

BUCHANS RESOURCES LIMITED

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Unaudited

For the three-month period ended March 31, 2021

NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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

The Company's independent auditor has not performed a review of these condensed interim consolidated financial statements in accordance with standards established by CPA Canada for a review of interim financial statements by an entity's auditor.

BUCHANS RESOURCES LIMITED

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Unaudited

For the three-month period ended March 31, 2021

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BUCHANS RESOURCES LIMITED**Condensed Interim Consolidated Statements of Financial Position****As at March 31, 2021***Unaudited*

Expressed in Canadian Dollars	Notes	March 31, 2021	December 31, 2020
		\$	\$
Assets			
Current assets			
Cash and cash equivalents	9	925,322	780,219
Trade and other receivables	10	332,140	344,426
Prepaid expenses		30,147	38,441
Current portion of note receivable	8	750,000	750,000
Total current assets		2,037,609	1,913,086
Non-current assets			
Exploration and evaluation assets	7	13,152,859	13,069,743
Right-of-use asset, lease	6	204,783	266,218
Financial instruments	8	623,860	623,860
Non current portion of note receivable	8	252,845	264,785
Investment in associate	8	709,525	709,525
Total non-current assets		14,943,872	14,934,131
Total assets		16,981,481	16,847,217
Equity and liabilities			
Current liabilities			
Trade and other payables	11	68,738	163,748
Current portion of lease obligation	6	242,669	285,583
Deferred exploration expenditures	7	337,759	-
Total current liabilities		649,166	449,331
Long term liabilities			
CEBA loans payable	12	120,000	80,000
Lease obligation		-	25,178
Total long term liabilities		120,000	105,178
Total liabilities		769,166	554,509
Shareholders' Equity			
Share capital	14	14,122,282	14,122,282
Retained earnings		2,090,033	2,170,426
Total equity		16,212,315	16,292,708
Total shareholders' equity and liabilities		16,981,481	16,847,217

COMMITMENTS AND CONTINGENCIES (Notes 1, 7 and 8)
SUBSEQUENT EVENTS (Note 17)

The financial statements were approved by the Board of Directors on May 27, 2021 and signed on its behalf by:

Signed "John F. Kearney", Director

Signed "Patrick Downey", Director

See accompanying notes to the consolidated financial statements

BUCHANS RESOURCES LIMITED**Condensed Interim Consolidated Statements of Income and Loss and Comprehensive Loss****For the three month periods ended March 31, 2021 and 2020***Unaudited*

Expressed in Canadian Dollars	Notes	Three months ended March 31,	
		2021	2020
		\$	\$
General and administrative expenses:			
Professional fees		(5,246)	(39,541)
Shareholders and investors expense		(3,759)	(18,924)
Lease depreciation	6	(61,435)	(61,435)
Office expense recovery		6,170	(25,373)
Loss from continuing operations before other items		(64,270)	(145,273)
Other items:			
Foreign exchange gain/(loss)		(12,712)	86,015
Canada Emergency Wage Subsidy revenue		3,765	-
Non-cash deemed interest expense	6	(7,176)	(13,433)
Change in fair value of Xtierra warrants		-	(72,450)
Change in fair value of exchangeable warrants		-	(296,569)
Total other items		(16,123)	(296,437)
Net loss from continuing operations		(80,393)	(441,710)
Loss attributable to discontinued operations		-	(46,415)
Net loss and comprehensive loss for the period		(80,393)	(488,125)
Loss per share			
Basic and diluted loss per share	5	(0.001)	(0.008)
Basic and diluted loss per share from continuing operations	5	(0.001)	(0.007)
Basic and diluted loss per share from discontinued operations	4	-	(0.001)

See accompanying notes to the consolidated financial statements

BUCHANS RESOURCES LIMITED
Condensed Interim Statements of Changes in Equity
As at March 31, 2021
Unaudited

