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Condensed Consolidated Interim Financial Statements
Nine Months Ended January 31, 2022 and 2021
(Expressed in Canadian Dollars)
(Unaudited)

Index | **Page**

NOTICE OF NO AUDITOR REVIEW

The accompanying unaudited condensed consolidated interim financial statements of the Company for the nine months ended January 31, 2022 and comparatives for the nine months ended January 31, 2021 were prepared by management and have not been reviewed or audited by the Company's auditors.

Southern Silver Exploration Corp.

(An Exploration Stage Company)

Condensed Consolidated Interim Statements of Comprehensive Loss

Nine Months Ended January 31, 2022 and 2021

(Expressed in Canadian Dollars, Unaudited)

	Note	Three Months Ended January 31, 2022	Three Months Ended January 31, 2021	Nine Months Ended January 31, 2022	Nine Months Ended January 31, 2021
Expenses					
Administration	7	$ 15,000	$ 15,000	$ 45,000	$ 45,000
Consulting	7	95,178	70,781	246,214	212,822
Exploration and evaluation	5 & 7	1,099,527	1,175,169	3,681,145	2,031,095
Investor relations	7	132,471	145,559	328,772	530,580
Office and general	7	12,597	6,753	35,865	29,822
Professional fees	7	51,764	60,826	193,568	192,746
Regulatory fees and taxes		29,963	7,611	61,886	36,607
Share-based payments	8	63,616	16,952	2,246,032	3,894,671
Shareholders' communications		2,538	1,400	18,255	12,168
Transfer agent		2,210	15,150	26,511	31,356
		1,504,864	**1,515,201**	**6,883,248**	**7,016,867**
Foreign exchange (gain) loss		(6,684)	(421,452)	172,017	(473,315)
Other income		(21,407)	-	(41,572)	(14,032)
Share of loss in equity accounted investment	6	-	-	-	170,579
Gain on revaluation of investment in associate	6	-	-	-	(8,782,077)
		(28,091)	**(421,452)**	**130,445**	**(9,098,845)**
Net (Income) Loss and Comprehensive (Income) Loss for the Period		**$ 1,476,773**	**$ 1,093,749**	**$ 7,013,693**	**$ (2,081,978)**
(Earnings) Loss per share - basic		$ 0.01	$ 0.00	$ 0.02	$ (0.01)
(Earnings) Loss per share - diluted					(0.01)
Weighted average number of common shares outstanding - basic		291,534,893	224,046,074	281,213,297	182,010,776
Weighted average number of common shares outstanding - diluted					259,775,631

The accompanying notes form an integral part of these condensed consolidated interim financial statements

Southern Silver Exploration Corp.
(An Exploration Stage Company)
Condensed Consolidated Interim Statements of Financial Position
(Expressed in Canadian Dollars, Unaudited)

As at	Note		January 31, 2022		April 30, 2021
Current Assets					
Cash		$	13,405,653	$	7,759,447
Taxes and other receivables			28,258		24,230
Prepaids			233,909		41,784
			13,667,820		**7,825,461**
Non-Current Assets					
Reclamation bonds			135,420		-
Mineral properties	5		33,823,677		33,494,489
			33,959,097		**33,494,489**
		$	**47,626,917**	**$**	**41,319,950**
Current Liabilities					
Accounts payable and accrued liabilities		$	520,169	$	520,889
Due to related parties	7		49,253		61,275
Consideration payable	6		-		4,913,600
			569,422		**5,495,764**
Equity					
Share capital	8		82,357,709		66,408,385
Share-based payments reserve			9,523,137		7,225,459
Other reserve			9,270		9,270
Deficit			(44,832,621)		(37,818,928)
			47,057,495		**35,824,186**
		$	**47,626,917**	**$**	**41,319,950**

Approved on behalf of the Board *"Lawrence Page"* *"Gina Jones"*

Lawrence Page, Q.C. **Gina Jones**

The accompanying notes form an integral part of these condensed consolidated interim financial statements

Southern Silver Exploration Corp.

