

**GOLDCLIFF RESOURCE CORPORATION**

**CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**  
**(Expressed in Cdn \$)**

**FOR THE SIX MONTHS ENDED**  
**APRIL 30, 2021**

**(Unaudited – Prepared by Management)**

## Notice to Reader

Management has prepared the unaudited condensed interim consolidated financial statements for Goldcliff Resource Corporation (the “Company”) in accordance with IAS 34 released by the Canadian Securities Administration. The Company discloses that its auditors have not reviewed the unaudited interim consolidated financial statements for the six months ended April 30, 2021.

### Emphasis of Matter

We draw attention to Note 2 in the financial statements which describes conditions and matters that indicate the existence of a material uncertainty that may cast significant doubt about Goldcliff Resource Corporation’s ability to continue as a going concern.

**GOLDCLIFF RESOURCE CORPORATION**  
**CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
(Unaudited – Expressed in Canadian Dollars)

	April 30, 2021	October 31, 2020
<b>ASSETS</b>		
<b>Current</b>		
Cash	\$ 940,038	\$ 1,013,224
Marketable securities	522,500	525,000
Receivables	23,746	12,313
Prepaid expenses	<u>25,083</u>	<u>2,053</u>
	1,511,367	1,552,590
<b>Deposits</b>	70,890	50,795
<b>Exploration and evaluation assets</b>	<u>266,121</u>	<u>241,121</u>
	<u>\$ 1,848,378</u>	<u>\$ 1,844,506</u>

**LIABILITIES AND SHAREHOLDERS' DEFICIT**

<b>Current</b>		
Accounts payable and accrued liabilities	\$ 33,910	\$ 58,017
Due to related parties (Note 5)	<u>8,818</u>	<u>93,529</u>
	<u>42,728</u>	<u>151,546</u>
<b>Shareholders' deficit</b>		
Share capital	17,706,747	17,012,985
Share-based compensation reserve	2,215,308	2,215,308
Subscriptions received in advance	-	290,655
Deficit	<u>(18,116,405)</u>	<u>(17,825,988)</u>
	<u>1,805,650</u>	<u>1,692,960</u>
	<u>\$ 1,848,378</u>	<u>\$ 1,844,506</u>

**On behalf of the Board:**

“George Sanders”

Director

“Gary Moore”

Director

**GOLDCLIFF RESOURCE CORPORATION****CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS**

SIX MONTHS ENDED APRIL 30

(Unaudited – Expressed in Canadian Dollars)

	three months ended		six months ended	
	2021	2020	2021	2020
<b>EXPENSES</b>				
Exploration expenses	\$ 49,426	\$ 420,522	\$ 121,103	\$ 573,381
Interest and fees	661	711	1,271	1,019
Investor relations	20,977	21,644	41,615	48,637
Office	36,126	8,085	56,216	16,342
Professional fees	27,773	14,866	67,059	16,302
Rent	413	413	827	827
Share-based compensation	-	-	-	-
<b>Loss before other items</b>	<b>(135,376)</b>	<b>(466,241)</b>	<b>(288,091)</b>	<b>(656,508)</b>
<b>OTHER ITEMS</b>				
Gain(loss) on marketable securities	167,500	36,000	(32,500)	(24,000)
Interest income	112	122	174	184
Other income	-	-	-	4,458
Recovery of exploration and evaluation assets	30,000	-	30,000	-
	<u>197,612</u>	<u>36,122</u>	<u>(2,326)</u>	<u>(19,358)</u>
<b>Income (Loss) and comprehensive (loss) for the period</b>	<b>\$ 62,236</b>	<b>\$ (430,119)</b>	<b>\$ (290,417)</b>	<b>\$ (675,866)</b>
<b>Basic and diluted loss per common share</b>	<b>\$ 0.00</b>	<b>\$ (0.01)</b>	<b>\$ (0.01)</b>	<b>\$ (0.02)</b>
<b>Weighted average number of common shares outstanding</b>	<b>44,363,461</b>	<b>41,189,318</b>	<b>44,363,461</b>	<b>41,189,318</b>

**GOLDCLIFF RESOURCE CORPORATION**  
**CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**  
(Unaudited – Expressed in Canadian Dollars)

	Share Capital		Share-based Compensation Reserves	Subscriptions received in	Deficit	Total
	Number of Shares	Amount	Equity settled benefits	advance		
		\$	\$	\$		
Balance, November 1, 2019	41,189,318	16,200,022	1,981,748	-	(16,891,970)	1,289,800
Total comprehensive loss for the period	-	-	-	-	(675,866)	(675,866)
Balance, April 30, 2020	41,189,318	16,200,022	1,981,748	-	(17,567,836)	613,934
Balance, November 1, 2020	49,409,318	17,012,985	2,215,308	290,655	(17,825,988)	1,692,960
Total comprehensive loss for the period	-	-	-	-	(290,417)	(290,417)
Shares issued	7,500,000	750,000	-	(290,655)	-	459,345
Share issue costs		(56,238)	-	-	-	(56,238)
Balance, April 30, 2021	56,909,318	17,706,747	2,215,308	-	(18,116,405)	1,805,650

