



**OUTBACK GOLDFIELDS CORP.**

**UNAUDITED CONDENSED CONSOLIDATED  
INTERIM FINANCIAL STATEMENTS  
FOR THE THREE-MONTHS AND NINE-MONTHS ENDED**

***March 31, 2022 and 2021***

(Expressed in Canadian Dollars)

---

---

**OUTBACK GOLDFIELDS CORP.****Condensed Consolidated Interim Statements of Financial Position****As at March 31, 2022 and June 30, 2021**

(Unaudited - Expressed in Canadian Dollars)

	Note	March 31, 2022	June 30, 2021
<b>ASSETS</b>			
<b>Current</b>			
Cash		\$ 3,787,967	\$ 6,802,090
Accounts receivable	7	55,641	169,594
Prepays	8	105,021	425,837
		\$ 3,948,629	\$ 7,397,521
<b>Non-Current</b>			
Equipment		32,822	33,313
Exploration & evaluation assets	10	23,787,092	22,129,083
Reclamation bond		17,026	16,900
<b>TOTAL ASSETS</b>		<b>\$ 27,785,569</b>	<b>\$ 29,576,817</b>
<b>LIABILITIES</b>			
<b>Current</b>			
Accounts payable and accrued liabilities	9	\$ 206,407	\$ 406,228
<b>TOTAL LIABILITIES</b>		<b>\$ 206,407</b>	<b>\$ 406,228</b>
<b>EQUITY</b>			
Share capital	11	\$ 31,259,203	\$ 31,259,203
Contributed surplus	11	2,023,583	1,470,469
Accumulated deficit		(5,703,624)	(3,559,083)
<b>TOTAL EQUITY</b>		<b>\$ 27,579,162</b>	<b>\$ 29,170,589</b>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>\$ 27,785,569</b>	<b>\$ 29,576,817</b>

Nature of operations and going concern (Note 1).

These consolidated financial statements were authorized for issue by the Board of Directors on May 25, 2022.

*/s/ "Craig Parry"***CRAIG PARRY, Chairman***/s/ "Ota Hally"***OTA HALLY, Chief Financial Officer**

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

**OUTBACK GOLDFIELDS CORP.**

**Condensed Consolidated Interim Statements of Loss and Comprehensive Loss**

**For the three-months and nine-months ended March 31, 2022 and 2021**

(Unaudited - Expressed in Canadian Dollars)

	Three-months ended		Nine-months ended	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
<b>Expenses</b>				
Accounting and legal	\$ 16,093	\$ 49,461	\$ 81,871	\$ 124,400
Office and administrative	87,632	60,792	198,286	76,124
Management and professional fees	190,241	255,672	537,865	522,261
Marketing and investor services	123,781	166,763	663,269	237,697
Share-based compensation	83,047	291,634	553,114	951,032
Transfer agent, listing and filing fees	5,870	43,774	131,306	63,383
<b>Total Expenses</b>	<b>\$ 506,664</b>	<b>\$ 868,096</b>	<b>\$ 2,165,711</b>	<b>\$ 1,974,897</b>
<b>Other Income</b>				
Interest income	4,987	12,552	18,408	17,342
Foreign exchange gain (loss)	(6,963)	7,545	2,762	5,125
<b>Total Other Income</b>	<b>\$ (1,976)</b>	<b>\$ 20,097</b>	<b>\$ 21,170</b>	<b>\$ 22,467</b>
<b>Loss and comprehensive loss</b>	<b>\$ (508,640)</b>	<b>\$ (847,999)</b>	<b>\$ (2,144,541)</b>	<b>\$ (1,952,430)</b>
Loss per common share – basic and diluted	\$ (0.01)	\$ (0.01)	\$ (0.04)	\$ (0.07)
Weighted average number of common shares outstanding, basic and diluted	58,370,500	58,370,500	58,370,500	28,238,901

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

**OUTBACK GOLDFIELDS CORP.**

**Condensed Consolidated Interim Statements of Changes in Equity**

(Unaudited - Expressed in Canadian Dollars)