(An Exploration Stage Company)

Condensed Consolidated Interim Statements of Changes in Equity

Nine Months Ended January 31, 2022 and 2021

(Expressed in Canadian Dollars, Unaudited)

	Share Capital				Share-based							
	Number of Shares		Amount		Payments Reserve		Warrants Reserve		Other Reserve		Deficit	Total
Balance as at April 30, 2020	**132,418,743**	**$**	**43,171,344**	**$**	**2,625,232**	**$**	**154,500**	**$**	**9,270**	**$**	**(37,643,730)**	**$ 8,316,616**
Issued												
Private placements	70,247,620		14,456,000		-		-		-		-	14,456,000
Exercise of warrants	17,021,663		3,082,916		-		-		-		-	3,082,916
Exercise of options	2,273,500		371,785		-		-		-		-	371,785
Exercise of compensation options	394,222		84,374		-		-		-		-	84,374
Asset acquisition	2,336,590		1,322,596		-		-		-		-	1,322,596
Finders' units	1,204,000		782,600		198,094		-		-		-	980,694
Share issue costs	-		(3,457,761)		1,372,841		-		-		-	(2,084,920)
Fair value of warrants exercised	-		212,174		(121,674)		(90,500)		-		-	-
Fair value of warrants expired	-		-		(527)		-		-		527	-
Fair value of options exercised	-		297,574		(297,574)		-		-		-	-
Fair value of compensation options exercised	-		138,900		(138,900)		-		-		-	-
Fair value of compensation options expired	-		-		(24,408)		-		-		24,408	-
Share-based payments	-		-		3,894,671		-		-		-	3,894,671
Net income	-		-		-		-		-		2,081,978	2,081,978
Balance as at January 31, 2021	**225,896,338**	**$**	**60,462,502**	**$**	**7,507,755**	**$**	**64,000**	**$**	**9,270**	**$**	**(35,536,817)**	**$ 32,506,710**
Balance as at April 30, 2021	**248,034,504**	**$**	**66,408,385**	**$**	**7,225,459**	**$**	**-**	**$**	**9,270**	**$**	**(37,818,928)**	**$ 35,824,186**
Issued												
Private placements	24,000,000		12,000,000		-		-		-		-	12,000,000
Exercise of warrants	10,037,500		2,258,150		-		-		-		-	2,258,150
Exercise of options	1,340,000		376,300		-		-		-		-	376,300
Exercise of compensation options	35,875		7,175		-		-		-		-	7,175
Asset acquisition	7,971,878		2,529,200		-		-		-		-	2,529,200
Finders' units	127,000		57,150		9,576		-		-		-	66,726
Share issue costs	-		(1,631,671)		395,090		-		-		-	(1,236,581)
Fair value of warrants exercised	-		33,386		(33,386)		-		-		-	-
Fair value of options exercised	-		306,893		(306,893)		-		-		-	-
Fair value of compensation options exercised	-		12,741		(12,741)		-		-		-	-
Share-based payments	-		-		2,246,032		-		-		-	2,246,032
Net loss	-		-		-		-		-		(7,013,693)	(7,013,693)
Balance as at January 31, 2022	**291,546,757**	**$**	**82,357,709**		**9,523,137**		**-**		**9,270**	**-**	**(44,832,621)**	**47,057,495**

The accompanying notes form an integral part of these condensed consolidated interim financial statements

Southern Silver Exploration Corp.
(An Exploration Stage Company)
Condensed Consolidated Interim Statements of Cash Flows
Nine Months Ended January 31, 2022 and 2021
(Expressed in Canadian Dollars, Unaudited)

