



**BIG RIDGE GOLD CORP.**  
*(An Exploration Stage Company)*

**CONSOLIDATED FINANCIAL STATEMENTS**

**For the years ended  
June 30, 2021 and 2020**

## RESPONSIBILITY FOR FINANCIAL STATEMENTS

The accompanying consolidated financial statements of Big Ridge Gold Corp. are the responsibility of the Board of Directors and Management. The financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and, where appropriate, include management’s best estimates and judgments.

Management maintains a system of internal control designed to provide reasonable assurance that assets are safeguarded from loss or unauthorized use, and that financial information is timely and reliable. However, any system of internal control over financial reporting, no matter how well designed and implemented, has inherent limitations and may not prevent or detect all misstatements.

The Board of Directors is responsible for ensuring that management fulfills its responsibilities for financial reporting and is ultimately responsible for reviewing and approving the financial statements.

The Board of Directors carries out this responsibility principally through its Audit Committee. The Board of Directors appoints the Audit Committee, the majority of whose members are independent directors. The Audit Committee meets periodically with Management to review the financial reporting process and financial statements, together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the consolidated financial statements together with other financial information of the Company for issuance to the shareholders. The Board of Directors approves the financial statements on recommendation from the Audit Committee.



Michael Bandrowski  
President and Chief Executive Officer



Jim Kirke  
Chief Financial Officer

## INDEPENDENT AUDITOR'S REPORT

To the Shareholders of  
Big Ridge Gold Corp.

### *Opinion*

We have audited the accompanying consolidated financial statements of Big Ridge Gold Corp. (the "Company"), which comprise the consolidated statements of financial position as at June 30, 2021 and 2020, and the consolidated statements of operations and comprehensive loss, cash flows, and changes in shareholders' equity for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Company as at June 30, 2021 and 2020, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards ("IFRS").

### *Basis for Opinion*

We conducted our audits 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 Company 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 in our audits is sufficient and appropriate to provide a basis for our opinion.

### *Other Information*

Management is responsible for the other information. The other information obtained at the date of this auditor's report includes Management's Discussion and Analysis.

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.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. 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 IFRS, 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 Company'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 Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company'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 Company'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 Company'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 Company 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 Company 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.

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

A handwritten signature in black ink that reads "Davidson & Caspary LLP". The signature is written in a cursive, flowing style.

Vancouver, Canada

Chartered Professional Accountants

October 20, 2021

## Table of Contents

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION .....	7
CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS.....	8
CONSOLIDATED STATEMENTS OF CASH FLOWS .....	9
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY.....	10
1. NATURE OF OPERATIONS.....	11
2. BASIS OF PREPARATION.....	11
3. SUMMARY OF ACCOUNTING POLICIES.....	12
4. PLAN OF ARRANGEMENT (THE "TRANSACTION").....	17
5. MARKETABLE SECURITIES .....	18
6. EXPLORATION AND EVALUATION ASSETS.....	19
7. SHARE CAPITAL.....	22
8. WARRANTS.....	24
9. SHARE-BASED COMPENSATION .....	26
10. INCOME TAXES .....	29
11. GENERAL AND ADMINISTRATIVE EXPENSES.....	30
12. SALARIES, WAGES AND BENEFITS.....	30
13. FINANCE EXPENSE, NET .....	30
14. CHANGES IN NON-CASH WORKING CAPITAL.....	31
15. RELATED PARTY TRANSACTIONS .....	32
16. FAIR VALUE HIERARCHY .....	33
17. CAPITAL RISK MANAGEMENT .....	33
18. FINANCIAL RISK MANAGEMENT .....	34
19. SUBSEQUENT EVENTS .....	34

**BIG RIDGE GOLD CORP.**  
**CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
**As at June 30**  
*Expressed in Canadian dollars*

	Note	2021 \$	2020 \$
<b>ASSETS</b>			
<b>Current assets</b>			
Cash and cash equivalents		8,295,125	140,025
Funds held in trust	7	-	2,232,500
Amounts receivable		49,379	12,006
Marketable securities	5	530,613	254,333
Prepays and deposits		7,844	8,241
Due from related parties	15	-	4,062
<b>Total Current Assets</b>		<b>8,882,961</b>	<b>2,651,167</b>
Exploration and evaluation assets	6	4,071,192	2,156,161
<b>Total Assets</b>		<b>12,954,153</b>	<b>4,807,328</b>
<b>LIABILITIES AND EQUITY</b>			
<b>Current liabilities</b>			
Accounts payable and accrued liabilities		183,121	54,430
Subscriptions received in advance	7	-	20,000
Due to related parties	15	-	5,000
		<b>183,121</b>	<b>79,430</b>
Deferred Share Unit liability	9	2,181	-
<b>Total Liabilities</b>		<b>185,302</b>	<b>79,430</b>
<b>SHAREHOLDERS' EQUITY</b>			
Share capital	7	32,759,316	21,853,469
Shares allotted but not issued	7	-	2,232,500
Commitment to issue shares	7	-	25,000
Contributed surplus - warrants	8	1,303,426	1,057,065
Contributed surplus - options	9	1,832,879	1,542,434
Deficit		(23,126,770)	(21,982,570)
<b>Total Shareholders' Equity</b>		<b>12,768,851</b>	<b>4,727,898</b>
<b>Total Liabilities and Shareholders' Equity</b>		<b>12,954,153</b>	<b>4,807,328</b>

Nature of operations (Note 1)

Subsequent event (Note 19)

Approved and authorized by the Board of Directors on October 20, 2021

“Nick Tintor”, Director

“Michael Bandrowski”, Director

**BIG RIDGE GOLD CORP.**  
**CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS**  
**For the years ended June 30**  
*Expressed in Canadian dollars*

	Note	2021 \$	2020 \$
<b>EXPENSES</b>			
Exploration expense	6	40,850	118,391
General and administrative expense	11	1,057,125	508,440
Finance expense, net	13	506,409	23,451
Other income	6	(690,900)	-
<b>Loss and Comprehensive Loss</b>		<b>913,484</b>	<b>650,282</b>
<b>Loss and comprehensive loss per share</b>			
<b>Basic and diluted</b>		<b>0.02</b>	<b>0.06</b>
<b>Weighted average number of common shares outstanding</b>			
<b>Basic and diluted</b>		<b>46,888,827</b>	<b>11,274,657</b>



**BIG RIDGE GOLD CORP.**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**For the years ended June 30**  
*Expressed in Canadian dollars*

