DORÉ COPPER MINING

Consolidated Financial Statements

March 31 2021

(Unaudited)

(Stated in Canadian Dollars)

To the Shareholders of
Doré Copper Mining Corp.
For the three months ended March 31, 2021

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying unaudited condensed consolidated interim financial statements of Doré Copper Mining Corp. were prepared by management in accordance with International Financial Reporting Standards ("IFRS"). Management acknowledges responsibility for the preparation and presentation of the unaudited condensed consolidated interim financial statements, including responsibility for significant accounting judgments and estimates and the choice of accounting principles and methods that are appropriate to the Corporation's circumstances.

Management has established processes, which are in place to provide them sufficient knowledge to support management representations that they have exercised reasonable diligence that (i) the unaudited condensed consolidated interim financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the unaudited financial statements and (ii) the unaudited condensed consolidated interim financial statements fairly present in all material respects the financial position, results of operations and cash flows of the Corporation, as of the date of and for the periods presented by the unaudited condensed consolidated interim financial statements.

The Board of Directors is responsible for reviewing and approving the unaudited condensed consolidated interim financial statements together with other financial information of the Corporation and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the unaudited condensed consolidated interim financial statements together with other financial information of the Corporation. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the unaudited condensed consolidated interim financial statements together with other financial information of the Corporation for issuance to the shareholders.

Management recognizes its responsibility for conducting the Corporation's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

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CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION

(Stated in Canadian Dollars)
(Unaudited)

As at	March 31 2021 $	December 31 2020 $
ASSETS		
Current assets		
Cash and cash equivalents	**12,949,630**	4,334,290
Amounts receivable *[note 3]*	**498,192**	483,084
Prepaid expenses	**25,510**	39,375
Investments *[note 4]*	**803,142**	792,031
Total current assets	**14,276,474**	5,648,780
Non-current assets		
Equipment and leaseholds *[note 6]*	**9,775**	10,350
Mineral property interests *[note 7]*	**5,930,629**	5,930,629
Total assets	**20,216,878**	11,589,759
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities	**723,515**	1,333,893
Deferred premium on flow-through shares *[note 10]*	**903,091**	75,150
Total current liabilities	**1,626,606**	1,409,043
EQUITY		
Share capital *[note 10]*	**39,352,687**	27,595,704
Share purchase warrants *[note 10]*	**481,013**	464,484
Equity settled employee benefits *[note 10]*	**1,411,587**	1,227,702
Deficit	**(22,655,015)**	(19,107,174)
Total equity	**18,590,272**	10,180,716
Total liabilities and equity	**20,216,878**	11,589,759

Going concern [note 1]
Commitments [note 13]
Subsequent events [note 16]

See accompanying notes to the condensed consolidated interim financial statements

These financial statements are authorized for issue by the Board of Directors on May 27, 2021.

They are signed on the Corporation's behalf by:

"Ernest Mast" Director	*"Mario Stifano"* Director

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

(Stated in Canadian Dollars)
(Unaudited)

For the three months ended March 31,

	2021	2020
	$	$
EXPENSES		
Consulting *[note 12]*	**141,621**	98,520
Depreciation	**575**	-
Exploration and evaluation *[note 7]*	**3,005,107**	3,286,002
Shareholder communication costs	**45,521**	77,503
Investor relations	**131,190**	143,718
Meals and entertainment	**-**	2,985
Office expenses *[note 12]*	**109,653**	15,899
Professional fees	**81,919**	100,040
Share-based payments *[note 10]*	**183,885**	44,444
Travel and meetings	**-**	27,201
	3,699,471	3,796,312
Loss before the following	**(3,699,471)**	(3,796,312)
Other items		
Investment income	**1,891**	10,773
Other income (expense) related to flow-through share premium *[note 10]*	**149,739**	(148,564)
Loss and comprehensive loss for the period	**(3,547,841)**	(3,934,103)
Basic and diluted loss per share *[note 11]*	**(0.08)**	(0.14)

See accompanying notes to the condensed consolidated interim financial statements

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CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS

(Stated in Canadian Dollars)
(Unaudited)

For the period ending March 31,

	2021	2020
	$	$
OPERATING ACTIVITIES		
Loss for the period	**(3,547,841)**	(3,934,103)
Add charges to earnings not involving a current payment of cash		
Depreciation	**575**	-
Share based payments *[note 10]*	**183,885**	44,444
Non-cash exploration expenses *[note 10]*	**700,000**	500,000
Other income related to flow-through share premium *[note 10]*	**(149,739)**	148,564
	(2,813,120)	(3,241,095)
Changes in non-cash working capital balances related to operations		
Amounts receivable	**(15,108)**	(251,862)
Prepaid expenses	**13,865**	45,241
Accounts payable and accrued liabilities	**(610,378)**	476,618
Cash used in operating activities	**(3,424,741)**	(2,971,098)
INVESTMENT ACTIVITIES		
Purchase of investments *[note 4]*	**(11,111)**	(3,267,373)
Cash used in investment activities	**(11,111)**	(3,267,373)
FINANCING ACTIVITIES		
Proceeds from shares issued in private placements *[note 10]*	**2,039,742**	-
Proceeds from shares issued in flow-through private placements *[note 10]*	**10,998,900**	-
Proceeds from the exercise of stock options *[note 10]*	**50,000**	-
Share issue costs *[note 10]*	**(1,037,450)**	-
Cash provided by financing activities	**12,051,192**	-
Increase (decrease) in cash and cash equivalents during the period	**8,615,340**	(6,238,471)
Cash and cash equivalents, beginning of period	**4,334,290**	8,152,018
Cash and cash equivalents, end of the period	**12,949,630**	1,913,547

See accompanying notes to the condensed consolidated interim financial statements

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY

(Stated in Canadian Dollars)
(Unaudited)

