



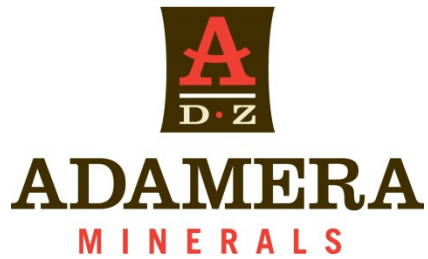
**ADAMERA**  
**MINERALS**

**CONDENSED CONSOLIDATED INTERIM  
FINANCIAL STATEMENTS**

**FOR THE THREE MONTHS ENDED  
MARCH 31, 2021**

**(Unaudited)**

*1100, 1111 Melville Street  
Vancouver, BC V6E 3V6  
Tel: (604) 484-2212  
Fax: (604) 484-7143*



**Condensed Consolidated Interim Financial Statements**  
**March 31, 2021**  
**(Canadian Dollars)**

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

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

The accompanying unaudited interim 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 financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

**ADAMERA MINERALS CORP.**  
**Condensed Consolidated Interim Statements of Financial Position**  
*(Expressed in Canadian Dollars)*

	Note	March 31 2021 (Unaudited)	December 31 2020 (Audited)
<b>Assets</b>			
<b>Current</b>			
Cash		\$ 2,181,143	\$ 644,673
Deposits	6	55,810	55,896
Receivables		22,614	26,660
Due from related party	12	-	36,372
Due from optionee	9	130,074	87,212
Prepays		115,099	54,318
Current portion of finance lease receivables	8	321,246	315,689
		2,825,986	1,220,820
<b>Non-current</b>			
Equipment	5	32,965	35,403
Right-of-use assets	7	62,517	66,055
Long-term portion of finance lease receivables	8	1,283,275	1,365,701
Exploration deposits	6	130,114	130,460
Mineral properties	9	5,139,639	5,126,958
		6,648,510	6,724,577
		\$ 9,474,496	\$ 7,945,397
<b>Liabilities</b>			
<b>Current</b>			
Accounts payable and accrued liabilities	10	\$ 147,399	\$ 86,677
Security deposits		66,985	69,685
Restoration provisions	9	151,888	151,888
Due to related parties	12	134,942	132,659
Current portion of lease liabilities	7	233,549	229,509
		734,763	670,418
<b>Non-current</b>			
Canada Emergency Business Account	11	40,000	40,000
Long-term portion of lease liabilities	7	932,953	992,878
		972,953	1,032,878
<b>Shareholders' equity</b>			
Share capital	13	36,495,527	34,979,215
Share-based compensation reserve	13	1,887,957	1,630,364
Deficit		(30,616,704)	(30,367,478)
		7,766,780	6,242,101
		\$ 9,474,496	\$ 7,945,397

Nature and Continuance of Operations *(Note 1)*

Commitment *(Note 16)*

Events After the Reporting Period *(Note 17)*

Approved and authorized by the Board May 27, 2021

On behalf of the Board:

"Mark Kolebaba"

Mark Kolebaba

"Alex Adams"

Alex Adams

See accompanying notes to the condensed consolidated interim financial statements

**ADAMERA MINERALS CORP.****Condensed Consolidated Interim Statements of Loss and Comprehensive Loss***(Unaudited; Expressed in Canadian Dollars)*

		<b>Three months ended March 31,</b>	
	Note	<b>2021</b>	<b>2020</b>
<b>Expenses</b>			
Accounting and audit	12	\$ 21,500	\$ 16,261
Annual report and meeting		2,261	-
Consulting fees		60,000	-
Depreciation	5	206	278
Depreciation of right-of-use assets	7	3,538	3,136
Filing fees		12,287	6,979
Insurance		529	1,072
Interest expense on lease liabilities	7	20,621	2,018
Marketing		8,691	24,143
Legal fees		1,416	2,242
Office and miscellaneous, net of recoveries		3,223	2,403
Property investigation costs		3,279	-
Property expenses and rent		44,373	44,373
Share-based compensation	12, 13(c)	40,380	-
Transfer agent fees		2,810	1,559
Travel		-	3,108
Wages and benefits	12	52,476	44,884
		(277,590)	(152,456)
<b>Other income</b>			
Finance income on sublease	8	28,364	3,770
Rental income		-	5,220
<b>Loss and comprehensive loss for the period</b>		<b>\$ (249,226)</b>	<b>\$ (143,466)</b>
<b>Basic and diluted loss per share</b>		<b>\$ (0.001)</b>	<b>\$ (0.001)</b>
<b>Weighted average number of common shares outstanding</b>		<b>181,433,862</b>	<b>150,408,595</b>

*See accompanying notes to the condensed consolidated interim financial statements*

**ADAMERA MINERALS CORP.**  
**Condensed Consolidated Interim Statements of Cash Flows**  
*(Expressed in Canadian Dollars)*

