence of economically recoverable reserves, maintaining beneficial interest in its properties and the underlying mining claims, obtaining the necessary regulatory approvals and permits, the ability to obtain the necessary financing to fulfill its obligations as they arise, the ability to complete the development of the claims, and achieving profitable production or the proceeds from the disposition of the properties. The Company's success depends on the successful development of the properties and corresponding permitting and feasibility study. Based upon its current operating and financial plans, management of the Company believes that it will have sufficient access to financial resources (debt and equity) to fund the Company's planned operations and development of the Goliath Gold Project.

The consolidated financial statements were prepared on a going concern basis, which assumes that the Company will continue its operations for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business. The Company has not generated revenue from operations. At December 31, 2020, the Company working capital is \$4,982,048 (2019 – \$560,277) excluding the non-cash unrenounced flow-through share premium liability and the non-cash derivative liability. For the year ended December 31, 2020, the Company incurred a net loss of \$2,756,093 (2019 - \$4,842,845), had cash outflow from operations of \$4,007,268 (2019 - \$2,975,442), has not yet achieved profitable operations, had accumulated losses of \$38,342,602 (2019 - \$35,586,509) and expects to incur further losses in the development of its business. Should the Company be unable to raise sufficient financing to maintain operations, the Company may be unable to realize the carrying value of its net assets. These uncertainties cast significant doubt upon the Company's ability to continue as a going concern.

These consolidated financial statements do not reflect the adjustments to carrying amounts of assets and liabilities and the reported expenses and statement of financial position classifications that would be necessary if the going concern assumption was deemed inappropriate. Such adjustments could be material.

Since December 31, 2019, the outbreak of the novel strain of coronavirus, specifically identified as "COVID19", has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, selfimposed quarantine periods and social distancing, have caused material disruption to businesses globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. The duration and impact of the COVID19 outbreak is unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company and its operating subsidiaries, or on its ability to raise capital to fund operations, in future periods. While the Company's operations have not been significantly impacted by the COVID19 outbreak, it is not possible to reliably estimate the ongoing effect on the Company's operation.

On March 22, 2021, the Board of Directors approved the consolidated financial statements for the years ended December 31, 2020 and 2019.

TREASURY METALS INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(EXPRESSED IN CANADIAN DOLLARS)
Years Ended December 31, 2020 and 2019

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Statement of Compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standard Board ("IASB") and their interpretations issued by the IFRS Interpretations Committee which have been consistently applied.

Principles of Consolidation

The consolidated financial statements include all entities over which the Company has control. For accounting purposes, control is established by an investor when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date control is transferred to the Company, and are no longer consolidated on the date control ceases.

The consolidated financial statements include the accounts of the Company and its wholly owned Canadian subsidiaries Goldeye Explorations Ltd., Silvereve Explorations Ltd, Tamaka Gold Corp. and Goldlund Resources Inc.

Intercompany balances and any unrealized gains and losses or income and expenses arising from intercompany transactions are eliminated in preparing the consolidated financial statements.

Basis of Preparation

These consolidated financial statements are presented in Canadian dollars which is also the functional currency of the Company and its wholly owned Canadian subsidiaries.

The financial statements are prepared on the historical cost basis except for financial instruments which are measured at their fair value, as explained in the accounting policies set out in this note.

The accounting policies have been applied consistently to the years presented in the consolidated financial statements excepted as noted below.

Reverse Stock Split

On August 11, 2020, the Company effected a 1-for-3 reverse stock split of its common stock. On the effective date of the reverse stock split, (i) each 3 shares of the outstanding common stock were reduced to one share of common stock; (ii) the number of shares of common stock into which each outstanding warrant or option to purchase common stock is exercisable were proportionately reduced on a 3-to-1 basis; and (iii) the exercise price of each outstanding warrant or option to purchase common stock was proportionately increased on a 1-to-3 basis. All of the share numbers, share prices, and exercise prices have been adjusted, on a retroactive basis, to reflect this 1-for-3 reverse stock split. Also, all note disclosures related to the quantity or unit value of issued or exercised shares, options and warrants, including loss per share and the input variables to calculate the Black-Scholes valuations have been retroactively adjusted for the years presented to give effect to this reverse stock split.

Asset Acquisition / Business Combination

In accordance with *IFRS 3 - Business Combination*, a transaction is recorded as a business combination if the assets acquired and liabilities assumed constitute a business. A business is defined as an integrated set of activities and assets that is capable of being conducted and managed for the purpose of providing goods or services to customers, generating investment income (such as dividends or interest) or generating other income from ordinary activities. Where there are no such integrated activities, the transaction is treated as an asset acquisition. The acquisition of Tamaka Gold Corporation as further described in Note 9 was recorded as an asset acquisition whereby the cost of the net assets acquired was allocated to the fair value of the identifiable assets acquired.

TREASURY METALS INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(EXPRESSED IN CANADIAN DOLLARS)
Years Ended December 31, 2020 and 2019

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Foreign Currency Translation

Foreign currency transactions are initially recorded into the functional currency at the transaction date exchange rate. At year end, monetary assets and liabilities denominated in a foreign currency are translated into the functional currency at the balance sheet date's exchange rate and non-monetary assets and liabilities at the historical rate. These foreign currency adjustments are recognized in net loss of the consolidated statement of operations.

Cash and Cash Equivalents

The "cash and cash equivalents" category consists of cash in banks, call deposits and other highly liquid investments with initial maturities of three months or less or which are cashable without penalty.

Financial Instruments

The Company recognizes financial assets and financial liabilities when the Company becomes a party to a contract. Financial assets and financial liabilities, with the exception of financial assets and financial liabilities classified as fair value through profit or loss, are measured at fair value plus or minus transaction costs on initial recognition. Financial assets and financial liabilities at fair value through profit or loss are measured at fair value on initial recognition and transaction costs are expensed when incurred.

The following summarizes the Company's classification and measurement of financial assets and financial liabilities:

- Cash and cash equivalents and accounts receivable, are classified as loans and receivables are now classified as amortized cost ("AC").
- Equity investments have been designated as fair value through other comprehensive income ("FVTOCI").
- Accounts payable and long-term debt are classified as amortized cost. ("AC").
- Derivative liability is classified as fair value through profit and loss ("FVTPL").

Measurement in subsequent periods depends on the classification of the financial instrument:

Financial assets at amortized cost

Cash and cash equivalents and accounts receivable are held with the objective of collecting contractual cash flows and those cash flows are solely payments of principal and interest, and classified as amortized cost.

Subsequent to initial recognition, these assets are carried at amortized cost, using the effective interest method, less any impairment loss. The carrying amount of the financial asset is reduced through an allowance account, and the amount of the loss is recognized in the consolidated statement of income. Any subsequent reversal of an impairment loss is recognized in profit or loss.

The Company does not currently hold any derivative assets.

Accounting policy for extinguishment/modification of debt

Long-term debt is initially recognized at the fair value of the consideration received, net of transaction costs. It is subsequently measured at amortized cost using the effective interest method.

TREASURY METALS INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(EXPRESSED IN CANADIAN DOLLARS)
Years Ended December 31, 2020 and 2019

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

When the debt is amended, if the modification is not substantially different, it will be considered as a modification with any costs or fees incurred adjusting the carrying amount of the debt and amortized over the remaining term of the debt. If the modification is determined to be substantially different based on qualitative factors or when the discounted present value of the cash flows under the new terms discounted using the original effective interest rate is at least ten percent different from the discounted present value of the remaining cash flows of the original debt, the modification is accounted for as an extinguishment of the debt with a gain/loss to the carrying amount of the debt being recorded in the consolidated statements operations immediately. Also, the transaction costs related to the debt extinguishment are recorded in the statements of operations in the loss (gain) on debt extinguishment debt account.

Financial assets at fair value through other comprehensive income

The Company has made an irrevocable election on initial recognition to present gains and losses on Equity Investments (that are not held-for-trading or contingent consideration recognized in a business combination) in other comprehensive income ('OCI').

Financial liabilities at amortized cost

Accounts payable and long-term debt are classified as amortized cost.

Subsequent to initial recognition, these liabilities are carried at amortized cost, using the effective interest method. The effective interest method is a method of calculating the amortized cost of an instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that discounts estimated future cash receipts (including all transaction costs and other premiums or discounts) through the expected life of the debt instrument to the net carrying amount on initial recognition.

Financial liabilities at FVTPL

Financial liabilities are classified as FVTPL if they are derivative liabilities. Financial liabilities classified as FVTPL are measured at fair value, with changes recognized in the consolidated statements of operations.

The derivative liability is measured at FVTPL.

Impairment of financial assets

At each reporting date, each financial asset measured at amortized cost is assessed for impairment under an expected credit loss (ECL) model. The Company applies the simplified approach which uses lifetime ECLs for accounts receivables.

Property and Equipment

i) Assets owned by the Company

Property and equipment are carried at historical cost less any accumulated depreciation and impairment losses. Historical cost includes the acquisition cost or production cost as well as the costs directly attributable to bringing the asset to the location and condition necessary for its use in operations. When property and equipment include significant components with different useful lives, they are recorded and amortized separately. Useful life is reviewed at the end of each reporting period.

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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(ii) Leased assets

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves the use of an identified asset, specified either explicitly or implicitly, that is physically distinct, and usage represents substantially all of the capacity of the asset; if the supplier has a substantive substitution right then the asset is not identified
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use;
- the Company has the right to direct use of the asset, which is evidenced by decision-making rights to direct how and for what purpose the asset is used.

The Company recognizes a Right of Use ("ROU") asset and a lease liability at the lease commencement date.