	2021	2020
	\$	\$
<b>Operating activities:</b>		
Loss for the year	(913,484)	(650,282)
Items not affecting cash:		
Recovery on exploration and evaluation assets	(690,900)	-
Amortization	1,458	-
Share-based compensation	320,483	-
Realized loss on transfer of marketable securities (note 5)	23,565	-
Unrealized loss on marketable securities (note 5)	469,758	48,451
Loss (gain) on debt settlement	22,500	(25,000)
Commitment to issue shares	-	25,000
	<b>(766,620)</b>	<b>(601,831)</b>
Changes in non-cash working capital items (note 14)	(158,641)	(27,185)
<b>Cash used in operating activities</b>	<b>(925,261)</b>	<b>(629,016)</b>
<b>Investing activities:</b>		
Purchase of capital assets	(1,458)	-
Acquisition costs related to Hope Brook option agreement	(539,131)	-
Cash received pursuant to option agreement on Destiny project	500,000	-
<b>Cash used in investing activities</b>	<b>(40,589)</b>	<b>-</b>
<b>Financing activities:</b>		
Funds received in respect of shares not issued	-	20,000
Funds released from escrow in respect of subscription receipts financing completed in 2020	2,232,500	-
Cash acquired upon completion of acquisition of Empress Resources	1,060,676	-
Common shares issued for cash	6,431,407	-
Share issuance costs incurred in cash	(603,314)	(40,204)
Withholding taxes on dividend	(319)	-
<b>Cash provided by (used in) financing activities</b>	<b>9,120,950</b>	<b>(20,204)</b>
<b>Net increase (decrease) in cash</b>	<b>8,155,100</b>	<b>(649,220)</b>
Cash - Beginning of year	140,025	789,245
<b>Cash - End of year</b>	<b>8,295,125</b>	<b>140,025</b>
<b>Supplementary Disclosure</b>		
Interest paid in cash	-	-
Income taxes paid in cash	-	-
Gross proceeds of subscription receipts financing	-	2,232,500
Share issuance costs accrued in accounts payable	84,107	-
Fair value of broker warrants issued	335,148	-
Shares issued to settle debt	47,500	-
Shares issued to acquire Empress Resources	895,365	-
Shares issued pursuant to Hope Brook option agreement	2,185,000	-
Marketable securities received pursuant to Destiny option agreement	1,000,000	-
Shares of Empress Royalty Corp. as proceeds upon transfer of marketable securities	230,769	-

**BIG RIDGE GOLD CORP.**  
**CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY**  
*Expressed in Canadian dollars*

	Share Capital		Contributed Surplus		Shares allotted but not issued	Commitment to issue shares	Deficit	Total
	Number	Amount	Options	Warrants				
	#	\$	\$	\$	\$	\$	\$	\$
<b>Balance - July 1, 2019</b>	<b>11,274,657</b>	<b>21,893,673</b>	<b>1,542,434</b>	<b>1,057,065</b>	-	-	<b>(21,332,288)</b>	<b>3,160,884</b>
Loss for the year	-	-	-	-	-	-	(650,282)	(650,282)
Shares allotted but not issued	-	-	-	-	2,232,500	-	-	2,232,500
Commitment to issue shares	-	-	-	-	-	25,000	-	25,000
Share issuance costs	-	(40,204)	-	-	-	-	-	(40,204)
<b>Balance - June 30, 2020</b>	<b>11,274,657</b>	<b>21,853,469</b>	<b>1,542,434</b>	<b>1,057,065</b>	<b>2,232,500</b>	<b>25,000</b>	<b>(21,982,570)</b>	<b>4,727,898</b>
Loss for the year	-	-	-	-	-	-	(913,484)	(913,484)
Stock option expense	-	-	318,302	-	-	-	-	318,302
Issuance of common share units pursuant to private placement	22,325,000	2,232,500	-	-	(2,232,500)	-	-	-
Issuance of common shares pursuant to the acquisition of Empress Resources Ltd.	12,214,211	820,365	-	-	-	-	-	820,365
Issuance of common shares pursuant to option agreement with First Mining Gold Corp. over the Hope Brook Gold Project	11,500,000	2,185,000	-	-	-	-	-	2,185,000
Issuance of common shares pursuant to a debt settlement with a former officer	250,000	47,500	-	-	-	(25,000)	-	22,500
Issuance of common shares pursuant to a finder's fee agreement	375,000	37,500	-	-	-	-	-	37,500
Flow through share units issued pursuant to private placement	24,390,500	5,000,053	-	-	-	-	-	5,000,053
Common shares issued pursuant to the exercise of stock options	343,000	65,587	(27,857)	-	-	-	-	37,730
Common shares issued pursuant to the exercise of warrants	7,378,750	1,502,411	-	(88,787)	-	-	-	1,413,624
Share issuance costs	-	(985,069)	-	335,148	-	-	-	(649,921)
Dividend paid pursuant to the terms of the Transaction	-	-	-	-	-	-	(230,716)	(230,716)
<b>Balance - June 30, 2021</b>	<b>90,051,118</b>	<b>32,759,316</b>	<b>1,832,879</b>	<b>1,303,426</b>	-	-	<b>(23,126,770)</b>	<b>12,768,851</b>

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

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

**1. NATURE OF OPERATIONS**

Big Ridge Gold Corp. (“the Company”) is engaged in the acquisition, exploration and evaluation of Canadian gold projects. The Company’s head office is located at Suite 1801, 1 Yonge Street, Toronto, Ontario, M5E 1W7, and the Company’s registered and records office is located at Suite 1500, 1055 West Georgia Street, Vancouver, British Columbia, V6E 4N7.

The Company presently has no proven or probable reserves and on the basis of information to date, it has not yet determined whether its properties contain economically recoverable ore reserves. The Company has not generated any revenues from its operations to date and consequently is considered to be in the exploration stage. The amounts shown as exploration and evaluation assets represent acquisition costs incurred to date, less amounts written down or written off, and do not necessarily represent present or future values. The recoverability of the carrying amounts for exploration and evaluation assets is dependent upon raising financing, the sale or joint venturing of the exploration and evaluation assets, and/or the attainment of profitable operations.

On July 2, 2020, the Company completed a 5:1 share consolidation. All references in these consolidated financial statements to number of shares and per share amounts have been retroactively restated where necessary to reflect the consolidation.

These consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assume that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. In the opinion of management, the Company’s working capital is sufficient to support the Company’s general administrative and corporate operating requirements and anticipated spending on its mineral projects for the next twelve months. Management will continue to seek necessary financing through a combination of issuance of new equity instruments, entering into joint venture arrangements or debt financing; however, there is no assurance that the Company will be successful in these actions.

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

**2. BASIS OF PREPARATION**

**Basis of presentation**

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary, Empress Resources Corp., from the date of acquisition onwards. The financial statements of Empress are prepared for the same period as those of the Company using consistent accounting policies for all periods presented. All intercompany balances and transactions have been eliminated.

These consolidated financial statements were approved by the Board of Directors of the Company on October 20, 2021.

*Statement of Compliance*

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and interpretations of the IFRS Interpretations Committee (“IFRIC”). They have been prepared on a

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

historical cost basis, except for financial instruments classified as financial instruments at fair value through profit or loss, which are stated at their fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The significant accounting policies, as disclosed, have been applied consistently to all periods presented in these consolidated financial statements.

*Critical Accounting Estimates and Judgments*

The preparation of these consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and the reported expenses during the year. Actual results could differ from these estimates.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the end of the reporting period, that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

- a) The characterization of the Company's acquisition of the outstanding securities of Empress Resources Corp. (note 4) as an acquisition of assets as opposed to a business combination.
- b) The carrying value and the recoverability of exploration and evaluation assets, which are included in the consolidated statements of financial position based on the planned exploration budgets and drill results of exploration programs.
- c) The inputs used in accounting for share-based compensation expense included in profit or loss calculated using the Black-Scholes option pricing model.
- d) The valuations of shares issued in non-cash transactions using the quoted share price as the fair value based measurement on the date the shares are issued for the transaction.
- e) The recognition of deferred tax assets based on the change in unrecognized deductible temporary tax differences.