Expressed in Canadian Dollars	Share Capital	Retained Earnings	Attributable to equity holders of the company	Non- Controlling Interest	Total
	\$	\$	\$	\$	\$
Balance as at December 31, 2019	13,419,018	(1,376,453)	12,042,565	-	12,042,565
Total comprehensive loss for the period	-	(488,125)	(488,125)	-	(488,125)
Balance as at March 31, 2020	13,419,018	(1,864,578)	11,554,440	-	11,554,440
Minco Exploration warrants exercised into Buchans shares	703,264	-	703,264	-	703,264
Recognition of non-controlling interest	-	598,566	598,566	314,560	913,126
Total comprehensive income/(loss) for the period	-	3,436,438	3,436,438	(17,523)	3,418,915
Derecognition of non-controlling interest on loss of control of subsidiary	-	-	-	(297,037)	(297,037)
Balance as at December 31, 2020	14,122,282	2,170,426	16,292,708	-	16,292,708
Total comprehensive income for the period	-	(80,393)	(80,393)	-	(80,393)
Balance as at March 31, 2021	14,122,282	2,090,033	16,212,315	-	16,212,315

See accompanying notes to the consolidated financial statements

BUCHANS RESOURCES LIMITED**Condensed Interim Consolidated Statements of Cash Flows****For the three-month periods ended March 31, 2021 and 2020***Unaudited*

Expressed in Canadian Dollars	Notes	2021 \$	2020 \$
Cash flow from operating activities			
Loss for the period		(80,393)	(488,125)
Loss from discontinued operations		-	46,415
Lease depreciation		61,435	61,435
Non-cash foreign exchange (gain)/loss		11,940	(86,015)
Reduction in lease obligations		(36,026)	-
Change in fair value of Xtierra warrants		-	72,450
Change in fair value of exchangeable warrants		-	296,569
Non-cash deemed interest expense		7,176	13,433
		(35,868)	(83,838)
Movements in working capital			
Decrease in trade and other receivables		20,580	5,223
(Decrease) in trade and other payables		(95,010)	(109,079)
Net cash flows from operating activities		(110,297)	(187,694)
Cash flows from investing activities			
Contribution to exploration expenditures received	7	454,500	-
Exploration expenditures applied to Buchans Project	7	(116,741)	-
Investment in exploration and evaluation assets	7	(83,116)	(128,535)
Net cash flows from investing activities		254,643	(128,535)
Cash flows from financing activities			
Payment of lease obligation		(39,242)	(72,858)
CEBA loans	12	40,000	-
Net cash flows from financing activities		758	(72,858)
Net (decrease) in cash and cash equivalents		145,103	(389,087)
Cash and cash equivalents at the beginning of the period		780,219	1,443,246
Cash and cash equivalent at the end of the period		925,322	1,054,159

See accompanying notes to the consolidated financial statements

BUCHANS RESOURCES LIMITED
Notes to the Condensed Interim Consolidated Financial Statements
For the three-month periods ended March 31, 2021 and 2020
Expressed in Canadian dollars, unless noted and per share amounts

1. NATURE OF OPERATIONS AND GOING CONCERN

Buchans Resources Limited (the “Company” or “Buchans”) is incorporated under the laws of the province of Ontario, Canada.

The Company is in the business of exploring its exploration and evaluation properties and has not yet determined whether its exploration and evaluation assets contain economically recoverable mineral reserves. The underlying value and the recoverability of the exploration and evaluation properties is 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 exploration and evaluation properties, and the generation of future profitable production or proceeds from the disposition of the exploration and evaluation properties.

For the three-month period ended March 31, 2021, the Company recorded a loss of \$80,393, and, at that date, had positive cash balances of \$925,322. The preparation of financial statements requires an assessment on the validity of the going concern assumption. The validity of the going concern concept is dependent on finance being available for the continuing working capital requirements of the Company and finance for the development of the Company’s projects becoming available. Accordingly, the Directors are satisfied that it is appropriate to prepare the financial statements of the Company on a going concern basis. Should the going concern basis not be appropriate, adjustments would have to be made to reduce the value of the assets, in particular the exploration and evaluation assets, to their realisable values. Such adjustments could be material.

The Company’s operations could be significantly adversely affected by the effects of the global spread of the contagious coronavirus disease, causing the worldwide outbreak of COVID-19 respiratory illness which was declared a pandemic by the World Health Organization on March 11, 2020. The Company cannot predict the impact the COVID-19 pandemic will have on its operations, including uncertainties relating to the duration of the outbreak, the impact on schedules and timelines for planned operations or exploration programs and the length of travel and quarantine restrictions imposed by governmental authorities. In addition, this widespread health crisis has adversely affected the economies and financial markets of many countries, resulting in an economic downturn that could further affect the Company’s operations and ability to finance its operations.