The ROU asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred also any ARO and lease incentives received. The asset is subsequently depreciated using the straight line method, from the commencement date to the earlier of the end of the useful life of the asset or the end of the lease term. The estimated useful life is based on those of property and equipment.

The lease liability is initially measured at the present value of future lease payments, discounted using the incremental borrowing rate as the discount rate. The lease liability is subsequently measured at amortized cost using the effective interest method. It is remeasured if the Company changes its assessment of whether it will exercise a purchase, extension, or termination option. If the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the ROU asset, or is recorded in the consolidated statement of loss and comprehensive loss if the carrying value of the ROU asset is zero.

The Company has elected not to recognize assets and lease liabilities for short-term leases with a term of 12 months or less, and leases of low value assets. Low value assets consist primarily of IT equipment. The lease payments associated with these leases are recognized as an expense in the consolidated statement of loss and comprehensive loss over the lease term.

This policy is applied for contracts entered into, or changed, on or after January 1, 2018.

For contracts entered into before January 1, 2018, the Company determined whether the arrangement was or contained a lease based on the assessment of whether:

- fulfillment of the arrangement was dependent on the use of specific assets; and
- the arrangement conveyed a right to use the asset. An arrangement conveyed the right to use the asset if the Company had the ability to control physical access to the asset and how and for what purpose the asset was used.

Under IAS 17, leases that transferred substantially all the risks and rewards of ownership were classified as finance leases. When this was the case, the leased assets were measured initially at an amount equal to the lower of their fair value and the present value of the minimum lease payments. The Company did not have any leases that were classified as finance leases under IAS 17.

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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

All other leases were classified as operating leases and were not recognized in the Company's balance sheet. Payments made under operating leases were recognized in the consolidated statement of loss and comprehensive loss over the term of the lease.

The Company used the following practical expedients when applying IFRS 16 to leases previously classified as operating leases under IAS 17:

- Applied a single discount rate to a portfolio of leases with similar characteristics;
- Applied the exemption not to recognize assets and lease liabilities for leases with less than 12 months of lease term remaining at the application date; and
- Used hindsight when determining the lease term if the contract contains options to extend or terminate the lease.

On transition, the Company applied the transitional guidance of the standard and recognized ROU assets at an amount equal to the lease liability, adjusted for prepaid or accrued lease payments recognized before initial application, of which there were none.

As a result, \$18,074 of ROU assets in property and equipment and \$18,074 of lease liabilities were recognized at December 31, 2018. When measuring lease liabilities, the Corporation discounted lease payments using its incremental borrowing rate at the date of adoption. The rate applied is 20.41%.

iii) Subsequent costs

The Company recognizes in the carrying amount of an item of property and equipment the cost of replacing part of such an item when that cost is incurred if it is probable that the future economic benefits embodied with the item will flow to the Company and the cost of the item can be measured reliably. All other costs are recognized in the statement of operations as an expense as incurred.

iv) Amortization

Amortization is calculated on straight-line and declining balance basis over the estimated useful lives of each part of an item of property and equipment or over the term of the lease agreement. The estimated useful lives in the current and comparative year are as follows:

Building	4% Declining balance
Furniture and equipment	20% Declining balance
Vehicles under finance lease	Straight line over five years
Other vehicles	Straight line over five years
Right-of-use assets	Straight line over the term of the lease agreement

Mineral Properties and Related Deferred Costs

The Company defers exploration and evaluation expenditures until such time as technical and economic feasibility is reached and the properties are either put into commercial production, sold, determined not to be economically viable or abandoned. Capitalized expenditures include all the costs incurred in exploration and evaluation of potential mineral reserves and resources, such as exploratory drilling and sample testing and the costs of prefeasibility studies. Exploration expenditures are related to the initial search for deposits of minerals with economic value. Evaluation expenditures are related to the detailed economic assessments of identified deposits that are potentially economically viable.

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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Impairment

The Company continually reviews and evaluates the events or changes in the economic environment that indicates a risk of impairment of non-financial assets to determine whether the carrying amount of the asset or group of assets under consideration exceeds its or their recoverable amount. Impairment of the assets is evaluated at the cash generating unit ("CGU") level which is the smallest identifiable group of asset that generates cash inflows, independent of the cash inflows from other assets, as defined by IAS 36 "Impairment of assets". Recoverable amount is defined as the higher of an asset's fair value (less costs to sell) and its value in use. The active market or a binding sale agreement provides the best evidence for the determination of the fair value, but where neither exists, fair value is based on the best information available to reflect the amount the Company could receive for the CGU in an arm's length transaction. Value in use is equal to the present value of future cash flows expected to be derived from the use and sale of the asset.

Provisions

A provision is recognized on the balance sheet when the Company has a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

Deferred Taxes

Pursuant to the liability method, deferred taxes are recorded for temporary differences existing at closing date between the tax base value of assets and liabilities and their carrying amount on the balance sheet.

- Deferred tax assets and liabilities are measured at the expected tax rates for the year during which the asset will be realized or the liability settled, based on tax rates (and tax regulations) enacted or substantially enacted at year-end. They are reviewed at the end of each year, in line with any changes in applicable tax rates.
- Deferred tax assets are recognized for all deductible temporary differences, carry forward of tax losses and unused tax credits, insofar as it is probable that a taxable profit will be available, or when a current tax liability exists, to make use of those deductible temporary differences, tax loss carry forwards and unused tax credits, except where the deferred tax asset associated with the deductible temporary difference is generated by initial recognition of an asset or liability in a transaction which is not a business combination, and which, at the transaction date, does not impact earnings, tax income or loss.
- Current tax and deferred tax is charged or credited directly to equity if the tax relates to items that are credited or charged directly to equity.

In the year 2019 the Company adopted the IFRIC 23 – *Uncertainty Over Income Tax Treatments* which clarifies how to apply the recognition and measurement requirements in IAS 12 when there is uncertainty over income tax treatments. The adoption of this standard did not have a material effect on the Company's consolidated financial statements

Income

Other income is recognized at the time persuasive evidence of an agreement exists, amount is fixed and determinable, and collectability is reasonably assured.

TREASURY METALS INC.
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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Units Issuance

From time to time, the Company may issue Units as a means of raising capital. Ordinarily, each Unit contains one common share of the Company and a whole, or fraction of, a share purchase warrant. The Company allocates the proceeds from each unit to the common share and warrant components based on their relative fair value using the Black-Scholes pricing model. Transaction costs arising on the issue of Units are recognized in equity as a reduction of the proceeds allocated to issued capital and warrants on a prorata basis.

Flow-through Shares

Canadian tax legislation permits a company to issue flow-through shares whereby the deduction for tax purposes relating to qualified resource expenditures is claimed by the investors rather than the Company.

The Company may enter into flow-through share agreements whereby the Company agrees to transfer the rights to income tax deductions related to exploration expenditures to the flow-through shareholders. The premium, if any, paid for flow-through shares in excess of the market value of the shares without the flow-through features at the time of issuance is excluded from share capital and recorded as a flow-through share premium liability on the balance sheet statement. The Company reduces its flow-through share premium on renunciation.

When the Company fulfills its obligation to pass on the tax deduction to the shareholders, the amount recorded as unrenounced flow-through share premium is recognized as deferred income taxes in the statement of operations and a deferred tax liability is recognized for the temporary tax difference. If the renouncement is prospective, the obligation is fulfilled when eligible expenditures are incurred. If the renouncement is retrospective, which is the method used by the Company, the obligation is fulfilled when the paperwork to renounce is filed.

Stock-based Compensation

The Company offers a share option plan. Each tranche in an award is considered a separate award with its own vesting period and grant date fair value. Fair value of each tranche is measured using the Black-Scholes option pricing model. Compensation expense is recognized as a charge to net loss or mineral property and related deferred costs over the tranche's vesting period by increasing contributed surplus based on the number of awards expected to vest. Any consideration paid on exercise of share options is credited to capital stock. The contributed surplus resulting from stock-based payment is transferred to capital stock when the options are exercised.

For equity settled transactions with non-employees, the Company measures goods or services received at their fair value, unless that fair value cannot be estimated reliably, in which case, the Company measures their value by reference to the fair value of the equity instruments granted.

Loss per Share

Basic loss per share amounts are calculated by dividing net loss for the period attributable to common shareholders by the weighted average number of common shares outstanding during the year.

Diluted loss per share amounts are calculated by dividing the net loss attributable to common shareholders of the Company by the weighted average number of shares outstanding during the period plus the weighted average number of shares that would be issued on the conversion of all the dilutive potential ordinary shares into common shares. The options and warrants of the Company are anti-dilutive as of December 31, 2020 and 2019.

TREASURY METALS INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Segmental Reporting

The Company presents and discloses segmental information based on information that is regularly reviewed and evaluated by the chief operating decision maker.

The Company has determined that there was only one operating segment being the sector of exploration and evaluation of mineral resources.

Environment Rehabilitation Provision

The Company's activities could give rise to obligations for environmental rehabilitation which can include facilities dismantling, removal, treatment of waste materials, monitoring, compliance with environmental regulations, security and other site related costs required to perform the rehabilitation work. Any current expenditures regarding the environmental rehabilitation are charged to the cost of the project. No environmental rehabilitation provision is recorded by the Company as at December 31, 2020 and 2019.

3. ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of financial statements in compliance with IFRS requires the Company's management to make certain estimates and assumptions that they consider reasonable and realistic. Despite regular reviews of these estimates and assumptions, based in particular on past achievements or anticipations, facts and circumstances may lead to changes in these estimates and assumptions which could impact the reported amount of the Company's assets, liabilities, equity or earnings.

Impairment in mineral properties and related deferred costs - Management uses significant judgment in determining whether there is any indication that mineral properties and related deferred costs may be impaired.