	Share Capital			Reserves			
Issued and outstanding:	Number of Shares	Share Capital	Shares subscribed	Equity Settled Employee Benefits	Agents Options	Deficit	Total Equity
Balance as at December 31, 2019	28,575,596	21,253,502	-	850,691	212,685	(10,007,686)	12,309,192
Shares issued for mineral properties	400,000	500,000	-	-	-	-	500,000
Share-based payments	-	-	-	44,444	-	-	44,444
Loss and comprehensive loss for the year	-	-	-	-	-	(3,934,103)	(3,934,103)
Balance as at March 31, 2020	28,975,596	21,753,502	-	895,135		(13,941,789)	8,919,533
Shares issued in flow-through private placement (first tranche) *[note 10]*	1,749,450	2,099,340	-	-	-	-	2,099,340
Shares issued in flow-through private placement (second tranche) *[note 10]*	912,622	1,022,137	-	-	-	-	1,022,137
Shares issued in private placement (initial tranche) *[note 10]*	5,800,378	3,944,257	-	-	-	-	3,944,257
Broker / finder warrants *[note 10]*	-	(251,799)	-	-	251,799	-	-
Share issue costs *[note 10]*	-	(565,570)	-	-	-	-	(565,570)
Flow-through share premium *[note 10]*	-	(406,163)	-	-	-	-	(406,163)
Share-based payments *[note 10]*	-	-	-	332,567	-	-	332,567
Loss and comprehensive loss for the period	-	-	-	-	-	(5,165,385)	(5,165,385)
Balance as at December 31, 2020	**37,438,046**	**27,595,704**	**-**	**1,227,702**	**464,484**	**(19,107,174)**	**10,180,716**
Shares issued for mineral property *[note 10]*	500,000	500,000	-	-	-	-	500,000
Shares issued in private placement (final tranche) *[note 10]*	2,999,622	2,039,742	-	-	-	-	2,039,742
Shares issued in flow-through private placement *[note 10]*	12,221,000	10,998,900	-	-	-	-	10,998,900
Shares issued in relation to exercise of stock options *[note 10]*	100,000	50,000	-	-	-	-	50,000
Shares issued for mineral properties *[note 10]*	210,525	200,000	-	-	-	-	200,000
Share issue costs *[note 10]*	-	(1,037,450)	-	-	-	-	(1,037,450)
Broker / finder warrants *[note 10]*	-	(16,529)	-	-	16,529	-	-
Issuance of share capital and options as a part of the Reverse Takeover *[note 10]*	-	-	-	183,885	-	-	183,885
Flow-through share premium *[note 10]*	-	(977,680)	-	-	-	-	(977,680)
Loss and comprehensive loss for the year	-	-	-	-	-	(3,547,841)	(3,547,841)
Balance as at March 31, 2021	**53,469,193**	**39,352,687**	**-**	**1,411,587**	**481,013**	**(22,655,015)**	**18,590,272**

See accompanying notes to the condensed consolidated interim financial statements

DORÉ COPPER MINING

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(Stated in Canadian Dollars)
(Unaudited)

For the periods ending March 31, 2021 and 2020

1. NATURE OF BUSINESS

Doré Copper Mining Corp. (the "Corporation" or "Doré"), (formerly AmAuCu Mining Corporation ("AmAuCu")), was incorporated under the laws of Canada on April 11, 2017, and through its 100% owned subsidiary, CBay Minerals Inc. ("CBay") owns an interest in mineral properties located in Chibogamou, Quebec, for the purposes of exploration and evaluation. The Corporation's office is located at 130 King St. W., Suite 1800, Toronto, Ontario, M5X 1E3.

On December 13, 2019, the Corporation completed a reverse takeover transaction (the "Transaction" or "Qualifying Transaction"), pursuant to which AmAuCu amalgamated with a wholly owned subsidiary of ChaiNode Opportunities Corporation ("ChaiNode"), and was subsequently renamed Doré Copper Mining Corporation (see note 10). The Corporations common shares were subsequently listed on the Toronto Stock Venture Exchange ("TSX-V") and began trading under the symbol "DCMC" on December 17, 2019.

The Corporation, being in the exploration stage, is subject to risks and challenges similar to companies in a comparable stage of development. These risks include the challenges of securing adequate capital for exploration, development and operational risks inherent in the mining industry, global economic and metal price volatility and there is no assurance management will be successful in its endeavours. At March 31, 2021, the Corporation has no source of operating cash flows. The Corporation incurred a net loss of $3,547,841 for the period ended March 31, 2021 (March 31, 2020 - $3,934,103) and has accumulated a deficit of $22,655,015 since the inception of the Corporation. As at March 31, 2021, the Corporation had working capital of $12,649,868 (December 31, 2020 – working capital $4,239,737) and the Corporation’s ability to continue is dependent upon its ability to raise additional capital to continue the development of its mineral properties. During the three month period ended March 31, 2021, the Corporation raised gross proceeds of $13,038,642 (2020 - $nil) through private placements of shares and warrants and the granting of direct interests in its mineral properties.

Recent events

COVID-19

Since December 31, 2019, the spread of COVID-19 has severely impacted many local economies around the globe. In many countries, including Canada, businesses were forced to cease or limit operations for long or indefinite periods of time. Global stock markets also experienced great volatility and a significant weakening. Governments and central banks have responded with monetary and fiscal interventions to stabilize economic conditions.

The Corporation has adpated its operations to mitigate the impact of the the COVID-19 outbreak and has put measures in place to ensure the wellness of all of its employees and surrounding communities where the Corporation works while continuing to operate. Currently, fieldwork has resumed on all of our projects, while all corporate personnel travel is still restricted to absolute minimum requirements and employees have been encouraged to work remotely where possible. With respect to our operations on work locations in Quebec, we have implemented the typical control measures for dealing with the outbreak of COVID-19. These include self-screening for symptoms and travel history with possible COVID-19 exposure of any employees, visitors and contractors (site personnel) prior to any travel to or from a site and isolation, where necessary, from the general site population. These cautions and precautions rely on voluntary information and voluntary compliance of those working directly or indirectly for the Corporation. We expect that procedures will continue to evolve according to the World Health Organization and Center for Disease Control guidelines as more becomes known about the virus.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(Stated in Canadian Dollars)
(Unaudited)
For the periods ending March 31, 2021 and 2020

2. SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

These unaudited condensed consolidated interim financial statements for the three months ended March 31, 2021 have been prepared in accordance with IAS 34 *Interim Financial Reporting*. The condensed consolidated interim financial statements do not include all of the information and disclosures required in the annual financial statements, and should be read in conjunction with the Corporation's annual financial statements as at December 31, 2020.

The unaudited condensed consolidated interim financial statements of the Corporation for the period ended March 31, 2021 were approved and authorized by the Board of Directors on May 27, 2021.

The accounting policies applied in the preparation of these unaudited condensed consolidated interim financial statements are consistent with those applied and disclosed in the Corporation's audited consolidated financial statements for the year ended December 31, 2020 and as discussed below.

The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates as the estimation process is inherently uncertain. Estimates are reviewed on an ongoing basis based on historical experience and other factors that are considered to be relevant under the circumstances. Revisions to estimates and the resulting effects on the carrying amounts of the Corporation's assets and liabilities are accounted for prospectively. The critical judgments and estimates applied in the preparation of the Corporation's unaudited condensed consolidated interim financial statements are consistent with those applied and disclosed in Note 2 of the Company's audited consolidated financial statements for the year ended December 31, 2020 and as discussed below.

Basis of consolidation

The Corporation's condensed consolidated interim financial statements consolidate those of its 100% owned subsidiary, CBay Minerals Inc. All transactions and balances between the Corporation and its subsidiary are eliminated on consolidation, including unrealized gains and losses on transactions between the companies.