### **3. SUMMARY OF ACCOUNTING POLICIES**

a) Exploration and evaluation assets

All costs related to the acquisition of mineral resource interests are capitalized by project. These costs will be amortized against revenue from future production or written off if the interest is deemed impaired, abandoned or sold. All costs related to the exploration of mineral resource interests are expensed as incurred.

The amounts shown for exploration and evaluation assets represent acquisition costs incurred to date, less recoveries, and do not necessarily reflect present or future values. The recoverability of amounts shown for mineral interests is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain financing to complete development of the projects as well as future profitable production or proceeds from the disposition thereof.

At the end of each reporting period, the Company's exploration and evaluation assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss for the year. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Ownership in exploration and evaluation assets involves certain inherent risks due to the difficulties of determining and obtaining clear title to the claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many exploration and evaluation assets.

b) Impairment

The Company's assets are reviewed for indication of impairment at each consolidated statement of financial position date. If indication of impairment exists, the asset's recoverable amount is estimated.

An impairment loss is recognized when the carrying amount of an asset, or its cash generating unit, exceeds its recoverable amount. The recoverable amount is the greater of the asset's fair value less costs to sell and its value in use.

A cash generating unit is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. Impairment losses are recognized on the consolidated statement of operations.

An impairment loss is reversed if there is an indication that there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of amortization, if no impairment loss had been recognized.

c) Share-based compensation

The Company, from time to time, grants stock options to acquire common shares of the Company to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal, securities or tax purposes, or provides services similar to those performed by an employee. The fair value of stock options is measured on the date of grant, using the Black-Scholes option pricing model, and is recognized over the vesting period. A corresponding increase in contributed surplus is recorded when stock options are expensed. When stock options are exercised, share capital is credited by the sum of the consideration paid and the related portion of share-based compensation previously recorded in contributed surplus. Consideration paid for the shares on the exercise of stock options is credited to share capital.

Share-based compensation arrangements with non-employees in which the Company receives goods or services as consideration for its own equity instruments are accounted for as equity settled share-based payment transactions and measured at the fair value of goods or services received. If the fair value of the goods or services received cannot be estimated reliably, the share-based payment transaction is measured at the fair value of the equity instruments granted at the date the Company receives the goods or the services.

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

d) Deferred Share Unit plan

Under the Company's DSU plan, DSU's may be awarded to directors, officers and employees and are retained until the director, officer or employee resigns or retires from the Company, at which time the value of the DSU is paid in cash. Each DSU vests on December 31 of the year in which it is granted.

DSU's are measured at fair value on the grant date and are recognized over the vesting period as an obligation. The DSU's are remeasured to fair value at each reporting date up to and including the settlement date, with changes in fair value recognized in the consolidated statement of operations and comprehensive loss.

e) Income taxes

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

Deferred tax is recorded using the statement of financial position liability method, providing for temporary differences, between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

The following temporary differences are not provided for: goodwill not deductible for tax purposes; the initial recognition of assets or liabilities that affect neither accounting or taxable loss; and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future.

The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the reporting date. A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. Additional income taxes that arise from the distribution of dividends are recognized at the same time as the liability to pay the related dividend. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

f) Quebec exploration tax credit receivable

The Company may be entitled to refundable mining tax credits on certain mining exploration expenditures incurred in Quebec. The Company recognizes amounts as a receivable and reduces the carrying value of exploration and evaluation assets when the amount to be received can be reasonably estimated and collection is reasonably assured.

g) Flow-through shares

Canadian Income Tax Legislation permits an enterprise to issue securities referred to as flow-through shares, whereby the investor can claim the tax deductions arising from the renunciation of the related resource expenditures by the Company. Proceeds from the issuance of flow-through shares are allocated between the offering proceeds obtained from the issuance of common shares and the premium paid for the implied tax benefit received by the investors as a result of acquiring the flow-through shares. The calculated tax benefit is recognized as a liability until the

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

Company renounces the expenditures, at which point the liability is reversed and recorded as other income on the statement of operations. The Company records a deferred tax liability when the Company makes the expenditures. At the time of recognition of the deferred tax liability, an offsetting entry is made to tax expense.

h) Provision for environmental rehabilitation

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

The Company's estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes would be recorded directly to exploration and evaluation assets with a corresponding entry to the rehabilitation provision. The Company's estimates are reviewed annually for changes in regulatory requirements, discount rates, effects of inflation and changes in estimates. Changes in the net present value, excluding changes in the Company's estimates of reclamation costs, would be charged to profit or loss for the year.

i) (Earnings) loss per share

Basic income or loss per share is calculated by dividing income available to the Company's common shareholders by the weighted average number of common shares issued and outstanding during the period. In periods with positive earnings, the calculation of diluted net income per common share uses the treasury stock method to compute the dilutive effects of stock options, warrants and other potentially dilutive instruments. In periods of loss, diluted net loss per share is equal to basic loss per share, as the effect of potential issuances of shares from stock options or warrants would be antidilutive.

j) Financial instruments

Classification

The Company determines the classification of its financial instruments at initial recognition. Upon initial recognition, a financial asset is classified as measured at: amortized cost, fair value through profit and loss ("FVTPL"), or fair value through other comprehensive income (loss) ("FVOCI"). The classification of financial assets is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as FVTPL:

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

An equity investment that is held for trading is measured at FVTPL. For other equity investments that are not held for trading, the Company may irrevocably elect to designate them as FVOCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or the Company has elected to measure them at FVTPL.

The Company classifies its financial instruments as follows:

<b>Asset or Liability</b>	<b>IFRS 9 classification</b>
Cash	FVTPL
Amounts receivable	Amortized cost
Marketable securities	FVTPL
Prepays and deposits	Amortized cost
Due from/Due to related parties	Amortized cost
Accounts payable and accrued liabilities	Amortized cost

Measurement

Initial measurement

On initial recognition, all financial assets and financial liabilities are measured at fair value adjusted for directly attributable transaction costs except for financial assets and liabilities classified as FVTPL, in which case the transaction costs are expensed as incurred.

Subsequent measurement

The following accounting policies apply to the subsequent measurement of financial instruments:

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.

Financial assets at amortized cost

These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.



**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

Equity investments at FVOCI

These assets are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are never reclassified to profit or loss.

Debt investments at FVOCI

These assets are subsequently measured at fair value. Interest income is calculated using the effective interest rate method, foreign exchange gains and losses and impairment are recognized in profit or loss. Other net gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Impairment of financial assets at amortized costs

The Company assesses all information available, including on a forward-looking basis, the expected credit losses associated with its assets carried at amortized cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. To assess whether there is a significant increase in credit risk, the Company compares the risk of a default occurring on the asset as the reporting date, with the risk of default as at the date of initial recognition, based on all information available, and reasonable and supportive forward-looking information.