Debt modification - From time to time, the Company pursues amendments to its credit agreements based on prevailing market conditions. Such amendments, when completed, are considered by the Company to be debt modifications or extinguishments. The accounting treatment of a debt modification depends on whether the modified terms are substantially different than the previous terms. Terms of an amended debt agreement are considered to be substantially different based on qualitative factors, or when the discounted present value of the cash flows under the new terms discounted using the original effective interest rate, is at least ten percent different from the discounted present value of the remaining cash flows of the original debt. If the modification is not substantially different, it will be considered as a modification with any costs or fees incurred adjusting the carrying amount of the liability and amortized over the remaining term of the liability. If the modification is substantially different then the transaction is accounted for as an extinguishment of the old debt instrument with a gain/loss to the carrying amount of the liability being recorded in the consolidated statements of operations immediately. Also, the transaction costs related to the debt extinguishment are recorded in the profit and loss accounts.

Stock-based compensation, warrants and derivative liabilities - The Company generally utilizes the Black-Scholes option pricing model to determine the fair values of the stock-based payments, warrants and derivative liabilities. The Company uses significant judgement in the evaluation of the input variables in the Black-Scholes calculation which includes: risk free interest rate, expected stock price volatility, expected life, expected dividend yield.

TREASURY METALS INC.
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3. ACCOUNTING ESTIMATES AND JUDGEMENTS (Continued)

Flow-through shares – The Company may issue flow through shares to fund a portion of its capital expenditure program. Pursuant to the terms of the flow through share agreements, the tax deductions associated with the expenditures are renounced to the subscribers. The difference between the value ascribed to flow through shares issued and the value that would have been received for common shares with no tax attributes is initially recognized as a liability. When the expenditures are incurred, the liability is drawn down, a deferred tax liability is recorded equal to the estimated amount of deferred income tax payable by the Company as a result of the renunciation and the difference is recognized as a deferred tax expense.

Deferred income taxes - In assessing the probability of realizing deferred income taxes, the Company makes estimates related to expectations of future taxable income, applicable tax planning opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, the Company gives additional weight to positive and negative evidence that can be objectively verified. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. The Company considers relevant tax planning opportunities that are within the Company's control, are feasible and within management's ability to implement. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates can occur that materially affect the amounts of income tax assets recognized. Also, future changes in tax laws could limit the Company from realizing the tax benefits from the deferred taxes. The Company reassesses unrecognized income tax at each reporting period.

Equity vs. Liability - The Company makes estimates and utilizes assumptions in determining whether warrants issued by the Company as part of a unit should be classified as an equity instrument or a liability.

Going Concern - The Company applies judgment in assessing whether material uncertainties exist that would cause doubt as to whether the Company could continue as a going concern.

4. CASH AND CASH EQUIVALENTS

The balances are comprised as follows:

	December 31, 2020	December 31, 2019
Cash	\$ 4,400,540	\$ 1,606,845
Funds in trust	6,805	-
Cashable GIC	30,000	30,000
	\$ 4,437,345	\$ 1,636,845

5. ACCOUNTS RECEIVABLE AND PREPAID EXPENSES

The balances are comprised as follows:

	December 31, 2020	December 31, 2019
Prepaid expenses and other advances	\$ 171,321	\$ 135,509
Harmonized sales tax	548,152	123,711
Due from Cypherpunk Holdings Inc. (Note 15)	207	61
	\$ 719,680	\$ 259,281

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6. INVESTMENTS

The Company's investments are classified as fair value through other comprehensive income ("FVTOCI") and are carried at fair value. The balance is comprised of the following:

	Number of Shares	December 31, 2020	Number of Shares	December 31, 2019
Millrock Resources Inc. - Shares	147,778	\$ 16,994	147,778	\$ 24,383
Platinex Inc. - Shares	16,500,000	1,155,000	-	-
Platinex Inc. - Consideration Warrants	2,000,000	127,636	-	-
Platinex Inc. - Secondary Warrants	3,000,000	160,185	-	-
Zinc One Resources Inc. - Shares	-	-	552,036	8,281
Goldgroup Mining Inc. - Shares	-	-	377,775	7,556
Total investments		\$ 1,459,815		\$ 40,220
Less: Non-current investments		\$ (437,500)		\$ -
Investments - current		\$ 1,022,315		\$ 40,220

As is described in Note 8, on July 15, 2020, the Company sold to Platinex Inc. the mining claims located in the Shining Tree District and three net smelter royalties. In consideration Platinex issued to Treasury 12,500,000 Consideration Shares and 5,000,000 Consideration Warrants. Each Consideration Warrant entitles Treasury to purchase one common share of Platinex at a price of \$0.05 per share for a period of 24 months from the date of issue. If the Consideration Warrants were exercised on or before September 1, 2020, Treasury was entitled to receive an additional non-transferable common share purchase warrant (a "Secondary Warrant") for each Consideration Warrant exercised. Each Secondary Warrant entitles Treasury to purchase one common share of Platinex at a price of \$0.20 per share for a period of 24 months from the date of the closing of the transaction. Subsequently, on September 1, 2020, Treasury exercised 3,000,000 Consideration Warrants under such terms receiving 3,000,000 Secondary Warrants. The 2,000,000 of cancelled Secondary Warrants with a fair value of \$84,978 were recorded in the net comprehensive loss account.

The Consideration Shares are placed in a voluntary escrow agreement, with 25% (3,125,000 Consideration Shares) to be released on the 12th, 15th, 18th and 24th month anniversaries of the closing of the transaction; accordingly, the 6,250,000 shares to be released after December 31, 2021 are presented as non-current investments. At December 31, 2020, the 2 million Consideration Warrants and 3 million Secondary Warrants were assigned a fair value of \$127,636 and \$160,185, respectively, using the Black-Scholes option pricing model with the following assumptions: share price \$0.075, dividend yield 0%, expected volatility, based on historical volatility 214.2%, a risk free interest rate of 0.20% and an expected life of 1.5 years.

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7. PROPERTY AND EQUIPMENT

Cost	Land	Building	Furniture and equipment	Vehicles	Total
At January 1, 2020	\$ 1,496,909	\$ 1,183,512	\$ 164,983	\$ 143,181	\$ 2,988,585
Additions (i)	-	85,404	172,180	66,032	323,616
At December 31, 2020	\$ 1,496,909	\$ 1,268,916	\$ 337,163	\$ 209,213	\$ 3,312,201
Accumulated amortization					
At January 1, 2020	\$ -	\$ (299,593)	\$(130,748)	\$ (131,887)	\$ (562,228)
Amortization for the year (i)	-	(68,092)	(118,728)	(15,008)	(201,828)
At December 31, 2020	\$ -	\$ (367,685)	\$(249,476)	\$ (146,895)	\$ (764,056)
Net book value at December 31, 2020	\$ 1,496,909	\$ 901,231	\$ 87,687	\$ 62,318	\$ 2,548,145

Cost	Land	Building	Furniture and equipment	Vehicles	Total
At January 1, 2019	\$ 1,456,092	\$ 1,061,062	\$ 164,983	\$ 143,181	\$ 2,825,318
Additions	40,817	122,450	-	-	163,267
At December 31, 2019	\$ 1,496,909	\$ 1,183,512	\$ 164,983	\$ 143,181	\$ 2,988,585
Accumulated amortization					
At January 1, 2019	\$ -	\$ (265,312)	\$(122,188)	\$ (125,107)	\$ (512,607)
Amortization for the year	-	(34,281)	(8,560)	(6,780)	(49,621)
At December 31, 2019	\$ -	\$ (299,593)	\$(130,748)	\$ (131,887)	\$ (562,228)
Net book value at December 31, 2019	\$ 1,496,909	\$ 883,919	\$ 34,235	\$ 11,294	\$ 2,426,357

(i) Current year additions include the fair value of the property and equipment purchased in the acquisition of Tamaka Gold Corporation described in Note 9. The detail of the property and equipment purchased is as follows:

	Building	Furniture and equipment	Vehicles	Total
Cost	\$ 85,404	\$ 162,738	\$ 3,000	\$ 251,142
Accumulated amortization	(28,466)	(94,794)	(1,625)	(124,885)
Fair value of the purchased property and equipment	\$ 56,938	\$ 67,944	\$ 1,375	\$ 126,257

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8. MINERAL PROPERTIES AND RELATED DEFERRED COSTS

As at December 31, 2020 and 2019, the accumulated costs with respect to the Company's interest in mineral properties, consisted of the following:

	Balance January 1, 2020	Additions net of recoveries	Balance December 31, 2020
Goliath Gold Project	\$ 75,279,523	\$ 3,099,610	\$ 78,379,133
Goldlund Gold Project (i)	-	91,668,813	91,668,813
Weebigee Project (ii)	3,923,735	(1,135,287)	2,788,448
Lara Polymetallic Project - BC	887,736	500	888,236
	\$ 80,090,994	\$ 93,633,636	\$ 173,724,630

(i) The current year additions include \$90,882,421 of the mineral properties and related deferred costs at the acquisition date of Tamaka Gold Corporation that owns a 100% interest in the Goldlund Gold Project, as described in Note 9.

(ii) During the year, the Company sold the mining claims located in the Shining Tree District in Northern Ontario and three net smelter royalties. See more details under the Shining Tree Project sub title of this Note.

	Balance January 1, 2019	Additions net of recoveries	Balance December 31, 2019
Goliath Gold Project	\$ 71,904,327	\$ 3,375,196	\$ 75,279,523
Weebigee Project	3,717,629	206,106	3,923,735
Lara Polymetallic Project - BC	882,005	5,731	887,736
	\$ 76,503,961	\$ 3,587,033	\$ 80,090,994

Goliath Gold Project

The Goliath Gold Project is located in the Kenora Mining Division in northwestern Ontario, 20 km east of the City of Dryden and 325 km northwest of the port City of Thunder Bay.