2. BASIS OF PRESENTATION

These condensed interim consolidated financial statements of the Company and its subsidiaries have been prepared applying principles in accordance with International Accounting Standard 34, Interim Financial Reporting (“IAS 34”) using accounting policies consistent with International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Board (“IASB”). These condensed interim consolidated financial statements do not include all of the information required for full annual financial statements and should be read in conjunction with the Company’s audited consolidated financial statements for the year ended December 31, 2020, prepared in accordance with IFRS.

These condensed interim consolidated financial statements have been prepared based upon the historical cost basis, with the exception of certain financial instruments measured at fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except cash flow information.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of consolidation

The condensed interim consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries). Control is achieved where the Company has the power to govern the financial and operating policies of an investee entity so as to obtain benefits from its activities.

The results of subsidiaries acquired or disposed of during the year are included in the consolidated statement of operations from the effective date of acquisition or up to the effective date of disposal, as appropriate. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by the Company. All material intra-Company transactions, balances, income and expenses are eliminated on consolidation.

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods on or after January 1, 2021 or later periods. Many are not applicable or do not have a significant impact to the Company and have been excluded. The following have not yet been adopted and are being evaluated to determine their impact on the Company.

IFRS Standards issued but not yet effective:

IAS 1	Presentation of financial statements
IAS 37	Provisions, Contingent Liabilities, and Contingent Assets (“IAS 37”)
IAS 16	Property, Plant and Equipment (“IAS 16”)
IFRS 3	Business Combinations (“IFRS 3”)
IFRS 10	Consolidated Financial Statements (“IFRS 10”) and IAS 28 – Investments in Associates and Joint Ventures (“IAS 28”)

BUCHANS RESOURCES LIMITED
Notes to the Condensed Interim Consolidated Financial Statements
For the three-month periods ended March 31, 2021 and 2020
Expressed in Canadian dollars, unless noted and per share amounts

4. DISCONTINUED OPERATIONS

Minco Exploration plc

In accordance with IFRS 5, *non-current assets held for sale and discontinued operations*, the results for the period ended March 31, 2020 for Minco Exploration included in loss attributable to discontinued operations on the consolidated statement of loss are as follows:

Expressed in Canadian Dollars	March 31, 2020
General and administrative expenses:	\$
Professional fees	29,122
Shareholders and investors expense	16,404
Office expenses	889
Total loss and comprehensive loss for the period	46,415

5. EARNINGS / (LOSS) PER SHARE

Basic loss per share is computed by dividing the loss after taxation for the period available to ordinary shareholders by the sum of the weighted average number of ordinary shares in issue and ranking for dividend during the period. Diluted loss per share is computed by dividing the loss after taxation for the period by the weighted average number of ordinary shares in issue, adjusted for the effect of all potential dilutive ordinary shares that were outstanding during the period. Basic and diluted losses per share are the same as there are no convertible instruments. The computation for basic and diluted loss per share is as follows:

	March 31, 2021	March 31, 2020
	\$	\$
Numerator		
Net gain/(loss) from continuing operations	(80,393)	(441,710)
Loss attributable to discontinued operations	-	(46,415)
Total income/(loss) for the period	(80,393)	(488,125)
Denominator	No. of Shares	No. of Shares
Weighted average number of shares - basic and diluted	62,138,460	59,423,383
Earnings/(loss) per share		
Basic and diluted gain/(loss) per share	(0.001)	(0.008)
Basic and diluted gain/(loss) per share from continuing operations	(0.001)	(0.007)
Basic and diluted loss per share from discontinued operations	-	(0.001)

6. LEASES

On February 1, 2019, the Company entered into a lease for its office premises, which expires January 31, 2022.

In accordance with IFRS 16, the Company recorded a right-of-use ("ROU") asset, recognizing the Company's office facility in the amount of \$737,220 and a corresponding lease liability in the amount of \$737,220 during the year ended December 31, 2019. During the period ending March 31, 2021, the Company recognized a non-cash depreciation expense in the amount of \$61,435 and recognized a non-cash interest expense in the amount of \$7,176, and \$24,410 was recovered from other corporations that share part of the office premises.

