VOYAGER METALS INC.
(formerly Vanadium One Iron Corp.)

UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS

FOR THE NINE MONTHS ENDED NOVEMBER 30, 2021 AND 2020

EXPRESSED IN CANADIAN DOLLARS

NOTICE TO READER

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

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

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

Voyager Metals Inc.
(formerly Vanadium One Iron Corp.)

STATEMENTS OF FINANCIAL POSITION
(In Canadian dollars)

As at,	November 30, 2021 (unaudited) $	February 28, 2021 (audited) $
ASSETS		
Current assets		
Cash and cash equivalents (note 7)	**2,107,561**	281,880
Restricted cash (note 7)	**-**	474,361
Receivables and other (note 8)	**446,739**	153,162
Investment in marketable securities (note 9)	**155,842**	-
	2,710,142	909,403
Fixed assets (note 10)	**-**	1,610
Exploration and evaluation assets (note 11)	**7,502,646**	3,859,574
	10,212,788	4,770,587
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities (note 12)	**963,953**	403,659
Other Liabilities (note 13)	**97,233**	-
Flow-through share premium	**-**	211,000
	1,061,186	614,659
Non-current liabilities		
Debentures (note 13)	**2,972,329**	-
	2,972,329	-
SHAREHOLDERS' EQUITY		
Capital stock, issued and outstanding (note 14)	**12,686,096**	10,873,975
Reserves	**4,358,170**	2,838,408
Accumulated deficit	**(10,864,993)**	(9,556,455)
	6,179,273	4,155,928
	10,212,788	4,770,587

Going Concern (Note 2) and commitments and contingencies (Note 19)

Approved on behalf of the Board on January 26, 2022:

/s/ Cliff Hale-Sanders	*/s/ Alonso Sotomayor*
President and CEO	Chief Financial Officer

Accompanying notes form an integral part of these financial statements

STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(In Canadian dollars)

	Three months ended		Nine months ended	
For the period ended November 30,	**2021**	**2020**	**2021**	**2020**
	$	$	**$**	$
General and administrative expenses	**37,271**	52,220	**105,728**	62,213
Advertising and promotion	**51,750**	-	**333,299**	-
Professional and consulting fees	**186,760**	9,832	**287,821**	49,550
Management fees (note 15)	**132,080**	210,232	**343,570**	222,232
Finance income (note 9)	**(12,068)**	-	**(12,068)**	-
Finance costs (note 13)	**308,461**	-	**611,572**	-
Foreign exchange loss	**90**	-	**94**	158
Depreciation	**-**	3,220	**1,610**	4,830
Share-based payments	**71,500**	-	**318,500**	-
	775,844	275,504	**1,990,126**	338,983
Deferred income tax recovery	**(347,000)**	(238,529)	**(681,588)**	(268,453)
Loss and comprehensive loss for the period	**(428,844)**	(36,975)	**(1,308,538)**	(70,530)
Basic and diluted loss per share	**(0.005)**	(0.001)	**(0.016)**	**(0.001)**
Weighted average number of common shares outstanding - basic and diluted	**85,717,868**	75,910,696	**83,418,170**	57,142,022

Accompanying notes form an integral part of these financial statements

STATEMENTS OF CASH FLOWS
(In Canadian dollars)

For the period ended,	November 30, 2021 $	November 30, 2020 $
Operating activities		
Net loss for the period	**(1,308,538)**	(70,530)
Adjustments for items not involving cash:		
Depreciation	**1,610**	4,830
Accretion expense on debentures	**414,968**	-
Change in fair value of marketable securities	**(10,882)**	
Share-based payments	**318,500**	-
	(584,342)	(65,700)
Changes in non-cash working capital items:		
Receivables and other	**(293,577)**	(37,662)
Accounts payable and accrued liabilities	**(238,978)**	(892)
Debenture interest payable	**97,233**	
Flow-through share premium	**(681,588)**	(268,453)
Cash used in operating activities	**(1,701,252)**	(372,707)
Financing activities		
Exercise of options for cash	**213,000**	-
Exercise of warrants for cash	**355,772**	27,758.00
Proceeds from flow-through shares (net)	**1,845,560**	-
Proceeds from non-convertible debentures	**3,627,000**	-
Issuance of common shares for cash (net)	**-**	1,519,301
Cash provided by financing activities	**6,041,332**	1,547,059
Investing activities		
Investment in marketable securities	**(144,960)**	
Expenditures in exploration and evaluation assets	**(2,843,800)**	(639,005)
Cash used in investing activities	**(2,988,760)**	(639,005)
Increase (decrease) in cash	**1,351,320**	535,347
Cash and cash equivalents, beginning of the period	**756,241**	256,446
Cash, end of the period	**2,107,561**	791,793
Cash and cash equivalents	**2,107,561**	207,076
Restricted cash	**-**	584,717
Cash, end of the period	**2,107,561**	791,793

Accompanying notes form an integral part of these financial statements

Voyager Metals Inc.
(formerly Vanadium One Iron Corp.)