The Goliath Gold Project, prior to claim conversion as part of the third phase of the Ontario Ministry of Northern Development and Mines' Mining Act Modernization process, consisted of 126 contiguous unpatented mining claims and 23 patented land parcels. The Company converted 11 mining claims into 3 mining leases during 2016 resulting in the decrease of the mining claims from 137 to 126. Post conversion, the project consists of 240 single cell mining claims and 30 boundary cell mining claims. Patented land and mining leases remain unaffected by the claim conversion process. The total area of the project is approximately 5,049 hectares (~50 km²) covering portions of Hartman and Zealand townships. The project comprises three historic properties which are now consolidated into one property: the larger Thunder Lake Property, the Laramide Property transferred in 2007 to the Company from Laramide Resources Ltd. ("Laramide"), and the Brisson Property acquired in 2009. The project area has been expanded from its original size through additional claim staking and land purchases/options. Certain underlying royalties and payment obligations remain on 13 of the 23 patented land parcels totaling approximately \$105,000 per year.

TREASURY METALS INC.
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8. MINERAL PROPERTIES AND RELATED DEFERRED COSTS (Continued)

On October 21, 2014, the Company filed its Environmental Impact Statement ("EIS") with the Canadian Environmental Assessment Agency ("CEAA") and on April 25, 2015, the CEAA confirmed that the EIS conformed to its guidelines. As a result, the Project moved into the public comment period and technical reviews by various federal agencies.

On May 14, 2018, Treasury Metals announced as part of the mine permitting process, the Company formally submitted responses to the Information Requests along with a revised Environmental Impact Statement ("EIS") to the Canadian Environmental Assessment Agency ("CEAA"). On May 11, 2018, CEAA confirmed the EIS meets their completeness requirements to move onto the technical review of the documentation. Subsequent to this technical review, as a normal part of the EA process on July 6, 2018 CEAA returned a further series of comments and questions as part of the 2nd round of Information Requests ("IR#2"). The IR#2 paused the legislated timeline for EA completion at approximately 26 weeks remaining of government time to complete the review and issue a decision notice. On March 14th, 2019 CEAA accepted the company's submitted responses to the IR#2. This acceptance means the EIS is undergoing formal review by CEAA and the Goliath Gold Project is now within the legislated timeline period for the completion of Federal Environmental Assessments.

On August 19, 2019, the CEAA issued a positive statement for the Goliath Gold Project announcing that proposed Goliath Gold Project may proceed. This decision means that Treasury Metals Inc. can now focus on the remaining technical studies and permitting, and to prepare for a future construction decision.

On October 17, 2018 the Company provided an updated National Instrument 43101 Mineral Resource Estimate on Goliath Gold Project. The 2018 Mineral Resource Estimate is an update to the NI 43101 Mineral Resource Estimate previously released on August 28, 2015.

An updated Preliminary Economic Assessment ("PEA") which reflects the consolidation of the Goldlund project with the Goliath project was completed and the results announced in March 2021.

Laramide Property, Ontario

In 2007, the Company acquired from Laramide Resources Ltd., a related party company, a 100% interest in certain parcels of land, including surface and mineral rights totaling 411 acres in 3 patented land parcels, located in Zealand Township near Dryden, Ontario (collectively the "Laramide Property"). This interest is subject to a 2.0 - 2.5% net smelter returns ("NSR") retained by the owners.

Thunder Lake Property, Ontario

In 2007, the Company and Laramide Resources Ltd. finalized and signed an agreement pursuant to which, Treasury Metals purchased 100% of Corona's and Teck's respective interests in the Thunder Lake West, Thunder Lake East and certain adjacent properties in and around Dryden, Ontario (collectively the "Thunder Lake Property").

Brisson Property, Ontario

In December 2009, the Company acquired a 100% interest in certain parcels of land in the District of Kenora. Under the terms of the agreement, the Company made option payments totaling \$100,000 and issued common shares of the Company equal to \$100,000 based on the market price at the date of issue.

Lara Polymetallic Project, British Columbia

In 2007, the Company acquired from Laramide Resources Ltd. a 100% interest in the Lara Property located in the Victoria Mining Division, near Chemainus on southern Vancouver Island, British Columbia. The Lara Polymetallic Project comprises 59 mineral claims covering approximately 6,392 hectares (~64 km²) at December 31, 2020.

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8. MINERAL PROPERTIES AND RELATED DEFERRED COSTS (Continued)

The Company is committed to a 1.0% NSR, held by Argus Metals Corp. (formerly Bluerock Resources Ltd) on 8 of the mineral claims, historically known as the Chemainus claims, located on Vancouver Island.

In early 2011 the annual mining leases on a significant portion of the property were not renewed. As a consequence, the estimated non-recoverable costs associated with this project were written off in 2010. At present, the Company has renewed the mining leases of the most significant areas of this property. The expenditures are mainly related to the property renewals; there was no work done on the property.

Goldeye Explorations

On November 24, 2016, the Company closed the acquisition of all of the issued and outstanding common shares of Goldeye Explorations Limited ("Goldeye") a public company that holds certain properties.

Goldeye consists of three projects, the Weebigee Project, Sandy Lake, the West Shining Tree Project, Larder Lake Mining Division, Ontario, and the Gold Rock Project, Kenora Mining Division, Ontario. Also included in Goldeye are NSR interests in Sonia-Puma NSR, Region V, Chile; McFaulds Lake NSR, Thunder Bay Mining Division, Ontario; and MacMurchy Township NSR, Larder Lake Mining Division, Ontario.

The principal asset of Goldeye is the Weebigee Project in Northwestern Ontario and all of the consideration paid in the Goldeye's acquisition was allocated to the Weebigee Project.

Weebigee Project

The Weebigee Project is located near Sandy Lake, north of Red Lake in Northwestern Ontario. The Company holds a 100% interest in the property through its wholly owned subsidiary Goldeye, which comprises 182 claims. Certain claims are subject to a 2% net smelter return ("NSR") that is held by a former director of Goldeye. On November 12, 2013, the Company entered into an exploration agreement with Sandy Lake First Nations ("SLFN") with respect to the Company's exploration of the Weebigee Project. This exploration agreement was renewed for a two-year period on the same terms commencing on November 12, 2014 and again on November 12, 2016 and in November 15, 2018 was renewed for a further one year. A further renewal is being worked out but there is a delay due to COVID 19 outbreak.

On April 15, 2015, Goldeye entered into an option agreement (the "GPM Option Agreement") with GPM Metals Inc. ("GPM") subsequently renamed G2 Goldfields ("G2") whereby G2 has an option to earn a 50.1% interest in the Weebigee Project by paying a total of \$550,000 in cash (\$50,000, \$100,000, \$150,000 and \$250,000 received in 2015, 2016, 2017 and 2018, respectively) and \$25,000 in shares (issued in 2015) to Goldeye over a period of four years. G2 must also complete a minimum of \$5,000,000 in exploration expenditures over a four-year term. In addition, if the first option is exercised, G2 will have the option to earn an additional 19.9% interest by either funding a bankable feasibility study, or at G2's option, paying Goldeye an additional \$1,500,000 in cash and completing a minimum additional \$3,000,000 in exploration expenditures over the next two years. The GPM Option Agreement is subject to the terms of the exploration agreement signed between Goldeye and G2 on November 12, 2013. In July 2016, G2 sold its interest in the Weebigee property to Sandy Lake Gold Inc. ("SLG").

In November 2020 the Company and G2 agreed that G2 had met the expenditure requirements to earn a 50.1% interest in the Weebigee Project and a Joint Venture Agreement was signed reflecting the G2 50.1% interest and Goldeye's 49.9% interest. G2 remains as the operator of the Project. In conjunction with this Joint Venture Agreement, G2 dropped its \$2 million counterclaim against Goldeye.

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8. MINERAL PROPERTIES AND RELATED DEFERRED COSTS (Continued)

Gold Rock Project, Kenora Mining Division, Ontario

The Company's 100% owned Gold Rock Project is located near Dryden, Ontario and comprises two properties, the Gold Rock property, consisting of 20 claims and the Thunder Cloud property consisting of 1 claim. All claims at the Gold Rock Project are in good standing until 2019 or later and the Company has applied for extensions which are delayed due to the COVID 19 outbreak.

Shining Tree Project – Larder Lake Mining Division, Ontario

On July 15, 2020, a mining investment agreement (the "Purchase Agreement") was closed, by which the Company sold to Platinex Inc. the 208 unpatented mining claims located in the Shining Tree District, Northern Ontario (the "Mining Claims") and three net smelter royalties (the "Royalties").

The Mining Claims total approximately 5,045 Ha. (12,466 ac.) and are located adjacent to Platinex's Shining Tree property. The Royalties consist of a 100% interest in three royalty agreements, consisting of (i) a 2% net smelter royalty in respect of the Sonia-Puma Property held by Minera Goldeye Chile Limitada; (ii) a 1% net smelter royalty in respect of nine mineral claims forming part of the McFaulds Lake Project held by AurCrest Resources Inc.; and (iii) a 2% net smelter royalty in respect of 29 mineral claims located in MacMurchy Township, Ontario held by Golden Harp Resources Inc.

