



GGL RESOURCES CORP.

Condensed Interim Financial Statements
For the three months ended
February 28, 2021
Unaudited – Prepared by Management
(Expressed in Canadian Dollars)

**NOTICE OF NO AUDITOR REVIEW OF
CONDENSED INTERIM FINANCIAL STATEMENTS**

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

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

GGL Resources Corp.
Condensed Interim Statements of Financial Position
Unaudited – Prepared by Management

As at February 28, 2021 and November 30, 2020

	Note	February 28, 2021 \$	November 30, 2020 \$
Assets			
Current assets			
Cash and cash equivalents	3	1,869,854	2,227,795
Receivables and prepayments	4	96,347	44,693
Marketable securities	5	1	1
		1,966,202	2,272,489
Non-current assets			
Mineral property interests	6	2,764,707	2,462,014
Reclamation and other deposits	7	100,663	83,147
Property and equipment	8	16,747	17,628
Total assets		4,848,319	4,835,278
Liabilities and shareholders' equity			
Current liabilities			
Accounts payable and accrued liabilities		88,586	129,013
Accounts payable to related parties	11	132,717	45,882
Flow-through premium liability	9,15	2,745	2,745
		224,048	177,640
Non-current liabilities			
Bank loan	16	40,000	40,000
Total liabilities		264,048	217,640
Shareholders' equity			
Share capital	9	40,373,372	40,349,872
Contributed surplus	9	315,573	270,469
Deficit		(36,104,674)	(36,002,703)
Total shareholders' equity		4,584,271	4,617,638
Total liabilities and shareholders' equity		4,848,319	4,835,278
Nature of operations and going concern	1		
Commitment	15		

Approved on behalf of the Board of Directors on April 28, 2021:

"W. Douglas Eaton"

Director

"David Kelsch"

Director

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

GGL Resources Corp.**Condensed Interim Statements of Changes in Shareholders' Equity**
Unaudited – Prepared by Management

For the three months ended February 28, 2021 and February 29, 2020

	Number of shares #	Share capital \$	Contributed surplus \$	Commitment to issue shares \$	Deficit \$	Total Shareholders' equity \$
December 1, 2019	26,784,449	37,784,747	226,488	40,182	(35,718,533)	2,332,884
Shares issued for services	502,273	40,182	-	(40,182)	-	-
Loss and comprehensive loss for the period	-	-	-	-	(58,413)	(58,413)
February 29, 2020	27,286,722	37,824,929	226,488	-	(35,776,946)	2,274,471
December 1, 2020	44,946,190	40,349,872	270,469	-	(36,002,703)	4,617,638
Exercise of warrants	150,000	22,500	-	-	-	22,500
Re-allocated on exercise of warrants	-	1,000	(1,000)	-	-	-
Share-based payments	-	-	46,104	-	-	46,104
Loss and comprehensive loss for the period	-	-	-	-	(101,971)	(101,971)
February 28, 2021	45,096,190	40,373,372	315,573	-	(36,104,674)	4,584,271

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

GGL Resources Corp.**Condensed Interim Statements of Loss and Comprehensive Loss
Unaudited – Prepared by Management**

For the three months ended February 28, 2021 and February 29, 2020

	Note	February 28, 2021 \$	February 29, 2020 \$
Expenses			
Depreciation	8	881	1,102
General administrative expenses		1,434	2,558
Insurance		6,283	4,847
Investor relations and shareholder information		4,777	2,801
Management, administrative and corporate development fees	11	15,911	22,793
Office rent	11	4,500	4,500
Professional fees	11	11,700	9,627
Property examination costs		2,137	-
Share-based payments	9,11	46,104	-
Transfer agent and filing fees		9,939	6,277
Loss from operating expenses		(103,666)	(54,505)
Interest income		1,695	912
Write-off of mineral property interests	6	-	(4,820)
Loss and comprehensive loss for the period		(101,971)	(58,413)
Loss per share			
Weighted average number of common shares outstanding			
- basic #	10	44,989,523	24,800,258
- diluted #	10	44,989,523	24,800,258
Basic loss per share \$	10	(0.00)	(0.00)
Diluted loss per share \$	10	(0.00)	(0.00)

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

GGL Resources Corp.
Condensed Interim Statements of Cash Flows
Unaudited – Prepared by Management

For the three months ended February 28, 2021 and February 29, 2020

	Note	February 28, 2021 \$	February 29, 2020 \$
Operating activities			
Loss and comprehensive loss for the period		(101,971)	(58,413)
Adjustments for:			
Depreciation		881	1,102
Share-based payments		46,104	-
Write-off of mineral property interests		-	4,820
Net change in non-cash working capital items	13	(61,952)	1,103
		(116,938)	(51,388)
Financing activities			
Issue of shares for cash		22,500	-
		22,500	-
Investing activities			
Deposit on refundable drilling permit		(17,516)	-
Mineral property acquisition costs		(48,438)	-
Deferred exploration and evaluation expenditures		(197,549)	(41,653)
		(263,503)	(41,653)
Decrease in cash and cash equivalents		(357,941)	(93,041)
Cash and cash equivalents, beginning of period		2,227,795	207,016
Cash and cash equivalents, end of period		1,869,854	113,975

Supplemental cash flow information

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

GGL Resources Corp.