	<b>Three months ended March 31,</b>	
	<b>2021</b>	<b>2020</b>
<b>Cash provided by (used in):</b>		
<b>Operating activities</b>		
Loss for the period	\$ (249,226)	\$ (143,466)
Items not affecting cash:		
Depreciation	206	278
Depreciation of right-of-use assets	3,538	3,136
Finance income on sublease	(28,364)	-
Interest expense on lease liabilities	20,621	2,018
Share-based compensation	40,380	-
Net change in non-cash working capital		
Receivables	4,046	3,523
Due from related party	36,372	-
Due from optionee	(42,862)	-
Prepays	(60,781)	22,377
Accounts payable and accrued liabilities	62,768	(31,821)
Security deposits	(2,700)	2,350
Due to related parties	(2,690)	36,134
	<u>(218,692)</u>	<u>(105,471)</u>
<b>Investing activities</b>		
Deposits	432	(2,052)
Net expenditures on mineral properties	(7,522)	28,951
Funds held for optionee	-	64,987
	<u>(7,090)</u>	<u>91,886</u>
<b>Financing activities</b>		
Repayment of lease liabilities	(76,506)	(58,850)
Cash received from subleasing	105,233	106,188
Shares issued for cash	1,765,100	-
Share issue costs	(31,575)	(9,000)
	<u>1,762,252</u>	<u>38,338</u>
<b>Change in cash</b>	<b>1,536,470</b>	<b>24,753</b>
<b>Cash, beginning of the period</b>	<b>644,673</b>	<b>158,383</b>
<b>Cash, end of the period</b>	<b>\$ 2,181,143</b>	<b>\$ 183,136</b>
<b>Cash comprised of:</b>		
Cash	\$ 2,181,143	\$ 118,149
Restricted cash	-	64,987
	<u>\$ 2,181,143</u>	<u>\$ 183,136</u>

Supplemental Disclosure with Respect to Cash Flows (Note 14)

## ADAMERA MINERALS CORP.

### Condensed Consolidated Interim Statements of Shareholders' Equity

(Expressed in Canadian Dollars)

	Note	Share Capital		Share-based Compensation		Deficit	Total Shareholders' Equity
		Number of shares	Amount	Reserve			
<b>Balance, December 31, 2019 (Audited)</b>		150,408,595	\$ 33,616,938	\$ 1,351,485	\$ (30,142,832)	\$ 4,825,591	
Loss and comprehensive loss for the period		-	-	-	(143,466)	(143,466)	
<b>Balance, March 31, 2020 (Unaudited)</b>		150,408,595	33,616,938	1,351,485	(30,286,298)	4,682,125	
Shares issued for cash							
Private placement	13(b)(ii)	22,800,000	1,140,000	-	-	1,140,000	
Share issue costs	13(b)(ii)	-	(39,635)	-	-	(39,635)	
Exercise of warrants	10(b)(iv)	3,503,000	214,745	(22,095)	-	192,650	
Shares issued for other consideration							
Property acquisition	13(b)(i) & (iii)	200,000	13,500	-	-	13,500	
Transfer to share capital on expiry of warrants	13(d)	-	33,667	(33,667)	-	-	
Share-based compensation		-	-	334,641	-	334,641	
Loss and comprehensive loss for the period		-	-	-	(81,180)	(81,180)	
<b>Balance, December 31, 2020 (Audited)</b>		176,911,595	34,979,215	1,630,364	(30,367,478)	6,242,101	
Shares issued for cash							
Private placement	13(b)(v)	16,250,000	1,381,250	243,750	-	1,625,000	
Share issue costs	13(b)(v)	-	(31,575)	-	-	(31,575)	
Fair value of finder's fee warrants issued	13(b)(v)	-	(693)	693	-	-	
Exercise of warrants	13(b)(vi)	2,802,000	167,330	(27,230)	-	140,100	
Share-based compensation	13(d)	-	-	40,380	-	40,380	
Loss and comprehensive loss for the period		-	-	-	(249,226)	(249,226)	
<b>Balance, March 31, 2021 (Unaudited)</b>		195,963,595	\$ 36,495,527	\$ 1,887,957	\$ (30,616,704)	\$ 7,766,780	

See accompanying notes to the condensed consolidated interim financial statements

# **ADAMERA MINERALS CORP.**

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

**For the Three Months Ended March 31, 2021**

*(Unaudited; Expressed in Canadian Dollars)*

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### **1. Nature and Continuance of Operations**

Adamera Minerals Corp. ("the Company") was created in February 2013 pursuant to an amalgamation under the Business Corporation Act (British Columbia). The Company's common shares are listed for trading on the TSX Venture Exchange ("Exchange") under the symbol "ADZ". The Company is in the process of exploring its mineral properties and has not yet determined whether these properties contain ore reserves that are economically recoverable. The Company is considered to be in the exploration stage and does not have operating cash flows.

The Company's head office, principal address and registered and records office is 1100, 1111 Melville Street, Vancouver, British Columbia, Canada, V6E 3V6.

These condensed consolidated interim financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") on a going concern basis, which contemplates that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. Accordingly, these condensed consolidated interim financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

The Company's continuing operations as intended are dependent upon its ability to identify, evaluate and negotiate the acquisition of, participation in or interest in new properties, assets or business opportunities, and raise additional funds by way of equity financings. Any acquisition may be subject to shareholder and regulatory approval and obtaining the necessary financing. Should the Company be unable to complete such a transaction, its ability to raise sufficient financing to maintain operations may be impaired. To date the Company has not generated revenue and incurred a loss for the three months ended March 31, 2021 of \$249,226. The available funds are sufficient to continue operations for the ensuing year. Although the Company has been successful at raising funds in the past through the issuance of share capital, it is uncertain whether it will be able to continue this financing in the future. These material uncertainties may cast significant doubt on the Company's ability to continue as a going concern.

### **2. Statement of Compliance and Basis of Preparation**

These condensed consolidated interim financial statements, including comparatives, have been prepared in accordance with International Accounting Standard 34 "Interim Financial Reporting" ("IAS 34") using accounting policies consistent with IFRS issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

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

The preparation of these condensed consolidated interim financial statements in conformity with IAS 34 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. These condensed consolidated interim financial statements do not include all of the information required for full annual financial statements.

These condensed consolidated interim financial statements, including comparatives, have been prepared on the basis of IFRS standards that are published at the time of preparation.



## **ADAMERA MINERALS CORP.**

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

#### **For the Three Months Ended March 31, 2021**

*(Unaudited; Expressed in Canadian Dollars)*

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### **3. Significant Accounting Policies**

These condensed consolidated interim financial statements have been prepared in accordance with IFRS as issued by the IASB on a basis consistent with those followed in the Company's most recent annual financial statements for the year ended December 31, 2020.