In consideration for acquiring the Mining Claims and the Royalties (the "Acquisition"), Platinex issued to Treasury 12,500,000 common shares ("Consideration Shares") and 5,000,000 non-transferable common share purchase warrants ("Consideration Warrants"). Each Consideration Warrant entitles Treasury to purchase one common share of Platinex at a price of \$0.05 per share for a period of 24 months from the date of issue. If Treasury exercised the Consideration Warrants on or before September 1, 2020, it would receive an additional non-transferable common share purchase warrant (a "Secondary Warrant") for each Consideration Warrant exercised. Each Secondary Warrant entitles the holder to purchase one common share of Platinex at a price of \$0.20 per share for a period of 24 months from the date of the closing of the Acquisition. The Secondary Warrants provide that Treasury shall not exercise the Secondary Warrants if such exercise would result in it owning 20% or more of the issued and outstanding common shares of Platinex.

At July 15, 2020, the fair value of the shares received was \$750,000, the Consideration Warrants and Secondary Warrants were assigned a fair value of \$253,592 and \$212,446, respectively, using the Black-Scholes option pricing model with the following assumptions: share price \$0.06, dividend yield 0%, expected volatility, based on historical volatility 194%, a risk free interest rate of 0.26% and an expected life of 2 years. The \$1,183,977 total fair value of the shares and warrants received net of transactional costs was credited to the mineral properties and related deferred costs account.

9. ACQUISITION OF TAMAKA GOLD CORPORATION

On August 7, 2020, the Company closed a share purchase agreement with First Mining Gold Corp. ("First Mining") for the acquisition of all of the shares of Tamaka Gold Corporation ("Tamaka"), a subsidiary of First Mining that owns a 100% interest in the Goldlund Gold Project ("Goldlund Project"), located adjacent to Goliath Gold Project. In accordance with IFRS 3, *Business Combinations*, this transaction does not meet the definition of a business combination as the assets acquired are not an integrated set of activities with inputs, processes and outputs.

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9. ACQUISITION OF TAMAKA GOLD CORPORATION (Continued)

The purchase price of \$91,016,596 was allocated to the assets acquired as per the below chart. In exchange for all of the issued and outstanding common shares of Tamaka, First Mining received from the Company 43,333,333 common shares and 11,666,667 warrants with an exercise price of \$1.50 for a period of 36 months, a 1.5% net smelter returns royalty ("Goldlund Royalty") with the option for the Company to buy-back 0.5% of the Goldlund Royalty for \$5.0 million, and a milestone cash payment of \$5.0 million, with 50% payable upon receipt of a final and binding mining lease under the Mining Act (Ontario) to extract ore from an open pit mine at Goldlund, and the remaining 50% payable upon the extraction of 300,000 tonnes of ore from a mine at Goldlund. In addition, the Company spent \$1,850,094 for consulting and legal costs related to the acquisition.

Pursuant to an Investor Right Agreement, First mining agrees to distribute a portion of the common shares and warrants received as compensation, to their shareholders no earlier than six months and not later than one year following the acquisition closing. After distribution, First Mining may retain common shares equal to but no greater than 19.9% of the then outstanding common shares.

Details of the acquisition are as follows:

Consideration

Fair value of 43,333,333 shares issued by Treasury Metals Inc.	\$ 79,300,000
Fair value of 11,666,667 warrants issued by Treasury Metals Inc.	9,866,502
Transaction costs	1,850,094
Total consideration	<u>\$ 91,016,596</u>

Fair Value of Net Assets Acquired

Accounts receivable	7,918
Property and equipment	126,257
Mineral properties and related deferred costs	90,882,421
Total net assets acquired	<u>\$ 91,016,596</u>

10. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

The balances are comprised as follows:

	December 31, 2020	December 31, 2019
Trade accounts payable	\$ 870,946	\$ 1,074,316
Accrued liabilities	296,282	230,659
Taxes and payroll deductions payable	-	40,811
Due to Laramide Resources Ltd. (Note 15)	26,422	1,933
	\$ 1,193,650	\$ 1,347,719

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11. SHORT-TERM AND LONG-TERM DEBTS

The present value of the short and long-term debts at December 31, 2020 and December 31, 2019 is as follows:

	Convertible Debt	Lease payable	Total Debt December 31, 2020
Loan amount	\$ 5,602,080	\$ 5,908	\$ 5,607,988
Unaccreted amount	(642,687)	(2,266)	(644,953)
Carrying value of the debt	4,959,393	3,642	4,963,035
Current portion of the debt	-	(3,642)	(3,642)
Long-term debt	\$ 4,959,393	\$ -	\$ 4,959,393

	Convertible Debt	Mortgage and lease payable	Total Debt December 31, 2019
Loan amount	\$ 5,714,720	\$ 41,069	\$ 5,755,789
Unaccreted amount	(895,695)	(9,076)	(904,771)
Carrying value of the debt	4,819,025	31,993	4,851,018
Current portion of the debt	-	(28,350)	(28,350)
Long-term debt	\$ 4,819,025	\$ 3,643	\$ 4,822,668

Convertible Debt

At December 31, 2020, the convertible debt owed to Extract Lending LLC and Extract Capital Master Fund Ltd. (together "Extract") is US\$4.4 million (CAD\$5.6 million) as per a debt agreement signed in June 2016 in addition to the three amendments signed in the three subsequent years of which the last ("the third amendment") was signed on August 15, 2019.

Under the third amendment terms, the debt may be converted at Extract's option, in part or in full, at any time, into common shares of the Company at \$0.96 per common share (December 31, 2019 - \$0.96) and the maturity date was extended one year up to November 30, 2022. As consideration for the third amendment, the Company paid to Extract an extension fee of US\$44,000 (CAD\$58,691) and issued 200,000 warrants, with a fair value of \$80,265, entitling Extract to purchase common shares at an exercise price of \$1.20 per share for a three-year term.

Pursuant to the terms of the debt at December 31, 2020 and 2019, the interest rate is 12-month LIBOR (minimum 200 basis points) plus 6.5%. The debt is secured by a general security agreement, a debenture delivery agreement and demand debenture, which is secured by the Goliath Gold Project property, land, and mining claims in Kenora.

As per the debt agreement, the Company will provide Extract a production fee ("Production Fee") of US\$10 (CAD\$12.73) per each ounce of gold and US\$0.125 (CAD\$0.16) per each ounce of silver produced from the Goliath Project; also the Company had the option to repurchase the Production Fee. In the first quarter of 2017 the Company repurchased the Production Fee for US\$350,000 (CAD\$445,620) which has been capitalized in the mineral properties and related deferred costs account.

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11. SHORT-TERM AND LONG-TERM DEBTS (Continued)

Activity of the financial instrument	December 31, 2020	December 31, 2019
Beginning balance - Debt portion	\$ 4,819,025	\$ 4,533,002
Beginning balance - Non-cash derivative liability	1,939,648	1,775,856
Carrying value of financial instruments	6,758,673	6,308,858
Accretion	-	257,792
Changes in fair value of non-cash derivative liability	-	198,721
Foreign exchange adjustment	-	(110,622)
Carrying value prior to amendment	6,758,673	6,654,749
Loss on debt extinguishment (i)	-	1,245,495
Fair value of new debt instrument	6,758,673	7,900,244
Accretion	254,887	144,291
Changes in fair value of non-cash derivative liability	1,740,545	(1,174,273)
Foreign exchange adjustment	(114,519)	(111,589)
Ending balance - Debt portion	\$ 4,959,393	\$ 4,819,025
Ending balance - Non-cash derivative liability	\$ 3,680,193	\$ 1,939,648
Financial instrument - Ending balance	\$ 8,639,586	\$ 6,758,673

(i) Does not include transaction costs incurred on amendment.

Under IFRS, the third amendment dated August 15, 2019, and the previous two amendments were considered to be extinguishments of debt; accordingly, the new debt instruments were recorded at fair value on the amendment date and the variances originated by the amendments were immediately recorded in the loss on debt extinguishment account of the consolidated statements of operations.

The fair value of the debt component upon issuance at August 15, 2019 was USD\$3,595,750 (CAD\$4,578,109) based on a market borrowing rate of 16.4%.

Due to the loan being denominated in U.S. dollars, the conversion feature has been presented as a non-cash derivative liability, and upon issuance was assigned a fair value of \$3,113,921 using the Black-Scholes option pricing model with the following assumptions: share price \$1.095, dividend yield 0%, expected volatility, based on historical volatility of 60%, a risk free interest rate of 1.3% and an expected life of 3.3 years. As at December 31, 2020, the non-cash derivative liability of the debt was assigned a fair value of \$3,680,193 (December 31, 2019 - \$1,939,648) using the Black-Scholes option pricing model with the following assumptions: share price \$1.36 (December 31, 2019 - \$0.90), dividend yield 0%, expected volatility, based on historical volatility 64.7% (December 31, 2019 - 55.9%), a risk free interest rate of 0.20% (December 31, 2019 - 1.69%) and an expected life of 23 months (December 31, 2019 - 35 months). The fair value loss of \$1,740,545 (2019 - gain of \$975,552), has been recognized in the consolidated statements of operations. The effective interest rate of the debt is 16.4%.

Lease agreement

	December 31, 2020	December 31, 2019
Lease payable	\$ 5,908	\$ 19,201
Unamortized discount	(2,266)	(9,076)
Fair value of the lease payable	3,642	10,125
Current portion of the lease payable	(3,642)	(6,482)
Long-term portion of the lease payable	\$ -	\$ 3,643

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11. SHORT-TERM AND LONG-TERM DEBTS (Continued)

In August 2017, the Company signed a four-year lease agreement for a vehicle used at the Goliath Project. At December 31, 2020, the Company is committed to pay \$5,908 through monthly payments until the end of the lease agreement in August 2021. Under IFRS 16, the Company recorded the payable at fair value based on incremental borrowing rate of 20.41%.