Notes to the Condensed Interim Financial Statements

Unaudited – Prepared by Management

For the three months ended February 28, 2021 and February 29, 2020

1. Nature of operations and going concern

GGL Resources Corp. (the “Company”) was incorporated in British Columbia on May 25, 1981 under the provisions of the British Columbia Company Act and has extra territorial registration in the Northwest Territories and Nunavut. The Company is listed on the TSX Venture Exchange (the “Exchange”) under the symbol “GGL”. The Company’s address is 1016 - 510 West Hastings Street, Vancouver, BC, V6B 1L8. The Company’s records office and registered address is 1710 - 1177 West Hastings Street, Vancouver, BC, V6E 2L3, Canada.

The Company’s principal business activity is the acquisition, exploration, and evaluation of mineral properties. The Company is in the process of exploring its mineral property interests and has not yet determined whether they contain mineral reserves that are economically recoverable. The Company’s continuing operations and the underlying value and recoverability of the amounts shown for mineral property interests are entirely dependent upon the existence of economically recoverable mineral reserves, the ability of the Company to obtain the necessary financing to complete the exploration and development of the mineral property interests, obtaining the necessary permits to mine, and on future profitable production or proceeds from the disposition or option of the mineral property interests. The carrying amounts of mineral property interests are based on costs incurred to date, less impairments, and do not necessarily represent present or future values.

These condensed interim financial statements (the “financial statements”) are prepared on the basis that the Company will continue as a going concern, which assumes that the Company will be able to continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of operations. As an exploration stage company, the Company does not have traditional sources of revenue, and historically has relied on property option or sale proceeds, loans and share capital financing to cover its operating expenses.

As at February 28, 2021, the Company had working capital of \$1,742,154 (November 30, 2020 - \$2,094,849) and shareholders’ equity of \$4,584,271 (November 30, 2020 - \$4,617,638). Management has assessed that the Company’s working capital is sufficient for the Company to continue as a going concern beyond one year. If the going concern assumption were not appropriate for these financial statements, it could be necessary to restate the Company’s assets and liabilities on a liquidation basis.

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 ability to raise capital or conduct exploration activities. There are various community travel restrictions and health and safety concerns in all areas in which the Company operates, including the Northwest Territories, Nunavut, British Columbia, and Nevada, USA that may prohibit or delay exploration programs from proceeding. Operations will depend on obtaining necessary field supplies, obtaining contractor services, and safeguarding all personnel during the outbreak, which may be prohibitive or too costly. Various Government wage and loan subsidies are available to qualified companies to assist them with operating costs during the pandemic. To the date of these financial statements, the Company has received assistance in the form of a \$60,000 government-guaranteed bank loan, of which \$20,000 was received subsequent to February 28, 2021 (Note 16). The various programs are constantly being expanded and relaxed, which may qualify the Company for additional assistance.

GGL Resources Corp.**Notes to the Condensed Interim Financial Statements****Unaudited – Prepared by Management**

For the three months ended February 28, 2021 and February 29, 2020

2. Significant accounting policies**(a) Basis of presentation**

These financial statements have been prepared in conformity with International Accounting Standard ("IAS") 34, Interim Financial Reporting, using the same accounting policies as detailed in the Company's annual audited financial statements for the year ended November 30, 2020, and do not include all the information required for full annual financial statements in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). It is suggested that these financial statements be read in conjunction with the annual audited financial statements.

These financial statements have been prepared on an historical cost basis, except for financial instruments measured at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

All amounts in these financial statements are presented in Canadian dollars which is the functional currency of the Company.

(b) Significant accounting policies

The accounting policies, estimates and critical judgments, methods of computation and presentation applied in these financial statements are consistent with those of the most recent annual audited financial statements. Accordingly, these financial statements should be read in conjunction with the Company's most recent annual audited financial statements.

3. Cash and cash equivalents

Cash and cash equivalents consist of the following:

	February 28, 2021	November 30, 2020
	\$	\$
Cash	64,854	172,795
Guaranteed investment certificates	1,805,000	2,055,000
	1,869,854	2,227,795

4. Receivables and prepayments

Receivables and prepayments consist of the following:

	February 28, 2021	November 30, 2020
	\$	\$
Sales tax recoverable	13,727	10,431
Exploration incentives receivable	2,827	2,827
Other receivables	19,864	810
Prepaid expenses	59,929	30,625
	96,347	44,693

As at February 28, 2021 and November 30, 2020, exploration incentives receivable comprises British Columbia Mining Exploration Tax Credits ("BCMETC") relating to the McConnell Creek project (Note 6(a)(vi)).

GGL Resources Corp.**Notes to the Condensed Interim Financial Statements****Unaudited – Prepared by Management**

For the three months ended February 28, 2021 and February 29, 2020

5. Marketable securities

Marketable securities consist of common shares received on the option of mineral property interests.

As at February 28, 2021, the Company holds 500,000 common shares of a private company at a \$1 nominal value, as there is no market or supportable fair value for the common shares. There was no gain or loss recognized on the common shares for the three months ended February 28, 2021 and February 29, 2020.