	2022	2021
Operating Activities		
Net income (loss)	$ (7,013,693)	$ 2,081,978
Items not involving cash:		
Share of loss in equity investment	-	170,579
Share-based payments	2,246,032	3,894,671
Gain on revaluation of investment in associate	-	(8,782,077)
Unrealized foreign exchange (gain) loss	156,369	(707,677)
	(4,611,292)	(3,342,526)
Changes in non-cash working capital		
Taxes and other receivables	(4,028)	29,195
Prepaids	(192,125)	12,749
Accounts payable and accrued liabilities	(720)	262,012
Due to related parties	(12,022)	(11,048)
	(208,895)	292,908
Cash Used in Operating Activities	(4,820,187)	(3,049,618)
Investing Activities		
Mineral property acquisition	(329,188)	(341,697)
Reclamation bonds	(134,917)	-
Asset acquisition	(2,533,200)	(7,953,300)
Cash Used in Investing Activities	(2,997,305)	(8,294,997)
Financing Activities		
Proceeds from share issuance, net	13,471,770	16,904,129
Cash acquired on asset acquisition	-	176,288
Advances to associate, net	-	(15,381)
Cash Provided by Financing Activities	13,471,770	17,065,036
Foreign Exchange Effect on Cash	(8,072)	25,472
Increase in Cash During the Period	5,646,206	5,745,893
Cash, Beginning of Period	7,759,447	3,641,600
Cash, End of Period	$ 13,405,653	$ 9,387,493

Supplemental cash flow information (Note 9)

The accompanying notes form an integral part of these condensed consolidated interim financial statements

(Expressed in Canadian Dollars, Unaudited)

1. Nature of Operations

Southern Silver Exploration Corp. (the "Company") is an exploration stage company incorporated under the laws of British Columbia, Canada. The Company's principal business activities include the acquisition, exploration, and development of natural resource properties for enhancement of value and disposition pursuant to sales agreements or development by way of third-party option and/or joint venture agreements. The Company's registered office is 1710 - 1177 West Hastings Street, Vancouver, British Columbia, Canada, V6E 2L3.

The business of exploring for minerals involves a high degree of risk and there can be no assurance that any of the Company's current or future exploration programs will result in profitable mining operations. The recoverability of amounts shown for mineral properties is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain financing to complete their exploration and development, and establish future profitable operations, or realize proceeds from their sale. The carrying value of the Company's mineral properties does not reflect present or future value.

The COVID-19 global health pandemic that began in 2019 and continues today resulted in significant volatility and turmoil in world markets. The negative economic impact of measures to contain the virus have been mitigated to an extent by fiscal and monetary stimulus, by measures taken to reopen world economies and the development and rollout of vaccines. During February 2022, Russia launched a large military invasion of Ukraine leading to a disruption in the supply of energy resources, the imposition of sanctions on Russia, increased tension between the West and Russia and financial market uncertainty. These situations had an impact on many entities and the markets for the securities that they issue and the impacts may continue.

2. Basis of Preparation and Consolidation

These condensed consolidated interim financial statements were prepared in accordance with International Accounting Standard 34: *Interim Financial Reporting* on a historical cost basis, except for cash flow information and financial instruments measured at fair value. The financial statements of the Company consolidate entities controlled and uses the equity method to account for entities partially-owned by the Company as follows:

Entity	Country of Incorporation	Principal Activity
Southern Silver Holdings Limited ("SSHL")	British Virgin Islands	Holding company - 100% owned by the Company (Note 6)
Minera Plata del Sur S.A de C.V. ("MPS")	Mexico	Mineral exploration - 100% owned by SSHL
Southern Silver Projects Limited ("SSPL")	British Virgin Islands	Holding company - 100% owned by the Company
Exploraciones Magistral S.A de C.V.	Mexico	Mineral exploration - 100% owned by SSPL
Southern Silver Exploration Corp. (US)	United States of America	Mineral exploration - 100% owned by the Company
Exploraciones Minasol S.A de C.V.	Mexico	Mineral exploration - 100% owned by the Company

All inter-company transactions and balances have been eliminated upon consolidation. The Company's functional and presentation currency is the Canadian dollar. These condensed consolidated interim financial statements were approved and authorized for issue by the Board of Directors on March 28, 2022.

(Expressed in Canadian Dollars, Unaudited)

3. Summary of Significant Accounting Policies

The same accounting policies are used in the preparation of these condensed consolidated interim financial statements as for the most recent audited annual consolidated financial statements and reflect all the adjustments necessary for fair presentation in accordance with International Financial Reporting Standards of the results for the interim periods presented.

4. Financial Instruments

The Company's financial instruments include: cash and other receivables which are classified as financial assets at amortized cost and accounts payable and accrued liabilities and due to related parties, which are classified as financial liabilities at amortized cost. The carrying values of these financial instruments approximate their fair values due to the short period to maturity.