Significant accounting judgements and estimates

In the application of the Corporation's accounting policies, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Significant estimates

The preparation of these financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. The financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and the revision affects both current and future periods. Significant estimates include:

i. the inputs used in accounting for share purchase option expense in the statement of loss and comprehensive loss;

(Stated in Canadian Dollars)

ii. the inputs used in accounting for value of warrants in the statement of financial position;

3. AMOUNTS RECEIVABLE

	March 31, 2021 $	December 31, 2020 **$**
Recoverable taxes (i)	**493,625**	335,330
Other receivables (ii)	**-**	147,754
	493,625	484,185

(i) Recoverable taxes include Canadian harmonized sales tax receivable and the Quebec sales tax receivable.
(ii) Other receivables include amounts related to exploration work performed on the portion of the Joe Mann property that is part of the agreement with Soquem whereby the Corporation is reimbursed for 35% of the exploration costs.

4. TEMPORARY INVESTMENTS

As at March 31, 2021 the Corporation's subsidiary, CBay, held $793,142 in a guaranteed investment certificate maturing February 16, 2022 at a yield of 0.40%, and $10,000 in a guaranteed investment certificates maturing March 2, 2022 yielding 0.10%.

5. ASSET ACQUISITION

Acquisition of CBay Minerals Inc.

On May 30, 2019 and May 31, 2019, the Corporation entered into a series of transactions with Ocean Partners Investments Limited ("Ocean Partners") and CBay Minerals Inc. to complete the acquisition of all of the outstanding CBay shares in exchange for the issuance of 4,500,000 common shares and the issuance of promissory notes in the aggregate amount of $7,500,000.

Purchase price allocation

The Corporation has determined that CBay did not meet the definition of a business under IFRS 3, Business Combinations, and as such has been accounted for as an asset acquisition. The cost of an acquisition should be based on the fair value of consideration given, except where the fair value of the consideration given is not clearly evident. In such a case, the fair value of the net assets acquired is used. The promissory notes issued as part of the transaction are considered a financial liability under IFRS 9, and are initially measured at fair value with subsequent measurement at amortised cost. Given the lack of certainty at this time as to whether the Corporation will reach the operational and economic milestones needed to achieve commercial production, and the estimated timeline to do so, the notes currently have nominal or no fair value (see note 8). As a result, the promissory notes have not been included in the purchase consideration below.

(Stated in Canadian Dollars)

The fair value of consideration given, totaling $5,964,529 has been allocated as follows:

	$
Cash	54,226
Accounts receivable	60,253
Accounts payable	(80,579)
Mineral property interests	5,930,629
Total net assets to	5,964,529
Purchase consideration:	
4,500,000 common shares issued *[note 10]*	5,850,000
Transaction costs	114,529
Total net assets to	5,964,529

6. EQUIPMENT

Cost

	Field equipment **$**
Balance, January 1, 2021	11,500
Assets acquired	-
Balance, March 31, 2021	11,500

Accumulated depreciation	
Balance, January 1, 2021	1,150
Depreciation for the period	575
Balance, March 31, 2021	1,725

Carrying amounts

December 31, 2020	10,350
March 31, 2021	**9,775**

(Stated in Canadian Dollars)

7. MINERAL PROPERTIES

Acquisition costs

	Cedar Bay $	Corner Bay $	Other properties $	March 31, 2021 $	December 31, 2020 $
CBay acquisition costs**	**2,075,500**	**3,592,529**	**262,600**	**5,930,629**	5,930,629

** The acquisition costs have been allocated to the separate mineral properties based management's assessment of the economic valuations of the properties at the time of acquisition.

Mineral property acquisitions and agreements

Chibougamou, Quebec

Interest in Cedar Bay / Corner Bay and Other properties through acquisition of CBay

The main assets include the Corner Bay deposit, the Cedar Bay past producing mine, the Copper Rand past producing mine, the Devlin deposit, the Copper Rand mill and tailings management facility. Other deposits include the Lac Doré deposit, and various exploration targets on Portage Island. As a result of the acquisition of CBay, the Corporation has recorded Mineral Property Interest of $5,930,629.

Cornerback Property (included in "Other Properties")

On September 7, 2017 (the "Effective Date"), the Corporation entered into an Option Agreement (the "Agreement") with VanadiumCorp Resource Inc. ("Vanadium") to acquire up to a 100% interest in the Cornberback property (the "Property) located in Quebec.

Pursuant to the agreement, the Corporation can acquire an 80% undivided interest in the Property by (the "First Option"):

(a) making payments of an aggregate of $250,000 to Vanadium as follows:

i) $50,000 in cash on Effective Date (paid);
ii) an additional $50,000 in cash on or prior to the date that is the 12 months from the Effective Date (paid); and
iii) an additional $50,000 in cash on or prior to the date that is the 24 months from the Effective Date (paid); and
iv) an additional $50,000 in cash on or prior to the date that is the 36 months the Effective Date (paid); and

(b) incurring an aggregate of $500,000 in expenditures on the Property on or before the date that is 36 months from the Effective Date (completed).

The Corporation having exercised the First Option and acquired an 80% undivided interest in the Property, free and clear of any encumbrances, the Corporation has the additional exclusive right and option exercisable at any time prior to September 6, 2021, to acquire an additional 20% undivided interest in the Property by paying $50,000 in cash to Vanadium on or before September 6, 2021 (paid subsequent to period end).

Option agreement to acquire Joe Mann property

On January 2, 2020, the Corporation entered into an option agreement to acquire a 100% interest in the Joe

Mann gold mine ("Joe Mann") located in Québec. The Corporation entered into an option agreement with the owners of Joe Mann, Ressources Jessie Inc. ("Ressources Jessie") and Legault Metals Inc. ("Legault"), to acquire a 100% interest in Joe Mann on the following terms:

- A cash payment of $1,000,000 to Ressources Jessie and 400,000 common shares of Doré Copper ("Doré Copper Shares") were issued to Legault at a deemed price of $1.25 per share on January 2, 2020 (the "Joe Mann Effective Date") (paid).
- A cash payment of $250,000 to Ressources Jessie and $500,000 in Doré Copper Shares to be issued to Legault on the first anniversary of the Joe Mann Effective Date (paid).
- A cash payment of $1,000,000 to Ressources Jessie upon completion of 5,000 meters of drilling at Joe Mann or on the earlier of the second anniversary of the Joe Mann Effective Date or 18 months from the commencement of drilling.
- A cash payment of $500,000 to Ressources Jessie and $500,000 in Doré Copper Shares to be issued to Legault on the second anniversary of the Joe Mann Effective Date.
- A cash payment of $1,500,000 to Ressources Jessie and $1,000,000 in Doré Copper Shares to be issued to Legault on the third anniversary of the Joe Mann Effective Date.
- Spending $2,500,000 in qualifying exploration expenditures before the third anniversary of the Joe Mann Effective Date.
- A cash payment of $1,000,000 to Ressources Jessie and $1,500,000 in Doré Copper Shares to be issued to Legault upon the commencement of commercial production at Joe Mann.
- A 2% net smelter return royalty will be granted to Ressources Jessie and the Corporation will hold the option to buy back 1% for $2,000,000 and buy back a further 0.5% for $4,000,000.