These condensed consolidated interim financial statements do not include all note disclosures required by IFRS for annual financial statements, and therefore should be read in conjunction with the annual financial statements for the year ended December 31, 2020. In the opinion of management, all adjustments considered necessary for fair presentation of the Company's financial position, results of operations and cash flows have been included. Operating results for the three month period ended March 31, 2021 are not necessarily indicative of the results that may be expected for the current fiscal year ending December 31, 2021.

### **4. Financial and Capital Risk Management**

The Company classifies its financial instruments into categories as follows: cash and receivables as financial assets at amortized cost; accounts payable, due to related parties and short-term loan as other financial liabilities at amortized cost. The fair value of these financial instruments approximates their carrying value due to their short-term nature.

#### **Fair Value**

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – unadjusted quoted prices in active markets for identical assets and liabilities;
- Level 2 – inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – inputs that are not based on observable market data.

#### **Credit Risk**

Credit risk is the risk of a financial loss to the Company if counterparty to a financial instrument fails to meet its contractual obligations.

The Company's cash is primarily held in major Canadian financial institutions. The Company's receivables consist of cost recoveries and reimbursements. Management believes that the credit risk concentration with respect to financial instruments included in receivables is minimal.

#### **Liquidity Risk**

Liquidity risk is the risk that the Company will not be able to meet the financial obligations as they fall due. The Company ensures that there is sufficient capital in order to meet annual business requirements, after taking into account administrative, property holding and exploration budgets. As the Company does not have operating cash flow, the Company has relied primarily on equity financings to meet its capital requirements. The Company is exposed to liquidity risk.

#### **Interest Rate Risk**

Interest rate risk is the risk of change in the borrowing rates of the Company. The Company is not exposed to significant interest rate risk due to the short-term maturity of its monetary assets and liabilities.

## **ADAMERA MINERALS CORP.**

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

**For the Three Months Ended March 31, 2021**

*(Unaudited; Expressed in Canadian Dollars)*

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#### **4. Financial and Capital Risk Management (continued)**

##### **Foreign Exchange Risk**

Foreign exchange risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The Company has operations in the USA and Canada; however its net monetary position in US dollars is minimal and therefore is not exposed to significant foreign exchange risk.

##### **Commodity Risk**

Commodity risk is the risk on financial performance due to fluctuations in the prices of commodities. The Company's ability to raise capital to fund exploration or development activities is subject to risks associated with fluctuations in the market price of commodities for which it is exploring. The Company closely monitors commodity prices to determine the appropriate course of action to be taken.

##### **Capital Management**

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the exploration of its mineral properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Company defines its capital as cash and shareholder's equity.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt, acquire or dispose of assets or adjust the amount of cash.

In order to facilitate the management of its capital requirements, the Company prepares periodic expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. In order to maximize ongoing exploration efforts, the Company does not pay out dividends. The Company's investment policy is to keep its cash treasury on demand deposit in an interest bearing Canadian chartered bank account. The Company is not subject to any externally imposed restrictions on its capital. There have been no changes to the Company's management of capital during the period ended March 31, 2021.

**ADAMERA MINERALS CORP.****Notes to the Condensed Consolidated Interim Financial Statements****For the Three Months Ended March 31, 2021***(Unaudited; Expressed in Canadian Dollars)***5. Equipment**

	<b>Furniture and fixtures</b>	<b>Computer equipment</b>	<b>Field equipment</b>	<b>Vehicles</b>	<b>Total</b>
<b>Cost</b>					
Balance, December 31, 2019	\$ 19,406	\$ 46,155	\$ 80,496	\$ 7,332	\$ 153,389
Additions	-	-	21,409	-	21,409
Balance, December 31, 2020	19,406	46,155	101,905	7,332	174,798
Additions	-	-	-	-	-
Balance, March 31, 2021	\$ 19,406	\$ 46,155	\$ 101,905	\$ 7,332	\$ 174,798
<b>Accumulated depreciation</b>					
Balance, December 31, 2019	\$ 17,072	\$ 44,011	\$ 65,352	\$ 3,804	\$ 130,239
Depreciation	467	643	6,579	1,467	9,156
Balance, December 31, 2020	17,539	44,654	71,931	5,271	139,395
Depreciation	93	113	1,865	367	2,438
Balance, March 31, 2021	\$ 17,632	\$ 44,767	\$ 73,796	\$ 5,638	\$ 141,833
<b>Carrying amounts</b>					
As at December 31, 2020	\$ 1,867	\$ 1,501	\$ 29,974	\$ 2,061	\$ 35,403
As at March 31, 2021	\$ 1,774	\$ 1,388	\$ 28,109	\$ 1,694	\$ 32,965

During the three months ended March 31, 2021, the Company capitalized \$2,232 (2020 - \$1,502) of depreciation to mineral properties (Note 9).

**6. Deposits**

	<b>March 31, 2021</b>	<b>December 31, 2020</b>
Office lease deposits	\$ 55,810	\$ 55,896
Exploration deposits	130,114	130,460
	\$ 185,924	\$ 186,356

Exploration deposits consists of bonds posted for the exploration properties which are held until reclamation is completed at the site.

**7. Right-of-Use Assets and Lease Liabilities**

The Company leased an office space under a non-cancellable operating lease for a period of two years expiring on August 31, 2020 which was extended for five years to August 31, 2025.

The Company is liable for the liability under the head lease with the landlord. Sublessees have signed agreements for some of the offices within the area under the headlease, and the Company is responsible for the collection of any rental amounts from them.