5. Mineral Properties

Mineral property acquisition costs as at January 31, 2022 were:

	Cerro Las Minitas $	El Sol $	Oro $	Hermanas $	Total $
Balance as at April 30, 2020	-	-	318,685	-	318,685
Asset acquisition	32,904,741	-	-	-	32,904,741
Additions, net	32,096	132,200	106,767	-	271,063
Balance as at April 30, 2021	32,936,837	132,200	425,452	-	33,494,489
Additions, net	18,855	125,700	126,290	58,343	329,188
Balance as at January 31, 2022	**32,955,692**	**257,900**	**551,742**	**58,343**	**33,823,677**

(a) Cerro Las Minitas - Durango, Mexico

The property consists of a fully-owned interest in twenty-five mineral concessions located in Durango, Mexico. The Company has future and possible obligations as follows:

- On April 20, 2017, two contiguous concessions were acquired by staking. One of these claims is subject to a finder's fee whereby minimum periodic payments are due on a semi-annual basis accelerating from US $5,000 to US $25,000 over a ninety-six-month period and a 1% NSR with such periodic payments being credited to NSR payments. Subsequent to payment of US $5,000,000 in NSR payments the royalty is reduced to 0.5%.

- One additional concession may be acquired if the underlying owner can deliver registered title and by making a payment, excluding applicable local taxes, of US $200,000.

5. Mineral Properties, continued

(b) El Sol - Durango, Mexico

During April 2020, the Company entered into an agreement to purchase certain mineral claims located in Durango, Mexico. The claims total 63 hectares and are situated contiguous with Cerro Las Minitas. Remaining payments, excluding applicable local taxes of 16%, are due as:

(i) US$100,000 on August 3, 2021 (paid) and;
(ii) US$100,000 on February 3, 2022 (paid subsequent to period end).

The property is subject to a 2% NSR payable to the optionor who has granted the Company an option to purchase the NSR at any time for US$1,000,000.

(c) Oro - New Mexico, USA

The property consists of certain unpatented mining claims in the Eureka Mining District, Grant County, New Mexico, eight patented lode mining claims, which are adjacent to these claims, and surface rights to a contiguous property. The property is subject to a 2% NSR payable to the optionors whom have granted the Company an option to purchase the NSR at any time in 0.5% increments at US $500,000 for each increment.

Pursuant to a lease with option to purchase agreement dated May 1, 2011, as amended, the Company can earn a 100% interest in six unpatented lode mining claims also located in the Eureka Mining District, Grant County, New Mexico. Remaining lease payments are due as:

(i) US $30,000 annually until May 1, 2024 (2021 – paid); and
(ii) US $60,000 annually from May 1, 2025 to May 1, 2031.

The Company can purchase the property at any time by paying any amounts remaining under the lease, subject to a 1% NSR payable to the optionors, which terminates when aggregate payments thereunder equal US $500,000.

(d) Hermanas - New Mexico, USA

On December 7, 2021, the Company entered into an agreement to purchase 83 lode claims in Luna County, New Mexico, approximately 40km east of the Oro property. On October 15, 2021, the Company paid US$25,000 as a reimbursement for costs associated with and filing the claims. Remaining Annual Minimum Royalty (“AMR”) payments are due as:

(i) US$17,500 on December 7, 2021 (paid subsequent to period end);
(ii) US$15,000 on December 7, 2022;
(iii) US$20,000 on December 7, 2023;
(iv) US$25,000 on December 7, 2024;
(v) US$30,000 on December 7, 2025;
(vi) US$35,000 on December 7, 2026; and
(vii) US$40,000 on December 7, 2027.

Upon payment of the above, the Company will have earned a full interest in the property. A minimum AMR of US$50,000 will continue to be due each year commencing December 7, 2028.

(Expressed in Canadian Dollars, Unaudited)

5. Mineral Properties, continued

(d) Hermanas - New Mexico, USA, continued

The property is subject to a 2% NSR payable to the optionor. Upon cumulative AMR and NSR payments totalling US$10,000,000, the NSR is reduced to 1%.