STATEMENTS OF CHANGES IN SHAREHOLDER'S EQUITY
(In Canadian dollars)

	SHARE CAPITAL		RESERVES	DEFICIT	TOTAL
	#	$	$	$	$
Balance - February 29, 2020	**65,126,757**	**9,852,092**	**2,402,517**	**(9,160,419)**	**3,094,190**
Private placement	10,986,571	1,539,000	317,700	324,576	2,181,276
Share issue costs	-	(331,489)	(345,265)	-	(676,754)
Flow-through share premium	-	(480,000)	-	-	(480,000)
Warrants exercised	-	42,537	-	-	42,537
Loss for the period	-	-	-	(70,530)	(70,530)
Balance - November 30, 2020	**76,113,328**	**10,622,140**	**2,374,952**	**(8,906,373)**	**4,090,719**
Private placement	(396,571)	-	(5,910)	-	(5,910)
Share issue costs	-	-	345,265	-	345,265
Warrants exercised	2,039,429	213,173	(47,237)	-	165,936
Stock options issued	-	-	180,000	-	180,000
Stock options exercised	300,000	38,662	(8,662)	-	30,000
Loss for the period	-	-	-	(650,082)	(650,082)
Balance - February 28, 2021	**78,056,186**	**10,873,975**	**2,838,408**	**(9,556,455)**	**4,155,928**
Private placement	4,705,880	1,999,999	255,624	-	2,255,623
Share issue costs	-	(445,074)	-	-	(445,074)
Finder warrants	-	-	35,012	-	35,012
Flow-through share premium	-	(470,588)	-	-	(470,588)
Warrants exercised	3,111,571	424,969	(69,199)	-	355,770
Debenture warrants	-	-	884,554	-	884,554
Debenture Finder warrants	-	-	185,085	-	185,085
Stock options issued	-	-	318,500	-	318,500
Stock options exercised	1,850,000	302,815	(89,814)	-	213,001
Loss for the period	-	-	-	(1,308,538)	(1,308,538)
Balance - November 30, 2021	**87,723,637**	**12,686,096**	**4,358,170**	**(10,864,993)**	**6,179,273**

Accompanying notes form an integral part of these financial statements

1. General information and nature of operations

Voyager Metals Inc. ("**Voyager Metals**" or the "**Company**") was incorporated on February 27, 2007 pursuant to the *Business Corporations Act* (Ontario) and was classified as engaged in the exploration of its properties for base metals and precious metals in Canada. All mineral property interests held are currently in the exploration stage.

The Company listed its common shares on the TSX Venture Exchange for trading upon the completion of its initial public offering ("IPO") as disclosed in a prospectus filed with the regulators and dated May 25, 2007. On October 18, 2021, the Company changed its name from Vanadium One Iron Corp. to Voyager Metals Inc. The Company's shares are listed under the symbol VONE on the TSX Venture Exchange.

These financial statements of the Company were authorized for issue in accordance with a resolution of the directors on January 26, 2022.

2. Going concern disclosure

The Company's principal assets are mining claims and deferred exploration costs relating to properties which are not in commercial projects. The Company is in the process of exploring its mining claims and has not yet determined whether or not the properties will contain economically recoverable reserves.

Voyager Metals is not currently generating any revenue from its operations and for the nine months ended November 30, 2021, the Company recorded a net comprehensive loss of $1,308,538 (November 30, 2020 - $70,530) and an accumulated deficit of $10,864,993 (February 28, 2021 - $9,556,455). Its ability to continue as a going concern is uncertain and is dependent upon its ability to fund its working capital, complete the development of its exploration projects, and eventually to generate positive cash flows from operations. Management plans to explore all alternatives possible, including joint ventures, debt and equity financings, and merger opportunities. Even if the Company has been successful in the past in doing so, there can be no assurance that additional debt or equity financing will be available to meet these requirements or available on terms acceptable to the Company. These matters represent a material uncertainty that casts significant doubt about the Company's ability to continue as a going concern.

These financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and financial statement classifications that would be necessary were the going concern assumption inappropriate, and these adjustments could be material.

3. Basis of preparation

(a) Statement of compliance

These condensed interim financial statements have been prepared in accordance with International Accounting Standards 34, Interim Financial Reporting ("IAS 34"), as issued by the International Accounting Standards board ("IASB"). These condensed interim financial statements do not contain all the required annual disclosures and should be read in conjunction with the annual consolidated financial statements of the Company as at and for the year ended February 28, 2021.

The Condensed Interim Financial Statements have been prepared on a historical cost basis except for financial instruments, as set out in the accounting policies in Note 4 of the 2021 annual financial statements.

These financial statements were approved for issuance by the Board of Directors on January 26, 2022.

(b) Functional and presentation currency

The functional and presentation currency of Voyager Metals Inc. is the Canadian dollar.

In the preparation of these financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of expenses during the year. Actual results could differ from these estimates. This uncertainty impacts judgements made by the Company.

(Expressed in Canadian dollars)

(c) Reclassifications

Certain of the prior period figures have been reclassified to conform to the current period's presentation.

4. Summary of significant accounting policies

See annual financial statements for the years ended February 28, 2021 and February 29, 2020 for a list of accounting policies used by the Company.

5. Summary of accounting estimates and judgements

The preparation of the financial statements in conformity with IFRS requires management to make estimates and judgements that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Estimates and judgments are continuously evaluated and are based on management's experience and other factors, including on historical experience and expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates and assumptions. The estimates and judgments that, in management's opinion, have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities are disclosed in the annual audited financial statements.

See annual financial statements for the years ended February 28, 2021 and February 29, 2020 for a list of accounting estimates and judgements considered significant by management.

6. Accounting pronouncements

Standards and amendments issued but not yet effective or adopted

The following standard has been issued by the IASB or the IFRIC that is mandatory for accounting periods commencing after March 1, 2020. The Company is assessing the impact of this new standard but does not expect it to have a significant impact on the financial statements.

IAS 1 – Presentation of Financial Statements ("IAS 1")

IAS 1 was amended in January 2020 to provide a more general approach to the classification of liabilities under IAS 1 based on the contractual arrangements in place at the reporting date. The amendments clarify that the classification of liabilities as current or noncurrent is based solely on a company's right to defer settlement at the reporting date. The right needs to be unconditional and must have substance. The amendments also clarify that the transfer of a company's own equity instruments is regarded as settlement of a liability, unless it results from the exercise of a conversion option meeting the definition of an equity instrument. The amendments are effective for annual periods beginning on March 1, 2023.

IAS 37 – Provisions, Contingent Liabilities, and Contingent Assets ("IAS 37")

IAS 37 was amended. The amendments clarify that when assessing if a contract is onerous, the cost of fulfilling the contract includes all costs that relate directly to the contract – i.e. a full-cost approach. Such costs include both the incremental costs of the contract (i.e. costs a company would avoid if it did not have the contract) and an allocation of other direct costs incurred on activities required to fulfill the contract –e.g. contract management and supervision, or depreciation of equipment used in fulfilling the contract. The amendments are effective for annual periods beginning on March 1, 2022.

7. Cash and cash equivalents

Cash and cash equivalents were as follows:

	November 30, 2021	February 28, 2021
	$	$
Cash Canadian Banks	2,107,561	281,880
Restricted Cash Canadian banks - Flow-Through	-	474,361
	2,107,561	**756,241**

(Expressed in Canadian dollars)

8. Receivables and other

Receivables and other at November 30, 2021 consists of sales tax receivable of $322,304 (February 28, 2021 - $61,860) and prepaid expenses of $83,436 (February 28, 2021 - $91,302).

9. Investment in marketable securities

The following table summarizes the changes in investment in marketable securities:

	Investment in marketable securities
	$
Balance - February 28, 2021	**-**
Additions	143,774
Unrealized gain (loss)	12,068
Balance - November 30, 2021	**155,842**

The Company acquired various investments of shares in publicly traded entities valued at $155,842. The change in fair value for the acquired securities recognized during the nine months ended November 30, 2021 was calculated for the period from the acquisition date to November 30, 2021 and is included in finance income (note 13). The fair value was determined using the market value on November 30, 2021. The fair value adjustment resulted in an unrealized gain of $12,068 for the nine months ended November 30, 2021 (November 30, 2020 – Nil).