	Note	Common Shares	Share Capital	Contributed surplus Option Reserve	Warrant Reserve	Accumulated Deficit	Total
<b>Balance as at June 30, 2020</b>		<b>5,883,833</b>	<b>\$ 528,150</b>	<b>\$ 148,433</b>	<b>\$ -</b>	<b>\$ (568,367)</b>	<b>\$ 108,216</b>
Issuance of shares in September 2020		6,667	2,000	-	-	-	2,000
Issuance of units for private placement	6	19,010,000	11,406,000	-	-	-	11,406,000
Subscription costs for private placement		-	(598,274)	-	-	-	(598,274)
Broker warrants for private placement	6	-	(155,055)	-	155,055	-	-
Stock options exercised	11	136,667	76,382	(35,382)	-	-	41,000
Share-based compensation	11	-	-	951,032	-	-	951,032
Shares issued for Victorian gold projects	5	33,333,333	20,000,000	-	-	-	20,000,000
Net loss for the period		-	-	-	-	(1,952,430)	(1,952,430)
<b>Balance as at March 31, 2021</b>		<b>58,370,500</b>	<b>31,259,203</b>	<b>1,064,083</b>	<b>155,055</b>	<b>(2,520,797)</b>	<b>29,957,544</b>
Share-based compensation	11	-	-	251,331	-	-	251,331
Net loss for the period		-	-	-	-	(1,038,286)	(1,038,286)
<b>Balance as at June 30, 2021</b>		<b>58,370,500</b>	<b>31,259,203</b>	<b>1,315,414</b>	<b>155,055</b>	<b>(3,559,083)</b>	<b>29,170,589</b>
Share-based compensation	11	-	-	553,114	-	-	553,114
Net loss for the period		-	-	-	-	(2,144,541)	(2,144,541)
<b>Balance as at March 31, 2022</b>		<b>58,370,500</b>	<b>\$ 31,259,203</b>	<b>\$ 1,868,528</b>	<b>\$ 155,055</b>	<b>\$ (5,703,624)</b>	<b>\$ 27,579,162</b>

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

**OUTBACK GOLDFIELDS CORP.**

**Condensed Consolidated Interim Statements of Cash Flow**

**For the three-months and nine-months ended March 31, 2022 and 2021**

(Unaudited - Expressed in Canadian Dollars)

	Note	Nine-months ended	
		March 31, 2022	March 31, 2021
<b>Cash flows from (used in) operating activities</b>			
Net loss for the period		\$ (2,144,541)	\$ (1,952,430)
Adjustments for items not representing changes in cash and cash equivalents			
Share-based compensation	11	553,114	951,032
Changes in non-cash working capital			
Amounts receivable	7	113,953	(99,530)
Prepays	8	320,816	(763,019)
Accounts payable and accrued liabilities	9	(199,821)	527,723
Net cash generated (used) in operating activities		\$ (1,356,479)	\$ (1,336,224)
<b>Cash flows from (used in) investing activities</b>			
Expenditure on exploration and evaluation asset	10	\$ (1,658,009)	\$ (676,841)
Loan repayment		-	(13,500)
Reclamation bond		(126)	-
Acquisition cost MP			(394,367)
Acquisition of equipment		491	(26,899)
Net cash (used) in investing activities		\$ (1,657,644)	\$ (1,111,607)
<b>Cash flows from financing activities</b>			
Proceeds from issuance of common shares and warrants	6	\$ -	\$ 11,408,000
Share issuance cost		-	(598,274)
Shares issued for option exercises		-	41,000
Net cash provided by financing activities		\$ -	\$ 10,850,726
<b>Change in cash</b>		\$ (3,014,123)	\$ 8,402,895
Cash, beginning of period		6,802,090	130,980
<b>Cash, end of period</b>		\$ 3,787,967	\$ 8,533,875

Supplemental disclosure with respect to cash flows is found in Note 17.  
The accompanying notes are an integral part of the consolidated financial statements.

## **OUTBACK GOLDFIELDS CORP.**

### **Notes to Condensed Consolidated Interim Financial Statements**

**For the three-months and nine-months ended March 31, 2022 and 2021**

(Unaudited - Expressed in Canadian Dollars)

---

#### **1. NATURE OF OPERATIONS AND GOING CONCERN**

##### **Nature of Operations**

Outback Goldfields Corp. (the "Company") was incorporated pursuant to the provisions of the Business Corporations Act of Ontario on March 6, 2018. In December 2020, the Company moved its jurisdiction of incorporation to British Columbia and completed the process in January 2021. The Company's head office is located at Suite 700 – 1090 West Georgia St., Vancouver, British Columbia. The Company's principal business activities include the acquisition and exploration of mineral property assets.