6. Mineral property interests

The Company's mineral property interests consist of exploration stage mineral properties located in the Northwest Territories, Nunavut, and British Columbia in Canada and in Nevada, USA. Properties which are in close proximity and could be developed as a single economic unit are grouped into projects.

Changes in the project carrying amounts for the three months ended February 28, 2021 are summarized as follows:

	December 1, 2020	Acquisitions / staking	Exploration and evaluation, net	February 28, 2021
	\$	\$	\$	\$
CH	760,537	-	-	760,537
Bishop	237,265	-	-	237,265
Rhombus	164,166	-	-	164,166
Stein	151,160	-	-	151,160
McConnell Creek	907,118	-	-	907,118
Gold Point	241,768	48,438	254,255	544,461
Total	2,462,014	48,438	254,255	2,764,707

	December 1, 2020	Additions, net	February 28, 2021
	\$	\$	\$
Acquisitions / staking	394,939	48,438	443,377
Exploration and evaluation	2,067,075	254,255	2,321,330
Total	2,462,014	302,693	2,764,707

GGL Resources Corp.**Notes to the Condensed Interim Financial Statements****Unaudited – Prepared by Management**

For the three months ended February 28, 2021 and February 29, 2020

6. Mineral property interests (continued)

Changes in the project carrying amounts for the three months ended February 29, 2020 are summarized as follows:

	December 1, 2019	Exploration and evaluation, net	Write-offs	February 29, 2020
	\$	\$	\$	\$
Fishback Lake	-	2,205	(2,205)	-
CH	750,323	9,789	-	760,112
Providence Greenstone Belt	-	2,615	(2,615)	-
Bishop	235,231	2,034	-	237,265
Rhombus	164,166	-	-	164,166
Stein	150,285	-	-	150,285
McConnell Creek	770,017	2,579	-	772,596
Total	2,070,022	19,222	(4,820)	2,084,424

	December 1, 2019	Additions, net	Write-offs	February 29, 2020
	\$	\$	\$	\$
Acquisitions / staking	311,185	-	-	311,185
Exploration and evaluation	1,758,837	19,222	(4,820)	1,773,239
Total	2,070,022	19,222	(4,820)	2,084,424

Exploration and evaluation expenditures on the projects for the three months ended February 28, 2021 and February 29, 2020, consisted of the following:

	February 28, 2021	February 29, 2020
	\$	\$
Assays	14,685	6,516
Field	61,532	4,763
Labour	24,240	9,048
Survey and consulting	131,875	-
Travel and accommodation	21,923	-
	254,255	20,327
Less: BCMETC (Note 6(a)(vi))	-	(1,105)
Total	254,255	19,222

GGL Resources Corp.**Notes to the Condensed Interim Financial Statements****Unaudited – Prepared by Management**

For the three months ended February 28, 2021 and February 29, 2020

6. Mineral property interests (continued)**(a) Wholly-owned projects****(i) Fishback Lake, Northwest Territories, Canada**

The Company owns one mining lease.

During the year ended November 30, 2020, the Company wrote-off the accumulated costs of the Fishback Lake project, as the Company has no current or future budgeted exploration programs in place for this project.

(ii) CH, Northwest Territories, Canada

The Company owns various claims and leases north-northeast of Yellowknife which include the Starfish and Zip projects.

(iii) Providence Greenstone Belt ("PGB"), Northwest Territories, Canada

The Company owns various leases in the PGB area of the Northwest Territories.

During the year ended November 30, 2020, the Company wrote-off the accumulated costs of the PGB project, as the Company has no current or future budgeted exploration programs in place for this project.

(iv) Bishop, Northwest Territories, Canada

The Company owns various claims and one lease north-northeast of Yellowknife.

(v) Rhombus, Northwest Territories, Canada

The Company owns various claims north-northeast of Yellowknife.

(vi) McConnell Creek, British Columbia, Canada

The Company owns various mineral claims in the Omineca Mining Division of British Columbia.

During the three months ended February 28, 2021, the Company did not earn any BMETC amounts (2020 - \$1,105). As at February 28, 2021, \$2,827 is receivable for BCMETC recoveries (November 30, 2020 - \$2,827) (Note 4).

GGL Resources Corp.

Notes to the Condensed Interim Financial Statements

Unaudited – Prepared by Management

For the three months ended February 28, 2021 and February 29, 2020

6. Mineral property interests (continued)

(b) Projects under option

(i) Stein, Nunavut, Canada

The Company has an option agreement with Arctic Star Exploration Corp. (“Arctic Star”) whereby it can earn a 60% interest in Arctic Star’s wholly-owned Stein Diamond Project in Nunavut, Canada. The Stein Diamond Project consists of various claims on the Southern Boothia Peninsula.

The Company can acquire a 60% undivided interest in the Stein Diamond Project by conducting detailed ground geophysics on high priority airborne targets, discovering kimberlite by drilling, trenching or in outcrop, and by converting prospecting permits to mineral claims. Upon discovery of kimberlite, a joint venture would be formed with an initial 60/40 contributing relationship. The project has a Class A land use permit that includes drilling.

(ii) Gold Point Property, Nevada, USA - option agreements:

On July 27, 2020, the Company entered into three option agreements in respect of contiguous parcels of mining claims in Nevada, collectively referred to as the Gold Point Property.