10. Fixed assets

	November 30, 2021	**February 28, 2021**
	$	$
Cost Automobile		
Opening balance	19,320	19,320
Additions	-	-
Closing balance	**19,320**	**19,320**
Accumulated Depreciation		
Opening balance	17,710	11,270
Depreciation for the period	1,610	6,440
Closing balance	**19,320**	**17,710**
Net book value	**-**	**1,610**

11. Exploration and evaluation assets

The following is a summary of the Company's investment in exploration properties:

	Mont. Sorcier Quebec
	$
Balance - February 29, 2020	**3,123,504**
Exploration and evaluation expenditures	736,070
Balance - February 28, 2021	**3,859,574**
Exporation and evaluation expenditures	3,643,072
Balance - November 30, 2021	**7,502,646**

(Expressed in Canadian dollars)

Mont Sorcier, Iron Ore and Vanadium Project, Quebec:

In October 2016, the Company agreed to acquire a 100% interest in the Mont Sorcier Iron Ore and Vanadium property ("Mont Sorcier") located near Chibougamau in Quebec, Canada. The Company paid $150,000 in cash and issued 2,750,000 common shares at $0.175. In order to earn its interest, the Company undertook a minimum of $1 million in exploration expenditures on the property within in the first 24 months following signature of the agreement. The Vendor, Chibougamau Independent Mines, will retain a 2% Gross Metal Royalty ("GMR") on all mineral production from the property. In order to facilitate the deal, Globex Mining Enterprises Inc. (GMX-TSX), which held a 3% GMR on a number of claims, has reduced its royalty to 1% GMR but it has been extended to the recently enlarged claim group. In addition, a finder's fee of 300,000 post-consolidation common shares of the Company at $0.175 was issued in relation to the acquisition. During fiscal year ended February 28, 2019, the Company spent the required funds and earned a 100% interest in the claims subject to the 1%, plus 2%, GMR.

On December 8, 2021 the Company entered into an agreement to acquire 24 additional claims ("Claims") in the Chibougamau area that are located adjacent to its claims containing the Mont Sorcier iron and vanadium project. The terms of the agreement provide for a purchase price of $250,000, plus 500,000 common shares of the Company paid to the vendor at closing, at which time the Claims were transferred to the Company. From years 5 to 10 the Company is required to pay an additional $200,000 per year for a total of $1,000,000 in deferred consideration. The vendor would be granted a 3% net smelter royalty applicable only to the Claims subject to the agreement, subject to the option of the Company to buy back 1% of the NSR for $1,000,000. In the event that no project has commenced development at Mont Sorcier, the Claims would revert back to the vendor at the end of ten years.

12. Accounts payable and accrued liabilities

Accounts payable and accrued liabilities were comprised of the following balances:

	November 30, 2021	February 28, 2021
	$	$
Accounts payable	693,750	175,749
Accrued liabilities	270,203	227,910
	963,953	**403,659**

Accounts payable and accrued liabilities includes an amount of $7,945, as at November 30, 2021 (February 28, 2021 - $190,094) due to related parties (see Note 15).

13. Debentures

On May 31, 2021, the Company closed a $3.9 million non-brokered private placement of non-convertible debentures to accelerate the development of its Mont Sorcier project. Pursuant to the private placement, the Company issued 3,900 debenture units (each, a "Unit") at a price of $1,000 per Unit for an aggregate principal of $3,900,000. Each Unit consists of $1,000 principal amount of 10% secured debentures ("Debentures") and 2,380 non-transferable common share purchase warrants ("Debenture Warrants"), for an aggregate total of 9,282,000 Debenture Warrants. Each Debenture Warrant entitles the holder to acquire one common share of the Company ("Common Share") at an exercise price of $0.42 per Common Share for a period of 36 months. The Debentures bear interest at a rate of 10.0% per annum and will mature 18 months from the date of issuance. The Debentures also include an early repayment option (the "Prepayment Option") which provides for the early repayment of all or part of the outstanding principal and accrued interest, for a total price of $1,050 per unit. This repayment option represents an embedded derivative which was identified not to be separate from the debenture as it is closely related to the host debt contract.

The Company has also paid an arm's-length finder a cash fee of $273,000 and issued to the finder 925,424 non-transferable common share purchase warrants (each a "Finder Warrant"). Each Finder Warrant will entitle the holder to acquire one Common Share at a price of $0.295 per Common Share for a period of 36 months. The Finder Warrants were valued at $185,085 using the Black-Scholes option pricing model (see Note 13).