Right-of-use Asset

	March 31, 2021	December 31, 2020
	\$	\$
Opening balance	266,218	511,958
Accumulated depreciation	(61,435)	(245,740)
Net book value at December 31	204,783	266,218

Lease Obligations

	\$	\$
Opening balance	310,761	559,502
Lease payments made	(39,242)	(183,079)
Reduction in lease obligations recognized	(36,026)	(110,220)
Interest expense	7,176	44,558
Net lease obligations at end of period	242,669	310,761

BUCHANS RESOURCES LIMITED
Notes to the Condensed Interim Consolidated Financial Statements
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Expressed in Canadian dollars, unless noted and per share amounts

6. LEASES (CONTINUED)

The following table reflects the lease obligations recognized:

	\$	\$
Within one year	242,669	285,583
Between one and two years	-	25,178
Net lease obligations at end of period	242,669	310,761

7. EXPLORATION AND EVALUATION ASSETS

The following table shows the Company's exploration and evaluation assets:

	March 31 2021	Additions	December 31 2020	Additions	December 31 2019
	\$	\$	\$	\$	\$
Buchans/Lundberg	9,163,273	53,062	9,110,211	317,989	8,792,222
Bobby's Pond	1,734,739	17,448	1,717,291	11,980	1,705,311
Tulks	1,399,473	11,992	1,387,481	(51,699)	1,439,180
Lake Douglas/Long Range	639,228	614	638,614	386	638,227
South Voisey Bay/Tasiuyak	216,146	-	216,146	(6,036)	222,183
	13,152,859	83,116	13,069,743	272,620	12,797,123

All exploration and evaluation assets are carried at cost less any applicable impairment provision. No impairment provision was recognized at March 31, 2021.

The realisation of the exploration and evaluation assets is dependent on the successful discovery and development of mineral economic resources, including the ability to raise finance to develop the projects. Should this prove unsuccessful the value included in the statement of financial position would be impaired. By its nature there is inherent uncertainty as in the asset value.

The Company holds interests in four undeveloped base metal deposits in central Newfoundland, Canada, including the Buchans property (which covers the former producing Buchans Mine and contains the large, lower grade Lundberg deposit), as well as the Tulks North property (which contains the Daniels Pond deposit), the Bobbys Pond property (which contains the Bobbys Pond deposit), and the Tulks Hill property (which contains the Tulks Hill deposit), and each with exploration potential. Certain of the claims or portions thereof are subject to net smelter royalties ranging from 1% to 3%, some of which are subject to buy-back agreements.

The Company through its wholly owned subsidiary Buchans Minerals Corporation, holds two mining leases near the town of Buchans in central Newfoundland, each with a 25-year term from 2013 that require total annual lease payments of \$154,500. The leases cover the former producing Buchans Mine and the Company's undeveloped Lundberg deposit.

On January 5, 2021, Buchans entered into a Collaboration Agreement with Boliden Mineral AB under which Boliden is evaluating the Company's Buchans VMS property for possible future investment and participation. Under the Agreement Boliden has been granted exclusivity on the project until December 31, 2021 over which time Boliden may complete its evaluation and negotiate an Earn-in and Option Agreement and a JV Agreement. During this period Boliden is contributing \$600,000 to Buchans towards the costs of maintaining the Property and exploration and evaluation programs to be undertaken jointly by Buchans and Boliden. At March 31, 2021, Boliden has contributed \$454,500 to fund these activities, of which \$154,500 was applied to accrued lease obligations and \$116,741 was expended on the Buchans Project.

The Bobbys Pond deposit, adjacent to Tulks North, is 100% owned by the Company, through its wholly owned subsidiary Buchans Minerals Corp. Bobbys Pond is held under a mining lease with a 25-year term from 2004, which requires an annual lease payment of \$29,000. The Bobbys Pond property is also subject to a 1% net smelter royalty and a 2% net smelter royalty.

The Tulks North property is 100% owned by the Company, through its wholly owned subsidiary Buchans Minerals Corp., and is located in the Victoria Lake Mining camp of west-central Newfoundland. The Tulks North property includes the Daniels Pond deposit which is subject to a 1.5% net smelter royalty as well as a 50% back-in option held by Glencore should a single deposit of 15 million tonnes or greater be discovered and deemed economic upon the completion of a feasibility study.

The Company also holds a 100% interest in the Tulks Hill property, which consists of 20 mineral claims, including the Tulks Hill VMS deposit, subject to underlying net smelter royalties ranging between 0.75% and 2%.

The Long Range Project includes claims held 51.5% in Joint Venture with Benton Resources Inc. (TSXV-BEX).

Buchans owns a 100% interest in the 2,075-hectare (21.8 km²) Lake Douglas gold property.

