IC CAPITALIGHT CORP.

(FORMERLY INTERNATIONAL CORONA CAPITAL CORP.)

Unaudited Condensed Consolidated Interim Financial Statements

For the nine months ended September 30, 2020 and 2019

Expressed in Canadian Dollars

In accordance with National Instrument 51-102, the Company discloses that its auditors have not reviewed these unaudited condensed consolidated interim financial statements.

IC Capitalight Corp.
Condensed Consolidated Interim Statements of Financial Position
Unaudited, Expressed in CAD Dollars

	September 30, 2020 $	December 31, 2019 $
Assets		
Current assets:		
Cash and cash equivalents	119,527	645,775
Accounts receivable (note 3)	42,453	22,271
Amounts receivable	64,269	60,150
Prepaid expenses	25,844	16,624
Total current assets	252,093	744,820
Non-current assets:		
Prepaid investment deposit (note 4)	-	506,250
Investments (note 4)	1,811,842	807,874
Intangible asset (note 5)	53,550	63,000
Goodwill (note 5)	189,000	189,000
Exploration and evaluation assets (note 6)	2	2
Total non-current assets	2,054,394	1,566,126
Total Assets	**2,306,487**	**2,310,946**
Liabilities		
Current liabilities:		
Accounts payable and accrued liabilities (note 14)	308,925	448,819
Deferred flow-through premium (note 13)	21,500	21,500
Deferred revenue (note 7)	109,194	98,248
Short term debt	40,000	-
Total current liabilities	479,620	568,567
Long term liabilities:		
Deferred long term obligations (note 8)	310,429	-
Total Liabilities	**790,049**	**568,567**
Shareholders' Equity		
Share capital (note 9)	8,190,188	8,145,552
Contributed surplus	613,208	613,208
Accumulated deficit	(7,286,958)	(7,016,381)
Total Shareholders' Equity	**1,516,438**	**1,742,379**
Total Liabilities and Shareholders' Equity	**2,306,487**	**2,310,946**

The accompanying notes are integral to these condensed consolidated interim financial statements.

Nature of Operations of Going Concern (note 1)

IC Capitalight Corp.
Condensed Consolidated Interim Statements of Operations and Comprehensive (Loss) Income
Unaudited, Expressed in CAD Dollars

	For the three months ended September 30, 2020 $	For the three months ended September 30, 2019 $	For the nine months ended September 30, 2020 $	For the nine months ended September 30, 2019 $
Revenue	**86,961**	**-**	**236,011**	**-**
Operating expenses				
Management fees (note 14)	41,790	20,000	162,470	40,000
Research salaries and benefits	59,563	-	187,032	-
Research consultants and services	27,116	-	92,125	-
Exploration and evaluation expenses (note 6)	9,877	875	38,267	30,382
Professional and legal fees (note 11, 14)	16,962	27,962	46,808	153,275
Public filing fees	5,953	1,739	17,491	34,086
Telecommunications	8,890	-	16,820	-
Travel expenses	743	-	10,239	-
Rent	4,800	-	14,400	-
Bad debts (note 3)	1,075	-	3,897	-
General and administrative expenses	2,859	652	10,504	1,576
Insurance	2,100	2,100	6,275	2,100
Bank fees	417	-	1,488	-
Accretion expense	3,718	-	7,436	-
Amortization of brand value	3,150	-	9,450	-
Total operating expenses	189,013	53,328	624,702	261,419
(Loss) income before other (loss) income	(102,052)	(53,328)	(388,691)	(261,419)
Coupon income from debentures (note 4)	45,416	-	126,086	-
Other items				
Foreign exchange gain (loss)	(2,388)	-	(7,842)	-
Interest income (expense)	(41)	-	(130)	-
Net (loss) income and comprehensive (loss) income for the period	(59,066)	(53,328)	(270,577)	(261,419)
Weighted-average common shares, - basic and diluted	85,580,770	68,504,461	85,198,252	68,504,461
Net loss (income) per common shares, - basic and diluted	(0.00)	(0.00)	(0.00)	(0.00)

The accompanying notes are integral to these condensed consolidated interim financial statements.