**4. PLAN OF ARRANGEMENT (THE “TRANSACTION”)**

On July 7, 2020, the Company completed a Plan of Arrangement agreement with Empress Resources Corp. (“Empress”) and Empress Royalty Corp. (“Royalty”) pursuant to which the Company issued 12,214,211 common shares to Empress shareholders in exchange for all the issued and outstanding common shares of Empress. In addition, the Company issued a total of 9,557,800 warrants to holders of Empress unit warrants and 242,544 warrants to holders of Empress broker compensation warrants, as the Empress warrants were cancelled upon closing of the Transaction. The details of these warrants are set out in Note 8 to these consolidated financial statements.

The acquisition of Empress was accounted for as an asset acquisition, with the Company identified as the acquirer. Upon closing, the net assets of Empress were as follows:

	<b>\$</b>
Cash	1,060,676
Amounts receivable	15,884
Prepaid expenses and deposits	981
	1,077,541
Less: Trade accounts payable	(182,176)
<b>Net assets acquired</b>	<b>895,365</b>

The consideration paid by the Company was comprised as follows:

	<b># of instruments</b>	<b>\$</b>
Fair value of shares	12,214,211	820,365
Replacement warrants	9,800,344	-
Finder's fee	-	75,000
		<b>895,365</b>

Pursuant to the Transaction, the Company granted Royalty net smelter returns royalties on claims associated with all of its mineral properties, at rates which ranged from 0.5% to 1.0%, and transferred a retained royalty on the Empress project, which was acquired by Sanatana Resources in the year ended June 30, 2020. No value was attributed to these royalties. The Company also transferred its

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

portfolio of marketable securities to Royalty in exchange for 4,615,384 Royalty common shares, of which 4,607,950 shares were distributed to the Company's shareholders as a dividend amounting to \$230,716. The remaining 7,434 Royalty shares were retained by the Company in consideration of non-resident withholding taxes required to be paid on certain dividend payments.

**5. MARKETABLE SECURITIES**

On July 7, 2020, the Company transferred its portfolio of marketable securities to Royalty pursuant to the terms of the Transaction (note 4). The tables below set out the cost and fair value of the Company's marketable securities at June 30, 2021 and June 30, 2020.

**June 30, 2021:**

<b>Company</b>	<b>Note</b>	<b>Shares #</b>	<b>Cost \$</b>	<b>Fair Value \$</b>
Empress Royalty Corp. (EMPR: TSX-V)	4	7,434	371	2,862
Clarity Gold Corp. (CLAR: CSE)	6	685,391	1,000,000	527,751
			<b>1,000,371</b>	<b>530,613</b>

**June 30, 2020:**

<b>Company</b>	<b>Shares #</b>	<b>Cost \$</b>	<b>Fair Value \$</b>
Trakopolis IOT Corp. (TRAK: TSX-V)	7,500	41,000	-
Canoe Mining Ventures Corp. (CLV:CNX)	335,675	1,304,961	95,667
Wescan Goldfields Inc (WGF: TSX-V)	305,000	262,000	15,250
New Age Metals Inc. (NAM: TSX-V)	16,667	33,875	917
Razore Rock Resources Inc. (RZR:CNX)	40,000	21,000	4,000
Osisko Mining Inc. (OSK: TSE)	24,100	110,000	92,299
Sanatana Resources Inc. (STA: TSX-V)	420,000	164,000	46,200
		<b>1,936,836</b>	<b>254,333</b>

During the years ended June 30, 2021 and 2020, the Company incurred losses related to its portfolios of marketable securities as set out below.

<b>Description</b>	<b>2021 \$</b>	<b>2020 \$</b>
Realized losses resulting from the transfer of securities to Royalty	23,565	-
Unrealized mark to market losses	469,758	527,751
	<b>493,323</b>	<b>527,751</b>

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
For the years ended June 30, 2021 and 2020  
Expressed in Canadian dollars

**6. EXPLORATION AND EVALUATION ASSETS**

The table below shows the breakdown of acquisition costs and exploration costs with respect to the Company's exploration and evaluation assets.

	Year ended June 30, 2021										Year ended June 30, 2020	
	Newfoundland	Quebec	Ontario					Manitoba			Total	Total
	Hope Brook	Destiny	Green-oaks	Miner Lake	Mud Lake	Brookbank East	Golden Heart	Oxford	General			
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	
<b>Opening balance</b>	-	809,100	450,000	9,568	40,163	3,810	-	843,520	-	-	2,156,161	2,156,161
Acquisition costs	2,724,131	-	-	-	-	-	-	-	-	-	2,724,131	-
Proceeds received pursuant to option agreement with Clarity Gold Corp.	-	(1,500,000)	-	-	-	-	-	-	-	-	(1,500,000)	-
Recovery of exploration and evaluation assts	-	690,900	-	-	-	-	-	-	-	-	690,900	-
<b>Net acquisition costs</b>	<b>2,724,131</b>	<b>-</b>	<b>450,000</b>	<b>9,568</b>	<b>40,163</b>	<b>3,810</b>	<b>-</b>	<b>843,520</b>	<b>-</b>	<b>-</b>	<b>4,071,192</b>	<b># 2,156,161</b>
<b>Exploration expenses</b>												
Assays	2,215	5,400	-	-	-	-	-	-	-	-	7,615	5,400
Mapping	2,657	-	-	-	-	-	-	-	-	-	2,657	26,536
Computer/Digitization	1,050	-	-	-	-	-	-	1,300	-	-	2,350	16,460
Camp costs	2,925	-	-	-	-	-	-	-	-	-	2,925	-
Drilling	-	-	-	-	-	-	-	-	-	-	-	37,436
Report Filing	-	-	-	-	-	-	-	-	-	-	-	21,367
Management	21,269	-	-	-	-	-	-	-	-	-	21,269	1,980
License/Permit/Claims	2,000	-	2,423	-	-	-	-	288	-	-	4,711	9,212
Site visit	203	-	-	-	-	-	-	-	6,518	-	6,721	-
Quebec mining duties refund	-	(11,318)	-	-	-	-	-	-	-	-	(11,318)	-
Legal costs with respect to First Nations engagement	-	-	-	-	-	-	-	3,920	-	-	3,920	-
<b>Exploration expenditures expensed</b>	<b>(32,319)</b>	<b>5,918</b>	<b>(2,423)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(5,508)</b>	<b>(6,518)</b>	<b>(40,850)</b>	<b>(40,850)</b>	<b>(118,391)</b>
<b>Ending balance</b>	<b>2,724,131</b>	<b>-</b>	<b>450,000</b>	<b>9,568</b>	<b>40,163</b>	<b>3,810</b>	<b>-</b>	<b>843,520</b>	<b>-</b>	<b>-</b>	<b>4,071,192</b>	<b>2,156,161</b>

The mining claims which underly each of these projects are subject to net smelter returns royalties at rates which range from 1.0% to 3.75%. A portion of the claims associated with the Oxford project are also subject to an overlapping 7.5% net profits interest.

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

**Hope Brook**

On April 6, 2021 the Company entered into an earn-in agreement with First Mining Gold Corp. (“First Mining”), pursuant to which the Company may earn an interest of up to 80% in the Hope Brook Gold Project, located in Newfoundland and Labrador.