In Labrador the Company, through its wholly owned subsidiary, holds several properties, including 38 claims at South Voisey's Bay and 5 claims in the immediate Voisey's Bay area, and the 91 claims Tasiuyak gold property.

BUCHANS RESOURCES LIMITED**Notes to the Condensed Interim Consolidated Financial Statements****For the three-month periods ended March 31, 2021 and 2020**

Expressed in Canadian dollars, unless noted and per share amounts

8. INVESTMENT IN ASSOCIATES, WARRANTS AND NOTE RECEIVABLE

	March 31, 2021	December 31, 2020
	\$	\$
Xtierra - 30,000,003 common shares (2020 - 30,000,003 common shares)	-	-
Xtierra note receivable	1,002,845	1,036,845
Xtierra - 13,000,000 warrants (2020 - 13,000,000 warrants)	623,860	72,450
Shares in Minco Exploration Plc	709,525	-
	<u>2,336,230</u>	<u>1,109,295</u>

Xtierra Inc.

At March 31, 2021 and December 31, 2020, the Company held 30 million shares and 13 million share purchase warrants of Xtierra Inc. ("Xtierra"), a company listed on the TSX Venture Exchange, which represent an approximate 18.4% (24.5% partially diluted) shareholding. In accordance with the Company's accounting policies, as a result of losses in Xtierra, the carrying value of the Company's share of net assets of Xtierra Inc. was reduced to \$nil in prior periods. The market value of the shares in Xtierra, as at March 31, 2021 based on the market price of Xtierra shares on the TSX Venture Exchange was \$3,900,000 (December 31, 2020 - \$2,850,000).

At March 31, 2021, the Company also had total notes receivable from Xtierra in the amount of US\$796,477 (\$1,002,845) ((2020 - \$1,014,785) (the "Notes").

On February 14, 2018, in consideration of the issue to Buchans of 13 million, non-transferable warrants, each warrant entitling Buchans to purchase one common share of Xtierra for \$0.05 per share for a term of two years, the Company entered into a two-year Support and Standstill Agreement ("Support Agreement") to defer repayment of principal and accrued interest of the Notes which had become due, and also to provide additional financial support of US\$100,000, on the following terms:

- The Notes, including the additional advances, remain secured by a pledge to Buchans of the shares of Orca Minerals Limited, which indirectly holds Xtierra's mineral properties in Mexico (the "Secured Property");
- Accrual of interest is suspended during the term of the Support Agreement;
- Buchans has the option at any time, upon 60 days written notice, to require the transfer of the Secured Property to Buchans in full satisfaction of the Notes, including accrued interest, unless during that 60-day period the debt is repaid in full, in cash;
- Xtierra has the right to repay the Notes, including accrued interest in cash at any time;
- Upon expiry of the term of the Support Agreement, Xtierra may discharge the debt in full by transferring the Secured Property to Buchans.

These warrants expired on February 14, 2020 and the remaining value in the amount of \$72,450 was written off.

By an Extension Agreement dated as of February 7, 2020, as amended by an Amending Agreement dated April 30, 2020, the term of the Support Agreement was extended for an additional period to April 30, 2021, in consideration of the issue to Buchans, following TSXV approval, of 13 million, non-transferable warrants, each warrant entitling Buchans to purchase one common share of Xtierra for \$0.05 per share for a term to April 30, 2021.

The value of the new warrants received was estimated to be \$259,234 at April 30, 2020 based on the Black-Scholes model and the following assumptions: expected dividend yield 0%, expected volatility 125%, life one year, a risk-free interest rate 1.85% and share price of \$0.045. The value of the warrants received was included in operations during the year ended December 31, 2020.

At December 31, 2020, the value of the new warrants was adjusted to their estimated fair value of \$623,860 using the Black-Scholes model and the following assumptions: expected dividend yield 0%, expected volatility 125%, life 0.83-year, risk free interest rate 1.85% and share price of \$0.095. The increase in value in the amount of \$364,626 is included in change in fair value of Xtierra warrants in operations for the year ended December 31, 2020.

Subsequent to the period ended March 31, 2021, on April 27, 2021, Buchans exercised the warrants and acquired 13,000,000 shares of Xtierra for a consideration of \$650,000. See Note 17.