IC Capitalight Corp.
Condensed Consolidated Interim Statements of Cash Flows
Unaudited, Expressed in CAD Dollars

	For the nine months ended September 30, 2020 $	For the nine months ended September 30, 2019 $
Cash flows from operating activities		
Net (loss) income for the year	**(270,577)**	**(261,419)**
Items not affecting cash:		
Accretion expense	7,436	-
Amortization	9,450	-
Change in working capital balances:		
(Increase) decrease in Accounts and amounts receivable	(24,301)	(6,755)
(Increase) decrease in Prepaid expenses	(9,220)	29,335
Increase (decrease) in Accounts payable and accrued liabilities	(139,893)	205,520
Increase (decrease) in Deferred revenue	10,946	-
Net cash used in operating activities	**(416,159)**	**(33,321)**
Cash flows from investing activities		
Acquisition of debenture units	(194,725)	-
Net cash used in investing activities	**(194,725)**	**-**
Cash flows from financing activities		
Proceeds from short term debt	40,000	
Proceeds from issuance of common shares	44,636	-
Net cash provided by financing activities	**84,636**	**-**
Increase (decrease) in cash and cash equivalents	(526,248)	(33,321)
Cash and cash equivalents - beginning of period	645,775	45,184
Cash and cash equivalents - end of period	**119,527**	**11,863**

The accompanying notes are integral to these condensed consolidated interim financial statements.

IC Capitalight Corp.
Condensed Consolidated Interim Statements of Changes in Shareholders' (Deficit) Equity
Unaudited, Expressed in CAD Dollars

	Number of Shares	*Share Capital*	*Contributed Surplus*	*Accumulated Deficit*	*Shareholders' (Deficit) Equity*
	#	$	$	$	$
Balance – December 31, 2018	**34,252,230**	**5,626,779**	**613,208**	**(6,167,235)**	**72,752**
Net loss for the period				(208,901)	(208,901)
Balance – September 30, 2019	**34,252,230**	**5,626,779**	**613,208**	**(6,376,136)**	**(136,149)**
Private placement of common shares (note 8)	13,208,333	814,000			814,000
Fair value of flow-through premium (note 8, 12)		(21,500)			(21,500)
Acquisition of Murenbeeld & Co. Inc. (note 5)	7,583,333	400,000			400,000
Reclassification of share capital for escrow (note 5)		(127,851)			(127,851)
Acquisition of Stone Debentures (note 4)	28,227,500	1,693,650			1,693,650
Reclassification of share capital for escrow (note 4)		(379,526)			(379,526)
Shares issued for settlement of debt (note 8)	1,416,667	140,000			140,000
Net loss for the period				(640,245)	(640,245)
Balance – December 31, 2019	**84,688,063**	**8,145,552**	**613,208**	**(7,016,381)**	**1,742,379**
Shares issued for settlement of debt (note 8)	892,707	44,636			44,636
Net loss for the period				(270,577)	(270,577)
Balance – September 30, 2020	**85,580,770**	**8,190,188**	**613,208**	**(7,286,958)**	**1,516,438**

The accompanying notes are integral to these condensed consolidated interim financial statements.

1. Nature of Operations and Going Concern

IC Capitalight Corp. (the "Company") is incorporated under the British Columbia Business Corporations Act and has a fiscal year-end of December 31. The Company's registered office is at 2200 HSBC Building, 885 West Georgia Street, Vancouver, BC, V6C 3E8.

On October 2, 2019, the Company completed a change of business transaction whereby the company changed its name from International Corona Capital Corp. to IC Capitalight Corp., acquired all of the issued and outstanding shares of Murenbeeld & Co. Inc. ("Murenbeeld") and certain fixed income debentures of Stone Investment Group Limited ("Stone Debentures"). Prior to the change of business, the Company was focused only on the exploration and development of mineral projects.

The Company operates as a merchant bank that pursues value-based investment opportunities in accordance with its internal investment policies. The Company provides shareholders with long-term capital growth by investing in a portfolio of undervalued companies, securities and mineral properties. The investment portfolio, consisting primarily of Stone Debentures, is generating positive operating cash flows on a quarterly basis. The Murenbeeld subsidiary, which operates a proprietary subscription research business that is focused on the gold sector and Canadian preferred shares research, has recurring revenues and is expected to generate positive operating cash flows once it achieves profitability. The portfolio of mineral exploration properties, consisting of the Blue Lake Cu-Ni-Pt-Pd and Ashuanipi Gold projects, are at an early stage of exploration and may require additional expenditures in order to generate a return on investment.