On December 15, 2020, the Company acquired certain gold projects located in Victoria, Australia including an exploration license for the Yeungroon Gold Project, and a right, title and interest in a mining joint venture agreement for the Glenfine Gold Project. In addition, three exploration license applications were acquired for the Silver Spoon Orogenic Gold Project, an additional part of the Yeungroon Gold Project and the Ballarat West Gold Project as part of the acquisition (Note 5). In December 2020, along with changing its name to Outback Goldfields Corp., the Company's trading symbol on the Canadian Securities Exchange was changed to "OZ" and the Company completed a 3 for 1 security consolidation. In early January 2021 the Company moved its listing to the TSXV and continues to trade with the symbol "OZ".

The Company's common shares were first listed on the Canadian Securities Exchange under the symbol "SKRB" on February 13, 2019. Since October 2019, the Company has held 100% interests in the Gossan and SBS properties, located in the Spences Gold Belt in British Columbia. The Company terminated its option agreement to acquire the RDR Project in Quebec, its original qualifying property, on March 24, 2020. The Company also trades on the Frankfurt exchange under the symbol "S600" and on the OTCQB under the symbol "OZBKF".

The company structure is comprised of the parent company Outback Goldfields Corp. and its sole 100% owned subsidiary Outback Goldfields Australia Pty Ltd incorporated in Australia.

##### **Going Concern**

These financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future.

As at March 31, 2022, the Company had working capital of \$3.7 million and incurred accumulated losses of \$5.7 million. The Company expects to incur further losses in the development of its business but is sufficiently funded to execute its business plans for at least the next 12 months. To continue as a going concern, the Company will be dependent upon its ability to develop the business further, generate future profitable operations and/or obtain additional financing.

##### **COVID-19**

The COVID-19 global pandemic has adversely affected the global economy. The Company's business travel has been restricted and various business operations including permitting processes and exploration mobilization has seen delays. The pandemic may impact the ability to raise funds in the future due to unforeseen circumstances including market volatility and investor apprehension. As of March 31, 2022, the pandemic has not had a material impact on the Company however due to ongoing focus by management on the situation and taking measures to mitigate the effects.

#### **2. BASIS OF PREPARATION**

##### **a) Statement of Compliance**

These condensed consolidated interim financial statements, including comparative financial information have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS"), and in accordance with International Accounting Standards ("IAS") 34, Interim Financial Reporting,

## **OUTBACK GOLDFIELDS CORP.**

### **Notes to Condensed Consolidated Interim Financial Statements**

**For the three-months and nine-months ended March 31, 2022 and 2021**

(Unaudited - Expressed in Canadian Dollars)

as issued by the International Accounting Standards Board ("IASB"). These condensed consolidated interim financial statements should be read in conjunction with the audited consolidated financial statements for the year ended June 30, 2021, which have been prepared in accordance with IFRS as issued by the IASB. The accounting policies followed in these condensed consolidated interim financial statements are consistent with those applied in the Company's consolidated financial statements for the year June 30, 2021.

#### **b) Basis of Measurement**

The Company's consolidated financial statements have been prepared on the historical cost basis except for the revaluation of certain financial assets and financial liabilities to fair value. The consolidated financial statements are presented in Canadian dollars (CAD) unless otherwise stated.

#### **c) Consolidation of Group Accounts**

The consolidated financial statements include the accounts of the Company and its wholly owned subsidiary Outback Goldfields Australia Pty Ltd ("Outback Australia"), incorporated in Australia in November 2020, just prior to acquiring the Victorian Gold Projects. Outback Australia has a functional currency of Canadian Dollars. Intercompany balances, transactions and unrealized intercompany gains and losses are eliminated upon consolidation.

#### **d) Security Consolidation (3 old shares for 1 new share)**

On December 11, 2020, the outstanding securities of the Company were consolidated at 3:1. All outstanding shares, options and warrants were adjusted with a 3:1 consolidation ratio, as well adjusting any and all strike prices by the same ratio. All information and amounts in these financial statements reflect retrospective treatment of the consolidation unless specifically identified and described as such.

### **3. SIGNIFICANT ACCOUNTING POLICIES**

The Company's accounting policies followed in these condensed consolidated interim financial statements are consistent with those applied in the Company's audited financial statements for the year ended June 30, 2021. The condensed consolidated interim financial statements should be read in conjunction with these most recent annual financial statements.

### **4. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGMENTS**

The preparation of the interim consolidated financial statements require management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, and contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual outcomes could differ from these estimates. These interim financial statements include estimates which, by their nature, are uncertain.