## ADAMERA MINERALS CORP.

### Notes to the Condensed Consolidated Interim Financial Statements

For the Three Months Ended March 31, 2021

(Unaudited; Expressed in Canadian Dollars)

#### 7. Right-of-Use Assets and Lease Liabilities (continued)

The right-of-use ("ROU") assets and lease liabilities in relation to the lease are as follows:

Date	Lease Liability				Right-of-Use Asset		
	Beginning Balance	Lease Payment	Interest Expense	Ending Balance	Beginning Balance	Depreciation charge	Ending Balance
March 31, 2019	\$ 371,452	\$ (58,850)	\$ 5,849	\$ 318,451	\$ 20,908	\$ (3,136)	\$ 17,772
June 30, 2019	318,451	(58,850)	4,916	264,517	17,772	(3,136)	14,636
September 30, 2019	264,517	(58,850)	3,967	209,634	14,636	(3,137)	11,499
December 31, 2019	209,634	(58,850)	3,001	153,785	11,499	(3,136)	8,363
March 31, 2020	153,785	(58,850)	2,018	96,953	8,363	(3,136)	5,227
June 30, 2020	96,953	(58,850)	1,017	39,120	5,227	(3,136)	2,091
August 31, 2020	39,120	(39,233)	113	-	2,091	(2,091)	-

On July 22, 2020, the Company extended the lease term for a period of five years expiring on August 31, 2025. On the commencement date, the Company recognized \$70,774 of ROU assets and \$1,257,367 of lease liabilities. The ROU asset of \$70,774 represents the portion of office space used by the Company and the residual \$1,186,593 represents the portion of office space used by sublessees.

The right-of-use assets and lease liabilities in relation to the extended lease are as follows:

Date	Lease Liability				Right-of-Use Asset		
	Beginning Balance	Lease Payment	Interest Expense	Ending Balance	Beginning Balance	Depreciation charge	Ending Balance
September 30, 2020	\$ 1,257,367	\$ (12,751)	\$ 7,260	\$ 1,251,876	\$ 70,774	\$ (1,180)	\$ 69,594
December 31, 2020	1,251,876	(51,003)	21,513	1,222,386	69,594	(3,539)	66,055
March 31, 2021	1,222,386	(76,505)	20,621	1,166,502	66,055	(3,538)	62,517
June 30, 2021	1,166,502	(76,505)	19,637	1,109,634	62,517	(3,539)	58,978
September 30, 2021	1,109,634	(76,505)	18,636	1,051,765	58,978	(3,539)	55,439
December 31, 2021	1,051,765	(76,505)	17,617	992,877	55,439	(3,538)	51,901
March 31, 2022	992,877	(76,505)	16,581	932,953	51,901	(3,539)	48,362
June 30, 2022	932,953	(76,505)	15,526	871,974	48,362	(3,539)	44,823
September 30, 2022	871,974	(76,505)	14,453	809,922	44,823	(3,538)	41,285
December 31, 2022	809,922	(76,505)	13,360	746,777	41,285	(3,539)	37,746
March 31, 2023	746,777	(76,505)	12,249	682,521	37,746	(3,539)	34,207
June 30, 2023	682,521	(76,505)	11,118	617,134	34,207	(3,538)	30,669
September 30, 2023	617,134	(76,505)	9,967	550,596	30,669	(3,539)	27,130
December 31, 2023	550,596	(76,505)	8,796	482,887	27,130	(3,539)	23,591
March 31, 2024	482,887	(76,505)	7,604	413,986	23,591	(3,538)	20,053
June 30, 2024	413,986	(76,505)	6,391	343,872	20,053	(3,539)	16,514
September 30, 2024	343,872	(76,505)	5,157	272,524	16,514	(3,539)	12,975
December 31, 2024	272,524	(76,505)	3,901	199,920	12,975	(3,538)	9,437
March 31, 2025	199,920	(76,505)	2,623	126,038	9,437	(3,539)	5,898
June 30, 2025	126,038	(76,505)	1,323	50,856	5,898	(3,539)	2,359
August 31, 2025	50,856	(51,004)	148	-	2,359	(2,359)	-

Interest expense incurred on the lease liability for the period ended March 31, 2021 was \$20,621 (March 31, 2020 - \$2,018). Depreciation recognized on the ROU asset for the period ended March 31, 2021 was \$3,538 (March 31, 2020 - \$3,136). The lease payments were discounted using a discount rate of 7% per annum, which represents the Company's estimated incremental borrowing rate.

## ADAMERA MINERALS CORP.

### Notes to the Condensed Consolidated Interim Financial Statements

For the Three Months Ended March 31, 2021

(Unaudited; Expressed in Canadian Dollars)

#### 8. Finance Lease Receivables

The reconciliation between the total gross investment in the lease and the net investment in the lease at March 31, 2021 is as follows:

	March 31, 2021	December 31, 2020
Gross receivable	\$ 1,964,340	\$ 1,964,340
Less: unearned finance income	(359,819)	(282,950)
Finance lease receivable	\$ 1,604,521	\$ 1,681,390
Current portion	\$ 321,246	\$ 315,689
Long-term portion	1,283,275	1,365,701
Finance lease receivable	\$ 1,604,521	\$ 1,681,390

The finance lease receivable was discounted using an incremental borrowing rate as at September 1, 2020 of 7% per annum. Finance income earned on the subleases during the period ended March 31, 2021 was \$28,364 (March 31, 2020 - \$3,770).