The Company does not pay dividends and is unlikely to do so in the immediate or foreseeable future.

These consolidated financial statements were approved by the Board of Directors on November 30, 2020.

Corporate Structure

IC Capitalight Corp. owns 100% of Murenbeeld, an Ontario company, which was acquired on October 2, 2019.

Going Concern Assumption

The accompanying consolidated financial statements have been prepared on the basis of a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business.

As of September 30, 2020, the Company had an accumulated deficit of $7,286,958 (December 31, 2019: 7,016,381) and incurred a net loss of $270,577 during the interim period. As such, conditions exist that may raise substantial doubt regarding the Company's ability to continue as a going concern. In assessing whether the going concern assumption is appropriate, management considers all available information about the future, which is at least, but not limited to, twelve months from the end of the reporting period. The Company's ability to continue operations is dependent on management's ability to manage its working capital and secure additional financing. Management is actively pursuing additional sources of financing, and while it has been successful in doing so in the past, there can be no assurance it will be able to do so in the future. These conditions cast significant doubt about the Company's ability to continue as a going concern. These consolidated financial statements do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and therefore need to realize its assets and liquidate its liabilities and commitments in other than the normal course of business and at amounts different from those in the accompanying consolidated financial statements. These adjustments could be material.

COVID-19

As of March 31, 2020, the outbreak of the novel strain of coronavirus, specifically identified as "COVID-19", has continued to result in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods and social distancing, have caused material disruption to businesses globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. The duration and impact of the COVID-19 outbreak is unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and conditions of the Company in future periods.

2. Significant Accounting Policies

Statement of compliance with IFRS

These condensed consolidated interim financial statements have been prepared in accordance and comply with International Accounting Standard 34 Interim Financial Reporting ("IAS 34") using accounting principles consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the IFRS Interpretations Committee ("IFRIC"). The accounting policies adopted are consistent with those of the previous financial year and the corresponding interim reporting period. Furthermore, the information on accounting standards effective in future periods and not yet adopted remains unchanged from that disclosed in the annual financial statements.

Basis of measurement

These condensed consolidated interim financial statements have been prepared under the historical cost basis except for certain financial instruments that are measured at fair values, as explained in the accounting policies below.

Basis of consolidation

These condensed consolidated interim financial statements include the financial position, results of operation and cash flows of the Company and its wholly owned subsidiary, Murenbeeld. Intercompany balances, transactions, income and expenses, profits and losses, including gains and losses relating to the subsidiary have been eliminated on consolidation.

Significant accounting estimates, judgments and assumptions

To prepare condensed consolidated interim financial statements in conformity with IFRS, the Company must make estimates, judgements and assumptions concerning the future that affect the carrying values of assets and liabilities as of the date of the financial statements and the reported values of revenues and expenses during the reporting period. By their nature, these are uncertain and actual outcomes could differ from the estimates, judgments and assumptions.

The impacts of such estimates are pervasive throughout the condensed consolidated 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 also in future periods when the revision affects both current and future periods. Significant accounting judgments, estimates and assumptions are reviewed on an ongoing basis.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the end of the reporting period, that could have an effect on the amounts recognized in the consolidated financial statements relate to the following:

> *Going concern:* The preparation of the condensed consolidated interim financial statements requires management to make judgments and estimates regarding the ability to continue as a going concern.
>
> *Impairment:* The preparation of the consolidated financial statements requires management to make judgments regarding the impairment of the fair value of financial assets carried at amortized costs.
>
> *Fair value of private investments (level 3):* The preparation of the consolidated financial statements requires management to make judgments regarding the fair value of the private company investments held by the Company. Where the fair values of investments cannot be derived from active markets, they are determined using a variety of valuation techniques. The inputs to these models are derived from observable market data where possible, but where observable market data are not available, management's judgment is required to establish fair values.