Norbeau Property and Norbeau East Property Option Agreements

On March 13, 2021, the Corporation entered into option agreements (the "Option Agreements") to acquire a 100% interest in the former producing Norbeau gold mine property and the contiguous Beaurox property, located approximately 15 kilometers by road north from the Corporation's Copper Rand mill in the Chibougamau mining camp in northwestern Québec, Canada.

Under the terms of the Option Agreements, the Corporation may earn a 100% interest in the Properties under the following terms:

Norbeau Property

- $50,000 in cash payments and $175,000 equivalent in Shares following receipt of TSX Venture Exchange approval (paid), $50,000 in cash payments and $75,000 equivalent in Shares on the first anniversary, $65,000 in cash payments and $100,000 equivalent in Shares on the second and third anniversaries for a total of $230,000 in cash payments and $450,000 equivalent in Shares;
- $100,000 in expenditures in the first 16 months and $100,000 in expenditures in the subsequent six months;
- $100,000 equivalent in Shares on filing a NI 43-101 Technical Report with mineral resources and a further $250,000 equivalent in Shares if the mineral resources (all categories) exceed 300,000 ounces of gold
- $150,000 equivalent in Shares on commencement of commercial production and a further $350,000 equivalent in Shares after production of 100,000 ounces of gold; and
- 2% net smelter return ("NSR") royalty, of which 1% may be bought back for $2,000,000.

Beaurox Property

- $35,000 in cash payments and $25,000 equivalent in Shares following receipt of TSX Venture Exchange approval (paid), $50,000 in cash payments and $50,000 equivalent in Shares on the six-month anniversary, and on the first, second and third anniversaries for a total of $235,000 in cash payments and $225,000 equivalent in Shares;
- $300,000 in expenditures in the first 18 months and $300,000 in expenditures in the subsequent six

months;
- $75,000 in cash payments on commencement of drilling and $100,000 in cash payments after completion of 5,000 meters;
- 5,000 meters of drilling or cumulative equivalent expenditures prior to the third anniversary;
- $100,000 equivalent in Shares on filing a NI 43-101 Technical Report with mineral resources;
- $150,000 equivalent in Shares on commencement of commercial production; and
- 2% NSR royalty, of which 0.75% may be bought back for $3,000,000, and approximately $60,000 in advance royalty payments commencing in year three.

8. PROMISSORY NOTES

In relation to the acquisition of CBay, AmAuCu issued promissory notes to Ocean Partners, a related party, in the aggregate amount of $7,500,000, plus accrued interest. These promissory notes are considered a financial liability under IFRS 9 and are initially measured at fair value with subsequent measurement at amortised cost. The obligations of the Corporation under the promissory notes are guaranteed by CBay with such guarantee secured against the property and assets of CBay. Each of the promissory notes bear interest at a rate of 6% per annum, with $1,000,000 maturing on the commencement of commercial production, $2,000,000 maturing on the first anniversary of the commencement of commercial production, $2,000,000 maturing on the second anniversary of the commencement of commercial production, and $2,500,000 maturing on the third anniversary of the commencement of commercial production. The settlement of the obligation, both principal and interest, is contingent upon the timing of commencement of commercial production. Given the lack of certainty at this time as to whether the Corporation will reach the operational and economic milestones needed to achieve commercial production, and the estimated timeline to do so, the notes currently have nominal or no fair value. The accrued interest as at March 31, 2021 would be valued at $825,000 (December 31, 2020 - $712,500). reassesses the amount, timing and probability of future cash flows at each reporting period to determine any required adjustments to the amortised cost balance of $Nil. As at March 31, 2021, no adjustment has been made.

9. REVERSE TAKE-OVER AND AMALGAMATION

On December 13, 2019, AmAuCu completed a business combination transaction with ChaiNode pursuant to which ChaiNode acquired all of the issued and outstanding securities of AmAuCu constituting ChaiNode's Qualifying Transaction (within the meaning of the policies of the TSX Venture Exchange). Prior to the completion of the Qualifying Transaction, ChaiNode effected a consolidation of its outstanding common shares on the basis of one post-consolidation common share for every 10.8 pre-consolidation common shares, and continued under the *Canada Business Corporations Act*.

The Qualifying Transaction was completed by way of a three-cornered amalgamation (the "Amalgamation") involving AmAuCu, ChaiNode and a wholly-owned subsidiary of ChaiNode ("Subco"), pursuant to which, among other things, (i) AmAuCu amalgamated with Subco, incorporated for the purposes of the Amalgamation, pursuant to the provisions of the *Canada Business Corporations Act*, and (ii) all of the outstanding AmAuCu common shares immediately prior to the Qualifying Transaction were cancelled and, in consideration therefore, the holders thereof received post-consolidation common shares of ChaiNode ("ChaiNode Shares") on the basis of one ChaiNode Share for each AmAuCu common share (the "Exchange Ratio").

Immediately following completion of the Amalgamation, the corporation resulting from the Amalgamation completed a vertical short form amalgamation with AmAuCu's wholly-owned subsidiary, CBAY Minerals Inc., to form a new corporation which will continue under the name "CBAY Minerals Inc." as a wholly-owned subsidiary of ChaiNode.

On the business day immediately prior to the completion of the Amalgamation, each of the 3,861,983 Subscription Receipts issued by AmAuCu on November 4, 2019 (the "Private Placement") (see note 10) were automatically converted, without payment of additional consideration or any further action by the holders thereof, into one Unit in accordance with their terms. Each Unit was comprised of one Common Share and one-half of one Warrant.

(Stated in Canadian Dollars)

At the effective time of the Amalgamation, among other things, outstanding AmAuCu common shares (including those AmAuCu common shares comprising the Units issued upon the automatic conversion of the Subscription Receipts) and Warrants were exchanged for ChaiNode Shares and common share purchase warrants of ChaiNode ("ChaiNode Replacement Warrants"), respectively, on the basis of the Exchange Ratio. Each ChaiNode Replacement Warrant entitles the holder thereof to acquire one ChaiNode Share at a price of $1.95 per ChaiNode Share at any time on or before November 4, 2021. In addition, at the effective time of the Amalgamation, 188,260 broker warrants of AmAuCu issued in connection with the Private Placement were exchanged for broker warrants of ChaiNode ("ChaiNode Replacement Broker Warrants") on the basis of the Exchange Ratio. Each ChaiNode Replacement Broker Warrant entitles the holder thereof to acquire one ChaiNode Share at a price of $1.30 per ChaiNode Share at any time on or before December 13, 2021. Additionally, ChaiNode stock option holders were issued replacement options on the same consolidation basis as the common shares and under the same terms of the original grant. The pre-Transaction options, totaling 900,000 immediately prior to the Transaction, were subject to adjustment based on an exchange ratio of 10.8 pre-transaction options to 1 Resulting Issuer option (the "Doré Exchange Ratio"), amounting to a total of 83,33 Resulting Issuer options, with an expiry date of December 13, 2020, and an exercise price of $1.08.