The Company incurred the following acquisition costs, at which point it became the operator of the Hope Brook Gold Project:

	<b>\$</b>
Cash	500,000
11,500,000 common shares with a fair value of \$0.19 per share	2,185,000
Transaction costs	39,131
	<b>2,724,131</b>

The earn-in is comprised of two stages, as described below:

- In order to exercise its first earn-in right to acquire a 51% interest in the Hope Brook Gold Project, the Company must incur and fund expenditures on the Hope Brook Gold Project of no less than \$10 million by June 8, 2024. Upon achieving this expenditure threshold and issuing an additional 15 million common shares to First Mining, subject to the approval of the TSX Venture Exchange, the Company will earn a 51% interest and will become party to a joint venture agreement for the Hope Brook Gold Project with First Mining (49% interest), with the Company continuing as the operator. Concurrently with the creation of the joint venture, the joint venture entity will grant to First Mining a 1.5% net smelter returns royalty on the Hope Brook Gold Project, subject to a right of the Company to buy back 0.5% for \$2 million.
- To earn an additional 29% interest in the Hope Brook Gold Project, the Company must incur and fund an additional \$10 million in expenditures on the project by June 8, 2026. Upon achieving this final expenditure threshold and issuing an additional 10 million common shares (“Stage 2 Shares”) to First Mining, subject to the approval of the TSX Venture Exchange, the Company will become the holder of an 80% interest in the Hope Brook Gold Project. The Company will solely fund all expenditures on the project up to and including the date on which the Company announces the results of a feasibility study on the project, at which time First Mining’s free carry period will terminate. If the issuance of the Stage 2 Shares would result in First Mining owning more than 19.9% of the total number of the Company’s common shares issued and outstanding following such share issuance, the number of Stage 2 Shares shall be reduced such that First Mining will own no more than 19.9% of the total number of the Company’s common shares issued and outstanding following the issuance of the Stage 2 Shares.

In addition, upon the commencement of commercial production at the project, the Company will pay \$2 million to First Mining.

On closing, the Company granted First Mining a number of rights which will continue so long as it holds at least 10% of the Company’s issued and outstanding common shares, including the right to nominate one director to the Company’s board, and a right to participate in financings by the Company to maintain its percentage ownership in the Company’s shares. The Earn-In Agreement also includes various restrictions on the parties from transferring their respective interests in the Hope Brook Project and on First Mining’s ability to resell its Big Ridge shares.

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

### **Destiny Gold Project**

On November 27, 2020, the Company entered into a option agreement with Clarity Gold Corp. ("Clarity") pursuant to which Clarity may earn up to a 100% interest in the Company's wholly owned Destiny gold project:

Initially, Clarity may earn a 49% interest in the project by making a series of cash payments and share issuances to the Company as described below:

- A deposit of \$50,000;
- A cash payment of \$450,000 and the equivalent of \$1,000,000 in common shares of Clarity on or before January 26, 2021;
- A cash payment of \$750,000 and the equivalent of \$1,000,000 in common shares of Clarity on or before November 26, 2021; and
- A cash payment of \$750,000 and the equivalent of \$1,500,000 in common shares of Clarity on or before November 26, 2022.

Clarity may increase its interest in the Destiny project to 100% by making an additional \$1,000,000 in cash payments and issuing the equivalent of \$2,000,000 in common shares on or before November 26, 2023, In the event that Clarity earns a 100% interest in the project, the Company will retain a 1% net smelter returns royalty which Clarity may buy back for a further payment of \$1,000,000.

In the year ended June 30, 2021, the \$1,500,000 in cash and securities received from Clarity were applied first to reduce the carrying value of the Destiny project to \$Nil, with the remaining \$690,900 in proceeds credited to the consolidated statement of operations and comprehensive loss as a recovery of exploration and evaluation assets.

### **Oxford Gold Project**

The Company owns a 100% interest in the Oxford Lake property, subject to certain underlying royalties on some of the claims.

On October 5, 2020, the Company entered into an Exploration Agreement with the Bunibonibee Cree Nation ("BCN") which authorizes the recommencement of exploration activities at Oxford upon completion of a Heritage Resource Impact Assessment ("HRIA") in a form satisfactory to the Historic Resource Branch of Manitoba Sport, Culture and Heritage. At June 30, 2021 work on the HRIA was suspended as a result of difficulties in accessing the property to complete the HRIA, a direct result of COVID-19.

### **Ontario mining properties**

On March 11, 2021, Big Ridge entered into a sale agreement with Caprock Mining Corp. (then known as Blingold Corp.) ("Caprock") pursuant to which Big Ridge agreed to sell its interest in its Mud Lake, Golden Heart, Brookbank East, Three Towers, Miner Lake, and Green Oaks properties to Caprock in exchange for the issuance by Caprock of 10,000,000 common shares of Caprock. The closing of this sale agreement is subject to a number of conditions, including the completion by Caprock of an initial financing generating gross proceeds of no less than \$1,000,000 and the appointment of a representative of Big Ridge to the board of Caprock. The closing of the sale of these properties is subject to the timing of the listing of Caprock's common shares on the Canadian Stock Exchange, which had not occurred as at June 30, 2021.

### **Empress project**

On April 15, 2020, the Company transferred its 100%-owned Empress project to Sanatana Resources Inc. following the satisfaction of the terms of an option agreement. No gain or loss was recognized as a result of this transfer.

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
For the years ended June 30, 2021 and 2020  
Expressed in Canadian dollars

**7. SHARE CAPITAL**

a) **Authorized:**

Unlimited Common shares without par value

b) **Issued and outstanding:**

The following table shows the movement in issued and outstanding share capital.

	Number of shares	\$
<b>Balance - July 1, 2019</b>	<b>11,274,657</b>	<b>21,893,673</b>
Share issue costs	-	(40,204)
<b>Balance - June 30, 2020</b>	<b>11,274,657</b>	<b>21,853,469</b>
Issuance of common shares pursuant to the Transaction <sup>(i)</sup>	12,214,211	820,365
Shares issued pursuant to a finder's fee agreement <sup>(i)</sup>	375,000	37,500
Shares issued upon conversion of subscription receipts <sup>(ii)</sup>	22,325,000	2,232,500
Shares issued pursuant to a debt settlement with a former officer <sup>(iii)</sup>	250,000	47,500
Issuance of common shares to First Mining pursuant to the option agreement on the Hope Brook Gold Project <sup>(iv)</sup>	11,500,000	2,185,000
Issuance of common shares pursuant to private placement <sup>(v)</sup>	24,390,500	5,000,053
Common shares issued pursuant to the exercise of warrants	7,378,750	1,502,411
Common shares issued pursuant to the exercise of stock options	343,000	65,587
Share issue costs	-	(985,069)
<b>Balance - June 30, 2021</b>	<b>90,051,118</b>	<b>32,759,316</b>

- i) On July 7, 2020, the Company issued 12,214,211 common shares to acquire the outstanding common shares of Empress under the terms of the Transaction.

As described in note 4 to these consolidated financial statements, the consideration of this asset acquisition included common shares, warrants and transaction costs in the form of finder's fees. The value attributed to the Company's common shares issued in connection with this acquisition amounted to \$820,365.