- (1) The Company signed an option agreement with a private Nevada corporation (the “Optionor”), allowing the Company to earn a 100% interest in the LBD property. Pursuant to the terms of the option agreement, the Company can acquire the project by making cash payments and incurring aggregate minimum exploration expenditures as follows:

Cash payments of US\$1,000,000:

- USD\$25,000 upon the execution of the option agreement (paid, \$33,831 plus additional staking costs of \$5,330 (USD\$4,000));
- USD\$50,000 on or before July 31, 2021;
- USD\$100,000 on or before July 31, 2022;
- USD\$175,000 on or before July 31, 2023;
- USD\$250,000 on or before July 31, 2024 and
- USD\$400,000 on or before July 31, 2025;

Minimum expenditures of US\$850,000:

- USD\$100,000 on or before July 31, 2021;
- USD\$150,000 on or before July 31, 2022;
- USD\$200,000 on or before July 31, 2023;
- USD\$200,000 on or before July 31, 2024 and
- USD\$200,000 on or before July 31, 2025;

The Optionor will retain a 2% NSR on all material production from the property, of which up to 1% can be purchased by the Company for US\$1,000,000.

- (2) The Company signed an option agreement with Silver Range Resources Ltd. (“Silver Range”), allowing the Company to earn a 75% interest in the EGP property. Pursuant to the terms of the option agreement, the Company can acquire the project by making staged cash payments as detailed below and incurring minimum aggregate exploration expenditures of \$1,500,000 on or before July 31, 2023.

Cash payments of \$180,000:

- \$10,000 upon the execution of the option agreement (paid);
- Reimbursing Silver Range for certain staking costs and fees (paid \$15,605);
- \$20,000 on or before December 31, 2020 (paid); and
- The aggregate of \$150,000 as calculated bi-annually and based on 10% of the expenditures incurred during each of the periods from January 1 to June 30, and July 1 to December 31 (paid, \$28,438).

GGL Resources Corp.

Notes to the Condensed Interim Financial Statements Unaudited – Prepared by Management

For the three months ended February 28, 2021 and February 29, 2020

6. Mineral property interests (continued)

(b) Projects under option (continued)

(ii) Gold Point Property option agreements (continued):

Upon the Company having earned the 75% interest in the EGP property, it will enter into a 75%/25% joint venture with Silver Range for further exploration of the project. Additionally, Silver Range will be entitled to receive a one-time cash payment of US\$4 per ounce of gold identified in a NI 43-101 compliant measured or indicated resource estimate (or proven or probable reserve estimate) on the project.

- (3) The Company signed an option agreement with Silver Range and a private Nevada corporation (collectively, the "Optionors"), allowing the Company to earn a 100% interest in the TOM property. Pursuant to the terms of the option agreement, the Company can acquire the project by incurring aggregate minimum exploration expenditures of US\$1,500,000 on or before July 31, 2023 and reimbursing the Optionors for certain staking costs and fees (paid \$7,228).

Upon the Company having earned the 100% interest in the TOM property, the Optionors will be entitled to receive a one-time cash payment of US\$1 per ounce of gold identified in a NI 43-101 compliant measured or indicated resource estimate (or proven or probable reserve estimate) on the project.

Additionally, the Optionors shall each retain a 1% NSR on all mineral production from the property, of which up to 1% can be purchased by the Company for a payment of US\$2 per ounce on the first 250,000 ounces of gold contained in any measured or indicated resource estimate (or proven or probable reserve estimate), and US\$1 per ounce of gold above 250,000 ounces thereafter.

(c) Other interests

Net Returns Royalty ("NR") – Doyle leases

During 2013, the Company sold 9 of its mineral leases and 2 reinstated leases, including Bob Camp, to Kennady Diamonds Inc. ("Kennady"), for \$150,000 cash and a retained 1.5% NR on all of the leases, except for one where the Company retains a 0.5% NR. Kennady has the right, at any time prior to commencement of production from the property, to purchase one-third of the NR, for the sum of \$2,000,000.

During 2016, the Company sold its interest in the remaining 6 Doyle leases to Kennady for \$200,000. The Company retains a 0.75% NR on all mineral production from the property. Kennady has the right at any time prior to commencement of production to purchase one-third of the NR, being 0.25%, for the sum of \$1,000,000.

7. Reclamation and other deposits

The reclamation deposits are pledged to the Ministry of Energy, Mines and Petroleum Resources of British Columbia and the Government of the Northwest Territories. They are invested in guaranteed investment certificates with one-year terms that automatically renew. Management has determined that the Company has no material reclamation work related to the properties requiring the deposits.

During the three months ended February 28, 2021, the Company paid an additional deposit for a refundable drilling permit in Nevada.