The impacts of such estimates are pervasive throughout the interim financial statements and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

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

#### *Impairment of exploration and evaluation assets*

Management applies judgement in assessing, each reporting period, whether there are any indicators of impairment related to exploration and evaluation assets. If an indicator exists, the recoverability of the exploration and evaluation

## **OUTBACK GOLDFIELDS CORP.**

### **Notes to Condensed Consolidated Interim Financial Statements**

#### **For the three-months and nine-months ended March 31, 2022 and 2021**

(Unaudited - Expressed in Canadian Dollars)

asset is assessed using estimates, judgements and assumptions. To estimate recoverability, management considers current and forecasted commodity prices as well as the economic viability of the project. For the period ended March 31, 2022 there were no impairment indicators related to exploration and evaluation assets.

#### *Share-based payments*

The Company measures the fair value of its share-based payments using a valuation model which requires management to use judgements and estimates in determining the inputs of such model. These inputs include volatility, spot price of the underlying shares, and expected life of the share option.

#### *Valuation and allocation of consideration paid to acquired mineral properties*

Management applies judgement in determining the valuation of consideration paid for properties when acquired. Relevant factors and indicators are evaluated including current share price at time of acquisition, volume of shares traded at time of acquisition, and recent material financings. Furthermore, management applies judgement in determining the allocation of consideration paid amongst properties when acquired. Relevant factors and indicators are evaluated including status of the ability to explore, the geological prospectivity of the property, and land area open to exploration.

#### *Tax loss utilization*

Management applies judgement in assessing, each reporting period, whether incurred losses have the potential to be utilized against future profits.

## **5. ACQUISITION OF VICTORIAN GOLD PROJECTS**

On December 15, 2020, the Company closed the acquisition of the Victorian Gold Projects pursuant to the terms of an asset purchase agreement. The Company acquired, from Petratherm Ltd. ("Petratherm" – ASX listed symbol "PTR"), one exploration license, three exploration license applications and the right, title and interest in a mining and joint venture agreement by issuing 33,333,333 common shares ("Payment Shares") of the Company.

Petratherm distributed the Payment Shares to its shareholders on a pro rata, in-specie basis by way of dividend, reduction of stated capital, or other type of distribution on April 19, 2021 pursuant to the asset purchase agreement following a 125 day hold period, during which the shares were held in trust for Petratherm's shareholders. As such, there was no change of control of, or significance influence over the Company as the distributed shares of Outback Goldfields are widely held. Following the disposition of these shares Petratherm holds nil shares of Outback Goldfields.

The transaction was accounted for as an asset purchase of mineral property interests as it did not meet the definition of a business combination under IFRS 3. The fair value of the consideration has been valued at \$20,000,000 or \$0.60 per share, which was consistent with the value received for the private placement shares issued which closed on November 17, 2020 and constitutes a material non-cash transaction. The entire value of consideration transferred has been allocated to Exploration and Evaluation Assets (Note 10) on the balance sheet. All transaction costs related to this acquisition were capitalized to Exploration and Evaluation Assets as acquisition costs.

## **6. PRIVATE PLACEMENT**

On November 17, 2020, before the 3 for 1 security consolidation discussed in Note 2, the Company closed a non-brokered private placement by issuing 57,030,000 units, with each unit consisting of one share and one-half of a warrant at \$0.20 per unit for gross proceeds of \$11,406,000. The warrants were valued at \$NIL per warrant, a residual amount, as required under IFRS.

Following the 3 for 1 consolidation, the \$0.50 exercise price of the warrants became \$1.50 and the warrants issued became 9,505,000. Each full warrant entitles the holder to acquire one common share for a period of two years (expiry date of November 16, 2022), subject to an accelerated expiry if the volume weighted average trading price of the Company's shares is greater than \$2.25 per share for a period of 10 consecutive trading days (the "Acceleration Event"). The Company may give notice to the holders of the Acceleration Event and the warrants will expire 30 days thereafter if unexercised.



## OUTBACK GOLDFIELDS CORP.

### Notes to Condensed Consolidated Interim Financial Statements

For the three-months and nine-months ended March 31, 2022 and 2021

(Unaudited - Expressed in Canadian Dollars)

Finder's fees and other subscription costs of \$598,274 cash and 2,538,450 pre-3-for-1 consolidation broker warrants with an exercise price of \$0.50, expiring on November 16, 2022 were issued in connection with the private placement. Following the consolidation, this warrant count became 846,150 with a strike price of \$1.50. The cash transaction fees were treated as share issuance costs in share capital.