The substance of the Transaction is a reverse acquisition of a non-operating company. The Transaction does not constitute a business acquisition as ChaiNode does not meet the definition of a business under IFRS 3. As a result, the Transaction is accounted for as a capital transaction with AmAuCu being identified as the accounting acquirer and the equity consideration being measured at fair value. Upon completion of the Transaction, ChaiNode changed its name to Doré Copper Mining Corporation

The fair value of the equity consideration paid as part of the Transaction has been allocated as follows:

Consideration transferred:			
Common shares issued	(1)	**$**	**1,083,333**
Estimated fair value of replacement options	(2)		**37,667**
Estimated fair value of replacement warrants	(3)		**13,111**
Total consideration transferred		**$**	**1,134,111**
Net assets acquired:			
Cash		**$**	**362,495**
Accounts receivable			**3,084**
Accounts payable and accrued liabilities			**(89,170)**
Net asset value		**$**	**276,409**
Excess of consideration over fair value of net assets recognized as listing expense in the period ending December 31, 2019		**$**	**857,702**
Professional fees incurred related to the Transaction incurred in in the period ending December 31, 2019	(4)	**$**	**462,052**
Total listing fees incurred in in the period ending December 31, 2019		**$**	**1,319,754**

1. The fair value of the 833,333 common shares issued to pre-Transaction Doré shareholders is $1,083,333 based on a fair value of $1.30 per common share.

2. The pre-Transaction Doré stock option holders were issued replacement options of the Resulting Issuer on the same consolidation basis as the common shares and under the same terms of the original grant. The pre-Transaction Doré options, totaling 900,000 immediately prior to the Transaction, were subject to adjustment based on an exchange ratio of 10.8 pre-transaction options to 1 Resulting Issuer option (the

(Stated in Canadian Dollars)

"Doré Exchange Ratio”), amounting to a total of 83,333 Resulting Issuer options.

The estimated fair value of the 83,333 stock options to be issued to pre-Transaction Doré option holders is $37,667, which is based on the Black-Scholes option pricing model using the following assumptions:

Risk-free interest rate	1.76%
Annualized volatility*	69.04%
Expended dividend yield	0%
Expected option life	1 year
Share price	$1.30
Exercise price	$1.08
Expected forfeiture rate	Nil

* Volatility calculated based on the volatility of comparative companies.

3. The pre-Transaction Doré warrant holders were issued replacement warrants of the Resulting Issuer on the same consolidation basis as the common shares and under the same terms of the original grant. The pre-Transaction Doré warrants, totaling 300,000 immediately prior to the Transaction, were subject to adjustment based on Doré Exchange Ratio, amounting to a total of 27,778 Resulting Issuer warrants.

   The estimated fair value of the 27,778 warrants to be issued to pre-Transaction Doré warrant holders is $13,111, which is based on the Black-Scholes option pricing model using the following assumptions:

Risk-free interest rate	1.78%
Annualized volatility*	70.13%
Expended dividend yield	0%
Expected option life	1.10 years
Share price	$1.30
Exercise price	$1.08

* Volatility calculated based on the volatility of comparative companies.

4. As part of the Transaction, the Corporation incurred total transaction costs of $462,052. The Corporation analyzed the transaction costs and concluded that they were incurred in relation to obtaining the listing and were thus included as part of listing expense.

(Stated in Canadian Dollars)

10. SHARE CAPITAL

i. Authorized

The Corporation is authorized to issue an unlimited number of common shares.

ii. Details of share issuances

Issued and outstanding:		# of shares	Share price
Opening balance, January 1, 2020		**28,575,596**	
Shares issued for mineral property	(a)	**400,000**	**1.25**
Balance, March 31, 2020		**28,975,596**	
Shares issued in flow-through private placement (first tranche)	(b)	**1,749,450**	**1.20**
Shares issued in flow-through private placement (second tranche)	(b)	**912,622**	**1.12**
Shares issued in private placement (initial tranche)	(c)	**5,800,378**	**0.68**
Balance, December 31, 2020		**37,438,046**	
Shares issued for mineral property (Joe Mann)	(d)	**500,000**	**1.00**
Shares issued in private placement (final tranche)	(e)	**2,999,622**	**0.68**
Shares issued in flow-through private placement	(f)	**12,221,000**	**0.90**
Shares issued in relation to exercise of stock options	(g)	**100,000**	**0.50**
Shares issued for mineral property (Norbeau)	(h)	**184,210**	**0.95**
Shares issued for mineral property(Norbeau East)	(i)	**26,315**	**0.95**
Balance, March 31, 2021		**53,469,193**	

(a) On January 2, 2020, the Corporation issued 400,000 common shares at a price of $1.25 in relation to the option agreement for the Joe Mann property (see note 7).

(b) On August 25, 2020, the Corporation completed a "best efforts" brokered private placement (the "Offering"), pursuant to which the Corporation sold an aggregate of 2,662,072 common shares in the capital of the Corporation that will qualify as "flow-through shares" within the meaning of subsection 66(15) of the *Income Tax Act* (Canada) and, in relation to common shares issued to residents in Québec, section 359.1 of the *Taxation Act* (Québec) (collectively, the "Flow-Through Shares"), for aggregate gross proceeds of $3,121,476.64, including partial exercise of the agents' option. The Flow-Through Shares were issued in two tranches with the first tranche consisting of 1,749,450 Flow-Through Shares issued to residents of Québec at a price of $1.20 per Flow-Through Share for aggregate gross proceeds of $2,099,340 and the second tranche consisting of 912,622 Flow-Through Shares issued to residents outside of Québec at a price of $1.12 per Flow-Through Share for aggregate gross proceeds of $1,022,136.64.

In consideration for their services in connection with the Offering, the Corporation paid the Agents a cash commission equal to 6% of the aggregate gross proceeds from the sale of Flow-Through Shares, and a reduced cash commission equal to 3% of the aggregate gross proceeds from the sale of Flow-Through Shares to certain purchasers. As additional consideration for their services in connection with the closing of the Offering, the Corporation issued the Agents non-transferable broker warrants of the Corporation ("Broker Warrants") equal to 6% of the aggregate number of Flow-Through Shares issued. Each Broker Warrant is exercisable to acquire one common share in the capital of the Corporation at an exercise price of $1.12 per share until August 25, 2022.