GGL Resources Corp.**Notes to the Condensed Interim Financial Statements****Unaudited – Prepared by Management**

For the three months ended February 28, 2021 and February 29, 2020

8. Property and equipment

	Office furniture \$	Exploration equipment \$	Total \$
<u>Cost</u>			
December 1, 2019	13,306	390,813	404,119
November 30, 2020	13,306	390,813	404,119
<u>Accumulated depreciation</u>			
December 1, 2019	13,053	369,030	382,083
Depreciation	33	4,375	4,408
November 30, 2020	13,086	373,405	386,491
<u>Cost</u>			
December 1, 2020	13,306	390,813	404,119
February 28, 2021	13,306	390,813	404,119
<u>Accumulated depreciation</u>			
December 1, 2020	13,086	373,405	386,491
Depreciation	6	875	881
February 28, 2021	13,092	374,280	387,372
<u>Net book value</u>			
November 30, 2020	220	17,408	17,628
February 28, 2021	214	16,533	16,747

GGL Resources Corp.

Notes to the Condensed Interim Financial Statements Unaudited – Prepared by Management

For the three months ended February 28, 2021 and February 29, 2020

9. Share capital

The authorized share capital of the Company consists of an unlimited number of common shares without par value. All issued shares are fully paid.

Transactions for the issue of share capital during the three months ended February 28, 2021:

- During January and February 2021, the Company issued 150,000 common shares pursuant to the exercise of share purchase warrants at a price of \$0.15 each for gross proceeds of \$22,500. In connection with the warrants exercised, the original fair value of \$1,000 was reversed from contributed surplus and credited to share capital.

Transactions for the issue of share capital during the three months ended February 29, 2020:

- On January 3, 2020, the Company issued 502,273 common shares to Dave Kelsch Consulting Ltd. (“Dave Kelsch Consulting”) with a fair value of \$40,182 (\$0.08 each) (see “Commitment to issue shares” below).

Commitment to issue shares

On June 1, 2019, the Company entered into an Amending Agreement (the “Agreement”) with Dave Kelsch Consulting a company controlled by the President and COO of the Company, whereby Dave Kelsch Consulting agreed to a consulting fee of \$850 per day, of which at least 30% would be paid by cash and the remainder paid in common shares of the Company (Note 11). The Agreement expired on December 31, 2019 and was not renewed.

As at and for the year ended November 30, 2020, there was no accrual for commitment to issue shares.

On January 3, 2020, the Company issued 502,273 common shares to Dave Kelsch Consulting Ltd. (“Dave Kelsch Consulting”) with a fair value of \$40,182, in settlement of \$38,063 in consulting fees accrued as at November 30, 2019.

The consulting fee was paid/accrued on a monthly basis, and the number of common shares issuable by the Company was calculated at the end of each month during which the consulting services were provided, based on the volume weighted average price of the Company's common shares during such month, minus 50% of the maximum discount permitted by the policies of the Exchange. The common shares were issuable semi-annually, and interest was charged at a rate of 2% per month compounded monthly on unpaid amounts and was payable in cash.

During the three months ended February 29, 2020, the Company incurred and paid \$820 in interest expense to Dave Kelsch Consulting (Note 11).

GGL Resources Corp.**Notes to the Condensed Interim Financial Statements****Unaudited – Prepared by Management**

For the three months ended February 28, 2021 and February 29, 2020

9. Share capital (continued)**Warrants**

As an incentive to complete private placements, the Company may issue units which include common shares and common share purchase warrants. Using the residual value method, the Company determines whether a value should be allocated to the warrants attached to the units sold in completed private placements.

A summary of the status of the Company's warrants as at February 28, 2021 and November 30, 2020, and changes during the period/year then ended is as follows:

	Period ended February 28, 2021		Year ended November 30, 2020	
	Warrants #	Weighted average exercise price \$	Warrants #	Weighted average exercise price \$
Warrants outstanding, beginning of period/year	3,623,485	0.15	4,687,500	0.15
Issued	-	-	1,515,151	0.15
Exercised	(150,000)	0.15	(2,579,166)	0.15
Warrants outstanding, end of period/year	3,473,485	0.15	3,623,485	0.15

As at February 28, 2021, the Company has warrants outstanding and exercisable as follows:

Warrants outstanding #	Warrants exercisable #	Exercise price \$	Weighted average remaining life (years)	Expiry date
1,148,485	1,148,485	0.15	0.40	July 23, 2021
2,325,000	2,325,000	0.15	1.24	May 28, 2022
3,473,485	3,473,485		0.83	

Stock options

The Company has a Stock Option Plan (the "Plan") whereby the Company may grant stock options to purchase up to 10% of the issued capital of the Company at the time of the grant of any option. Under the policies of the Exchange, options granted under the 10% rolling plan will not be required to include the mandatory vesting provisions required by the Exchange for a fixed number stock option plan, except for stock options granted to investor relations consultants which vest over 12 months. Awarded stock options are exercisable over a period not exceeding five years at exercise prices determined by the Board of Directors based on the most recent trading prices and subject to the Exchange policies.

A participant who is not a consultant conducting investor relations activities, who is granted an option under the plan with exercise prices at or above "Market Price" will have their options vest immediately, unless otherwise determined by the Board of Directors. A participant who is a consultant conducting investor relations activities who is granted options under the plan will have their options become vested with the right to exercise one-quarter of the options upon conclusion of every three months subsequent to the grant date.