#### 9. Mineral Properties

	Cooke Mountain	Empire Creek	Buckhorn 2.0	Other	Total
<b>Costs</b>					
Balance, December 31, 2019	\$ 3,876,524	\$ 739,617	\$ -	\$ 232,696	\$ 4,848,837
Acquisition cost	23,160	7,500	160,665	-	191,325
Camp costs	50,719	-	3,239	54	54,012
Depreciation	3,005	-	5,041	-	8,046
Geochemistry	21,006	-	5,751	1,420	28,177
Geology	104,591	-	67,973	1,638	174,202
Geophysics	203,825	-	-	-	203,825
Holding costs	156,097	5,285	81,184	5,959	248,525
Management fees	45,643	-	-	-	45,643
Surface rights	588	-	-	-	588
Recovered exploration expenditures	(676,222)	-	-	-	(676,222)
Balance, December 31, 2020	3,808,936	752,402	323,853	241,767	5,126,958
Camp costs	7,245	-	40	19	7,304
Depreciation	-	-	2,232	-	2,232
Geochemistry	851	-	323	82	1,256
Geology	4,961	-	6,700	988	12,649
Geophysics	29,805	444	967	886	32,102
Recovered exploration expenditures	(42,862)	-	-	-	(42,862)
Balance, March 31, 2021	\$ 3,808,936	\$ 752,846	\$ 334,115	\$ 243,742	\$ 5,139,639

## ADAMERA MINERALS CORP.

### Notes to the Condensed Consolidated Interim Financial Statements

For the Three Months Ended March 31, 2021

(Unaudited; Expressed in Canadian Dollars)

#### 9. Mineral Properties (continued)

The Company holds the following mineral claims and permits:

##### (a) Washington, USA

###### i) Cooke Mountain

Adamera Minerals, LLC acquired the Cooke Mountain property by staking a 100% interest in the properties in Ferry County, Washington, including the Oversight, Lambert Creek and HLK properties.

On December 13, 2019, the Company entered into a loan agreement with Hochschild Mining (US) Inc. ("Hochschild") where Hochschild lent the Company US\$40,000 (\$51,952) (the "Loan") (received in December 2019) for staking additional land for the benefit of the Cooke Mountain property. Upon the execution of the exploration earn-in agreement (the "Agreement") (see below), the Loan became part of the Qualifying Expenditures and the loan agreement was terminated.

On January 20, 2020 (the "Effective Date"), the Company entered into the Agreement with Hochschild whereby Hochschild can earn up to a 75% interest in the Cooke Mountain property. On December 15, 2020, Hochschild gave written notice and claimed force majeure pursuant to the Agreement and both parties agreed to amend the first year's Effective Date to June 16, 2020.

Under the terms of the Agreement, Hochschild has an option that can be earned in two phases.

In phase 1, Hochschild can earn an initial 60% interest in the project by incurring US\$8 million in exploration on the property over a 5-year period, with a minimum expenditure as below:

Period	Minimum Qualifying Expenditure
From the Effective Date to the 1 <sup>st</sup> anniversary of the Effective Date	US\$500,000
From the 1 <sup>st</sup> anniversary of the Effective Date to the 2 <sup>nd</sup> anniversary of the Effective Date	US\$500,000
From the 2 <sup>nd</sup> anniversary of the Effective Date to the 3 <sup>rd</sup> anniversary of the Effective Date	US\$1,000,000
From the 3 <sup>rd</sup> anniversary of the Effective Date to the 4 <sup>th</sup> anniversary of the Effective Date	US\$1,000,000
From the 4 <sup>th</sup> anniversary of the Effective Date to the 5 <sup>th</sup> anniversary of the Effective Date	US\$1,000,000

The Company is the operator of the property during the initial part of the earn-in period. Upon signing the Agreement, Hochschild paid the Company US\$50,000 cash (received).

In phase 2, Hochschild can earn an additional 15% interest in the property by funding a feasibility study within a further 3-year period. During this option phase, Hochschild has the right to extend the earn in period by up to three additional years by paying the Company the following amounts:

- i) US\$200,000 for an extension of 12 months (up to the 9<sup>th</sup> anniversary of the Effective Date);
- ii) US\$300,000 for a second extension of 12 months (up to the 10<sup>th</sup> anniversary of the Effective Date);
- iii) US\$500,000 for a third extension of 12 months (up to the 11<sup>th</sup> anniversary of the Effective Date).

If a feasibility study is not completed by the end of phase 2, Hochschild's interest decreases to a 2% royalty.

## ADAMERA MINERALS CORP.

### Notes to the Condensed Consolidated Interim Financial Statements

#### For the Three Months Ended March 31, 2021

(Unaudited; Expressed in Canadian Dollars)

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## 9. Mineral Properties (continued)

### (a) Washington, USA (continued)

#### i) Cooke Mountain (continued)

On completion of phase 2, a 75%/25% joint venture will be formed. If Hochschild elects to forego the phase 2 earn-in, a 60%/40% joint venture will be formed. In either case, each party would be responsible for financing its pro rata share of the expenditures, with Hochschild as the operator.

At any time after the formation of the joint venture, the Company may request that Hochschild provide a loan to finance all or part of Adamera's portion of qualifying joint venture expenditures. In the event of a 60%/40% joint venture, Hochschild would provide the loan to the Company in exchange for an additional 5% equity interest in the property. In the event of a 75%/25% joint venture, Hochschild would provide a loan to the Company in exchange for a 1.5% royalty payable to Hochschild. The Company will repay such loans from 70% of its earnings from the joint venture.

As of March 31, 2021, Hochschild had forwarded a total of \$589,010 (US\$435,223) for the Cooke Mountain property. The Company has incurred additional recoverable expenditures in the amount of \$130,074 as of March 31, 2021. Subsequent to March 31, 2021, Hochschild funded US\$806,701 for the Cooke Mountain property (including reimbursing the \$130,074 due from optionee).