#### 7. ACCOUNTS RECEIVABLE

The Company's accounts receivable consists entirely of GST receivables in Canada and Australia in all comparable periods.

#### 8. PREPAIDS

The Company's prepaids consists of insurance prepaids and various prepaid service contract expensed over their terms in all comparable periods.

#### 9. ACCOUNTS PAYABLE

The Company's accounts payable consists of normal course operating payables settled in due course as per their terms in all comparable periods.

#### 10. EXPLORATION AND EVALUATION ASSETS

During the year ended June 30, 2021, the Company acquired four mineral exploration projects (Victorian Gold Projects) in the Fosterville Gold District in the state of Victoria, Australia, as described in Note 5, for consideration of \$20,000,000 by way of issuance of 33,333,333 common shares and incurred \$418,592 in transaction related fees. Since the fair value of the mineral properties could not be estimated reliably, the Company used the fair value of share capital paid. The Company determined that the \$0.60 per share valuation of the Private Placement Units was the best indicator of fair value for the Payment Shares issued for these assets. Management allocated the consideration paid to each of the mineral properties acquired based on judgement and stage of granting of the licences as well as readiness to be explored.

	Yeungroon property	Glenfine property	Ballarat West property	Silver Spoon property	Gossan and SBS properties	Total
Opening balance as at July 1, 2020	\$ -	\$ -	\$ -	\$ -	\$ 7,656	\$ 7,656
Acquisition costs	\$ 8,575,808	\$ 5,717,206	\$ 3,062,789	\$ 3,062,789		\$ 20,418,592
Exploration costs						
Chemical analysis	2,610	16,036	-	-	-	18,646
GIS & data management	81,698	14,817	4,406	4,741	-	105,662
Drilling and trenching		1,307,911			-	1,307,911
Geological services	14,170	125,235	17,286	10,416	-	167,107
Geophysical surveys	7,301	732	2,082	2,256	-	12,371
Materials and supplies		49,905			-	49,905
Project management	8,889	11,994	3,106	5,783	-	29,772
Recording and filing	1,733	4,531	-	-	-	6,264
Travel	205	4,787	-	205	-	5,197
	116,606	1,535,948	26,880	23,401	-	1,702,835
Closing balance as at June 30, 2021	\$ 8,692,414	\$ 7,253,154	\$ 3,089,669	\$ 3,086,190	\$ 7,656	\$ 22,129,083

## OUTBACK GOLDFIELDS CORP.

### Notes to Condensed Consolidated Interim Financial Statements

For the three-months and nine-months ended March 31, 2022 and 2021

(Unaudited - Expressed in Canadian Dollars)

	Yeungroon property	Glenfine property	Ballarat West property	Silver Spoon property	Gossan and SBS properties	Total
Opening Balance as at July 1, 2021	\$ 8,692,414	\$ 7,253,154	\$ 3,089,669	\$ 3,086,190	\$ 7,656	\$ 22,129,083
Exploration costs						
Chemical analysis	56,031	86,733	9,415	-	-	152,179
GIS & data management	32,040	20,550	4,544	4,544	-	61,678
Drilling and trenching	616,892	9,038	-	-	-	625,930
Geological services	518,070	37,456	46,030	13,166	-	614,722
Geophysical surveys	16,759	-	-	-	-	16,759
Materials and supplies	82,577	35,700	5,196	-	-	123,473
Project management	17,586	7,642	3,039	2,547	-	30,814
Recording and filing	16,697	3,559	175	284	-	20,715
Travel	10,974	238	527	-	-	11,739
	1,367,626	200,916	68,926	20,541	-	1,658,009
Closing balance as at March 31, 2022	\$ 10,060,040	\$ 7,454,070	\$ 3,158,595	\$ 3,106,731	\$ 7,656	\$ 23,787,092

For the Gossan and SBS properties in Canada, the Company acquired 100% interest and was only required to pay the staking claim fees. The Company is evaluating options and future plans for these properties.

Minimum exploration spend commitments associated with granted exploration licences at the Victorian Gold Projects are as follows: \$412,050 for year ended June 30, 2022; \$468,900 for year ended June 30, 2023; \$472,400 for year ended June 30, 2024; \$372,400 for year ended June 30, 2025; and \$486,100 for year ended June 30, 2026.