(e) Exploration and Evaluation Expenditures

Exploration and evaluation expenditures for the six months ended January 31, 2022 and 2021 were:

	Cerro Las Minitas		El Sol		Oro		Hermanas		Total	
	$	$	$	$	$	$	$	$	$	$
	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021
Assays and geochemistry	268,868	109,337	-	2,553	7,318	-	566	-	276,752	111,890
Camp, utilities and supplies	163,695	84,517	9,352	2,068	7,178	5	-	-	180,225	86,590
Claim taxes	146,764	68,764	1,410	3,702	-	-	-	-	148,174	72,466
Drilling	1,378,385	1,107,351	371,178	-	-	-	-	-	1,749,563	1,107,351
Geological and geophysics	265,844	147,042	14,700	4,926	86,916	5,629	31,664	-	399,124	157,597
Project supervision	472,228	253,439	24,130	6,445	16,052	7,516	421	-	512,831	267,400
IVA	285,954	206,524	86,312	21,152	-	-	-	-	372,266	227,676
Other	6,482	-	-	-	27,925	125	7,803	-	42,210	125
	2,988,220	**1,976,974**	**507,082**	**40,846**	**145,389**	**13,275**	**40,454**	**-**	**3,681,145**	**2,031,095**

6. Investment in Associate / Asset Acquisition

Pursuant to an earn-in agreement completed in November 2016, Electrum Global Holdings L.P. ("Electrum") owned 60% of SSHL with the Company owning the remaining 40%. MPS, a wholly-owned subsidiary of SSHL, holds title to the Cerro Las Minitas property. As the Company retained a 40% interest and was able to exert significant influence, SSHL was considered to be an associate and accounted for its interest as an investment in an associate using the equity method.

On September 15, 2020, the Company closed a transaction to acquire Electrum's 60% interest thereby acquiring control of SSHL. The transaction was accounted for as an acquisition of assets and liabilities as it did not meet the definition of a business under IFRS 3. The remeasurement to fair value of the Company's existing interest and net identifiable assets (liabilities) acquired in the acquisition were as follows:

	January 31, 2022	April 30, 2021
Balance as at May 1,	$ -	$ 4,571,121
Advances to associate	-	15,381
Share of net loss	-	(170,579)
Fair value adjustment on acquisition	-	(13,198,000)
Gain	-	8,782,077
	$ **-**	$ **-**

(Expressed in Canadian Dollars, Unaudited)

6. Investment in Associate / Asset Acquisition

Total consideration		
Cash and common shares	$	19,797,000
Fair value of initial interest		13,198,000
Transaction costs		89,943
	$	**33,084,943**
Net identifiable assets acquired		
Cash		176,288
Accounts Receivable		3,914
Exploration and evaluation assets	$	32,904,741
	$	**33,084,943**

As consideration for the acquisition, the Company had to pay Electrum an aggregate US$15,000,000 in a combination of cash and common shares. The remaining consideration of US$4,000,000 was paid on September 14, 2021 as to US$2,000,000 in cash and issuance of 7,971,878 common shares equal to US$2,000,000 based on the greater of the prior 20-day volume weighted average trading price and the Discounted Market Price of the shares.

7. Related Party Balances and Transactions

Except as disclosed elsewhere, the Company entered into the following related party transactions:

(a) Pursuant to a service agreement between the Company and a private company controlled by a director and officer of the Company, until October 31, 2021, the Company was charged as:

- $30,000 (2021 - $45,000) for office space and general administration services;
- $18,150 (2021 - $27,225) for professional services;
- $27,641 (2021 - $36,534) for consulting services;
- $75,720 (2021 - $111,770) for investor relations services;
- $68,185 (2021 - $49,418) for geological services;
- $nil (2021 - $27,485) for geological and professional services (charged to associate); and
- $3,821 (2021 - $3,146) for the mark-up on out-of-pocket expenses.

Amounts payable as at January 31, 2022 were $nil (April 30, 2021 - $29,732).