The Company incurred a finder's fee amounting to \$75,000 in connection with the Transaction, of which \$37,500 was satisfied by the issuance of 375,000 common shares on July 7, 2020.

- ii) On July 8, 2020, following the completion of the Transaction, the proceeds from a private placement of 22,325,000 subscription receipts were released from escrow and the subscription receipts converted into the following securities:

- 22,325,000 common shares, and
- 22,325,000 share purchase warrants, with each warrant exercisable into one common share at an exercise price of \$0.20 per share and expiring on May 29, 2022.

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

The gross proceeds of this financing, which amounted to \$2,232,500, were apportioned between Common shares and Warrants using the residual value method, which resulted in a value of \$2,232,500 being attributed to the shares.

- iii) In the year ended June 30, 2020, the Company entered into a debt settlement agreement with the former president of the Company, pursuant to which the Company agreed to issue 250,000 common shares in settlement of an indebtedness of \$25,000. This obligation was reflected in the consolidated financial statements for the year ended June 30, 2020 as Commitment to issue shares. The Company issued these shares on July 9, 2020, at their fair value of \$47,500 and recognized a Loss on debt settlement amounting to \$22,500.
- iv) On June 7, 2021, the Company issued 11,500,000 common shares to First Mining pursuant to the option agreement on the Hope Brook Gold Project. These shares were measured at the closing price on June 7, 2021 and resulted in a fair value of \$2,185,000.
- v) On June 30, 2021, the Company closed a private placement of 24,390,500 flow-through share units at a price of \$0.205 per unit, for aggregate gross proceeds of \$5,000,053. The gross proceeds were apportioned between Common shares and Warrants using the residual value method, which resulted in a value of \$5,000,053 being attributed to the shares.

**[The remainder of this page deliberately left blank]**

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

**8. WARRANTS**

The following table shows the movement in warrants:

	Number of warrants	Number of shares issuable upon exercise of warrants	\$
<b>Balance - July 1, 2019</b>	<b>1,089,211</b>	<b>1,089,211</b>	<b>1,057,065</b>
Expired	(79,890)	(79,890)	-
<b>Balance - June 30, 2020</b>	<b>1,009,321</b>	<b>1,009,321</b>	<b>1,057,065</b>
Unit warrants issued upon conversion of subscription receipts <sup>(a)</sup>	22,325,000	22,325,000	-
Broker compensation warrants issued in connection with subscription receipts financing <sup>(a)</sup>	913,500	913,500	92,693
Issuance of replacement unit warrants pursuant to the Transaction <sup>(b)</sup>	9,557,800	9,605,589	-
Issuance of replacement broker compensation warrants pursuant to the Transaction <sup>(c)</sup>	242,544	243,757	-
Issuance of unit warrants pursuant to private placement <sup>(d)</sup>	24,390,500	24,390,500	-
Issuance of broker compensation warrants pursuant to private placement <sup>(e)</sup>	1,463,430	1,463,430	242,455
Exercised	- 7,378,750	- 7,378,750	(88,787)
Expired	(934,755)	(935,652)	-
<b>Balance - June 30, 2021</b>	<b>51,588,590</b>	<b>51,636,695</b>	<b>1,303,426</b>

- a) As described in note 7(b)(ii), the subscription receipts financing completed in May 2020 converted into 22,325,000 common shares and 22,325,000 share purchase warrants on July 7, 2020 following the completion of the Transaction. The warrants are exercisable into common shares at a price of \$0.20 per share and expire May 29, 2022. The gross proceeds of this financing were apportioned between Common Shares and Warrants on the basis of residual value, which resulted in no value being attributed to the warrants.

These warrants were issued with a provision entitling the Company to accelerate their expiry in the event that the Company's shares traded for ten consecutive trading days with a closing share price on the TSX Venture Exchange greater than or equal to \$0.25. This condition was met on June 21, 2021, and the Company provided notice of the accelerated expiry to its warrant holders on June 22, 2021. In the period from June 22 to June 30, 2021, a total of 6,250,000 warrants were exercised, with the remaining 16,075,000 warrants being exercised subsequent to June 30, 2021 (note 18).



**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

In addition, the Company issued a total of 913,500 broker compensation warrants, each of which is exercisable into one common share at a price of \$0.10 per share. The fair value of these warrants was estimated using the Black-Scholes option pricing model using the following assumptions:

Dividend yield	Nil
Expected future volatility	70%
Expected life	2 years
<b>which yielded an estimated fair value of</b>	<b>\$ 0.10150</b>

- b) In accordance with the terms of the Transaction, the Company issued warrants to replace unit and broker compensation warrants issued by Empress and outstanding immediately prior to the close of the Transaction. Each warrant issued in replacement is exercisable into 1.005 shares of the Company.

No value was attributed to these warrants.

- c) In connection with the private placement of 24,390,500 flow-through units which closed on June 30, 2021, the Company issued 24,390,500 share purchase warrants exercisable at a price of \$0.18 and expiring on June 30, 2023. The gross proceeds of this financing were apportioned between Common Shares and Warrants on the basis of residual value, which resulted in no value being attributed to the warrants.

In addition, the Company issued a total of 1,463,430 broker compensation warrants, each of which is exercisable into one common share at a price of \$0.205 per share and expires on June 30, 2023. The fair value of these warrants was estimated using the Black-Scholes option pricing model using the following assumptions:

Risk free interest rate	0.32%
Dividend yield	Nil
Expected future volatility	80%
Expected life	2 years
<b>which yielded an estimated fair value of</b>	<b>\$ 0.16600</b>

**[The remainder of this page deliberately left blank]**

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
For the years ended June 30, 2021 and 2020  
Expressed in Canadian dollars

The details of the warrants outstanding at June 30, 2021 are set out below.

Issue date	Expiry date	Number of warrants #	Shares issuable upon exercise of warrants #	Exercise price \$
<b>Unit warrants:</b>				
July 7, 2020	May 11, 2022	4,317,400	4,338,987	\$ 0.480
July 7, 2020	June 14, 2022	4,038,400	4,058,592	\$ 0.480
July 7, 2020	August 7, 2022	1,202,000	1,208,010	\$ 0.480
July 8, 2020	July 22, 2021	16,075,000	16,075,000	\$ 0.200
June 30, 2021	June 30, 2023	24,390,500	24,390,500	\$ 0.180
<b>Broker compensation warrants:</b>				
July 7, 2020	August 7, 2021	63,360	63,677	\$ 0.730
July 8, 2020	July 8, 2022	38,500	38,500	\$ 0.100
June 30, 2021	June 30, 2023	1,463,430	1,463,430	\$ 0.205
		<b>51,588,590</b>	<b>51,636,696</b>	

The details of the warrants outstanding at June 30, 2020 are set out below.