At inception, the debt portion of the debentures was recorded at the estimated fair value of $2,557,361 plus transaction costs directly attributable to its issuance, using an effective interest rate of 20% per annum at the time of issuance with the residual value of $884,554 recorded as reserves for the warrants issued. The transaction costs noted above were proportionately allocated between the financial liability and equity component of the debenture.

(Expressed in Canadian dollars)

The changes in obligation related to the debentures are summarized below:

	Debentures $
Balance - May 31, 2021	**2,557,361**
Accretion	301,974
Amortization	112,994
Balance - November 30, 2021	**2,972,329**

The Company recorded interest expense of $196,603 for the nine months ended November 30, 2021. Accretion and amortization costs of $301,974 and $112,994 were recognized in finance costs, respectively, for the nine months ended November 30, 2021.

Contractual undiscounted debt repayments related to the debentures are summarized below:

	Payments due by period			
	< 1 years	**1-5 years**	**5> years**	**Total**
Repayment of debentures	-	3,900,000	-	3,900,000
Interest on debentures	489,370	54,178	-	543,548
Debenture repayments	**489,370**	**3,954,178**	**-**	**4,443,548**

14. Shareholders' Equity

(i) Share capital

Authorized and issued: The Company is authorized to issue an unlimited number of common shares. The issued and outstanding common shares are as follows:

	November 30, 2021	February 28, 2021
Shares issued and fully paid:		
Beginning of the year	78,056,186	65,126,757
Private placements	4,705,880	10,590,000
Stock options exercised	1,850,000	300,000
Warrants exercised	3,111,571	2,039,429
Shares issued and fully paid end of the period	**87,723,637**	**78,056,186**
For each class of share capital:		
The number of shares authorized		Unlimited
The number of shares issued and fully paid		87,723,637
The number of shares issued but not fully paid		Nil
Par value per share, or that the shares have no par value		no par value

(a) On August 14, 2020, the Company completed the first tranche of the hard dollar unit segment of its non-brokered private placement financing. Pursuant to the financing, the Company issued a total of 4,590,000 common share units at a price of $0.10 per unit for gross proceeds of $459,000. Each Unit is comprised of one common share plus one warrant. Each full warrant entitles its holder to purchase one additional common share at an exercise price of $0.15 for a period of 24 months following the closing date of the private placement. A cash fee of $5,910 was incurred as unit issuance costs.

In addition, the Company issued 6,000,000 Flow-Through Common Share Units ("FT Units") at a price of $0.18 per FT Unit for gross proceeds of $1,080,000. Each FT Unit is comprised of one common share plus one warrant. Each full warrant entitles its holder to purchase one additional common share at an exercise price of $0.15 for a period of 24 months from the closing date of the private placement. A cash fee of $13,789 was incurred as unit issuance costs.

The Company recognized a premium on the issuance of Flow-Through shares in the year 2020 in the amount of $480,000 and set up a corresponding liability for this amount. As funds have been expended in the year this liability has been reversed and offset against deferred income tax. As at November 30, 2021 the balance of this liability was $Nil.

(Expressed in Canadian dollars)

(b) On May 27, 2021, the Company completed the private placement of an aggregate 4,705,880 Flow-Through Common Share Units ("FT Units") at a price of $0.425 per FT Unit for gross proceeds of $2,000,000. Each FT Unit is comprised of one common share plus one-half warrant. Each full warrant entitles its holder to purchase one additional common share at an exercise price of $0.425 for a period of 24 months from the closing date of the private placement. A cash commission of $120,000 was incurred as unit issuance costs, and 282,352 finder warrants. Each finder warrant entitles the holder to purchase one additional common share at an exercise price of $0.425 for a period of 24 months from the closing date of the private placement.

The Company recognized a premium on the issuance of Flow-Through shares in the year 2021 in the amount of $470,588 and set up a corresponding liability for this amount. As at November 30, 2021 the balance of this liability was $Nil.

(c) During the nine-month period ended November 30, 2021, a total of 1,850,000 stock options with an average exercise price of $0.12 were exercised into 1,850,000 common shares for gross proceeds of $213,000. Also, a total of 3,111,571 warrants with an average exercise price of $0.11 were exercised into 3,111,571 common shares for gross proceeds of $355,772.