#### ii) Empire Creek

On May 21, 2014, Adamera Minerals, LLC entered into a lease and advance royalty agreement whereby the Company has the exclusive rights and lease to acquire an undivided 100% interest in the minerals rights on the Empire Creek property. Pursuant to the terms of the agreement, the following share issuances and payments are required:

- i) US\$1,000 on signing (paid) and 10,000 common shares (issued);
- ii) US\$1,000 (paid) and 10,000 common shares in the first year (issued);
- iii) 20,000 common shares on or before December 1, 2015 (issued);
- iv) 20,000 common shares on or before December 1, 2016 (issued);
- v) 50,000 common shares (issued) or US\$15,000 cash, at the Company's discretion, on or before December 1, 2017;
- vi) 50,000 common shares (issued) or US\$20,000 cash, at the Company's discretion, on or before December 1, 2018; and
- vii) 100,000 common shares (issued) or US\$20,000 cash, at the Company's discretion, on or before December 1, 2019 and each subsequent year until termination of the agreement (100,000 shares were issued on December 8, 2020; Note 13(b)(iii)).

The property is subject to a 2% net smelter returns royalty ("NSR"), of which the Company has the option to purchase one-half of the NSR (1%) for US\$1,000,000 and the second half may be purchased for an additional payment of US\$1,000,000.

## ADAMERA MINERALS CORP.

### Notes to the Condensed Consolidated Interim Financial Statements

For the Three Months Ended March 31, 2021

(Unaudited; Expressed in Canadian Dollars)

#### 9. Mineral Properties (continued)

##### (a) Washington, USA (continued)

###### iii) Buckhorn 2.0

Adamera Minerals, LLC acquired the Buckhorn 2.0 property by staking a 100% interest in these properties in Washington. The claims staked and recorded by the Company are subject to final determination by the Bureau of Land Management and are subject to a 1% royalty, of which 0.5% may be purchased for \$500,000 at anytime.

On May 21, 2020, Adamera Minerals, LLC entered into an agreement to lease a number of claims for a period of 6 years in Washington State for US\$1,000 (paid) and 100,000 common shares (issued - See Note 13(b)(i)). The Company may extend the lease beyond 2026 by paying US\$1,000 per year. At any time, the Company may purchase the claims for US\$50,000, subject to a 2% royalty of which 1% may be purchased for US\$1,000,000.

###### iv) Other Properties

Other properties consist of a 100% interest in the Flag Hill and Talisamn properties, Ferry County, Washington, which were acquired by staking.

##### (b) Nunavut and Northwest Territories, Canada

During fiscal 2014, the Company entered into an agreement to sell data related to certain diamond properties for \$50,000 on signing (received) and \$50,000 (received) upon claims getting registered, and 1,000,000 common shares on registration of claims within an area of interest. The Company will retain a 2% gross overriding royalty on diamonds mined in the area of interest.

As a result of previously ceasing activities on the uranium, diamond and gold properties in the Northwest Territories, the Company is required to dispose of fuel and related camp supplies. The Company has recorded a provision for disposal costs of \$151,888 (December 31, 2020 - \$151,888). In 2017, the Nunavut government notified the Company that a fuel drum had leaked. The Company submitted a plan for clean up and the clean up will commence as soon as access to the property is possible.

#### 10. Accounts Payable and Accrued Liabilities

Accounts payable and accrued liabilities are as follows:

		March 31, 2021		December 31, 2020
Accounts payable	\$	116,942	\$	61,192
Accruals		30,457		25,485
	\$	147,399	\$	86,677



# ADAMERA MINERALS CORP.

## Notes to the Condensed Consolidated Interim Financial Statements

### For the Three Months Ended March 31, 2021

(Unaudited; Expressed in Canadian Dollars)

#### 11. Canada Emergency Business Account (“CEBA”)

In April 2020, the Company received \$40,000 from the Government of Canada related to CEBA. CEBA is an interest-free loan launched by the Government of Canada to ensure that businesses have access to capital during the COVID-19 pandemic and can only be used to pay non-deferrable operating expenses. The terms of CEBA are as follows:

- i) 0% interest operating line of credit until December 31, 2020;
- ii) On January 1, 2021, this operating line of credit was converted to a 2-year 0% interest term loan, to be repaid by December 31, 2022. \$10,000 of the loan will be forgiven if \$30,000 is repaid in full on or before December 31, 2022.
- iii) If on December 31, 2022, the Company exercises the option for a 3-year term extension, 5% interest during this term extension period will apply on any balance remaining.

#### 12. Related Party Transactions

The Company had the following related party transactions and period end balances during the three months ended March 31, 2021:

	Services		As at March 31, 2021		As at December 31, 2020
<b>Amounts due from:</b>					
Tech-X Resources Inc. <sup>(c)</sup>	Rent equipment	\$	-	\$	36,372
<b>Amounts due to:</b>					
Mark Kalebaba, Chief Executive Officer & director	Salaries and expense reimbursements	\$	108,497	\$	101,919
Pacific Opportunity Capital Ltd. <sup>(b)</sup>	Management and accounting services		15,750		20,045
Commander Resources Ltd. <sup>(a)</sup>	Rent deposit		8,395		8,395
Tech-X Resources Inc. <sup>(c)</sup>	Rent deposit		2,300		2,300
TOTAL:		\$	134,942	\$	132,659
<b>Remuneration (key management personnel):</b>					
	Services		During the three months ended March 31, 2021		During the three months ended March 31, 2020
Mark Kalebaba, Chief Executive Officer & director	Wages and benefits	\$	22,342	\$	23,371
Pacific Opportunity Capital Ltd. <sup>(b)</sup>	Accounting services		37,500		16,500
Directors & officers	Share-based compensation		40,380		-
TOTAL:		\$	100,222	\$	39,871

(a) Bernard Kahlert, Director of the Company is also a director of Commander Resources Ltd.

(b) Mark T. Brown, CFO of the Company is the president of Pacific Opportunity Capital Ltd.

(c) Mark Kalebaba, President and CEO of the Company is also the president of Tech-X Resources Inc.

Amounts due to related parties are non-interest bearing, unsecured and have no fixed terms of repayment.