3. Accounts Receivable

	September 30, 2020 $	December 31, 2019 $
Current	26,284	13,516
1 - 30 days past due	820	6,700
30 – 60 days past due	1,591	2,620
60 – 90 days past due	85	-
> 90 days past due	14,239	-
Foreign Exchange	-	-
	43,019	22,837
Lifetime expected credit losses	(566)	(566)
Ending balance	**42,453**	**22,271**

All categories of receivables are required to have a provision, even when they are not past due. The following is the provision matrix used to determine the lifetime expected credit losses:

	Current	1-30 days	31-60 days	61-90 days	>90 days
Default rate	1%	3%	9%	15%	20%

The following is the movement in lifetime expected credit losses:

	Movement in Lifetime Credit Losses *$*
Balance at December 31, 2018	-
Loss allowance on Murenbeeld acquisition date	3,768
Loss allowance remeasurement	(3,202)
Balance at December 31, 2019 and September 30, 2020	**566**

4. Investments

As of September 30, 2020, the investment portfolio consisted of 2,529 debenture units and 112,810 common shares issued by Stone Investment Group Limited, a private company that operates a 25-year-old mutual fund business with $525 million of assets under management.

Each debenture unit consists of a debenture with a $1,000 face value and 600 common share purchase warrants. The debentures pay 7.5% interest per annum, payable in cash quarterly, and mature on December 28, 2021. Additional deferred interest will be paid to the holders at maturity of the debentures. The warrants are exercisable at a price of $0.68 per common share until maturity of the debentures and are subject to a minimum company repurchase obligation of $0.05 per warrant at maturity of the debentures.

As of September 30, 2020, the debentures had a total face value of $2,529,000 and an effective interest rate of 35% until maturity. As of September 30, 2020, the warrants had a total repurchase value of $75,870 and an effective interest rate of 5% until maturity.

The Company's investments portfolio consisted of the following securities as of September 30, 2020:

Investments	Cost	Level 1	Level 2	Level 3	Total Fair Value
	$	$	$	$	$
Debentures	1,740,477	-	-	1,740,477	1,740,477
Warrants	71,365	-	-	71,365	71,365
Common shares	-	-	-	-	-
Total investments	1,811,842	-	-	1,811,842	1,811,842

The Company's investments portfolio consisted of the following securities as at December 31, 2019:

Investments	Cost	Level 1	Level 2	Level 3	Total Fair Value
	$	$	$	$	$
Debentures	807,874	-	-	807,874	807,874
Warrants	-	-	-	-	-
Common shares	-	-	-	-	-
Total investments	807,874	-	-	807,874	807,874

Level 3 fair value hierarchy

The following table presents the changes in fair value measurements classified at Level 3 of the fair value hierarchy. The financial instruments are measured at fair value utilizing non-observable market inputs. The net realized gains (loss) on disposals of investments and the net change in unrealized gains (loss) on investments are recognized in the statements of operations and comprehensive (loss) income.

	Opening Balance	Purchases / Loans	Transfers / Conversions	Net Proceeds	Net Realized Gains	Net Unrealized Gains	Ending Balance
	$	$	$	$	$	$	$
December 31, 2019	-	807,874	-	-	-	-	807,874
September 30, 2020	807,874	1,003,968	-	-	-	-	1,811,842

Within Level 3, the Company included private company investments and other investment instruments such as debentures and warrants which are not quoted on a recognized securities exchange. The key assumptions used in the valuation of these instruments include, but are not limited to, the value at which a recent financing was done by the investee, company-specific information, trends in general market conditions and the share performance of comparable publicly traded companies.

4. Investments (continued)

The following table presents the valuation techniques and the nature of significant inputs used to determine the fair values of the Level 3 investments as of September 30, 2020:

Investments	Total Fair Value $	Method	Unobservable inputs	Range of inputs and impact
Debentures	1,740,477	Internal model based on discounted value of expected cash flows, expected yield and credit ratings	Discount rate and credit rating	+/- 5% change in discount rate would result in an increase of $81,402 and a decrease of $79,787
Warrants	71,365	Internal model based on discounted value of expected cash flows and expected yield	Discount rate	+/- 5% change in discount rate would result in an increase of $4,505 and a decrease of $4,016
Common shares	-	Recent transaction price	Market price	$nil
	1,811,842			

Within Level 3 of the fair value hierarchy, for those investments valued based on recent transactions, management has determined that there are no reasonably possible alternative assumptions that would change the fair value significantly as of September 30, 2020.