GGL Resources Corp.**Notes to the Condensed Interim Financial Statements****Unaudited – Prepared by Management**

For the three months ended February 28, 2021 and February 29, 2020

9. Share capital (continued)**Stock options (continued)**

A summary of the status of the Company's stock options as at February 28, 2021 and November 30, 2020, and changes during the period/year then ended is as follows:

	Period ended February 28, 2021		Year ended November 30, 2020	
	Options #	Weighted average exercise price \$	Options #	Weighted average exercise price \$
Options outstanding, beginning of period/year	2,600,000	0.15	1,725,000	0.18
Granted	-	-	1,450,000	0.15
Exercised	-	-	(50,000)	0.25
Cancelled	-	-	(325,000)	0.21
Expired	-	-	(200,000)	0.25
Options outstanding, end of period/year	2,600,000	0.15	2,600,000	0.15

As at February 28, 2021, the Company has stock options outstanding and exercisable as follows:

Options outstanding #	Options exercisable #	Weighted average exercise price \$	Weighted average remaining life (years)	Expiry date
1,150,000	1,150,000	0.15	1.69	November 6, 2022
1,450,000	725,000	0.15	4.45	August 10, 2025
2,600,000	1,875,000	0.15	3.23	

There were no stock options granted during the three months ended February 28, 2021 and February 29, 2020.

Total share-based payments expense for the three months ended February 28, 2021 was \$46,104 (2020 - \$nil), which includes only those options that vested during the period.

Contributed surplus

Contributed surplus is comprised of the accumulated fair value of stock options recognized as share-based payments, the residual value of share purchase warrants attached to unit private placements and share purchase warrants recognized within share issue costs. Contributed surplus is increased by the fair value of these items on vesting and is reduced by corresponding amounts when stock options or share purchase warrants expire, are exercised, or cancelled.

GGL Resources Corp.

Notes to the Condensed Interim Financial Statements Unaudited – Prepared by Management

For the three months ended February 28, 2021 and February 29, 2020

10. Loss per share

The calculation of basic and diluted loss per share for the three months ended February 28, 2021, is based on the loss attributable to common shareholders of \$101,971 (2020 - \$58,413) and a weighted average number of common shares outstanding of 44,989,523 (2020 – 24,800,258).

All stock options and warrants were excluded from the diluted weighted average number of shares calculation for the periods presented, as their effect would have been anti-dilutive.

11. Related party payables and transactions

The Company's related parties include key management personnel and Directors, and companies in which they have control or significant influence over the financial or operating policies of those entities.

No stock options were granted to related parties during the three months ended February 28, 2021 and February 29, 2020.

During the three months ended February 28, 2021, \$39,745 was recognized within share-based payments expense for stock options vesting to key management personnel and Directors.

During the three months ended February 29, 2020 the Company issued 502,273 common shares to Dave Kelsch Consulting with a fair value of \$40,182 (Note 9).

As at February 28, 2021, Strategic had a 38.8% interest in the Company (November 30, 2020 – 38.9%). The Company and Strategic have certain common Officers, and the large share position of Strategic in the Company gives it control of the Company.

During the year ended November 30, 2020, Strategic subscribed to certain private placements of the Company. Accordingly, Strategic subscribed to 2,000,000 non-flow-through common shares of the Company for gross proceeds of \$100,000 pursuant to the private placement that completed in May 2020, 633,332 non-flow-through units of the Company for gross proceeds of \$57,000 pursuant to the private placement completed in July 2020, and 1,408,402 common shares of the Company for gross proceeds of \$253,512 pursuant to the private placement completed in November 2020.

The Company transacted with the following related parties:

- (a) David Kelsch is a Director of the Company, as well as the President and Chief Operating Officer. He controls Dave Kelsch Consulting, which provides the Company with consulting services, as well as technical and professional services. On June 1, 2019, the Company entered into an Amending Agreement with Dave Kelsch Consulting which expired on December 31, 2019 (Note 9).
- (b) Douglas Eaton is a Director and the Company's CEO. He is a shareholder of, and has significant influence over Archer, Cathro & Associates (1981) Limited ("Archer Cathro"), which is a geological consulting firm. Archer Cathro provides the Company with office space, administrative support, and geological services. He is also a Director, President and CEO of Strategic.
- (c) Glenn Yeadon is a Director and Corporate Secretary of Strategic. He controls Glenn R. Yeadon Personal Law Corporation ("Yeadon Law Corp."), which provides the Company with legal services.
- (d) Larry Donaldson is the Company's CFO. He is a principal of Donaldson Brohman Martin, CPA Inc. ("DBM CPA"), a firm in which he has significant influence. DBM CPA provides the Company with accounting and tax services. He is also CFO of Strategic.
- (e) Drechsler Consulting Ltd. is controlled by Richard Drechsler, who is Vice-President of Communications for Strategic. Drechsler Consulting Ltd. provides the Company with consulting services.
- (f) Linda Knight is the Corporate Secretary of the Company.