Mortgage

	December 31, 2020	December 31, 2019
Short-term	\$ -	\$ 21,868

The mortgage is related to a purchase of land and building located on the Goliath Gold Project property for a total of \$200,000. The purchase was made in November 2010 consisting of 120 monthly payments with annual interest rate of prime plus 3%; the final payment was made in November 2020.

Short-term loans

On March 26, 2020 the Company signed three promissory notes with three unrelated parties totalling \$750,000, a total of \$45,000 commitment fees was paid in advance. The notes were unsecured bearing an annual interest rate of 15% commencing on June 26, 2020 and repayable on September 26, 2020. The notes and accrued interest were repaid on maturity.

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12. CAPITAL STOCK

a) AUTHORIZED

Unlimited common shares

b) ISSUED

COMMON SHARES	Number of Shares	Stated Value
Balance, January 1, 2019	48,363,334	\$ 93,119,530
Units issued for cash in private placements	2,964,751	2,134,621
Flow-through shares issued for cash in private placements	5,214,892	4,266,723
Share issue cash costs	-	(503,630)
Issuance of compensation warrants	-	(54,139)
Issuance of warrants	-	(904,067)
Shares issued with respect to a services agreement	33,333	29,000
Flow-through shares premium	-	(447,160)
Balance, December 31, 2019	56,576,310	\$ 97,640,878
Units issued for cash in private placements	10,666,666	11,520,000
Issued with respect to asset acquisition (Note 9)	43,333,333	79,300,000
Share issue costs	-	(982,381)
Issuance of compensation warrants	-	(541,506)
Issuance of warrants	-	(1,826,482)
Stock options exercised	1,576,662	1,877,994
Fair value of stock options exercised	-	398,222
Warrants exercised	468,175	473,820
Fair value of warrants exercised	-	109,160
Balance, December 31, 2020	112,621,146	\$ 187,969,705

In connection with the acquisition of Tamaka Gold Resources dated August 7, 2020 as described in Note 9, the Company issued 43,333,333 common shares and 11,666,667 warrants as a payment for the transaction. The common shares were valued at their fair market value on the issuance date. See Note 13 regarding the valuation of the warrants.

On February 7, 2019, the Company issued 33,333 common shares in consideration for a services agreement signed with a third party entity. The fair value of the shares at issuance date was \$0.87 per common share.

Private Placements

On August 7, 2020, the Company closed a private placement for aggregate gross proceeds of \$11,520,000 through the issuance of 10,666,667 units at a price of \$1.08 per unit. Each unit consisted of one common share and one half common share purchase warrant. Each full warrant entitles his holder to acquire one common share at an exercise price of \$1.80 for a period of 24 months from the date of issuance. The private placement was completed in connection with the share purchase agreement signed with First Mining Gold Corp. as described in the Note 9. The Company incurred in \$1,278,407 of cash issue costs regarding this private placement.

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12. CAPITAL STOCK (Continued)

On November 21, 2019, the Company closed a private placement for aggregate gross proceeds of \$2,795,233 through the issuance of 3,269,267 flow-through units at a price of \$0.855 per flow-through unit. On November 26, 2019, the Company closed an additional subscription for aggregate gross proceeds of \$100,000 through the issuance of 116,959 flow-through units at a price of \$0.855 per flow-through unit. Each flow-through unit consisted of one common share and one half common share purchase warrant. Each full warrant entitles his holder to acquire one common share at an exercise price of \$1.35 for a period of 24 months from the date of issuance and, at the discretion of the Company, may be subject to acceleration and called prior to the expiry date in the event that the closing price of the common shares is \$2.25 or more for twenty consecutive trading days. The Company incurred in \$288,158 of issue costs regarding this private placement. The proceeds of the flow-through financing will be used to incur Canadian Exploration Expenses qualified as "flow-through mining expenditures" under the Income Tax Act, see Note 18.

On June 6, 2019, the Company closed concurrent non-brokered private placements. The first private placement consisted of the issuance of 2,964,751 units at a price of \$0.72 per unit for aggregate gross proceeds of \$2,134,621. Each unit consisted of one common share and one common share purchase warrant. Each warrant entitles his holder to acquire one common share at an exercise price of \$0.96 for a period of 48 months from the date of issuance. The second private placement consisted of the issuance of 1,828,667 flow-through units at a price of \$0.75 per flow-through unit for aggregate gross proceeds of \$1,371,500. Each flow-through unit consisted of one common share and one half common share purchase warrant. Each full warrant entitles his holder to acquire one common share at an exercise price of \$1.05 for a period of 24 months from the date of issuance and, at the discretion of the Company, may be subject to acceleration and called prior to the expiry date in the event that the closing price of the common shares is \$1.50 or more for twenty consecutive trading days. The Company incurred in \$234,062 of issue costs regarding these private placements. The proceeds of the flow-through financing will be used to incur Canadian Exploration Expenses qualified as "flow-through mining expenditures" under the Income Tax Act, see Note 18.

13. WARRANTS

In connection with the acquisition of Tamaka Gold Resources described in Note 9 and dated August 7, 2020, the company issued 11,666,667 warrants, as a partial payment for the transaction, with each warrant entitling the holder to purchase one common share at an exercise price of \$1.50 for a period of 36 months. The warrants were assigned a fair value of \$9,866,502 using the Black-Scholes option pricing model with the following assumptions: share price \$1.83, dividend yield 0%, expected volatility, based on historical volatility 60.44%, a risk free interest rate of 0.30% and an expected life of 3 years.

In connection with the private placement on August 7, 2020, the Company issued 5,333,333 warrants exercisable within 24 months at a price of \$1.80 per share and were assigned a fair value of \$3,617,724 using the Black-Scholes option pricing model with the following assumptions: share price \$1.83, dividend yield 0%, expected volatility, based on historical volatility 66.6%, a risk free interest rate of 0.26% and an expected life of 2 years.

In connection with the August 7, 2020 private placement, on August 17, 2020, the Company issued 640,000 compensation warrants exercisable within 24 months at a price of \$1.08 per share. The compensation warrants were assigned a fair value of \$541,506 using the Black-Scholes option pricing model with the following assumptions: share price \$1.67, dividend yield 0%, expected volatility, based on historical volatility 67%, a risk free interest rate of 0.26% and an expected life of 2 years.

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13. WARRANTS (Continued)

In connection with the private placement of November 21, 2019 and additional subscription on November 26, 2019, the Company issued 1,634,633 and 58,479 warrants respectively, exercisable within 24 months at a price of \$1.35 per share and were assigned a fair value of \$139,381 using the Black-Scholes option pricing model with the following assumptions: share price \$1.35, dividend yield 0%, expected volatility, based on historical volatility 53.26%, a risk free interest rate of 1.58% and an expected life of 2 years. Also, the Company issued 196,156 and 7,017 compensation warrants exercisable within 24 months at a price of \$0.855 per share and were assigned a fair value of \$36,379 using the Black-Scholes option pricing model with the following assumptions: share price \$0.735, dividend yield 0%, expected volatility, based on historical volatility 53.26%, a risk free interest rate of 1.58% and an expected life of 2 years.

In connection with an arrangement with Extract for the compliance of certain covenants clauses of the debt agreement (Note 11), in August 2019 the Company issued in favour of Extract 200,000 warrants exercisable within 36 months at a price of \$1.20 per share. The warrants were assigned a fair value of \$80,265 using the Black-Scholes option pricing model with the following assumptions: share price \$1.06, dividend yield 0%, expected volatility, based on historical volatility 59.2%, a risk free interest rate of 1.27% and an expected life of 3 years.

In connection with the private placement on June 6, 2019, the Company issued 2,964,751 warrants exercisable within 48 months at a price of \$0.96 per share and were assigned a fair value of \$653,692 using the Black-Scholes option pricing model with the following assumptions: share price \$0.72, dividend yield 0%, expected volatility, based on historical volatility 66.71%, a risk free interest rate of 1.87% and an expected life of 4 years.

In connection with the private placement on June 6, 2019, the Company issued 914,333 warrants exercisable within 24 months at a price of \$1.05 per share and were assigned a fair value of \$104,822 using the Black-Scholes option pricing model with the following assumptions: share price \$0.72, dividend yield 0%, expected volatility, based on historical volatility 51.65%, a risk free interest rate of 1.45% and an expected life of 2 years.

In connection with the private placement on June 6, 2019, the Company issued 108,120 and 24,468 compensation warrants exercisable within 24 months at a price of \$1.05 and \$0.96, respectively, per share and were assigned a fair value of \$16,458 using the Black-Scholes option pricing model with the following assumptions: share price \$0.72, dividend yield 0%, expected volatility, based on historical volatility 51.65%, a risk free interest rate of 1.45% and an expected life of 2 years.