The sensitivity analysis is intended to reflect the uncertainty inherent in the valuation of these investments under current market conditions, and its results cannot be extrapolated due to non-linear effects that changes in valuation assumptions may have on the fair value of these investments. Furthermore, the analysis does not indicate a probability of such changes occurring and it does not necessarily represent the Company’s view of expected future changes in the fair value of these investments.

Interest income

During the nine months ended September 30, 2020, the Company recognized debenture interest income of $126,086 (2019 $nil) and was owed accrued interest of $45,415 as of September 30, 2020.

5. Intangible Assets

On October 2, 2019, the Company acquired Murenbeeld and recognized an intangible asset for the brand value of Murenbeeld, which was determined using a 6% relief from royalty valuation model will be amortized over a period of five years.

		Brand Value Balance
Balance as of December 31, 2019	**$**	**63,000**
Amortization		9,450
Balance as of September 30, 2020	**$**	**53,550**

6. Exploration and Evaluation Assets

	Blue Lake (Retty Lake) $	Schefferville $	Total $
Balance, December 31, 2019	1	1	2
Balance, September 30, 2020	1	1	2

Blue Lake Property (Cu-Ni-Pt-Pd)

On June 30, 2008, the Company entered into an option agreement to earn a 100% interest in the Blue Lake (formerly known as the Retty Lake Property) copper-nickel-PGM exploration property, which is located northeast of Schefferville, Quebec.

On February 12, 2013, the Company completed the earn-in by issuing 1,800,000 common shares and by incurring exploration expenditures on the property totaling $1,855,000. This included a 2,377-line km VTEM and a 1,767-line km ProspecTEM airborne survey, which showed anomalous EM responses in the region of the historic Blue Lake mineral deposit (this historic deposit is hosted on claims not held by the Company). In 2014, the Company staked the Blue Lake South property, which is southeast of the historic Blue Lake mineral deposit. The Blue Lake South claims were staked after obtaining VTEM airborne and Pt-Pd sampling data from Anglo American Exploration (Canada).

The Blue Lake Property claims are subject to a 3% net smelter return royalty ("NSR") from the sale of mineral products from the Blue Lake Property following the commencement of commercial production less allowable deductions. The NSR is subject to a buy-back right of the Company to repurchase the NSR for $3,000,000 and in the event the holder intends to sell all or part of the NSR, the Company has the right to require the holder to sell all or part of the NSR to the Company (the "NSR ROFR") on the terms and conditions set out in a notice which will be open for acceptance by the Company for a period of 30 days from receipt of the notice.

During the year ended December 31, 2017, the Company elected to write-down the carried value of the property to $1 and most of the Blue Lake South claims were allowed to lapse.

On July 21, 2020, the Company announced it staked 194 high priority claims in the Blue Lake South area and renamed all of the claims as the Blue Lake Property.

As of September 30, 2020, the Blue Lake Property consisted of 263 claims covering 12,724 hectares. The Company now controls a 35km long by 3 to 5km wide group of contiguous claims on one of the most under explored and prospective Pt-Pd-Cu-Ni belts in Canada. Based on a review of all of the survey data, the company has identified more 30 anomalous EM targets for follow-up. The Company is currently planning an exploration program on the property and will announce its plans once they are finalized.

Schefferville Ashuanipi Gold Property (Au)

On June 15, 2011, the Company acquired a 55% interest in the Schefferville Ashuanipi Gold Property, which is located southwest of Schefferville, Quebec), by completing $800,000 in exploration work, making cash payments totaling $60,000 and issuing 300,000 common shares to Western Troy Capital Resources Inc ("Western Troy") to complete the earn-in.

Upon completing the earn-in, the Company and Western Troy Capital Resources Inc formed a joint venture. As of December 31, 2016, the Company had increased its interest in the joint venture to 64% by incurring an additional $375,973 in exploration expenditures. During the year ended December 31, 2017, the Company elected to write-down the carried value of the property to $1 and certain claims were allowed to lapse.