In addition, Leede Jones Gable Inc. acted as a finder (the "Finder") in connection with the Offering. In consideration for acting as a finder in connection with the Offering, the Corporation paid the Finder a cash commission of $341,681, equal to 3% of the aggregate gross proceeds from the sale of Flow-Through Shares arranged by the Finder and issued the Finder Broker Warrants equal to 3% of the aggregate number of Flow-Through Shares issued to purchasers arranged by the Finder on the same terms as the Broker Warrants issued to the Agents. The cash commission payable and the Broker Warrants issuable to the Agents on the sale of Flow-Through Shares arranged by the Finder was reduced accordingly.

(c) On December 23, 2020 the Corporation closed an initial tranche of its non-brokered private placement (the "Offering"), pursuant to which the Corporation sold an aggregate of 5,800,378 common shares in the capital of the Corporation ("Offered Shares") at a price of $0.68 per Offered Share for aggregate gross proceeds of $3,944,257.04.

Cormark Securities Inc., Paradigm Capital Inc., Haywood Securities Inc. and Red Cloud Securities Inc. acted as finders (each, a "Finder") in connection with the initial tranche of the Offering. In consideration for acting as a finder in connection with the initial tranche of the Offering, the Corporation paid $223,889 in cash finder's fees to the Finders, representing 6% of the gross proceeds of the Offered Shares that were sold to subscribers introduced by such parties, and issued an aggregate of 329,249 non-transferable warrants (the "Finder's Warrants") to purchase common shares in the capital of the Corporation (the "Finder's Warrant Shares") to the Finders, representing 6% of the Offered Shares that were sold to subscribers introduced by such parties, with each Finder's Warrant being exercisable for one Finder's Warrant Share at a price of $0.68 per Finder's Warrant Share until December 23, 2022.

(d) On January 4, 2021 the Corporation completed an option payment on the Joe Mann property pursuant to which the Corporation made a cash payment of $250,000, and issued 500,000 common shares at a price of $1.00 per share (see note 7).

(e) On January 22, 2021, the Corporation announced the closing of the final tranche of its previously announced non-brokered private placement (the "Offering"), pursuant to which the Corporation sold an aggregate of 2,999,622 common shares in the capital of the Corporation ("Offered Shares") at a price of $0.68 per Offered Share for aggregate gross proceeds of $2,039,742. Together with the first tranche of the Offering, the Corporation sold an aggregate of 8,800,000 common shares in the capital of the Corporation under the Offering for aggregate gross proceeds of $5,984,000.

Paradigm Capital Inc., Cormark Securities Inc. and Canaccord Genuity Corp. acted as finders (each, a "Finder") in connection with the final tranche of the Offering. In consideration for acting as a finder in connection with the final tranche of the Offering, the Corporation paid an aggregate of $31,048 in cash finder's fees to the Finders, representing 6% of the gross proceeds of the Offered Shares that were sold to subscribers introduced by such parties, and issued an aggregate of 45,660 non-transferable warrants (the "Finder's Warrants") to purchase common shares in the capital of the Corporation (the "Finder's Warrant Shares") to the Finders, representing 6% of the Offered Shares that were sold to subscribers introduced by such parties, with each Finder's Warrant being exercisable for one Finder's Warrant Share at a price of C$0.68 per Finder's Warrant Share until January 22, 2023. In addition to the finder's fees, the Corporation also paid administrative fees in the amount of $49,499 in respect of three subscriptions under the Offering.

(f) On February 18, 2021, the Corporation closed a "best efforts" private placement (the "Offering"), pursuant to which the Corporation sold an aggregate of 12,221,000 common shares of the Corporation that will qualify as "flow-through shares" within the meaning of subsection 66(15) of the *Income Tax Act* (Canada) (the "Flow-Through Shares") at a price of $0.90 per Flow-Through Share for aggregate gross proceeds of $10,998,900, including the full exercise of the agents' option.

Cormark Securities Inc. and Paradigm Capital Inc. acted as agents (the "Agents") in connection with the Offering pursuant to the terms of an agency agreement dated February 18, 2021. In consideration for their services in connection with the Offering, the Corporation paid the Agents a cash commission equal to $659,934 representing 6% of the aggregate gross proceeds from the sale of Flow-Through Shares.

The Corporation will use an amount equal to the gross proceeds received by the Corporation from the sale of the Flow-Through Shares, pursuant to the provisions in the *Income Tax Act* (Canada), to incur eligible "Canadian exploration expenses" that qualify as "flow-through mining expenditures" as both terms are defined in the *Income Tax Act* (Canada) (the "Qualifying Expenditures") on or before December 31, 2022, and will renounce all of the Qualifying Expenditures in favour of the purchasers of the Flow-Through Shares effective December 31, 2021. The Corporation will shortly announce its drilling plans for the next two quarters based on the funds available from the recent financings.

(Stated in Canadian Dollars)

The Offering was made by way of private placement in Canada pursuant to applicable exemptions from the prospectus requirements under applicable Canadian securities laws. The securities issued under the Offering are subject to a hold period under applicable Canadian securities laws which will expire on June 19, 2021.

(g) On March 10, the Corporation issued 100,000 common shares at a price of $0.50 in relation to the execise of stock options by an employee of the Corporation.

(h) On March 13, 2021, the Corporation issued 184,210 common shares at a price of $0.95 in relation to the Norbeau property option agreement (see note 7).

(i) On March 13, 2021, the Corporation issued 26,315 common shares at a price of $0.95 in relation to the Norbeau East (Beaurox) property option agreement (see note 7).

ii. Warrants

The following table reflects the continuity of warrants as at March 31, 2021:

Issued and outstanding:		**# of share warrants**	**Weighted average exercise price**	**Fair value**	**Expiry date**
Balance, January 1 2019		-	-	-	
Share warrants issued pursuant to conversion of subscription receipts and private placement	(a)	1,930,990	1.95	-	11/4/2021
Replacement warrants issued pursuant to conversion of subscription receipts and private placement	(b)	27,777	1.08	13,111	1/18/2021
Broker warrants issued pursuant to conversion of subscription receipts and private placement	(c)	188,259	1.30	101,095	12/13/2021
Broker warrants issued pursuant to flow-through private placement (tranche 1)	(d)	135,807	1.43	68,175	12/23/2021
Broker warrants issued pursuant to flow-through private placement (tranche 2)	(d)	61,844	1.43	30,304	12/30/2021
Balance, December 31, 2019		**2,344,677**		**212,685**	
Broker warrants issued pursuant to flow-through private placement	(e)	151,804	1.12	73,017	8/25/2022
Broker warrants issued pursuant to private placement (initial tranche)	(f)	329,249	0.68	178,782	12/23/2022
Balance, December 31, 2020		**2,825,730**		**464,485**	
Broker warrants issued pursuant to private placement (final tranche)	(g)	**45,660**	**0.68**	**16,529**	
Balance, March 31, 2021		**2,871,390**	**-**	**481,014**	

(Stated in Canadian Dollars)

(a) These warrants were issued as a part of the transactions described in note 9. The Corporation has adopted the policy of not bifurcating the value of share-purchase warrants separately and as such no allocation has been completed.