GGL Resources Corp.**Notes to the Condensed Interim Financial Statements****Unaudited – Prepared by Management**

For the three months ended February 28, 2021 and February 29, 2020

11. Related party payables and transactions (continued)

The aggregate value of transactions and outstanding balances with related parties are as follows:

	Transactions Three months ended February 28, 2021 \$	Transactions Three months ended February 29, 2020 \$	Balances outstanding February 28, 2021 \$	Balances outstanding November 30, 2020 \$
Dave Kelsch Consulting				
- geological services	1,700	5,525	1,562	1,339
(1) - consulting fees	2,550	6,368	2,008	3,123
	4,250	11,893	3,570	4,462
(2) Archer Cathro	83,234	4,519	101,220	6,485
Yeadon Law Corp	1,605	1,070	1,680	16,797
DBM CPA	8,000	8,000	20,000	11,500
Drechsler Consulting Ltd.	3,105	2,880	-	2,930
Linda Knight	10,256	14,388	6,247	3,708
	110,450	42,750	132,717	45,882

(1) Transactions for the three months ended February 28, 2021, include no interest expense (2020 - \$820) (Note 9).

(2) Includes \$76,091 related to geological services (2020 - \$nil).

All related party balances are unsecured and are due within thirty days without interest.

The transactions with the key management personnel and Directors are included in operating expenses as follows:

(a) Management, administrative and corporate development fees

- Includes the consulting fees charged to the Company by Dave Kelsch Consulting and a related business.
- Includes the consulting fees charged to the Company by Drechsler Consulting Ltd.
- Includes the accounting and administrative services charged to the Company by Linda Knight.

(b) Office rent

- Includes office rent charged to the Company by Archer Cathro.

(c) Professional fees

- Includes legal services charged to the Company by Yeadon Law Corp.
- Includes the accounting services charged to the Company by DBM CPA.

GGL Resources Corp.**Notes to the Condensed Interim Financial Statements****Unaudited – Prepared by Management**

For the three months ended February 28, 2021 and February 29, 2020

12. Income taxes

Income tax recovery for the three months ended February 28, 2021 and February 29, 2020 varies from the amount that would be computed from applying the combined federal and provincial income tax rate to loss before income taxes as follows:

	February 28, 2021	February 29, 2020
	\$	\$
Loss for the period before income taxes	(101,971)	(58,413)
Statutory Canadian corporate tax rate	27.00%	27.00%
Anticipated income tax recovery	28,000	16,000
Change in tax resulting from:		
Unrecognized items for tax purposes	(12,000)	-
Flow-through share premium liability reduction	-	-
Tax benefits on losses not recognized	(16,000)	(16,000)
Income tax recovery	-	-

The significant components of the Company's unrecognized deferred tax assets are as follows:

	February 28, 2021	November 30, 2020
	\$	\$
Mineral property interests	4,054,000	4,053,000
Marketable securities	3,000	3,000
Property and equipment	141,000	141,000
Non-capital loss carry forwards	1,457,000	1,440,000
Capital losses	13,000	13,000
Share issue costs	18,000	19,000
Unrecognized deferred tax assets	(5,686,000)	(5,669,000)
Net deferred tax assets	-	-

As at February 28, 2021, the Company has non-capital loss carry forwards of approximately \$5,398,000 (November 30, 2020 - \$5,335,000) which expire between 2026 and 2041.

As at February 28, 2021 the Company has unused capital losses of approximately \$99,000 (November 30, 2020 - \$99,000), which have no expiry date and can only be used to reduce future income from capital gains.

As at February 28, 2021, the Company has unclaimed resource and other deductions in the amount of approximately \$17,778,000 (November 30, 2020 - \$17,473,000), which may be deducted against future taxable income.

As at February 28, 2021, the Company has share issue costs totaling approximately \$66,000 (November 30, 2020 - \$71,000), which have not been claimed for income tax purposes.

As at February 28, 2021, the Company has unused temporary differences in respect of property and equipment totaling approximately \$524,000 (November 30, 2020 - \$523,000), which have no expiry.

Income tax attributes are subject to review, and potential adjustments, by tax authorities.

GGL Resources Corp.**Notes to the Condensed Interim Financial Statements****Unaudited – Prepared by Management**

For the three months ended February 28, 2021 and February 29, 2020

13. Supplemental cash flow information

Changes in non-cash operating working capital during the three months ended February 28, 2021 and February 29, 2020, were comprised of the following:

	February 28, 2021	February 29, 2020
	\$	\$
Receivables and prepayments	(51,654)	(855)
Accounts payable and accrued liabilities	(2,568)	(6,137)
Accounts payable to related parties	(7,730)	8,095
Net Change	(61,952)	1,103

The Company incurred non-cash financing and investing activities during the three months ended February 28, 2021 and February 28, 2020, as follows:

	February 28, 2021	February 29, 2020
	\$	\$
Non-cash financing activity:		
Re-allocated to share capital on issuance for commitment to issue shares	-	40,182
	-	40,182
Non-cash investing activities:		
Deferred exploration expenditures included in exploration incentives receivable	(2,827)	(15,386)
Deferred exploration expenditures included in accounts payable and related party payables	159,878	3,251
	157,051	(12,135)

During the three months ended February 28, 2021, the Company had no interest expense (2020 - \$2,456). During the three months ended February 28, 2021 and February 29, 2020, no amounts were paid for income tax expenses.

14. Financial risk management**Capital management**

The Company is a resource exploration company and considers items included in shareholders' equity as capital. The Company has no debt and does not expect to enter into debt financing. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of underlying assets. In order to maintain or adjust its capital structure, the Company may issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash. The Company is not subject to any externally imposed capital requirements and does not presently utilize any quantitative measures to monitor its capital. The Company's capital structure as at February 28, 2021, is comprised of shareholders' equity of \$4,584,271 (November 30, 2020 - \$4,617,638).