(b) Fees in the amount of $117,000 (2021 - $117,000) were charged by a company controlled by a director and officer of the Company. Amounts payable as at January 31, 2022 were $13,650 (April 30, 2021 - $13,650).

(c) Fees in the amount of $54,180 (2021 - $107,660) were charged by a law firm controlled by a director and officer of the Company and included in professional fees, share issue costs, mineral property expenditures / acquisitions or charged to associate. Amounts payable as at January 31, 2022 were $nil (April 30, 2021 - $12,118).

(Expressed in Canadian Dollars, Unaudited)

7. Related Party Balances and Transactions, continued

(d) Fees in the amount of $12,180 (2021 - $nil) were charged by a law firm controlled by an officer of the Company and included in professional fees, share issue costs or mineral property expenditures. Amounts payable as at January 31, 2022 were $1,478 (April 30, 2021 - $nil).

(e) Fees in the amount of $22,500 (2021 - $22,500) were charged by an officer of the Company for consulting services. Amounts payable as at January 31, 2022 were $2,625 (April 30, 2021 - $2,625).

(f) Fees in the amount of $43,000 (2021 - $27,000) were charged by an officer of the Company for consulting services and included in consulting fees, mineral property expenditures or charged to associate. Amounts payable as at January 31, 2022 were $5,250 (April 30, 2021 - $3,150).

(g) Fees in the amount of $20,000 (2021 - $nil) were charged by a director of the Company for consulting services and included in consulting fees. Amounts payable as at January 31, 2022 were $26,250 (April 30, 2021 - $nil).

These transactions were in the normal course of operations and were measured at the fair value of the services rendered. Amounts due to related parties are unsecured, non-interest-bearing, and have no formal terms of repayment. The key management personnel of the Company are the directors and officers of the Company. The Company has no long-term employee or post-employment benefits. Compensation awarded to key management, included in (b), (e), (f) and (g) above, was:

		2022		2021
Short-term benefits	$	202,500	$	166,500
Share-based payments		1,375,713		2,563,396
Total	$	1,578,213	$	2,729,896

One executive officer is entitled to termination benefits in the event of a change of control equal to thirty-six months compensation. Upon a change of control, and assuming the triggering event took place on the last business day of the period end, the payment would be $468,000.

8. Share Capital

The authorized share capital of the Company consists of an unlimited number of common shares without par value.

(a) Equity Financings

Nine months ended January 31, 2022

On June 16, 2021, the Company closed a brokered private placement of 18,000,000 units at a price of $0.50 per unit for gross proceeds of $9,000,000. Each unit consists of one common share and one half of one share purchase warrant with each warrant exercisable to purchase one additional common share at an exercise price of $0.75 per share for a period of two years.

8. Share Capital, continued

(a) Equity Financings, continued

The Company also issued 1,260,000 underwriter compensation units, whereby each unit is exercisable at price of $0.50 per unit. Each unit consists of one common share and one half of one share purchase warrant with each warrant exercisable to purchase one additional common share at an exercise price of $0.75 per share for a period of two years. The Company also issued 360,000 finder's warrants, whereby each warrant is exercisable to purchase one common share at price of $0.50 per share for a period of two years.

On June 21, 2021, the Company closed a non-brokered private placement of 6,000,000 units at a price of $0.50 per unit for gross proceeds of $3,000,000. Each unit consists of one common share and one half of one common share purchase warrant with each warrant exercisable to purchase one additional common share at a price of $0.75 per share for a period of two years.

The Company also issued 127,000 finder's units and 240,000 finder's warrants whereby each unit and warrant have the same terms as contained in the private placement. The Company also issued 120,000 finder's warrants, whereby each warrant is exercisable to purchase one common share at price of $0.50 per share for a period of two years.

Nine months ended January 31, 2021

On August 15, 2020, the Company closed a brokered private placement of 50,000,000 Subscription Receipts of the Company (each, a "Subscription Receipt") at a price of $0.20 per Subscription Receipt for gross proceeds of $10,000,000. On September 11, 2020, each Subscription Receipt was exchanged, for no additional consideration, into one unit of the Company. Each unit consists of one common share and one-half of one share purchase warrant, with each full warrant exercisable to purchase one additional common share at a price of $0.25 during the first year, increasing to $0.30 in year two and $0.35 in year three.