Issue date	Expiry date	Number of warrants #	Shares issuable upon exercise of warrants #	Exercise price \$
<b>Unit warrants:</b>				
October 19, 2017	April 19, 2021	355,000	355,000	\$ 0.300
December 4, 2017	June 4, 2021	400,571	400,571	\$ 0.300
December 27, 2017	August 7, 2021	253,750	253,750	\$ 0.300
		<b>1,009,321</b>	<b>1,009,321</b>	

## 9. SHARE-BASED COMPENSATION

Share-based compensation expenses recognized in General and administrative expense in the consolidated statements of operations and comprehensive loss for the years ended June 30, 2021 and 2020 is as follows:

	2021 \$	2020 \$
Stock options	318,302	-
Deferred share units	2,181	-
	<b>320,483</b>	<b>-</b>

### Stock Option Plan

The Company's Share Option Plan (the "Plan") was approved by the Company's shareholders most recently at its annual meeting held December 15, 2020. The purpose of the Plan is to attract, retain and motivate directors, officers, employees and external service providers by providing them with the opportunity to acquire a proprietary interest in the Company and to benefit from its growth.

Under the Plan the Board of Directors may grant options to directors, officers, employees or consultants, with the number of outstanding options at any time limited to a maximum of 10% of the number of issued

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

and outstanding common shares. Options carry a term of no more than five years, and the exercise price of any option is no less than the closing price on the TSX Venture Exchange on the last trading day preceding the grant date. The vesting periods for individual awards of options are determined at the discretion of the Corporate Governance, Compensation and Nominating Committee.

Share-based compensation is recognized and charged to operations based upon the relative fair values and vesting conditions of the options granted.

The fair value of option grants is estimated at the date of grant using the Black-Scholes option-pricing model. No options were awarded in the year ended June 30, 2020. The fair values of options granted during the year ended June 30, 2021, were based on the weighted average assumptions noted in the following table:

Expected volatility	75.34%
Risk-free interest rate	0.36%
Expected dividend yield	Nil
Expected life	2.6 years
Expected forfeiture rate	Nil

The weighted average fair value per option granted during the year ended June 30, 2021, was \$0.11 (2020 – Nil). As at June 30, 2021, there was \$248,091 of share-based compensation expense (June 30, 2020 – Nil) relating to the Company's unvested stock options to be recognized in future periods.

A summary of option activity under the Plan during the years ended June 30, 2021 and 2020 is as follows:

	Number of options #	Weighted average exercise price \$
<b>Balance - June 30, 2019</b>	<b>605,000</b>	<b>0.31</b>
Expired	(55,000)	0.27
<b>Balance - June 30, 2020</b>	<b>550,000</b>	<b>0.31</b>
Issued	5,195,500	0.24
Exercised	(343,000)	0.11
Expired	(955,000)	0.24
<b>Balance - June 30, 2021</b>	<b>4,447,500</b>	<b>0.26</b>

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

The number of options outstanding at June 30, 2021 by issue date is shown in the following table.

<b>Options Outstanding</b>					<b>Options Exercisable</b>
<b>Date of Grant</b>	<b>Expiry Date</b>	<b>Number outstanding #</b>	<b>Exercise Price \$</b>	<b>Remaining life (Years)</b>	<b>Number outstanding #</b>
March 27, 2017	March 27, 2022	65,000	0.50	0.74	65,000
September 19, 2018	September 19, 2023	130,000	0.25	2.22	130,000
July 1, 2020	July 1, 2025	52,500	0.11	4.01	52,500
August 31, 2020	August 31, 2023	1,425,000	0.20	2.17	1,425,000
October 28, 2020	October 28, 2023	200,000	0.20	2.33	200,000
January 21, 2021	January 21, 2024	200,000	0.20	2.56	200,000
June 30, 2021	June 30, 2026	2,375,000	0.305	5.00	791,668
		<b>4,447,500</b>	<b>0.26</b>	<b>3.71</b>	<b>2,864,168</b>

The number of options outstanding at June 30, 2020, by issue date is shown in the following table. The number and exercise price of each outstanding option have been restated to reflect the 5:1 consolidation of the Company's common shares which took place on July 7, 2020.

<b>Date of Grant</b>	<b>Expiry Date</b>	<b>Number outstanding #</b>	<b>Exercise Price \$</b>	<b>Remaining life (Years)</b>
December 10, 2015	December 10, 2020	25,000	0.25	0.45
March 27, 2017	March 27, 2022	135,000	0.50	2.51
September 19, 2018	September 19, 2023	390,000	0.25	3.22
		<b>550,000</b>	<b>0.31</b>	<b>2.92</b>

All of the outstanding options at June 30, 2020 were fully vested.

**Deferred Share Unit Plan**

The Company's Deferred Share Unit ("DSU") Plan was adopted on June 7, 2021. Pursuant to the DSU Plan, the Company may, from time to time, grant DSU's to officers and directors of the Company. The DSU's issued under the DSU Plan to date vest on December 31, 2021. The DSU's are settled in cash upon the officer or director's termination of service. The price per share which will prevail upon any settlement of DSU's is defined as the five-day volume weighted average trading price of the Company's common shares prior to the date of redemption.

On June 30, 2021, the Company awarded a total of 1,061,737 DSU's with a grant date fair value of \$403,460. The Company recognized a current period expense amounting to \$2,181 in respect of these DSU's, and an additional \$401,279 represents a compensation expense to be recognized in the year ending June 30, 2022.

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
For the years ended June 30, 2021 and 2020  
Expressed in Canadian dollars

**10. INCOME TAXES**

The income taxes shown in the consolidated statement of operations and comprehensive loss differ from the amounts obtained by applying statutory rates to the loss before income taxes due to the following:

	2021	2020
	\$	\$
Loss for the year	(913,484)	(650,282)
Statutory tax rate	27%	27%
Expected tax recovery	(247,000)	(176,000)
Change in statutory, foreign tax and foreign exchange rates	-	1,000
Permanent difference	153,000	7,000
Other and adjustment to previous provisions	-	(78,000)
Share issue costs	-	(11,000)
Change in unrecognized deductible temporary difference	94,000	257,000
<b>Tax provision (recovery)</b>	<b>-</b>	<b>-</b>

The significant components of the Company's deferred tax assets and liabilities that have not been included on the consolidated statement of financial position are as follows:

	2021	2020
	\$	\$
<b>Deferred tax assets</b>		
Exploration and evaluation assets	393,000	536,000
Property, plant and equipment	7,000	7,000
Share issuance costs	223,000	18,000
Allowable capital losses	484,000	254,000
Non-capital losses available for future periods	1,908,000	1,682,000
Marketable securities	63,000	210,000
<b>Unrecognized deferred tax assets</b>	<b>3,078,000</b>	<b>2,707,000</b>

The significant components of the Company's temporary differences, unused tax credits and unused tax losses that have not been included on the consolidated statement of financial position are as follows:

	2021	2020
	\$	\$
Exploration and evaluation assets	1,455,000	1,987,000
Property, plant and equipment	26,000	24,000
Share issuance costs	825,000	67,000
Allowable capital losses	3,585,000	939,000
Non-capital losses available for future periods	7,067,000	6,231,000
Marketable securities	470,000	1,559,000
	<b>13,428,000</b>	<b>10,807,000</b>

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
For the years ended June 30, 2021 and 2020  
Expressed in Canadian dollars

**11. GENERAL AND ADMINISTRATIVE EXPENSES**

	Note	2021 \$	2020 \$
Management fees		297,165	217,261
Salaries, wages and benefits	12	51,415	-
Share-based compensation	9	320,483	-
Professional fees	15	179,901	174,256
Investor and shareholder relations		93,208	20,901
Office expenses		69,144	66,133
Transfer agent and filing fees		42,647	20,497
Travel and promotion		1,704	9,392
Amortization		1,458	-
		<b>1,057,125</b>	<b>508,440</b>

Certain comparative figures have been restated to conform to the current year basis of presentation.