On November 3, 2020, the Company announced it had acquired undivided 100% interest in the Schefferville Ashuanipi Gold Property mineral claims by acquiring the remaining 36% of the joint venture. To complete the acquisition, Capitalight paid Western Troy a consideration of $25,000 plus 666,666 common shares and 333,333 common share purchase warrants exercisable at $0.075 per warrant for a period of two years.

The Schefferville Ashuanipi property currently consists of 48 claims covering 2,359 hectares. The Company is currently revaluating the geological merit of the property and may complete additional exploration work as financial resources will allow.

Exploration and evaluation expenditures

During the period ended September 30, 2020, the Company incurred mineral claim management fees of $37,467 (2019: $12,834) and mineral exploration consulting fees of $800 (2019: $16,673).

7. Deferred Revenue

		Deferred Revenue Balance
Balance at December 31, 2019	**$**	**98,248**
Deferred revenue recognized into revenue where performance obligations have been completed		(95,608)
Additions to deferred revenue where performance obligations have not been completed		106,554
Balance at September 30, 2020	**$**	**109,194**

8. Deferred Obligations

Pursuant to a debenture purchase agreement with an arm's length third-party, the Company completed on March 30, 2020 the acquisition for investment purposes of 750 debenture units issued by Stone Investment Group Limited, a private company, which was recognized on the statement of financial position as an investment at the fair market value of the consideration. The Company is further obligated to pay the third-party a deferred payment of $330,000 upon maturity of the debentures on December 28, 2021.

The fair value is calculated as the present value of the obligation based on a discount rate of 3%.

		Deferred Obligation Balance
Balance as of December 31, 2019	**$**	**-**
Recognition of deferred obligation		302,993
Accretion expense		7,436
Balance as of September 30, 2020	**$**	**310,429**

9. Share Capital

The Company's common shares have no par value and the authorized share capital is composed of an unlimited number of common shares. As of September 30, 2020, the Company had 85,580,770 common shares issued and outstanding (December 31, 2019: 84,688,063).

Shares issued during the nine months ended September 30, 2020

On January 28, 2020, the Company announced the completion of a shares for debt settlement whereby the Company settled total indebtedness of $44,636 by issuing 892,707 common shares. This was completed pursuant to certain employment agreements that contain provisions for the issuance of shares as part of the annual compensation of the employees.

10. Warrants

As of September 30, 2020, there were no common share purchase warrants issued and outstanding (December 31, 2019: Nil).

11. Stock Options

The Company's stock option plan is restricted to a maximum of 10% of the issued and outstanding common shares. Under the stock option plan, the Company may grant stock options to directors, officers, employees and consultants. The Board of Directors administers the plan and determines the vesting and terms of each grant.

The Black-Scholes option valuation model is used by the Company to determine the fair value of stock option grants based on the market price, the exercise price, compound risk free interest rate, annualized volatility and number of periods until expiration. Each stock option entitles the holder to purchase one common share of the Company at the respective exercise price prior to or on the respective expiration date.

As of September 30, 2020, the Company had 2,700,000 stock options issued and outstanding (December 31, 2019: Nil) with a weighted average expiration of 4.32 years (December 31, 2019: Nil years) which are exercisable into 2,700,000 common shares (December 31, 2019: Nil common shares) at a weighted average exercise price of $0.05 (December 31, 2019: $0.00). All stock options that are currently outstanding vested on the grant date.

Options granted during the nine months ended September 30, 2020

On January 24, 2020, the Company announced that 2,700,000 incentive stock options have been granted to directors, officers and employees pursuant to the Company's stock option plan. The options have an exercise price of $0.05 per share and are exercisable for a period of five years unless terminated pursuant to the terms of the stock option plan.