(b) These warrants were issued as a part of the transactions described in note 9.

(c) These warrants were issued as a part of the transactions described in note 9.

(d) As additional consideration for its services in connection with the closing of the Flow-Through Share Offering, the Corporation issued the Agent non-transferable broker warrants of the Corporation (“Broker Warrants“) equal to 7% of the aggregate number of Flow-Through Shares issued. Each Broker Warrant is exercisable to acquire one common share in the capital of the Corporation at an exercise price of $1.43 per share expiring between December 23, 2021 and December 30, 2021.

(e) As additional consideration for services in connection with the closing of the Flow-Through Share Offering on August 25, 2020, the Corporation issued the Agents non-transferable broker warrants of the Corporation (“Broker Warrants“) equal to 6% of the aggregate number of Flow-Through Shares issued. Each Broker Warrant is exercisable to acquire one common share in the capital of the Corporation at an exercise price of $1.12 per share expiring August 25, 2022.

(f) As additional consideration for services in connection with the closing of the initial tranche of the Private Placement Offering on December 23, 2020, the Corporation issued the Agents non-transferable broker warrants of the Corporation (“Broker Warrants“) equal to 6% of the aggregate number of Common Shares issued. Each Broker Warrant is exercisable to acquire one common share in the capital of the Corporation at an exercise price of $0.68 per share expiring December 23, 2022.

(g) As additional consideration for services in connection with the closing of the final tranche of the Private Placement Offering on January 22, 2021, the Corporation issued the Agents non-transferable broker warrants of the Corporation (“Broker Warrants“) equal to 6% of the aggregate number of Common Shares issued. Each Broker Warrant is exercisable to acquire one common share in the capital of the Corporation at an exercise price of $0.68 per share expiring January 22. 2023.

For purposes of the broker warrants issued, the fair value of each option was estimated on the date of grant using the Black-Scholes option pricing model, with the following assumptions:

	2021	2020
Risk-free interest rate	**0.1757%**	**0.2265% - 0.267%**
Annualized volatility*	**87.72%**	**89.71% - 93.90%**
Expected dividend	**NIL**	**NIL**
Expected option life	**2 years**	**2 years**

* Volatility based on similar publicly traded companies

(Stated in Canadian Dollars)

iii. Options

The Corporation has a share incentive plan (the "Plan") which is restricted to directors, officers, key employees and consultants of the Corporation. The number of common shares subject to options granted under the Plan (and under all other management options and employee stock purchase plans) is limited to 10% in the aggregate and 5% with respect to any one optionee of the number of issued and outstanding common shares of the Corporation at the date of the grant of the option. Options issued under the Plan may be exercised during a period determined by the Board of Directors which cannot exceed ten years.

The continuity of stock options issued and outstanding are as follow:

Issued and outstanding:	Options outstanding	Weighted average exercise price
Balance, January 1, 2020*	1,308,322	0.54
Granted	1,048,000	0.69
Forfeited	(120,832)	0.76
Outstanding at December 31, 2020	2,235,500	0.60
Exercised	(100,000)	0.50
Outstanding at March 31, 2021	**2,135,500**	**0.60**

During the three months ended March 31, 2021, there were 100,000 options exercised at a price of $0.50 (2020 - $nil).

At March 31, 2021, the following options were outstanding and outstanding and exercisable:

	Outstanding		Outstanding and Exercisable	
Weighted average exercise price	Options #	Weighted average remaining life (years)	Options #	Weighted average remaining life (years)
$0.50	1,087,500	2.25	950,000	2.25
$0.66	783,000	4.08	-	4.08
$0.70	235,000	4.66	-	4.66
$0.96	30,000	4.42	15,000	4.42
	2,135,500	**3.85**	**965,000**	**3.85**

Total vested options at March 31, 2021 were 965,000 with a weighted average exercise price of $0.51 (957,500 at December 31, 2020 with a weighted average exercise price of $0.51).

The Corporation applies the fair value method of accounting for all stock based compensation awards and accordingly, $183,885 was recorded as compensation for the three months ended March 31, 2021 (2020 - $44,444).

* On completion of the RTO, the stock options were considered to be cancelled and re-issued for shares of the resulting issuer. This is a modification of a share-based payment under IFRS 2. The fair value of the options is determined on the date of the transaction, and compared to the fair value on the date immediately prior to the transaction. If there is excess fair value, the excess must be immediately recognized in share-based payment expense in accordance to the remaining vesting period. For instruments that have already vested, the additional expense is recognized immediately. For options still vesting, the additional expense is recognized over the remaining vesting period. A one-time expense in the amount of $361,842 was recorded in the period ending December 31, 2019 as share-based payment expense.

- The Corporation currently estimates the forfeiture rate to be nil.

(Stated in Canadian Dollars)

For purposes of the options granted, the fair value of each option was estimated on the date of grant using the Black-Scholes option pricing model, with the following assumptions:

	March 31, 2021	December 31, 2020
Risk-free interest rate	**nil**	0.255% - 0.44%
Annualized volatility**	**nil**	86.25%-105.99%
Expected dividend	**-**	NIL
Expected option life	**n/a**	2 to 5 years
Expected forfeiture rate	**nil**	NIL

** Volatility based on similar publicly traded companies

11. LOSS PER SHARE

The basic loss per share is computed by dividing the loss for the period by the weighted average number of common shares outstanding during the period. Fully diluted loss per share is the same as basic loss per share. The effect of common share purchase options and warrants on the net loss is not reflected as to do so would be anti-dilutive.

Three months ended March 31,

	2021	2020
Numerator:		
Net loss	**(3,547,841)**	(3,934,103)
Denominator:		
Weighted average number of common shares	**45,826,099**	28,966,805
Weighted average loss per share	**(0.08)**	(0.14)

(Stated in Canadian Dollars)

12. RELATED PARTIES

The Corporation's related parties include management personnel and entities over which they have control or significant influence as described below.

	Nature of transactions
Halstone Corporate Services	Accounting, IT and management services
EDM Mining and Metals Advisory	Consulting and management services
Ocean Partners Investments Limited	Credit Facility

Unless otherwise stated, none of the transactions incorporate special terms and conditions and no guarantees were given or received. Outstanding balances are usually settled in cash, however in certain circumstances they Corporation may issue some form of equity.