**12. SALARIES, WAGES AND BENEFITS**

	Note	2021 \$	2020 \$
Salaries and wages	15	38,333	-
Director fees	15	20,000	-
Social security benefits		5,726	-
		<b>64,059</b>	<b>-</b>
Charged to general and administrative expense		51,415	-
Charged to exploration expense		12,644	-
		<b>64,059</b>	<b>-</b>

**13. FINANCE EXPENSE, NET**

	Note	2021 \$	2020 \$
Interest income		(9,598)	-
Foreign exchange loss		184	-
Loss (Gain) on debt settlement		22,500	(25,000)
Losses on marketable securities	5	493,323	48,451
		<b>506,409</b>	<b>23,451</b>

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

**14.CHANGES IN NON-CASH WORKING CAPITAL**

	<b>2021</b>	<b>2020</b>
	<b>\$</b>	<b>\$</b>
(Increase) decrease in amounts receivable	(21,489)	6,318
Decrease in prepaids and deposits	1,378	1,663
Decrease (increase) in amounts due from related party	4,062	(4,062)
(Decrease) increase in accounts payable and accrued liabilities	(137,592)	33,112
Decrease in amounts due to related parties	(5,000)	(64,216)
	<b>(158,641)</b>	<b>(27,185)</b>

**[The remainder of this page deliberately left blank]**

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

**15. RELATED PARTY TRANSACTIONS**

During the years ended June 30, 2021 and 2020, the Company recognized the following costs in respect of services provided by related parties:

	2021	2020
	\$	\$
<b>Charged to Salaries, Wages and Benefits:</b>		
Salaries paid to key management	26,667	-
Director fees	20,000	-
	<b>46,667</b>	<b>-</b>
<b>Charged to Share-Based Compensation:</b>		
Stock option expense recognized in the year	238,388	-
DSU expense recognized in the year	2,181	-
	<b>240,569</b>	<b>-</b>
<b>Charged to Management fees:</b>		
Mike Koziol - (former President and director)	-	78,850
Escarpment Capital Advisors (controlled by Company's President )	165,000	-
Nick Tintor (Chairman)	5,000	-
Mirador Management (controlled by a director and former CEO)	21,000	42,000
Venturex Consulting (controlled by Company's CFO until February 11, 2020)	-	48,000
ASI Accounting Services (controlled by Company's CFO from February 11, 2020 to August 31, 2020)	15,245	25,465
Jim Kirke - CFO from August 31, 2020	85,000	-
	<b>291,245</b>	<b>194,315</b>
<b>Charged to Professional Fees:</b>		
David Cowan - former director and Corporate Secretary	-	50,290
J Collins Consulting - Corporate Secretary services until February 11, 2020	-	95,400
McMillan LLP – legal fees (Legal firm with a partner and Company director in common) until December 31, 2019	-	22,854
	<b>-</b>	<b>168,544</b>
<b>Charged to Exploration expenses:</b>		
Mike Koziol - (former President and director)	-	31,150
	<b>-</b>	<b>31,150</b>
<b>Transaction costs with respect to the Transaction:</b>		
Escarpment Capital Advisors	75,000	-
	<b>75,000</b>	<b>-</b>



**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

In respect of services provided to and expenses incurred on behalf of the Company, the Company owed various related parties the following at June 30, 2021 and June 30, 2020:

	2021	2020
	\$	\$
In respect of services provided to the Company by companies with directors or officers in common	-	5,000
<b>Total</b>	<b>-</b>	<b>5,000</b>

At June 30, 2020, \$4,062 was due from a company with common directors. This receivable amount was collected in cash during the year ended June 30, 2021.

**16. FAIR VALUE HIERARCHY**

	2021	2020
Fair value hierarchy	\$	\$
<b>Financial assets - Amortized cost</b>		
Cash and cash equivalents	8,295,125	140,025
Funds held in trust	-	2,232,500
Amounts receivable	41,891	12,006
Due from related party	-	4,062
	<b>8,337,016</b>	<b>2,388,593</b>

<b>Financial assets - Fair value through profit and loss</b>		
Marketable securities	1	530,613
		254,333
		<b>530,613</b>
		<b>254,333</b>

<b>Other financial liabilities - Amortized cost</b>		
Trade payables and accrued liabilities	118,033	54,430
Subscriptions received in advance	-	20,000
Due to related party	-	5,000
	<b>118,033</b>	<b>79,430</b>

As at June 30, 2021 and 2020, the carrying values of the above-noted financial instruments approximate their respective fair values.

**17. CAPITAL RISK MANAGEMENT**

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development of its mineral properties and to maintain a flexible capital structure for its projects for the benefit of its stakeholders. As the Company is in the exploration stage, its principal source of funds is from the issuance of common shares.

In the management of capital, the Company includes the components of shareholders' equity. The Company 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 its capital structure,

**BIG RIDGE GOLD CORP.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For the years ended June 30, 2021 and 2020**  
*Expressed in Canadian dollars*

the Company may attempt to issue new shares, enter into joint venture property arrangements, acquire or dispose of assets or adjust the amount of cash and investments. In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The annual and updated budgets are approved by the Board of Directors.

## **18. FINANCIAL RISK MANAGEMENT**

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

### *Interest rate risk*

The Company has no material exposure at June 30, 2021 to interest rate risk through its financial instruments.

### *Sensitivity analysis*

Based on management's knowledge and experience of the financial markets, the Company believes the following movements are "reasonably possible" over a twelve-month period. Sensitivity to a plus or minus .1% change in cash interest rates would affect net loss by \$8,300 annually. The Company does not hold any material balances in foreign currencies that could give rise to exposure to foreign exchange risk.

### *Currency risk*

As at June 30, 2021, \$3,169 of the Company's cash and cash equivalents was held in US dollars. The Company has no operations in foreign jurisdictions at this time and as such has no material currency risk associated with its operations.

### *Credit risk*

The Company has cash balances and no interest-bearing debt. The Company has no significant concentrations of credit risk arising from operations. The Company's current policy is to invest excess cash in bank deposits or investment-grade short-term deposit certificates issued by Canadian financial institutions with which it keeps its bank accounts, and management believes the risk of loss to be remote.

### *Liquidity risk*

The Company manages liquidity risk by maintaining sufficient cash balances. Liquidity requirements are managed based on expected cash flows to ensure that there is sufficient capital in order to meet short-term obligations. As at June 30, 2021, the Company had a cash balance of \$8,295,125 (June 30, 2020: \$140,025) to settle current liabilities of \$183,121 (June 30, 2020: \$79,430).

## **19. SUBSEQUENT EVENTS**

### **Warrant exercises and expiries**

Subsequent to June 30, 2021, Big Ridge issued a total of 16,075,000 common shares pursuant to the exercise of share purchase warrants, for aggregate proceeds of \$3,215,000, and 63,360 warrants exercisable into 63,367 common shares expired.