(ii) Stock options

The Company's Stock Option Plan ("the "**Plan**") provides for the issuance of a maximum of 10% of the issued and outstanding common shares at an exercise price equal to or greater than the market price of the Company's common shares on the date of the grant to directors, officers, employees and consultants to the Company. The option period for options granted under the Plan is for a maximum period of 5 years. Options granted may vest over certain time periods within the option period, which will limit the number of options that may be exercised. All options are being issued under the terms of the Company's Stock Option Plan which was approved by shareholders at the Company's Annual General and Special Meeting on June 4, 2021. Each stock option is exercisable into one common share of the Company at the price specified in the terms of the option.

On July 28, 2021, the Company granted 1,900,000 stock options to management, directors, advisors, employees and consultants. Each stock option fully vested on issuance and is exercisable at a price of $0.22 per common share for a period of two years. The fair value of the stock options was determined to be $247,000 using the Black-Scholes Option Pricing Model using the following assumptions: risk-free rate of 0.38%, expected life of 2 years, volatility factor of 115% and dividend yield of Nil.

On October 6, 2021, the Company granted 250,000 stock options to an employee of the Company. Each stock option granted fully vested on issuance and is exercisable immediately at a price of $0.12 per common share for a period of two years. The fair value of the stock options was determined to be $17,500 using the Black-Scholes Option Pricing Model using the following assumptions: risk-free rate of 0.52%, expected life of 2 years, volatility factor of 113% and dividend yield of Nil.

On November 22, 2021, the Company granted 675,000 stock options to employees of the Company. Each stock option granted fully granted on issuance and is exercisable immediately at a price of $0.135 per common share for a period of two years. The fair value of the stock options was determined to be $54,000 using the Black-Scholes Option Pricing Model using the following assumptions: risk-free rate of 1.05%, expected life of 2 years, volatility factor of 112% and dividend yield of Nil.

Stock option transactions are summarized as follows:

	November 30, 2021		**February 28, 2021**	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Balance at beginning of year	6,800,000	$0.14	6,100,000	$0.13
Granted during the period	2,825,000	$0.19	2,000,000	$0.17
Exercised during the period	(1,850,000)	$0.12	(300,000)	$0.10
Expired during the period	(550,000)	$0.15	(550,000)	$0.14
Cancelled	-	-	(450,000)	$0.15
Balance at end of year	**7,225,000**	**$0.16**	**6,800,000**	**$0.14**

(Expressed in Canadian dollars)

As at November 30, 2021 stock options issued and outstanding are as follows:

Exercise Price ($)	Number outstanding and exercisable	Weighted average remaining contractual life (years)	Expiry
$0.15	750,000	0.32	March 27, 2022
$0.15	250,000	0.32	March 27, 2022
$0.10	1,100,000	0.03	December 10, 2021
$0.10	300,000	0.15	January 24, 2022
$0.10	400,000	0.56	June 23, 2022
$0.19	200,000	1.13	January 15, 2023
$0.19	1,400,000	1.18	February 2, 2023
$0.22	1,900,000	1.66	July 28, 2023
$0.12	250,000	1.85	October 5, 2023
$0.14	675,000	1.98	November 22, 2023
$0.16	**7,225,000**	**1.03**	

(iii) **Warrants**

On May 27, 2021, the Company granted 2,352,940 warrants as part of the private placement of flow-through units. Each warrant granted is exercisable at a price of $0.425 per common share for a period of 24 months. The fair value of the warrants was determined to be $255,623 using the Black-Scholes Option Pricing Model using the following assumptions: risk-free rate of 0.31%, expected life of 2 years, volatility factor of 113% and dividend yield of Nil.

In connection with the private placement of flow-through units, the Company also issued 282,352 finder warrants. Each finder warrant granted is exercisable at a price of $0.425 per common share for a period of 24 months. The fair value of the finder warrants was determined to be $35,012 using the Black-Scholes Option Pricing Model using the following assumptions: risk-free rate of 0.31%, expected life of 2 years, volatility factor of 113% and dividend yield of Nil.

On May 31, 2021, the Company granted 9,282,000 debenture warrants (see Note 13). Each debenture warrant granted is exercisable at a price of $0.42 per common share for a period of 36 months. The fair value of the debenture warrants was determined to be $2,557,361 using the residual method.

In connection with the debenture offering, the Company also issued 925,424 finder warrants. Each finder warrant granted is exercisable at a price of $0.295 per common share for a period of 36 months. The fair value of the finder warrants was determined to be $185,085 using the Black-Scholes Option Pricing Model using the following assumptions: risk-free rate of 0.31%, expected life of 3 years, volatility factor of 122% and dividend yield of Nil.