The Company currently has no source of revenues. In order to fund future projects and pay for general and administrative costs, the Company will spend its existing working capital and raise additional funds as needed. The Company's ability to continue as a going concern on a long-term basis and realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation is primarily dependent upon its ability to sell or option its mineral property interests and its ability to borrow or raise additional financing from equity markets (Note 1).

There were no changes to the Company's capital management approach during the three months ended February 28, 2021.

GGL Resources Corp.**Notes to the Condensed Interim Financial Statements****Unaudited – Prepared by Management**

For the three months ended February 28, 2021 and February 29, 2020

14. Financial risk management (continued)**Financial instruments - fair value**

The Company's financial instruments consist of cash and cash equivalents, exploration incentives receivable, other receivables, marketable securities, reclamation and other deposits, accounts payable and accrued liabilities, accounts payable to related parties, and bank loan. The carrying value of exploration incentives receivable, other receivables, accounts payable and accrued liabilities, accounts payable to related parties, and bank loan approximate their fair value because of the short-term nature of these instruments.

Financial instruments measured at fair value on the statements of financial position are summarized into the following fair value hierarchy levels:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

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

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

	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
February 28, 2021				
Cash and cash equivalents	1,869,854	-	-	1,869,854
Marketable securities	-	-	1	1
Reclamation and other deposits	100,663	-	-	100,663
	1,970,517	-	1	1,970,518
November 30, 2020				
Cash and cash equivalents	2,227,795	-	-	2,227,795
Marketable securities	-	-	1	1
Reclamation deposits	83,147	-	-	83,147
	2,310,942	-	1	2,310,943

There were no changes to the Company's Level 3 inputs and assumptions with respect to its marketable securities during the three months ended February 28, 2021 and year ended November 30, 2020.

Financial instruments - risk

The Company's financial instruments can be exposed to certain financial risks, including credit risk, interest rate risk, liquidity risk, market risk, and currency risk.

(a) Credit risk

The Company is exposed to credit risk by holding cash and cash equivalents. All of the Company's cash and cash equivalents are held in a Canadian financial institution, and management believes the exposure to credit risk with respect to such an institution is not significant. The Company has minimal receivables exposure as its refundable tax credits, and exploration incentives receivable are due from Canadian Governments.

(b) Interest rate risk

The Company is not exposed to interest rate risk as it does not hold financial securities or debt that would be impacted by fluctuating interest rates other than its cash and cash equivalents some portions of which are subject to variable rates. Fluctuations in market rates would have an insignificant impact on the Company's operations.

GGL Resources Corp.**Notes to the Condensed Interim Financial Statements**
Unaudited – Prepared by Management

For the three months ended February 28, 2021 and February 29, 2020

14. Financial risk management (continued)**(c) Liquidity risk**

Liquidity risk is the risk that the Company is unable to meet its financial obligations as they come due (Note 1). The Company manages this risk by careful management of its working capital to ensure its expenditures will not exceed available resources.

(d) Market risk

The Company is not exposed to market risk as it does not hold publicly traded marketable securities as at February 28, 2021 and February 29, 2020.

(e) Currency risk

The Company is not impacted significantly by currency risk.

15. Commitment

On July 23, 2020, the Company completed a private placement of flow-through units for gross proceeds of \$150,000. The Company renounced the expenditures and available income tax benefits to the flow-through shareholders effective December 31, 2020. As at February 28, 2021, approximately \$135,000 of the funds had been spent.

In July 2020, the Canadian Government provided relief with respect to COVID-19 by providing companies with an additional 12 months in which they can spend eligible flow-through expenditures and provided interest relief on unspent funds.

Under the Income Tax Act flow-through look-back rules, the Company now has until December 31, 2022 to spend the remaining amount of flow-through funds. Amounts unspent after February 1, 2021, continue to be subject to a floating rate interest tax which is currently set at 1% per annum, however the Company anticipates that it will spend all flow-through amounts within the new time-frames announced by the Government, so no interest tax will be applicable.

A summary of the Company's flow-through premium liability as at February 28, 2021 and November 30, 2020, and changes during the period/year then ended is as follows:

	February 28, 2021	November 30, 2020
	\$	\$
Balance, beginning of period/year	2,745	-
Addition	-	27,273
Reduction - pro rata based on eligible expenditures	-	(24,528)
Balance, end of period/year	2,745	2,745

16. Government guaranteed bank loan

During the year ended November 30, 2020, the Company qualified for a government-guaranteed bank loan of \$40,000 which is interest-free until December 31, 2022. The loan is part of the Canadian Emergency Business Account ("CEBA") benefit in relation to COVID-19 relief.

If the loan is repaid by December 31, 2022, \$10,000 of the loan will be forgiven. If the loan is not repaid by then, the remaining unpaid balance will bear interest at 5% interest per annum and must be paid in full by December 31, 2025. The loan is unsecured.

Subsequent to February 28, 2021, the Company received an additional \$20,000 pursuant to the CEBA benefit, of which \$10,000 is forgivable if repaid by December 31, 2022.