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13. WARRANTS (Continued)

The following table reflects the continuity of warrants for the years ended December 31, 2020 and 2019:

	Number of Warrants 2020	Number of Warrants 2019	Weighted Average Exercise Price 2020	Weighted Average Exercise Price 2019
Balance, at beginning of year	10,509,544	8,749,263	\$ 1.38	\$ 2.07
Issued, on private placement units (Note 12)	5,333,333	914,333	1.80	1.05
Issued on assets acquisition (Note 9)	11,666,667	-	1.50	-
Issued, on private placement units (Note 12)	-	2,964,751	-	0.96
Issued, on private placement units	-	1,634,633	-	1.35
Issued, on private placement units	-	58,479	-	1.35
Issued, Compensation warrants	-	108,120	-	1.05
Issued, Compensation warrants	-	24,468	-	0.96
Issued on debt agreement (Note 11)	-	200,000	-	1.20
Issued, Compensation warrants	640,000	196,156	1.08	0.86
Issued, Compensation warrants	-	7,017	-	0.86
Exercised	(166,667)	-	0.96	-
Exercised	(195,250)	-	1.05	-
Exercised	(69,958)	-	0.86	-
Exercised	(36,300)	-	1.35	-
Expired	(100,000)	(127,000)	2.25	2.01
Expired	(133,333)	(168,429)	2.40	1.65
Expired	-	(83,333)	-	2.82
Expired	-	(191,192)	-	1.95
Expired	-	(250,000)	-	1.05
Expired	-	(1,390,222)	-	2.10
Expired	-	(70,833)	-	1.35
Expired	-	(2,066,667)	-	2.85
Difference in rounding	(8)	-	-	-
Balance at end of the year	27,448,028	10,509,544	\$ 1.51	\$ 1.38

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13. WARRANTS (Continued)

The issued and outstanding warrants are comprised as follows:

Expiry Date	Type	Warrants at December 31, 2020	Warrants at December 31, 2019	Exercise Price
June 7, 2020	Warrants	-	100,000	\$ 2.25
June 7, 2020	Warrants	-	133,333	\$ 2.40
June 6, 2021	Compensation warrants	40,535	108,120	\$ 1.05
June 6, 2021	Compensation warrants	24,468	24,468	\$ 0.96
June 6, 2021	Warrants	786,664	914,333	\$ 1.05
November 21, 2021	Warrants	1,598,333	1,634,633	\$ 1.35
November 21, 2021	Compensation warrants	126,197	196,156	\$ 0.86
November 26, 2021	Warrants	58,479	58,479	\$ 1.35
November 26, 2021	Compensation warrants	7,017	7,017	\$ 0.86
November 30, 2021	Financier warrants	200,000	200,000	\$ 1.20
August 7, 2022	Warrants	5,333,333	-	\$ 1.80
August 14, 2022	Warrants	200,000	200,000	\$ 1.20
August 17, 2022	Compensation warrants	640,000	-	\$ 1.08
June 6, 2023	Warrants	2,798,082	2,964,751	\$ 0.96
June 25, 2023	Warrants	3,968,253	3,968,254	\$ 1.80
August 7, 2023	Warrants	11,666,667	-	\$ 1.50
		27,448,028	10,509,544	

The weighted average life of the outstanding warrants at December 31, 2020 is 2.2 years (2019 - 2.9 years).

14. STOCK-BASED COMPENSATION

On November 10, 2020, the Company granted a total of 2,588,000 options to directors, officers, employees and consultants to buy common shares at an exercise price of \$1.35 each and expire on November 10, 2023. The stock options have different vesting periods from the date of granting through November 10, 2022. The fair value assigned was estimated using the Black-Scholes option pricing model with the following assumptions: share price \$1.35, dividend yield 0%, expected volatility 60.75% based on historical volatility, a risk free interest rate of 0.25%, and an expected life of 3 years. As a result, the fair value of the options was estimated at \$1,409,612 and will be recognized in the property cost and in the statement of operations over the periods the options vest.

On December 19, 2019, the Company granted a total of 1,500,000 options to directors, officers, employees and consultants to buy common shares at an exercise price of \$0.90 each and expire on December 19, 2022. The stock options vest 33.3% at the date of granting, 33.3% at June 19, 2020 and the remaining 33.34% vest on December 19, 2020. The fair value assigned was estimated using the Black-Scholes option pricing model with the following assumptions: share price \$0.855, dividend yield 0%, expected volatility 60.9% based on historical volatility, a risk free interest rate of 1.66%, and an expected life of 3 years. As a result, the fair value of the options was estimated at \$515,045 and will be recognized in the property cost and in the statement of operations over the periods the options vest.

Treasury Metals has a 10% rolling stock option plan pursuant to which options to purchase common shares may be granted to certain officers, directors, employees and consultants. As at December 31, 2020, the Company has an additional 7,242,448 (2019 – 2,432,631) options available for issuance under the plan.

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14. STOCK-BASED COMPENSATION (Continued)

During the year ended December 31, 2020, the stock-based compensation charged to mineral properties and related deferred costs amounted \$252,672 (2019 - \$112,882).

The Company estimates expected life of options and expected volatility based on historical volatility, which may differ from actual outcomes.

Continuity of the unexercised options to purchase common shares for the years ended December 31, 2020 and 2019, is as follows:

	Number of Stock Options 2020	Number of Stock Options 2019	Weighted Average Exercise Price 2020	Weighted Average Exercise Price 2019
Balance, at beginning of year	3,225,000	1,808,333	\$ 1.08	\$ 1.26
Options granted	2,588,000	1,500,000	1.35	0.90
Exercised	(1,529,996)	-	1.20	-
Exercised	(46,666)	-	0.90	-
Expired	(21,667)	-	0.90	-
Expired	(45,004)	(83,333)	1.20	1.20
Expired	(150,000)	-	1.86	-
Balance at end of year	4,019,667	3,225,000	\$ 1.19	\$ 1.08

The weighted average life of the outstanding options at December 31, 2020 is 2.5 years (2019 - 1.6 years).

The outstanding options are comprised as follows:

Grant Date	Expiry Date	Number of Stock Options at December 31, 2020	Number of Stock Options at December 31, 2019	Exercise Price
June 29, 2017	June 29, 2020	-	150,000	1.86
September 18, 2018	September 18, 2020	-	1,575,000	1.20
December 19, 2019	December 19, 2022	1,431,667	1,500,000	0.90
November 10, 2020	November 10, 2023	2,588,000	-	1.35
		4,019,667	3,225,000	

At December 31, 2020, 2,486,000 of the outstanding options are fully vested and exercisable (2019 - 1,454,166).

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15. RELATED PARTY DISCLOSURES

Certain corporate entities that are related to the Company's officers and directors provide services to Treasury Metals. At December 31, 2020, there is \$26,422 of accounts payable to Laramide Resources Ltd., (2019 – \$1,933), a company that has a director and an officer in common with Treasury Metals. During the year, Laramide charged \$318,196 (2019 - \$183,947) for office space rent, and other expenditures paid by Laramide on behalf of the Company and the Company charged \$19,997 of shared expenditures paid on behalf of Laramide (2019 - \$20,947).

At December 31, 2020, there is \$207 of accounts receivable from Cypherpunk Holdings Inc. (December 31, 2019 – \$61), a company that has an officer and director and an officer in common with Treasury Metals. During the charged, the Company charged \$3,125 (2019 - \$4,881) of shared expenditures paid on behalf of Cypherpunk Holdings Inc.

Transactions with related parties were conducted in the normal course of operations.

16. KEY MANAGEMENT COMPENSATION

Key management includes the Chief Executive Officer, Chief Financial Officer and directors of the Company.

The compensation payable to key management is shown below:

Years ended December 31	2020	2019
Salaries	\$ 823,614	\$ 392,500
Director fees	223,498	117,500
Stock-based compensation, at fair value	812,469	293,550
	\$ 1,859,581	\$ 803,550

17. INCOME TAX

The Company's income tax provision differs from the amount resulting from the application of the Canadian statutory income tax rate of 26.5%. A reconciliation of the combined Canadian federal and provincial income tax rates with the Company's effective tax rate is as follows:

	2020	2019
Loss before income taxes	\$ (6,181,153)	\$ (3,545,633)
Expected income tax recovery	(1,638,000)	(933,900)
Stock-based compensation	212,000	88,400
Effects of renouncing flow-through expenditures	447,160	705,900
Other	5,400	(91,388)
Prior year reallocation	(1,874,000)	1,638,200
Change in tax benefits not recognized	(577,620)	(110,000)
Income tax expense (recovery)	\$ (3,425,060)	\$ 1,297,212

The Company's income tax expense is allocated as follows:

Deferred tax expense (recovery)	\$ (3,425,060)	\$ 1,297,212
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17. INCOME TAX (Continued)

The Company's deferred tax assets and liabilities as at December 31, 2020 and 2019:

Deferred income tax assets	2020	2019
Undeducted finance costs	\$ 610,000	\$ 393,000
Excess book value of investments	4,000	33,400
Excess book value of derivative liabilities	975,000	514,000
Capital losses carried forward	478,000	475,000
Non-capital losses carried forward	9,591,000	7,423,100
Intangible assets	199,000	199,000
	\$ 11,857,000	\$ 9,037,500
Less: allocated against deferred income tax liabilities	\$ (11,051,000)	\$ (8,529,200)
Less: unrecognized deferred tax asset	\$ (806,000)	\$ (508,300)
Deferred income tax assets	\$ -	\$ -
Deferred income tax liabilities	2020	2019
Deferred exploration expenses	\$ (10,642,000)	\$ (10,927,900)
Excess tax value on convertible debt	(187,000)	(296,700)
Property and equipment	(222,000)	(282,500)
Less: reduction due to allocation of applicable deferred income tax assets	11,051,000	8,529,200
Net deferred tax liability	\$ -	\$ (2,977,900)

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17. INCOME TAX (Continued)

The Company's non-capital income tax losses expire as follows:

2024	2,000
2025	3,000
2026	1,791,000
2027	\$ 236,000
2028	1,172,000
2029	1,581,000
2030	2,537,000
2031	2,465,000
2032	3,582,000
2033	2,988,000
2034	2,726,000
2035	2,723,000
2036	2,824,000
2037	4,214,000
2038	9,395,000
2039	4,061,000
2040	4,440,000
	\$ 46,740,000

18. COMMITMENTS AND CONTRACTUAL OBLIGATIONS AND CONTINGENCIES

1) Regarding the Goliath Gold Project, the Company is committed to spend \$4,266,723 by December 31, 2021 on Canadian exploration expenses ("CEE") as part of its flow-through funding agreements dated on June 6, 2019 and November 21, 2019. At December 31, 2020, the Company has spent \$1,892,049, leaving a remaining commitment of \$2,374,674. All flow-through spending commitments from previous flow-through financings have been fulfilled.