## ADAMERA MINERALS CORP.

### Notes to the Condensed Consolidated Interim Financial Statements

#### For the Three Months Ended March 31, 2021

(Unaudited; Expressed in Canadian Dollars)

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### 13. Share Capital

#### (a) Authorized

As at March 31, 2021, the authorized share capital of the Company is an unlimited number of common shares without par value. All issued shares are fully paid common shares.

#### (b) Share Issuances

##### 2020 transactions:

- i) On June 9, 2020, the Company issued 100,000 common shares valued at \$6,000 pursuant to the lease agreement on the Buckhorn property (Note 9(a)(iii)).
- ii) On June 22, 2020, the Company completed the first tranche of a non-brokered private placement for the issuance of 13,750,000 units at \$0.05 per unit for a total of \$687,500 and on July 2, 2020 completed the second tranche of a non-brokered private placement for the issuance of 9,050,000 units at \$0.05 per unit for a total of \$452,500. Each unit consisted of one common share and one-half share purchase warrant. Each share purchase warrant entitles the holder to purchase one additional common share at a price of \$0.10 until June 22, 2021 for the first tranche and until July 2, 2021 for the second tranche. The Company paid finder's fee of \$1,625. The Company incurred additional share issue costs in the amount of \$38,010 in connection with the placement.
- iii) On December 8, 2020, the Company issued a total of 100,000 common shares valued at \$7,500 pursuant to the lease and advance royalty agreement on the Empire Creek property (Note 9(a)(ii)).
- iv) During the year ended December 31, 2020, a total of 3,503,000 warrants were exercised for gross proceeds of \$192,650.

##### 2021 transactions:

- v) On March 18, 2021, the Company completed a non-brokered private placement for the issuance of 16,250,000 units at \$0.10 per unit for a total of \$1,625,000. Each unit consisted of one common share and one-half share purchase warrant. Each share purchase warrant entitles the holder to purchase one additional common share at a price of \$0.15 until March 18, 2023. These warrants have a forced exercise price. If the closing price of the Company's shares is \$0.25 or greater for a period of 10 consecutive trading days, the warrant holder will have 30 days from the date the Company gives notice to exercise their warrants; otherwise the warrants expire on the 31st day after the Company gives such notice. The Company paid finder's fee of \$2,750 and issued 27,500 finder's warrants. Each finder's warrant is exercisable into one common share at \$0.15 until March 18, 2022. The Company incurred additional share issue costs in the amount of \$28,825 in connection with the placement.
- vi) During the three months ended March 31, 2021, a total of 2,802,000 warrants were exercised for gross proceeds of \$140,100.

**ADAMERA MINERALS CORP.****Notes to the Condensed Consolidated Interim Financial Statements****For the Three Months Ended March 31, 2021***(Unaudited; Expressed in Canadian Dollars)***13. Share Capital (continued)****(c) Stock Options**

The Company has established a share option plan whereby the board of directors may, from time to time, grant options to directors, officers, employees or consultants. Options granted must be exercised no later than ten years from the date of grant (or lesser period prescribed by the Exchange policies), or such lesser period as determined by the Company's board of directors. The exercise price of an option is equal to or greater than the closing market price on the Exchange on the day preceding the date of grant. The vesting terms for each grant are set by the Board of Directors. The share option plan provides that the aggregate number of shares reserved for issuance under the plan shall not exceed 10% of the total number of issued and outstanding shares, calculated at the date of grant.

Stock option transactions are summarized as follows:

<b>Expiry date</b>	<b>Exercise price</b>	<b>December 31, 2019</b>	<b>Granted</b>	<b>Exercised</b>	<b>Expired / Cancelled</b>	<b>December 31, 2020</b>
December 3, 2020	\$ 0.100	320,000	-	-	(320,000)	-
March 31, 2022	\$ 0.145	800,000	-	-	(125,000)	675,000
June 2, 2022	\$ 0.200	2,000,000	-	-	-	2,000,000
July 16, 2023	\$ 0.055	1,325,000	-	-	-	1,325,000
December 3, 2023	\$ 0.100	2,555,000	-	-	(100,000)	2,455,000
September 23, 2026	\$ 0.080	2,275,000	-	-	-	2,275,000
June 8, 2025	\$ 0.100	-	1,760,000	-	-	1,760,000
July 9, 2025	\$ 0.100	-	2,900,000	-	-	2,900,000
Options outstanding		9,275,000	4,660,000	-	(545,000)	13,390,000
Options exercisable		9,275,000	3,300,000	-	(545,000)	12,030,000
Weighted average exercise price		\$ 0.114	\$ 0.100	\$ -	\$ 0.110	\$ 0.109

<b>Expiry date</b>	<b>Exercise price</b>	<b>December 31, 2020</b>	<b>Granted</b>	<b>Exercised</b>	<b>Expired / Cancelled</b>	<b>March 31, 2021</b>
March 31, 2022	\$ 0.145	675,000	-	-	-	675,000
June 2, 2022	\$ 0.200	2,000,000	-	-	-	2,000,000
July 16, 2023	\$ 0.055	1,325,000	-	-	-	1,325,000
December 3, 2023	\$ 0.100	2,455,000	-	-	-	2,455,000
June 8, 2025	\$ 0.100	1,760,000	-	-	-	1,760,000
July 9, 2025	\$ 0.100	2,900,000	-	-	-	2,900,000
September 23, 2026	\$ 0.080	2,275,000	-	-	-	2,275,000
March 22, 2026	\$ 0.100	-	960,000	-	-	960,000
Options outstanding		13,390,000	960,000	-	-	14,350,000
Options exercisable		12,030,000	480,000	-	-	12,510,000
Weighted average exercise price		\$ 0.109	\$ 0.100	\$ -	\$ -	\$ 0.109

The fair value of options granted and expensed during the three months ended March 31, 2021 was \$40,380 (2020 - \$nil) or \$0.08 (2020 - \$nil) per option.