The following are the related party transactions, recorded at the exchange amount as agreed to by the parties for the three months ended March 31, 2021 and 2020, respectively:

(a) Included in general and administrative expenses are amounts totaling $34,762 (2019 - $34,253) for accounting, IT and management services provided by Halstone Corporate Services, a company related to the Corporation through Gavin Nelson, CFO of Doré, and an officer of Halstone.

(b) Included in consulting expenses are amounts totaling $50,001 (2020 - $49,701) for management services paid to EDM Mining & Metals Advisory, a company related to the Corporation through Ernest Mast, President and CEO of the Corporation, as well as EDM.

(c) As part of the CBay asset acquisition (see note 5), the Corporation issued promissory notes to Ocean Partners Investment Limited, a company related to the Corporation through Brent Omland, Director of AmAuCu and Doré, and an officer of Ocean Partners Ltd. At March 31, 2021, the fair value of the promissory notes has been determined to be $Nil (2019 - $Nil).

Key management personnel remuneration includes the following amounts:

	2021 $	2020 **$**
Salary, wages and consulting fees	**79,500**	79,200
Share-based payments	**23,868**	32,325
	110,686	111,525

13. COMMITMENTS

Flow-through renunciation

On August 25, 2020, the Corporation completed a flow-through financing to raise $3,121,477. The Corporation intends to renounce 100% of the flow-through raised in 2020 to investors as at December 31, 2020. The Corporation has until February 1, 2021 to incur expenditures before monthly interest charges began to accrue on unspent funds. Interest charges incurred by the Corporation as a result of this income tax legislation are charged to income in the period incurred. Of the $3,121,477 in flow-through financing raised in 2020, the Corporation has incurred $3,121,477 in exploration expenses, and thus must incur expenses of $Nil by December 31, 2021, to fulfil its obligation in relation to these renounced expenditures.

On February 18, 2021, the Corporation completed a flow-through financing to raise $10,998,900. The Corporation intends to renounce 100% of the flow-through raised in 2021 to investors as at December 31,

2021. The Corporation has until February 1, 2022 to incur expenditures before monthly interest charges began to accrue on unspent funds. Interest charges incurred by the Corporation as a result of this income tax legislation are charged to income in the period incurred. Of the $10,998,900 in flow-through financing raised in 2020, the Corporation has incurred $839,123 in exploration expenses, and thus must incur expenses of $10,159,777 by December 31, 2022, to fulfil its obligation in relation to these renounced expenditures.

14. FINANCIAL INSTRUMENTS AND RELATED RISKS

The Corporation's operations include the acquisition and exploration of mineral properties in Canada. The Corporation examines the various financial risks to which it is exposed and assesses the impact and likelihood of occurrence. These risks may include credit risk, liquidity risk, currency risk, interest rate risk and other risks. Where material, these risks are reviewed and monitored by the Board of Directors.

[a] Credit risk
Counterparty credit risk is the risk that the financial benefits of contracts with a specific counterparty will be lost if a counterparty defaults on its obligations under the contract. This includes any cash amounts owed to the Corporation by those counterparties, less any amounts owed to the counterparty by the Corporation where a legal right of off-set exists and also includes the fair values of contracts with individual counterparties which are recorded in the financial statements.

i) Trade credit risk
The Corporation is in the exploration stage and has not yet commenced commercial production or sales. Therefore, the Corporation is not exposed to significant credit risk and overall the Corporation's credit risk has not changed significantly from the prior year.

ii) Cash and cash equivalents
In order to manage credit and liquidity risk the Corporation invests only in highly rated investment grade instruments that have maturities of three months or less and are cashable at any time. Limits are also established based on the type of investment, the counterparty and the credit rate.

iii) Derivative financial instruments
As at March 31, 2021, the Corporation has no derivative financial instruments. It may in the future enter into derivative financial instruments in order to manage credit risk, it will only enter into derivative financial instruments with highly rated investment grade counterparties.

[b] Liquidity risk
Liquidity risk is the risk that the Corporation will not be able to meet its financial obligations as they fall due. The Corporation manages liquidity risk through the management of its capital structure.

Accounts payable and accrued liabilities are due within the current operating period.

[c] Interest rate risk
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Corporation will realize a significant loss as a result of a decline in the fair market value is limited as the Corporation holds all of its funds in cash and guaranteed investment certificates.

The Corporation does not invest in derivatives to mitigate these risks.

IFRS 13 establishes a fair value hierarchy that prioritizes the input to valuation techniques used to measure fair value as follows:

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 - inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

(Stated in Canadian Dollars)

Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

	Level 1 $	Level 2 $	Level 3 $	**Total** **$**
Assets				
Investments	-	803,142	-	**803,142**
	-	**803,142**	**-**	**803,142**

15. MANAGEMENT OF CAPITAL RISK

The Corporation manages its common shares and stock options as capital, the balance of which is $40,764,274 at March 31, 2021 (December 31, 2020 - $28,823,406). The Corporation's objectives when managing capital are to safeguard the Corporation's ability to continue as a going-concern in order to pursue the exploration of its mineral properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Corporation manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Corporation may attempt to issue new shares and, acquire or dispose of assets or acquire new debt.

16. SUBSEQUENT EVENTS

On April 22, 2021 the Corporation granted 1,207,000 stock options to management, directors and consultants. The stock options have an exercise price of $1.10 per share and a term of five years and have been granted in accordance with the Corporation’s Stock Option plan.

On May, 6, 2021 the Corporation made its final $50,000 option payment to VanadiumCorp. in relation to the Cornerback property (see note 7), and thus acquired a 100% undivided interest in the property.

On May 17, 2021, the Corporation entered into an agreement pursuant to which Cormark Securities Inc. and Paradigm Capital Inc., as co-lead underwriters, (collectively, the “Underwriters“), agreed to purchase, on a “bought deal” private placement basis: (i) 8,000,000 common shares in the capital of the Corporation (the “Offered Common Shares“) at a price of $1.00 per Offered Common Share (the “Common Share Offering Price“) for gross proceeds of $8,000,000 and (ii) 2,907,000 common shares in the capital of the Corporation that will qualify as “flow-through shares” (within the meaning of subsection 66(15) of the Income Tax Act (Canada) and section 359.1 of the Taxation Act (Québec)) (the “Flow-Through Shares“) at a price of $1.72 per Flow-Through Share for gross proceeds of $5,000,040, for aggregate gross proceeds to the Corporation of approximately $13 million (collectively, the “Offering“).

The Offering is expected to close on or about June 9, 2021, or such other date as the Corporation and the Underwriters may agree and is subject to certain conditions including, but not limited to, the receipt of all necessary regulatory and other approvals including the acceptance of the TSX Venture Exchange.