Continuity Schedule

The following is a schedule of the outstanding stock options for the nine months ended September 30, 2020:

Grant Date	**Expiration Date**	**Exercise Price**	**Balance Outstanding December 31, 2019**	**Options Granted (Expired or Cancelled)**	**Options Exercised**	**Balance Outstanding September 30, 2020**
January 24, 2020	January 24, 2025	$ 0.05	-	2,700,000	-	2,700,000
Total Outstanding			-	2,700,000	-	2,700,000

The following is a continuity schedule of the Company's outstanding common stock purchase options:

	Weighted-Average Exercise Price	**Number of Stock Options**
	$	**#**
Outstanding as of December 31, 2019	-	-
Granted	0.05	2,700,000
Exercised	-	-
Expired or Cancelled	-	-
Outstanding as of September 30, 2020	0.05	2,700,000

12. Professional Fees

	For the three months ended September 30, 2020	For the three months ended September 30, 2019	For the nine months ended September 30, 2020	For the nine months ended September 30, 2019
	$	$	$	$
Audit and review fees	10,275	17,850	26,725	30,750
Tax preparation fees	4,500	-	4,500	-
Legal fees	(2,274)	7,092	(2,742)	115,505
Accounting fees	4,461	3,020	18,325	7,020
Total professional and legal fees	**16,962**	**27,962**	**46,808**	**153,275**

13. Commitments

Flow-Through Expenditure Commitments

The Company completed flow-through ("F/T") share financings that involve a commitment to incur Canadian exploration expenditures ("CEEs") prior to the end of specific calendar years and to renounce the CEE tax deductions to the subscribers. Flow-through shares and exploration expenditures qualifying as CEEs are defined in the Income Tax Act of Canada.

To help alleviate issues relating to COVID-19, the Department of Finance Canada announced a proposal in July 2020 that it would extend the timelines for incurring eligible expenses applicable to Issuers of flow-through shares renounced using the look-back rule in 2019 and 2020 by 12 months.

The following tables sets out the flow-through expenditure commitments as of September 30, 2020:

Series	2019 F/T Series
Financing date	October 2, 2019
Renunciation date under look-back rule	December 31, 2019
Commitment deadline	December 31, 2021
Commitment amount	$86,000
Less: expenditures incurred in 2019	-
Less: expenditures incurred in 2020	-
Estimated F/T expenditures remaining	$86,000

14. Related Party Transactions and Balances

Parties are related if one party has the direct or indirect ability to control or exercise significant influence over the other party in making operating and financial decisions. Parties are also related if they are subject to common control or common significant influence. A transaction is considered to be a related party transaction when there is a transfer of economic resources or financial obligations between related parties. Related party transactions that are in the normal course of business and have commercial substance are measured at the fair value.

Balances and transactions between the Company and its wholly owned subsidiary, which is a related party of the Company, have been eliminated and are not disclosed in this note.

Other related parties include companies controlled by key management personnel. Key management personnel are composed of the Board of Directors, Chief Executive Officer and Chief Financial Officer of the Company.

The following key management personnel related party transactions occurred during the nine months ended September 30, 2020 and 2019:

	For the three months ended September 30, 2020	For the three months ended September 30, 2019	For the nine months ended September 30, 2020 $	For the nine months ended September 30, 2019 $
Management fees	41,790	20,000	162,470	40,000
Professional and legal fees	4,461	4,000	18,325	4,000
Total	**46,251**	**24,000**	**180,795**	**45,000**

The following key management related party balances existed as of September 30, 2020 and December 31, 2019:

	As of September 30, 2020 $	As of December 31, 2019 $
Accounts payable and accrued liabilities due to companies controlled by directors and officers of the Company	86,654	47,270
Total	**86,654**	**47,270**

15. Financial Instruments and Risks

The following disclosures are to enable users of the consolidated financial statements to evaluate the nature and extent of risks arising from financial instruments at the end of the reporting period:

Credit risk

Financial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of accounts receivables. The Company mitigates its credit risk on receivables through a review of the counterparties in which they do business.

The Company has credit risk arising from the potential from counterparty default on cash and cash equivalents, accounts receivable and amounts receivable, excluding HST. The Company manages this risk by ensuring that deposits are only held with large Canadian banks and financial institutions. The Company manages this risk by reviewing the credit worthiness of material new customers, monitors customer payment performance and, where appropriate, reviews the financial condition of existing customers.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations associated with financial liabilities. Liquidity risk arises from the Company's financial obligations and in the management of its assets, liabilities and capital structure. The Company manages this risk by regularly evaluating its liquid financial resources to fund current and long-term obligations and to meet its capital commitments in a cost-effective manner.