# ADAMERA MINERALS CORP.

## Notes to the Condensed Consolidated Interim Financial Statements

For the Three Months Ended March 31, 2021

(Unaudited; Expressed in Canadian Dollars)

### 13. Share Capital (continued)

#### (c) Stock Options (continued)

The fair value of each option grant is estimated on the date of grant using the Black-Scholes Option Pricing Model with the following weighted average assumptions:

	March 31, 2021	March 31, 2020
Expected dividend yield	0.00%	-
Expected stock price volatility	153.76%	-
Risk-free interest rate	1.27%	-
Forfeiture rate	0.00%	-
Expected life of options	5 years	-

#### (d) Warrants

Warrant transactions are summarized as follows:

Expiry date	Exercise price	December 31, 2019	Issued	Exercised	Expired	December 31, 2020
December 2, 2020	\$ 0.06	4,866,667	-	(1,500,000)	(3,366,667)	-
January 20, 2021	\$ 0.05	2,600,000	-	-	-	2,600,000
April 30, 2021	(a) \$ 0.05	4,000,000	-	(473,000)	-	3,527,000
May 16, 2021	(b) \$ 0.05	6,400,000	-	(1,480,000)	-	4,920,000
July 11, 2021	(c) \$ 0.12	4,392,747	-	-	-	4,392,747
June 22, 2021	\$ 0.10	-	6,875,000	(50,000)	-	6,825,000
July 2, 2021	\$ 0.10	-	4,525,000	-	-	4,525,000
Outstanding		22,259,414	11,400,000	(3,503,000)	(3,366,667)	26,789,747
Weighted average exercise price		\$ 0.07	\$ 0.10	\$ 0.05	\$ 0.06	\$ 0.08

Expiry date	Exercise price	December 31, 2020	Issued	Exercised	Expired	March 31, 2021
January 20, 2021	\$ 0.05	2,600,000	-	(2,600,000)	-	-
April 30, 2021	(a) \$ 0.05	3,527,000	-	(82,000)	-	3,445,000
May 16, 2021	(b) \$ 0.05	4,920,000	-	(120,000)	-	4,800,000
June 22, 2021	\$ 0.10	6,825,000	-	-	-	6,825,000
July 2, 2021	\$ 0.10	4,525,000	-	-	-	4,525,000
July 11, 2021	(c) \$ 0.12	4,392,747	-	-	-	4,392,747
March 18, 2022	\$ 0.15	-	27,500	-	-	27,500
March 18, 2023	(d) \$ 0.15	-	8,125,000	-	-	8,125,000
Outstanding		26,789,747	8,152,500	(2,802,000)	-	32,140,247
Weighted average exercise price		\$ 0.08	\$ 0.15	\$ 0.05	\$ 0.06	\$ 0.10

- (a) These warrants had a forced exercise price. If the closing price of the Company's shares is \$0.12 or greater for a period of 10 consecutive trading days, the warrant holder will have 30 days from the date the Company gives notice to exercise their warrants; otherwise the warrants expire on the 31<sup>st</sup> day after the Company gives such notice. Subsequent to March 31, 2021, 3,445,000 warrants were exercised.
- (b) Subsequent to March 31, 2021, 4,400,000 warrants were exercised and 400,000 warrants expired unexercised.
- (c) These warrants had a forced exercise price. If the closing price of the Company's shares is \$0.20 or greater for a period of 10 consecutive trading days, the warrant holder will have 30 days from the date the Company gives notice to exercise their warrants; otherwise the warrants expire on the 31<sup>st</sup> day after the Company gives such notice.

**ADAMERA MINERALS CORP.****Notes to the Condensed Consolidated Interim Financial Statements****For the Three Months Ended March 31, 2021***(Unaudited; Expressed in Canadian Dollars)***13. Share Capital** (continued)**(d) Warrants** (continued)

- (d) These warrants had a forced exercise price. If the closing price of the Company's shares is \$0.25 or greater for a period of 10 consecutive trading days, the warrant holder will have 30 days from the date the Company gives notice to exercise their warrants; otherwise the warrants expire on the 31<sup>st</sup> day after the Company gives such notice.

**14. Supplemental Disclosure With Respect to Cash Flows**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Significant non-cash investing and financing activities		
Mineral property expenditures included in accounts payable	\$ 39,668	\$ 17,901
Mineral property expenditures included in due to related parties	4,973	25,488
Share issue costs included in due to related parties	-	1,000
Fair value of warrants issued as finder's fee	693	-
Fair value of warrants exercised	27,230	-
Residual value of warrants issued as part of private placement	243,750	-
Depreciation included in mineral property expenditures	2,232	1,502
Short-term loan transferred to mineral property expenditures	-	51,952

**15. Segmented Information**

The Company conducts its business as a single operating segment being the acquisition and exploration of mineral properties. The Company's non-current non-financial assets by geographic area are as follows:

	<b>March 31, 2021</b>	<b>December 31, 2020</b>
Canada	\$ 1,366,677	\$ 1,452,848
USA	5,281,833	5,271,729
	\$ 6,648,510	\$ 6,724,577

**16. Commitment**

The Company leases an office under non-cancellable operating leases for a period of five years expiring on August 31, 2025. Total lease liabilities of \$1,166,502 were recorded as at March 31, 2021 (Note 7).

**17. Events After the Reporting Period**

- (a) Subsequent to March 31, 2021, a total of 7,845,000 warrants were exercised for gross proceeds of \$392,250 and 400,000 warrants expired unexercised.
- (b) On May 5, 2021, the Company granted 225,000 options to employees at a price of \$0.10 per share expiring on May 5, 2022.