On August 15, 2020, the Company closed a non-brokered private placement of 19,047,620 Subscription Receipts (the "Additional Subscription Receipts") at a price of $0.21 per Additional Subscription Receipt for gross proceeds of $4,000,000. On September 11, 2020, each Additional Subscription Receipt was exchanged, for no additional consideration, into one unit of the Company. Each unit consists of one common share and one-half of one share purchase warrant, with each full warrant exercisable to purchase one additional common share at a price of $0.28 during the first year, increasing to $0.33 in year two and $0.38 in year three.

In connection with the brokered private placement, the Company issued 1,560,400 compensation options ("Compensation Options") and 1,189,600 corporate finance options (the "Corporate Finance Options"). Each Compensation Option and Corporate Finance Option entitles the holder to purchase one common share at a price of $0.20 for a period of three years.

The Company also issued 700,000 finder's units and 700,000 finder's warrants in connection with the brokered private placement and 504,000 finder's units and 504,000 finder's warrants in connection with the non-brokered private placement. Each unit and warrant have the same terms as contained in the respective private placements.

(Expressed in Canadian Dollars, Unaudited)

8. Share Capital, continued

(a) Equity Financings, continued

On September 11, 2020, the Company closed a non-brokered private placement of 1,200,000 units at a price of $0.38 per unit for gross proceeds of $456,000. Each unit consists of one common share and one share purchase warrant, with each warrant exercisable to purchase one additional common share at an exercise price of $0.50 per share for a period of three years.

(b) Stock Options

Stock options outstanding and exercisable as at January 31, 2022 were:

Exercise Price	Expiry Date	Balance April 30, 2021	Granted	Exercised	Balance January 31, 2022
$0.30	June 3, 2021	1,125,000	-	1,125,000	-
$0.34	October 2, 2022	2,450,000	-	-	2,450,000
$0.34	February 1, 2023	150,000	-	-	150,000
$0.17	September 27, 2023	590,000	-	70,000	520,000
$0.27	October 1, 2024	2,950,000	-	-	2,950,000
$0.20	December 20, 2024	100,000	-	-	100,000
$0.12	April 3, 2025	1,595,000	-	95,000	1,500,000
$0.51	September 24, 2025	9,500,000	-	-	9,500,000
$0.58	October 19, 2025	100,000	-	-	100,000
$0.50	February 11, 2026	200,000	-	-	200,000
$0.40	August 13, 2026	-	200,000	-	200,000
$0.31	September 29, 2026	-	10,100,000	50,000	10,050,000
$0.48	November 5, 2023	-	100,000	-	100,000
$0.29	December 6, 2024	-	300,000	-	300,000
		18,760,000	**10,700,000**	**1,340,000**	**28,120,000**
Weighted average exercise price		$0.39	$0.31	$0.28	$0.37
Weighted average remaining life in years		3.48			3.56

On August 13, 2021, 200,000 fully-vested stock options were granted to a consultant at an exercise price of $0.40 per share for a period of five years. On September 29, 2021, 10,100,000 fully-vested stock options were granted to directors, officers and consultants at an exercise price of $0.31 per share for a period of five years. On November 5, 2021, 100,000 fully-vested stock options were granted to a consultant at an exercise price of $0.48 per share for a period of two years. On December 6, 2021, 300,000 fully-vested stock options were granted to a consultant at an exercise price of $0.29 per share for a period of three years.

The weighted average fair value of stock options exercised was $0.23 (2021 - $0.13).

(Expressed in Canadian Dollars, Unaudited)

8. Share Capital, continued

(c) Compensation Options

Compensation options outstanding and exercisable as at January 31, 2022 were:

Exercise Price	Expiry Date	Balance April 30, 2021	Granted	Exercised	Balance January 31, 2022
$0.20	August 14, 2023	2,166,293	-	35,875	2,130,418
$0.50	June 16, 2023	-	1,260,000	-	1,260,000
		2,166,293	**1,260,000**	**35,875**	**3,390,418**
Weighted average exercise price		$0.20	$0.50	$0.20	$0.31
Weighted average remaining life in years		2.29			1.47

The weighted average fair value of compensation options exercised was $0.355 (2021 - $0.35) and expired was $nil (2021 - $0.32).