## 11. SHARE CAPITAL

### a) Authorized Capital:

Unlimited number of common shares with no par value.

### b) Shares

Material movements in the Company's share transactions are as follows in the year ended June 30, 2021 and nine months ended March 31, 2022:

On November 17, 2020, the Company issued shares in connection with the private placement as described in Note 5.

On December 11, 2020, all shares outstanding were consolidated at a 3:1 ratio. All outstanding shares, options and warrants were adjusted with a 3:1 consolidation ratio, as well adjusting all strike prices by the same ratio. All information and amounts in these financial statements reflect retrospective treatment of the consolidation unless specifically identified and described as such.

On December 15, 2020, the Company issued 33,333,333 consolidated shares in relation to the acquisition of the Victorian Gold Projects (Note 5).

### c) Stock Options

At its AGM on November 19, 2020, the Company adopted a new revised stock option plan that allows issuance for up to 10% of its outstanding shares on a rolling basis amongst other terms of the plan. The purposes of the plan continue to be (a) support the achievement of the Company's performance objectives and (b) ensure that interests of key persons are aligned with the success of the Company. The Company implemented its original share option plan in July 2018. The fair value of each option grant is estimated at the date of grant using the Black-Scholes option pricing model and are amortized over their vesting period.

**OUTBACK GOLDFIELDS CORP.****Notes to Condensed Consolidated Interim Financial Statements****For the three-months and nine-months ended March 31, 2022 and 2021**

(Unaudited - Expressed in Canadian Dollars)

On December 15, 2020, the Company issued 5,383,333 stock options. The options granted have an exercise price of \$0.60, expire in 3 years from the grant date and vest in 3 tranches over 2 years with the first 1/3 vesting immediately and the subsequent two tranches one year apart. The grant price was in line with the private placement share price completed in November 2020. The following were the assumptions used to determine that the fair value is \$0.37 per option: Average expected life, 3 years; Forfeiture rate, NIL; Volatility, 100%; and risk-free rate, 0.29%. The full grant value will be expensed over the vesting period.

For the nine-months ended March 31, 2022, \$553,114 was expensed as stock compensation expense (\$951,032 for the comparable period ended March 31, 2021).

A summary of the Company's share options is as follows:

	Number of options outstanding	Weighted average exercise price
As at June 30, 2020	581,667	0.30
Exercised	(136,667)	0.30
Granted	5,383,333	0.60
As at June 30, 2021	5,828,333	\$0.58
Forfeited	(133,333)	0.60
<b>As at March 31, 2022</b>	<b>5,695,000</b>	<b>\$0.58</b>

The following is a summary of share options outstanding and exercisable at March 31, 2022:

Expiry date	Number exercisable	Number outstanding	Exercise price
October 21, 2024	386,667	386,667	\$0.30
July 9, 2028	58,333	58,333	0.30
December 15, 2023	3,500,000	5,250,000	0.60
<b>Balance</b>	<b>3,945,000</b>	<b>5,695,000</b>	<b>\$0.58</b>

## OUTBACK GOLDFIELDS CORP.

### Notes to Condensed Consolidated Interim Financial Statements

For the three-months and nine-months ended March 31, 2022 and 2021

(Unaudited - Expressed in Canadian Dollars)

#### d) Warrants

The following is a summary of warrants outstanding at March 31, 2022:

Expiry date	Number exercisable	Exercise Price
November 16, 2022 – Unit Warrants	9,505,000	\$1.50
November 16, 2022 – Broker warrants	846,150	1.50
<b>Balance</b>	<b>10,351,150</b>	<b>\$1.50</b>

The broker warrants related to the private placement were valued using the Black Scholes valuation model due to the nature of the warrants being a compensation instrument under IFRS and were valued at \$0.06 per warrant. The following were the assumptions used in determining the fair value of the warrants: Average expected life, 2 years; Forfeiture rate, NIL; Volatility, 100%, and risk-free rate, 0.25%.

## 12. RELATED PARTY DISCLOSURES

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole, and are considered related parties. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers. Payments to key management personnel in the three and nine months ended March 31, 2022 were made pursuant to their contracts and agreements in place and consist of cash-based payments as well stock-based compensation arising from amortization of options granted.

During the year ended June 30, 2021 and nine months ended March 31, 2022, no common shares were issued to related parties of the Company, but certain officers and directors of the Company participated in the private placement described in Note 6, acquiring shares of the Company.