The main factors that affect liquidity include working capital requirements, capital-expenditure requirements and equity capital market conditions. The Company's liquidity requirements are met through a variety of sources, including cash and cash equivalents and equity capital markets.

As at September 30, 2020, the Company had a cash and cash equivalents balance of $119,527 (December 31, 2019: $645,775) to settle accounts payable and accrued liabilities of $479,620 (December 31, 2019: $448,819).

Based on management's assessment of its past ability to obtain required funding, the Company believes that it will be able to satisfy its current and long-term obligations as they come due.

Market risks

Market risk is the potential for financial loss from adverse changes in underlying market factors, including foreign exchange rates, commodity prices and interest rates.

- Interest rate risk is the sensitivity of the fair value or of the future cash flows of a financial instrument to changes in interest rates. The Company does not have any financial assets or liabilities that are subject to variable interest rates.

- Commodity price risk is the sensitivity of the fair value of, or of the future cash flows, from mineral assets. The Company manages this risk by monitoring mineral prices and commodity price trends to determine the appropriate timing for funding the exploration or development of its mineral assets, or for the acquisition or disposition of mineral assets. The Company does not have any mineral assets at the development or production stage carried at historical cost. The Company has expensed the acquisition and exploration costs of its exploration stage mineral assets.

- Currency risk is the sensitivity of amounts denominated in foreign currencies. The Company enters into certain transactions with customers and suppliers denominated in U.S. dollars for which the related revenues, expenses, cash, accounts receivable and accounts payable balances are subject to exchange rate fluctuations. As at September 30, 2020 and December 31, 2019, the following items are denominated in U.S. dollars (expressed in CAD in the table below):

	As at September 30, 2020	As at December 31, 2019
Cash	$ 33,441	$ 19,572
Accounts receivable	1,591	2,318
Accounts payable	(15,304)	(10,394)
Net exposure	$ 19,728	$ 11,496

A 10% change in foreign exchange rates, would have an impact of $1,973 (December 31, 2019: $1,150).

16. Capital Management

There were no changes in the Company's approach to capital management during the nine months ended September 30, 2020.

In managing liquidity, the Company’s primary objective is to ensure the entity can continue as a going concern while raising additional funding to meet its obligations as they come due. The Company’s operations to date have been funded by issuing equity. The Company expects to improve the working capital position by securing additional financing.

The Company’s investment policy is to provide shareholders with long-term capital growth by investing in a portfolio of undervalued companies, assets, or equity investment vehicles in the subscription research, recurring revenue, mineral exploration and asset management sectors of the North American market, but may also include investments in certain other sectors, including technology, transportation, and restructuring. Financial instruments are exposed to certain financial risks, which may include currency risk, credit risk, liquidity risk and interest rate risk.

The Company’s mineral property interests are all in the exploration stage, as such the Company is dependent on external financing to fund its exploration activities and administrative costs. Management continues to assess the merits of mineral properties on an ongoing basis and may seek to acquire new properties or to increase ownership interests if it believes there is sufficient geologic and economic potential.

Management mitigates the risk and uncertainty associated with raising additional capital in current economic conditions through cost control measures that minimizes discretionary disbursements and reduces exploration expenditures that are deemed of limited strategic value.

The Company manages the capital structure (consisting of shareholders’ equity) on an ongoing basis and adjusts in response to changes in economic conditions and risks characteristics of its underlying assets. Adjustments to the Company’s capital structure may involve the issuance of new shares, assumption of new debt, acquisition or disposition of assets, or adjustments to the amounts held in cash, cash equivalents and short-term investments.

The Company is not subject to any externally imposed capital requirements other than the flow-through spending commitment.

Working capital balance

As of September 30, 2020, the Company had a working capital deficiency of $227,527 (December 31, 2019: surplus of $176,253).

17. Subsequent Events

On November 3, 2020, the Company announced it had acquired undivided 100% interest in the Ashuanipi Gold Property mineral claims by acquiring the remaining 36% of the joint venture. To complete the acquisition, Capitalight paid Western Troy a consideration of $25,000 plus 666,666 common shares and 333,333 common share purchase warrants exercisable at $0.075 per warrant for a period of two years.