2) Regarding the Goldlund Gold Project, as at December 31, 2020, the Company has fulfilled all the flow-through expenditure commitments.

3) Following an audit commenced by the Canada Revenue Agency (the "CRA") in December 2016 of the flow-through expenditures incurred by the Company in the Goliath Gold Project, pursuant to the flow-through share financings completed on December 6, 2011, September 21, 2012, May 1, 2013, and December 20, 2013. On March 7, 2018 the Company was advised by the CRA that out of the total of \$12.5 million the Company raised through the flow-through share financings and renounced to subscribers, that the CRA had reclassified approximately \$1.8 million of CEE to operating expenses and a further approximately \$2.2 million of CEE to Canadian Development Expenses. In addition, pursuant to the audit, the CRA has notified the Company that it is liable for Part XII.6 tax in the amount of \$477,726 in connection with the shortfall from the disallowed CEE.

The Company disputes the CRA's proposed re-characterizations of expenses from CEE to either CDE or operating expenses and has filed a Notice of Objection with the CRA. Due to the uncertainty of the final outcome, no liability has been recorded in the consolidated financial statements.

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19. FINANCIAL RISK FACTORS

Capital Management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company considers capital from two perspectives: its working capital position and its capital stock, warrant, and stock option components of its shareholders' equity.

At December 31, 2020, the Company has a working capital of \$4,982,048 excluding the non-cash unrenounced flow-through share premium liability and non-cash derivative liability (2019 - \$520,057); Capital stock and contributed surplus total \$211,624,996 (2019 - \$108,749,116).

To effectively manage the Company's capital requirements, the management has in place a rigorous planning, budgeting and forecasting process to help determine the funds required to ensure the Company has the appropriate liquidity to meet its operating and growth objectives. The Company ensures that there are sufficient committed loan facilities and planned future capital raises to meet its short-term business requirements, taking into account its anticipated cash flow from operations and its holding of cash and cash equivalents and marketable securities.

At December 31, 2020, the Company expects its capital resources and projected future cash flows from financing to support its normal operating requirements on an ongoing basis, and planned development and exploration of its mineral properties and other expansionary plans. At December 31, 2020, there were certain externally imposed capital requirements related to the long term debt, to which the Company is subject and with which the Company was not in compliance. A waiver was obtained to confirm that the Company was not in default on the long-term debt.

The properties in which the Company currently has an interest are in the exploration stage; as such the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

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

There were no changes in the Company's approach to capital management during the year ended December 31, 2020.

Risk Disclosures

Exposure to credit, interest rate and currency risks arises in the normal course of the Company's business.

Credit Risk

The Company has cash and cash equivalents balance of \$4,437,345 (2019 - \$1,636,845) and accounts receivable of \$548,359 (2019 - \$123,772). The Company's current policy is to invest excess cash in investment grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. There is no significant credit risk with respect of receivables.

TREASURY METALS INC.
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19. FINANCIAL RISK FACTORS (Continued)

Interest Rate Risk

The Company has exposure to interest rate risk since its long-term debt has an interest rate based on 12-month LIBOR, subject to an interest floor.

Market Price Risk

The Company has convertible long-term debt denominated in US Dollars. The convertible feature of this long-term debt has been classified as a non-cash derivative liability. Among other variables, the fair value of the non-cash derivative liability is affected by changes in the market price of the Company shares.

Foreign Currency Risk

The Company is exposed to foreign currency risk on financial assets and liabilities that are denominated in a currency other than the Canadian dollar. The currency giving rise to this risk is primarily the U.S. dollar, the balance of net monetary liabilities in such currency as of December 31, 2020 is \$4,988,134 (2019 - \$4,534,000).

Liquidity Risk

The Company is exposed to liquidity risk primarily as a result of its trade accounts payable and its debt. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at December 31, 2020, the Company had a cash and cash equivalents balance of \$4,437,345 (2019 - \$1,636,845) to settle current liabilities of \$1,197,292 (2019 - \$1,376,069), excluding the non-cash unrenounced flow-through share premium liability. All of the Company's trade accounts payable have contractual maturities of less than 30 days and are subject to normal trade terms. The Company relies on external financing to generate sufficient operating capital and the management believes it will be able to raise any required funds in the short-term.

Sensitivity Analysis

As at December 31, 2020 and 2019, the carrying and fair value amounts of the Company's financial instruments are approximately equivalent.

Based on management's knowledge and experience of the financial markets, the Company believes the following movement is "reasonably possible" over a twelve-month period.

- i) The Company is exposed to interest rate risk on LIBOR fluctuations for its long-term debt. A variance of 1% in the 12-month LIBOR will affect the annual Company's net comprehensive loss by approximately \$56,021.
- ii) The Company is exposed to foreign currency risk on fluctuations of balances that are denominated in US currency related to cash and cash equivalents, accounts receivable and accounts payable and accrued liabilities. Sensitivity to a plus or minus 10% change in the foreign exchange rate would affect the net comprehensive loss by \$498,813.
- iii) The Company is exposed to market risk as it relates to its investments held in marketable securities. If market prices had varied by 10% from their December 31, 2020 fair market value positions, the comprehensive loss would have varied by \$145,982.

Fair Value Hierarchy

The Company has designated its investments as FVTOCI, which are measured at fair value. The non-cash derivative liability is classified as FVTPL and is measured at fair value with unrealized gains or losses reported in the consolidated statement of operations.

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19. FINANCIAL RISK FACTORS (Continued)

Accounts payable and accrued liabilities and the long-term debt are considered as other financial liabilities, which are measured at amortized cost which also approximates fair value. The fair value of long-term debt approximates their carrying amount due to the effective interest rate being close to the market rate.

The following summarizes the methods and assumptions used in estimating the fair value of the Company's financial instruments where fair value measurement is required. Fair value amounts represent point in time estimates and may not reflect fair value in the future. The measurements are subjective in nature, involve uncertainties and are a matter of significant judgment. The methods and assumptions used to develop fair value measurements, for those financial instruments where fair value is recognized in the balance sheet, have been prioritized into three levels as per the fair value hierarchy. Level one includes quoted prices (unadjusted) in active markets for identical assets or liabilities. Level two includes inputs that are observable other than quoted prices included in level one. Level three includes inputs that are not based on observable market data. The carrying value of cash and cash equivalents and investments approximate their fair value.

December 31, 2020:	Level One	Level Two	Level Three
Investments - current	\$ 734,494	\$ 287,821	\$ -
Non-current investments	437,500	-	-
Non-cash derivative liability	-	(3,680,193)	-
	\$ 1,171,994	\$ (3,392,372)	\$ -
December 31, 2019:	Level One	Level Two	Level Three
Investments	\$ 40,220	\$ -	\$ -
Non-cash derivative liability	-	(1,939,648)	-
	\$ 40,220	\$ (1,939,648)	\$ -

There have been no transfers between levels 1, 2 or 3 during the years.

20. SUBSEQUENT EVENTS

- On March 10, 2021, the Company announced it has closed private placements of an aggregate of 10.6 million non-flow-through special warrants ("NFT Special Warrants") on a bought deal basis at a price of \$0.95 per NFT Special Warrant and 6.8 million flow-through special warrants ("FT Special Warrants") at a price of \$1.10 per FT Special Warrant, the total gross proceeds to the Company is \$17.6 million.

Each Special Warrant will be exercisable to acquire one common share of the Company. The FT Special Warrants will be "flow-through shares" for purposes of the Income Tax Act (Canada).

The Special Warrants will be exercisable by the holders thereof at any time for no additional consideration and all unexercised Special Warrants will be deemed to be exercised and surrendered, without any further action or payment of additional consideration by the holder thereof, at the earlier of: (a) 4:59 p.m. on July 11, 2021; and (b) the fifth business day after a receipt is issued for a (final) prospectus (the "Final Qualification Prospectus") by the securities regulatory authorities in each of the Offering provinces Canada, qualifying for distribution the Common Shares. The Company will use commercially reasonable efforts to obtain such receipt on or prior to April 15, 2021. Until a receipt is issued for the Final Qualification Prospectus, the Special Warrants (and any Common Shares issued on exercise thereof) will be subject to a hold period under applicable Canadian securities laws expiring July 11, 2021.

The net proceeds from this private placement will be used for the exploration and development of the Goliath and Goldlund projects, and for general corporate purposes.

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20. SUBSEQUENT EVENTS (Continued)

- On March 10, 2021, the Company announced that a portion of its convertible debt was assigned to Sprott Private Resource Lending II (Collector), LP (“Sprott Resource Lending”) and also certain terms of the Company’s convertible debt were amended. Extract Advisors LLC, agent for the Company’s convertible debt, agreed to certain amendments to the facility agreement, including the extension of the debt by seven months to June 30, 2023 and the addition of the ability, at the Company’s option, to make future interest payments in cash, shares or as payment in kind, in exchange for the removal of a call feature in favour of the Company.
- On February 5, 2021, the Company granted a total of 798,000 options to an officer and certain employees to buy common shares at an exercise price of \$1.35 each and expire on November 10, 2023. The stock options vest 33.3% at the date of granting, 33.3% at November 10, 2021 and the remaining 33.34% vest on November 10, 2022.
- On March 8, 2021, the Company granted a total of 300,000 options to an employee to buy common shares at an exercise price of the greater of \$0.95 and the closing price of the common shares on March 8, 2021 each and expire on March 8, 2024.