The Company sub-leases its office space and receives shared services from an entity controlled by its Chairman. Sub-lease costs, office expenses, human resource support, and related fees of \$12,000 per month came into effect December 1, 2020 and are being incurred and paid monthly. In addition, transaction advisory fees of \$240,000 related to the Petratherm asset transaction were incurred upon closing of the transaction for services provided by this same entity and were capitalized to the cost of the properties acquired. All dealings with this entity are at fair market value for services received by the Company.

## 13. COMMITMENTS

The Company's three-year Vancouver office shared space sub-lease entered into as of December 1, 2020 has an annual cost of \$144,000. The contract has an option to be terminated upon 6 months notice and the Company has determined IFRS 16 does not apply. Minimum exploration spend commitments associated with granted exploration licences at the Victorian Gold Projects are approximately \$475,000 per year, an amount less than that budgeted to be spent for the Company's exploration programs.

## 14. CAPITAL MANAGEMENT

The Company's capital consists of share capital, promissory notes, warrant and option reserves. The Company manages its capital structure based on the funds available to the Company, in order to support exploration. The Board of Directors does not impose quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain the future development of the business.

In the management of capital, the Company considers all types of equity and is dependent on third party financing, whether through debt, equity, or other means. Although the Company has been successful in raising funds to date, there is no assurance that the Company will be successful in obtaining required financing in the future or that such financing will be available on terms acceptable to the Company.

Management reviews its capital management approach on an on-going basis and believes that this approach,

## **OUTBACK GOLDFIELDS CORP.**

### **Notes to Condensed Consolidated Interim Financial Statements**

**For the three-months and nine-months ended March 31, 2022 and 2021**

(Unaudited - Expressed in Canadian Dollars)

---

given the relative size of the Company, is reasonable. The Company is not subject to externally imposed capital requirements.

#### **15. FINANCIAL INSTRUMENTS**

##### **a) Fair Value**

The Company's financial instruments consist of cash, accounts receivable, accounts payable and accrued liabilities. The fair value of the Company's financial instruments approximates their carrying value as at March 31, 2022 because of the demand nature or short-term maturity of these instruments. All of the Company's accounts receivable, accounts payable and accrued liabilities are expected to be settled in less than 1 year.

##### **b) Financial Risk Management Objectives and Policies**

The risks associated with the Company's financial instruments and the policies on how to mitigate these risks are set out below. Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

###### **i) Credit Risk**

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. As at March 31, 2022, the Company has cash on deposit with a large Canadian bank. Management believes the risk of loss to be remote.

###### **ii) Liquidity Risk**

Liquidity risk is the risk that an entity will encounter difficulty in raising funds to meet its obligations. The Company manages liquidity risk by maintaining sufficient cash balances. Liquidity requirements are managed based on expected cash flows to ensure that there is sufficient capital to meet short-term obligations.

###### **iii) Market Risk**

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates and commodity and equity prices. The Company does not expect exchange rates or interest rates to have a material impact to the Company in the foreseeable future. Commodity and equity prices however can affect the ability to raise capital in the future should that be needed.

###### **iv) Currency Risk**

The Company's operating costs are primarily in Canadian dollars and Australian dollars, therefore any fluctuations of the Canadian dollar in relation to the Australian dollar may affect the profitability and value of some assets and liabilities of the Company. Management believes that at March 31, 2022, any currency risk from foreign exchange conversion is not significant.

###### **v) Interest Rate Risk**

Interest rate risk is the risk that the future cash flows from a financial instrument will fluctuate due to changes in market interest rates. The Company holds its cash in bank accounts that earn variable interest rates.

Due to the short-term nature of these financial instruments, fluctuations in market rates do not have a significant impact on the estimated fair value of the Company's cash and cash equivalent balances as of the balance sheet date.

**OUTBACK GOLDFIELDS CORP.**

**Notes to Condensed Consolidated Interim Financial Statements**

**For the three-months and nine-months ended March 31, 2022 and 2021**

(Unaudited - Expressed in Canadian Dollars)

---

**16. SEGMENTED INFORMATION**

The Company is in the exploration stage and has no segment revenues or operating results. The Company's current assets are primarily held in Canada while the non-current assets are in Australia.

**17. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS**

No cash was paid for interest or taxes, nor any non-cash transactions occurred in the period ending March 31, 2022 (March 31, 2020 – NIL other than the acquisition of the Victorian Gold Projects, refer to Note 5).