Subsequent to the period ended March 31, 2021, on April 27, 2021, the Notes receivable from Xtierra were reduced by the payment of \$750,000 and by a Second Extension Amendment Agreement dated April 27, 2021, the Support Agreement between Buchans and Xtierra was further amended to provide that interest on the remaining balance of the notes receivable from Xtierra in the amount of \$250,000 will resume to accrue at the rate of 5% per annum effective May 1, 2021 until paid, and the Term of the Support Agreement was extended for a further period to April 30, 2023, See Note 17.

Minco Exploration Plc

During the year ended December 31, 2020, 9,079,000 Exchangeable Warrants were exchanged into 2,269,744 Buchans Shares and as a result, the Company continued to hold 9,079,000 shares of Minco, representing a 12.4% interest as an investment in associate and not held for distribution.

BUCHANS RESOURCES LIMITED
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9. CASH AND CASH EQUIVALENTS

The currency profile of cash and cash equivalents at the end of the period is as follows:

	March 31, 2021	December 31, 2020
	\$	\$
Cash	867,356	718,261
Cash (US dollars)	57,966	61,958
Immediately available without restriction	925,322	780,219

Cash and cash equivalents comprise cash balances held for the purposes of meeting short-term cash commitments and investments which are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value, with a maturity of three months or less from the date of investment.

10. TRADE AND OTHER RECEIVABLES

	March 31, 2021	December 31, 2020
	\$	\$
Receivables	42,600	47,000
Receivable from related parties (Note 14)	282,474	278,755
Prepayments	30,147	38,441
Sales taxes receivable	7,066	18,671
	362,287	382,867

11. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	March 31, 2021	December 31, 2020
	\$	\$
Trade creditors and accruals	68,738	162,894
Amounts due to related parties (Note 14)	-	854
	68,738	163,748

12. LONG TERM DEBT

On May 26, 2020, the Government of Canada launched the Canada Emergency Business Account (CEBA), which was implemented by eligible financial institutions. The Company and its subsidiary, Buchans Minerals, each received loans of \$40,000, for a total amount of \$80,000.

The loans are interest-free until December 31, 2022 and can be extended for an additional 3-year term bearing an interest rate of 5% per annum. Repaying the balance of the loan on or before December 31, 2022 will result in a loan forgiveness of 25% or \$10,000 for each company, for a total amount of \$20,000.

In January 2021, the Company received additional CEBA loans in the amount of \$40,000, under the same terms and conditions as the first loans.

13. CAPITAL STOCK

Authorized

Unlimited number of common shares

Issued

	Shares	Amount \$
Balance at December 31, 2019	59,868,716	13,419,018
Exchangeable Warrants exercised into Buchans shares	2,269,744	703,264
Balance at December 31, 2020 and March 31, 2021	62,138,460	14,122,282

During the year ended December 31, 2020, Exchangeable Warrants with an estimated fair value of \$703,264 at the time of exercise, were exchanged for 2,269,744 Buchans shares.

BUCHANS RESOURCES LIMITED
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14. RELATED PARTY TRANSACTIONS

Transactions between the Company and its subsidiaries, which are related parties, have been eliminated on consolidation and are not disclosed.

The directors are considered key management personnel of the Company in accordance with IAS 24 'Related Party Disclosures'. No fees were paid by the Company to directors for their services as directors of the Company in the three-month periods ended March 31, 2021 and 2020.

During the three-month period ended March 31, 2021, the Company paid or accrued \$854 to Steenberglaw Professional Corporation, a corporation controlled by Neil Steenberg, secretary of the Company, for legal services (March 31, 2020 - \$26,796).

Included in accounts receivable at March 31, 2021 is \$282,474 (December 31, 2020 - \$278,755) receivable from related parties, including \$140,202 (December 31, 2020 - \$140,202) from Canadian Manganese Co. Inc. covering administration services, \$133,272 (December 31, 2020 - \$129,553) from Minco Exploration Plc covering administration services, and \$9,000 (December 31, 2020 - \$9,000) receivable from Labrador Iron Mines for rent.

All amounts owing to or from related parties are non-interest bearing, unsecured and due on demand unless otherwise stated.

At March 31, 2021, the Company had only one subsidiary, Buchans Minerals Corporation.

15. FINANCIAL INSTRUMENTS

The Company's risk exposures and the impact on the Company's financial instruments are summarized below. There have been no changes in the risks, objectives, policies and procedures.

Fair value

The Company has designated its short-term investments as fair value through profit or loss ("FVPL"), which are measured at fair value. Cash and receivables and other assets are measured at amortized cost. Trade and other payables and due to related parties are classified for accounting purposes as other financial liabilities, which are measured at amortized cost.