Warrant transactions are summarized as follows:

	November 30, 2021		February 28, 2021	
	Number of warrants	Weighted average exercise price	Number of warrants	Weighted average exercise price
Balance at beginning of the year	16,249,071	$0.13	17,413,284	$0.12
Warrants issued	12,842,716	$0.41	10,590,000	$0.15
Warrants exercised	(3,111,571)	$0.11	(2,039,429)	$0.10
Warrants expired	(950,000)	0.11	(9,714,784)	$0.14
Balance at end of the year	**25,030,216**	**$0.28**	**16,249,071**	**$0.13**

(Expressed in Canadian dollars)

As at November 30, 2021, the outstanding share purchase warrants are as follows:

Exercise price	Number outstanding and exercisable	Weighted average remaining contractual life (years)	Expiry
$0.11	837,900	0.02	December 6, 2021
$0.11	800,000	0.02	December 6, 2021
$0.15	4,550,000	0.70	August 14, 2022
$0.15	6,000,000	0.70	August 14, 2022
$0.43	2,352,940	1.49	May 27, 2023
$0.43	282,352	1.49	May 27, 2023
$0.42	9,282,000	2.50	May 31, 2024
$0.30	925,424	2.50	May 31, 2024
$0.28	**25,030,616**	**1.47**	

(Expressed in Canadian dollars)

15. Related Party Transactions

The Company's related parties include its key management and their close family members, and others as described below. 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. In addition to share issuances, transactions with related parties were as follows:

Transactions during the period ended,	November 30, 2021	November 30, 2020
	$	$
Management fees to a company controlled by an officer	150,654	119,000
Management fees to officers	275,196	82,500
Expenses reimbursable to a company controlled by an officer	3,132	-
Expenses reimbursable to an officer	3,641	13,207
Share based payments to officers and directors	206,750	-
Geological fees and expenses to a director or officer, charged to mineral properties	79,526	63,212
	718,899	**277,919**

Amounts due from and to the related parties, are a result of transactions with entities controlled by shareholders, officers or directors of the Company. These amounts are non-interest bearing, unsecured and not subject to specific terms of repayment unless stated.

Amounts payable to related parties included in the accounts payable and accrued liabilities were as follows:

Outstanding balances owing to related parties as at,	November 30, 2021	November 30, 2020
	$	$
Management fees payable to officers	-	26,000
Expenses reimbursable to an officer	-	3,302
Expenses reimbursable to a company controlled by a Director	-	3,503
Management fees payable to companies controlled by Directors	-	8,702
Amounts payable to a director or officer for geological fees and expenses	7,945	7,313
	7,945	**48,820**

In accordance with IAS 24, key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including any directors (executive and non-executive) of the Company. These amounts include amounts paid or accrued to the Chairman, CEO, COO and CFO of the Company.

Paid to Key Management Personnel	November 30, 2021	November 30, 2020
	$	$
Management fees	343,570	201,500
Share-based payments	206,750	-

(Expressed in Canadian dollars)

16. Capital Management and Liquidity

The Company considers its capital structure to consist of its equity, comprised of common shares, reserves (stock options and warrants), and accumulated deficit. The Company manages its capital structure and makes adjustments to it, in order to have the funds available to support the acquisition, exploration and development of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company 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 Company may attempt to issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash.

The Company is not subject to any capital requirements imposed by a lending institution or regulatory body, other than of the TSX Venture Exchange ("TSX-V") which requires adequate working capital or financial resources of the greater of (i) $50,000 and (ii) an amount required in order to maintain operations and cover general and administrative expenses for a period of six months. As of November 30, 2021, the Company did not believe it was in violation of such requirements. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management during the nine months ended November 30, 2021, and years ended February 28, 2021 and February 29, 2020. The Company is not subject to externally imposed capital requirements. The Company's capital for the reporting periods is summarized as follows:

	November 30, 2021	**February 28, 2021**
	$	$
Share capital	12,686,096	10,622,140
Reserves	4,358,170	2,374,952
Deficit	(10,864,993)	(8,906,373)
	6,179,273	**4,090,719**

(Expressed in Canadian dollars)

17. Financial Instruments

Financial Instruments details can be summarized as follows:

	Level of Fair Value Measurement	Balance as at November 30, 2021 $	Balance as at February 28, 2021 $
Financial assets measured at amortized cost			
Cash and cash equivalents	Level 1	2,107,561	756,241
Receivables and other	Level 2	-	61,860
		2,107,561	**818,101**
Financial liabilities measured at amortized cost			
Accounts payable and accrued liabilities	Level 1	963,953	403,659
Other liabilities	Level 1	97,233	-
Non-convertible debentures	Level 1	2,972,329	-
		4,033,515	**403,659**