**GOLDCLIFF RESOURCE CORPORATION**  
**CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**SIX MONTHS ENDED APRIL 30**  
(Unaudited – Expressed in Canadian Dollars)

	three months ended		six months ended	
	2021	2020	2021	2020
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>				
Income (Loss) for the period	\$ 62,236	\$ (430,119)	\$ (290,417)	\$ (675,866)
Items not affecting cash:				
Share-based compensation	-	-	-	-
Accrued interest	(68)	(33)	(95)	(60)
Loss (gain) on marketable securities	(167,500)	(36,000)	32,500	24,000
Recovery of exploration and evaluation assets	(30,000)	-	(30,000)	-
Other income	-	-	-	(4,458)
Changes in non-cash working capital items:				
Decrease (increase) in receivables	(6,436)	12,570	(11,433)	10,185
Decrease (increase) in prepaid expenses	11,340	12,644	(23,030)	(25,846)
Increase in loan payable	-	-	-	-
Increase (decrease) in accounts payable and accrued liabilities	(3,286)	4,415	(108,818)	(63,931)
Net cash used in operating activities	<u>(133,714)</u>	<u>(436,523)</u>	<u>(431,293)</u>	<u>(735,976)</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>				
Deposits	(20,000)	(14,050)	(20,000)	(14,050)
Exploration and evaluation assets	<u>(25,000)</u>	<u>-</u>	<u>(25,000)</u>	<u>(19,710)</u>
Net cash used in investing activities	<u>(45,000)</u>	<u>(14,050)</u>	<u>(45,000)</u>	<u>(33,760)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>				
Issuance of share capital for cash	-	-	459,345	-
Share issue cost	<u>(3,811)</u>	<u>-</u>	<u>(56,238)</u>	<u>-</u>
Net cash provided by financing activities	<u>(3,811)</u>	<u>-</u>	<u>403,107</u>	<u>-</u>
<b>Change in cash for the period</b>	(182,525)	(450,573)	(73,186)	(769,736)
<b>Cash, beginning of period</b>	<u>1,122,563</u>	<u>560,612</u>	<u>1,013,224</u>	<u>879,775</u>
<b>Cash, end of period</b>	<u>\$ 940,038</u>	<u>\$ 110,139</u>	<u>\$ 940,038</u>	<u>\$ 110,039</u>
<b>Cash paid for:</b>				
Interest	\$ 661	\$ 711	\$ 1,271	\$ 1,019
Income taxes	-	-	-	-

**GOLDCLIFF RESOURCE CORPORATION**  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
SIX MONTHS ENDED APRIL 30, 2021  
(Unaudited – Expressed in Canadian Dollars)

---

**NOTE 1 BASIS OF PRESENTATION**

The interim period financial statements have been prepared in accordance with Canadian generally accepted accounting principles applicable to publicly accountable enterprises. All financial summaries included are presented on a comparative and consistent basis showing the figures for the corresponding period in the preceding year. The preparation of financial data is based on accounting principles and practices consistent with those used in the preparation of the annual financial statements. These interim period statements should be read together with the audited financial statements and the accompanying notes included in the Company’s latest annual report.

**NOTE 2 GOING CONCERN**

These financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. These financial statements do not include any adjustments relating to the recoverability and classification of recorded assets and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

The Company expects to raise additional funds through a share issuance to fund operating and administrative costs for the upcoming year. There is no guarantee that such funds will be available to the Company on acceptable terms, or at all. There is material uncertainty which may cast significant doubt on the Company’s ability to continue as a going concern.

**NOTE 3 STATEMENT OF COMPLIANCE**

These financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”) applicable to publicly accountable enterprises. The policies applied in these financial statements are based on the IFRS issued and outstanding as at the date the Board of Directors approved these financial statements for issue.

**NOTE 4 SHARE CAPITAL:**

Authorized share capital is unlimited at no par value shares. Details of shares issued are as follows:

	<u>Number</u>	<u>Amount</u>
Balance - October 31, 2020	49,409,318	\$ 17,012,985
Share issued	7,500,000	750,000
Share issue cost	<u>-</u>	<u>(56,238)</u>
Balance – April 30, 2021	<u>56,909,318</u>	<u>\$ 17,706,747</u>

**GOLDCLIFF RESOURCE CORPORATION**  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
SIX MONTHS ENDED APRIL 30, 2021  
(Unaudited – Expressed in Canadian Dollars)

---

**NOTE 5 RELATED PARTIES**

Included in accounts payable for the quarter ended April 30, 2021 is \$8,818 (2020 - \$7,405) owing to directors, or corporations controlled by directors of the Company.

The Company entered into the following transactions with key management personnel:

- a) Paid or accrued deferred exploration costs and office expenses of \$36,318 (2020 - \$29,123) to Interpretex Resources Ltd., a company controlled by a director (Edwin R. Rockel).
- b) Paid or accrued professional fees of \$33,498 (2020 - \$6,960) included in professional fees to a legal firm, Bennett Jones, in which an officer (Graham H. Scott) of the Company is Associate Counsel.
- c) Paid or accrued deferred exploration costs of \$Nil (2020 - \$6,278) to Sam Zastavnikovich a director of the company.

These transactions were in the normal course of operations and were measured at the exchange value which represented the amount of consideration established and agreed to by the related parties.

**NOTE 6 SUBSEQUENT EVENTS:**

On May 27, 2021, the Company has granted an option to purchase 150,000 common shares at a price of \$0.12 per share for a period of two years.