As at March 31, 2021, the carrying and fair value amounts of the Company's financial instruments are approximately equivalent due to the relatively short periods to maturity of these instruments.

Fair value estimates are made at a specific point in time, based on relevant market information and information about financial instruments. These estimates are subject to and involve uncertainties and matters of significant judgment, therefore cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

Fair Value Hierarchy

The fair value hierarchy has the following levels: (a) quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1); (b) inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices) (Level 2); and (c) inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3). At March 31, 2021, the Company's financial instruments that are carried at fair value, consisting of marketable securities, have been classified as Level 1 within the fair value hierarchy.

Interest rate risk

The Company has cash balances and no interest-bearing debt. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by major banks with a credit rating of at least BBB-. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks.

Credit risk

Credit risk is the risk that a client or vendor will be unable to pay or receive any amounts owed or owing by the Company. Management's assessment of the Company's risk is low as it is primarily attributable to funds held in banks. The note receivable from Xtierra is subject to higher credit risk, however, management believes that it remains recoverable. See Note 8.

Commodity price risk

The ability of the Company to develop its properties and the future profitability of the Company is directly related to the market price of metals.

Liquidity Risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. At March 31, 2021, the Company had cash of \$925,322 (December 31, 2020 - \$780,219) to settle accounts payable and accrued liabilities of \$649,166 (December 31, 2020 - \$449,331). All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

BUCHANS RESOURCES LIMITED

Notes to the Condensed Interim Consolidated Financial Statements

For the three-month periods ended March 31, 2021 and 2020

Expressed in Canadian dollars, unless noted and per share amounts

15. FINANCIAL INSTRUMENTS (CONTINUED)

Foreign currency risk

Although the Company is incorporated in Canada, the Company has investments in Ireland and Mexico, none of which presently generate cash from operations, and holds cash investments in Canadian and US Dollars, Euros or Sterling. The functional currency of the Company's operations is the Canadian Dollar. However, expenditures are not considered to be a monetary asset, and have been translated to the functional currency at the rates of exchange ruling at the dates of the original transactions. The Company also has transactional currency exposures. Such exposures arise from expenses incurred by the Company in currencies other than the functional currency.

The impact of foreign currencies has been determined based on the balances of financial assets and liabilities at March 31, 2021. The sensitivity analysis includes outstanding foreign currency denominated monetary items and largely results from payables and receivables and adjusts their translation at the period end for a 5% change in foreign currency rates. A five percent change in the US Dollar exchange rate could result in a foreign exchange impact to the net income of approximately \$3,000 based on monetary assets and liability balances existing at March 31, 2021.

16. CAPITAL MANAGEMENT

The capital of the Company consists primarily of its shareholders' equity.

The Company's objective when managing capital is to maintain adequate levels of funding to support the acquisition, development and exploration of mineral properties and maintain the necessary corporate and administrative functions to facilitate these activities. This is done primarily through equity financing. Future financings are dependent on market conditions and there can be no assurance the Company will be able to raise funds in the future. All equity financings require the approval of the Board of Directors.

The Company invests all capital that is surplus to its immediate operational needs in short term, highly liquid financial instruments, such as short term guaranteed investment certificates, held with a major Canadian financial institution.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

There were no significant changes to the Company's approach to capital management during the periods ended March 31, 2021 and 2019. Neither the Company nor its subsidiaries are subject to externally imposed capital requirements.

17. SUBSEQUENT EVENTS

Subsequent to the period end, on April 27, 2021, Buchans exercised its share purchase warrants and acquired 13,000,000 shares of Xtierra for a consideration of \$650,000. On the same date, Xtierra reduced its notes receivable by Buchans by the payment of \$750,000. See Note 8.

By a Second Extension Amendment Agreement dated April 27, 2021, the Support Agreement between the Company and Xtierra dated January 17, 2018 was further amended to provide that interest on the remaining balance of the notes receivable by Buchans in the amount of \$250,000 will resume to accrue at the rate of 5% per annum effective May 1, 2021 until paid, and the term of the Support Agreement was extended for a further period to April 30, 2023. In connection with the Second Extension Amendment Agreement, Xtierra agreed to issue to Buchans, 5 million share purchase warrants each warrant entitling Buchans to purchase one common share of Xtierra at a price of \$0.10 per share for a term of two years, subject to regulatory approval. See Note 8.