(d) Share Purchase Warrants

Share purchase warrants outstanding as at January 31, 2022 were:

Exercise Price	Expiry Date	Balance April 30, 2021	Issued	Exercised	Balance January 31, 2022
$0.15	May 19, 2021	2,900,000	-	2,900,000	-
$0.55	June 13, 2022	6,372,500	-	-	6,372,500
$0.55	August 31, 2022	1,170,000	-	-	1,170,000
$0.55	September 29, 2022	1,254,500	-	-	1,254,500
$0.25	August 13, 2024	10,260,262	-	735,000	9,525,262
$0.25	September 4, 2024	4,527,600	-	80,000	4,447,600
$0.30	* August 14, 2023	22,582,500	-	6,135,000	16,447,500
$0.33	* August 14, 2023	9,446,477	-	187,500	9,258,977
$0.50	September 11, 2023	1,200,000	-	-	1,200,000
$0.75	June 16, 2023	-	9,000,000	-	9,000,000
$0.50	June 16, 2023	-	360,000	-	360,000
$0.75	June 21, 2023	-	3,303,500	-	3,303,500
$0.50	June 21, 2023	-	120,000	-	120,000
		59,713,839	**12,783,500**	**10,037,500**	**62,459,839**
Weighted average exercise price		$0.30	$0.74	$0.22	$0.42
Weighted average remaining life in years		2.27			1.58

** Exercise price is $0.25 during the first year, increasing to $0.30 in year two and $0.35 in year three.*
*** Exercise price is $0.28 during the first year, increasing to $0.33 in year two and $0.38 in year three.*

The weighted average fair value of share purchase warrants exercised was $0.33 (2021 - $0.02) and expired was $nil (2021 - $0.30)

(Expressed in Canadian Dollars, Unaudited)

8. Share Capital, continued

(e) Fair Value Determination

The weighted average fair value of stock options granted was $0.21 (2021 - $0.41), compensation unit options granted was $0.40 (2021 - $nil), compensation options granted was $nil (2021 - $0.36) and finders warrants issued was $0.19 (2021 - $0.33). Fair values were estimated using the Black-Scholes option pricing model and the Geske compound options pricing model with the following weighted average assumptions:

	2022			2021		
	Options	Compensation Units	Finders' Warrants	Options	Compensation Options	Finders' Warrants
Risk-free interest rate	1.10%	0.36%	0.36%	0.35%	0.31%	0.31%
Expected share price volatility	83.13%	88.16%	88.16%	91.65%	83.49%	83.49%
Expected life (years)	4.92	2.00	2.00	5.00	3.00	3.00
Expected dividend yield	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

The expected volatility assumptions have been developed taking into consideration historical volatility of the Company's share price. The total calculated fair value of share-based payments recognized was as follows:

	2022	2021
Consolidated Statements of Comprehensive Loss		
Directors and officers	$ 1,375,713	$ 2,563,396
Consultants	$ 870,319	$ 1,331,275
	2,246,032	3,894,671
Consolidated Statements of Changes in Equity		
Finders' warrants / units	404,666	1,570,935
Total	$ 2,650,698	$ 5,465,606

9. Supplemental Cash Flow Information

	2022	2021
Cash items		
Interest received	$ 41,541	$ 14,032
Non-cash items		
Financing and Investing Activities		
Shares issued to extinguish liability	$ 2,529,200	$ 1,322,596
Revaluation of investment in associate	$ -	$ 13,198,000
Fair value of assets acquired on acquisition	$ -	$ 19,797,000
Option exercise proceeds received re prior period	$ -	$ 13,280

10. Segmented Information

The Company conducts its business as a single operating segment, being the acquisition and exploration of mineral properties. As at January 31, 2022, the Company's non-current assets were located in Mexico ($33,213,592) and in the United States of America ($745,505).

11. Events After the Reporting Period

Other than disclosed elsewhere, no significant events occurred subsequent to January 31, 2022.