Fair Value of Non-Derivative Financial Instruments

Fair value is the amount that willing parties would accept to exchange a financial instrument based on the current market for instruments with the same risk, principal and remaining maturity. The fair value of interest-bearing financial assets and liabilities is determined by discounting the contractual principal and interest payments at estimated current market interest rates for the instrument. Current market rates are determined by reference to current benchmark rates for a similar term and current credit spreads for debt with similar terms and risk.

The Company values instruments carried at fair value using quoted market prices, where available. Quoted market prices represent a Level 1 valuation. When quoted market prices are not available, the Company maximizes the use of observable inputs within valuation models. When all significant inputs are observable, the valuation is classified as Level 2. Valuations that require the significant use of unobservable inputs are considered Level 3. Level 3 fair values are based on a number of valuation techniques other than observable market data. There are no level 3 values currently recorded on the balance sheet of the Company.

18. Financial Risk Management

The Company thoroughly examines the various financial instrument risks to which it is exposed and assesses the impact and likelihood of those risks. These risks may include credit risk, liquidity risk, market risk and interest rate risk.

(a) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its obligations. The Company is not exposed to credit risk due to the nature of the collectible accounts. As at November 30, 2021 and February 28, 2021, the Company does not have any allowance for doubtful accounts. Management actively monitors the Company’s exposure to credit risk under its financial instruments, including with respect to amounts receivable. The Company considers the risk of loss for its amounts receivable to be remote and significantly mitigated due to the financial strength of the party from whom the receivables are due - the Canadian government for harmonized sales tax (“HST”) refunds receivable and the Quebec government for Quebec sales tax (QST) refunds receivable.

(b) Liquidity risk

Liquidity risk is the risk that the Company cannot meet its financial obligations associated with financial liabilities in full. The Company’s primary sources of liquidity are debt and equity financing, which are used to finance working capital and capital expenditure requirements, and to meet the Company's financial obligations associated with financial liabilities. Additional sources of liquidity are used to fund additional operating and other expenses and retire debt obligations at their maturity. In addition to maintaining a working capital surplus, the Company’s approach to managing liquidity risk is to ensure that it will have sufficient cash to meet liabilities when due. The Company’s financial liabilities have contractual maturities of one to two years and are subject to normal trade and contractual terms. The Company’s ability to continue operations and fund its business is dependent on management’s ability to secure additional financing. It is anticipated that the Company will continue to rely on equity financing to meet its ongoing working capital requirements.

(c) Market risk

Market risk is the risk that changes in market price, such as foreign exchange rates, commodity prices, and interest rates will affect the Company's net income or the value of financial instruments. These risks are generally outside the control of the Company. The objectives of the Company are to mitigate market risk exposure within acceptable limits, while maximizing returns. The Company has no significant exposure to market risk.

(d) Interest rate sensitivity

The Company has no significant exposure at November 30, 2021 and February 28, 2021 to interest rate risk through its financial instruments.

19. Commitments and contingencies

From time to time, the Company may be exposed to claims and legal actions in the normal course of business, some of which may be initiated by the Company.

On January 9, 2019, the Company fulfilled its $1,000,000 financial commitment for exploration expenditures to Chibougamau Independent Mines Inc. (CIM) in accordance with the "Option to Purchase Agreement" dated September 29, 2016 and amended on October 14, 2016. As a result, the Company. acquired title to 100% of all 37 claims of the Mont Sorcier Iron Ore and Vanadium Project.

As at November 30, 2021 the Company's management is not aware of any other commitments and/or contingencies.

20. Segment information

The Company operates in one business segment being iron ore exploration in Canada. As the Company is focused on exploration, the Board monitors the Company based on actual versus budgeted exploration expenditure incurred by project. The internal reporting framework is the most relevant to assist the Board with making decisions regarding this Company and its ongoing exploration activities, while also taking into consideration the results of exploration work that has been performed to date.

21. Subsequent events

Subsequent to November 30, 2021, a total of 950,000 stock options with exercise price of $0.10 each, were exercised into 950,000 common shares for aggregate gross proceeds of $95,000. Also, a total of 1,277,500 warrants with exercise price of $0.11 each, were exercised into 1,277,500 common shares for aggregate gross proceeds of $140,525.