



CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

Unaudited - prepared by management

June 30, 2021

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 the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim condensed consolidated financial statements of Independence Gold Corp. (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 Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

INDEPENDENCE GOLD CORP.

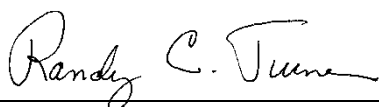
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION (Unaudited)

(Expressed in Canadian Dollars)

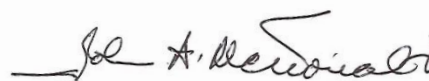
	<u>June 30</u> <u>2021</u>	<u>December 31</u> <u>2020</u>
ASSETS		
Current		
Cash and cash equivalents	\$ 1,008,234	\$ 2,810,527
Receivables (Note 8)	145,037	97,230
Investments (Note 3)	81,757	132,450
	<u>1,235,028</u>	<u>3,040,207</u>
Long term deposit	39,278	39,280
Land use deposits (Note 4)	112,000	72,000
Property and equipment (Note 5)	534,424	759,837
Mineral properties (Note 7)	<u>10,544,094</u>	<u>10,488,094</u>
	<u>\$ 12,464,824</u>	<u>\$ 14,399,418</u>
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued liabilities (Note 8)	\$ 174,237	\$ 220,550
Deferred flow-through premium (Note 9)	-	46,875
Current portion of lease liabilities (Note 6)	75,102	130,874
	<u>249,339</u>	<u>398,299</u>
Lease liabilities (Note 6)	<u>523,152</u>	<u>670,371</u>
	772,491	1,068,670
Shareholders' equity		
Share capital (Note 9)	37,949,528	37,851,400
Reserves	1,144,281	1,197,800
Deficit	<u>(27,401,476)</u>	<u>(25,718,452)</u>
	<u>11,692,333</u>	<u>13,330,748</u>
	<u>\$ 12,464,824</u>	<u>\$ 14,399,418</u>

Nature and continuance of operations (Note 1)**Subsequent events** (Note 10)

Approved and authorized by the Board on August 20, 2021.



Randy C. Turner, Director



John A. McDonald, Director

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

INDEPENDENCE GOLD CORP.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS (Unaudited)

(Expressed in Canadian Dollars)

	Three Months Ended June 30, 2021	Three Months Ended June 30, 2020	Six Months Ended June 30, 2021	Six Months Ended June 30, 2020
Expenses				
Exploration expenditures (Note 7)	\$ 810,790	\$ 14,466	\$ 1,461,779	\$ 62,569
Depreciation	22,358	43,706	52,480	87,412
Interest	342	15,244	16,637	32,212
Legal, audit and accounting	(736)	(2,225)	(736)	(2,090)
Management fees and corporate services (Note 8)	62,812	61,087	125,625	114,150
Office and miscellaneous	16,160	7,144	43,637	10,961
Regulatory and transfer agent fees	26,861	734	38,316	6,708
Shareholder communications	15,982	1,108	54,361	4,021
Travel	-	2,508	-	2,508
Wages and benefits	21,253	18,111	41,125	41,368
	<u>(975,823)</u>	<u>(161,883)</u>	<u>(1,833,225)</u>	<u>(359,819)</u>
Interest income	406	562	734	3,201
Rent Recovery	12,090	12,775	24,315	26,500
Unrealized gain/(loss) on marketable securities	10,033	114,964	(10,472)	86,259
Realized gain on investments	4,850	-	17,569	-
Gain on sale of mineral properties	30,000	-	30,000	-
Flow-through premium (Note 9)	46,875	-	46,875	-
	<u>104,254</u>	<u>128,301</u>	<u>109,021</u>	<u>115,960</u>
Loss and comprehensive loss for the period	\$ <u>(871,569)</u>	\$ <u>(33,582)</u>	\$ <u>(1,724,204)</u>	<u>(243,859)</u>
Basic and diluted loss per common share	\$ <u>(0.01)</u>	\$ <u>(0.00)</u>	\$ <u>(0.02)</u>	<u>(0.01)</u>
Weighted average number of common shares outstanding	85,665,403	56,380,502	86,065,403	56,335,447

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

INDEPENDENCE GOLD CORP.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS (Unaudited)

(Expressed in Canadian Dollars)

	Six Months Ended June 30, 2021	Six Months Ended June 30, 2020
Cash flows used in operating activities		
Loss for the period	\$ (1,724,204)	\$ (243,859)
Items not affecting cash:		
Depreciation	52,480	87,412
Flow-through premium	(46,875)	-
Unrealized loss/(gain) on investments	10,472	(86,259)
Realized gain on investments	(17,569)	-
Interest Expense	16,637	31,032
Changes in non-cash working capital items:		
Increase in receivables	(47,807)	(11,225)
Decrease in accounts payable and accrued liabilities	(46,314)	(12,073)
Net cash used in operating activities	<u>(1,803,180)</u>	<u>(234,972)</u>
Cash flows from investing activities		
Proceeds on sale of investments	57,790	-
Decrease in long-term deposits	2	15,903
Increase in land use deposits	(40,000)	-
Net cash from investing activities	<u>17,792</u>	<u>15,903</u>
Cash flow used in financing activities		
Lease liability payment	(46,694)	(93,606)
Proceeds received from exercise of warrants	54,840	-
Share issuance costs	(25,051)	-
Net cash provided by financing activities	<u>(16,905)</u>	<u>(93,606)</u>
Change in cash and cash equivalents during the period	(1,802,293)	(312,675)
Cash and cash equivalents, beginning of the period	2,810,527	721,664
Cash and cash equivalents, end of the period	\$ <u>1,008,234</u>	\$ <u>408,989</u>

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

INDEPENDENCE GOLD CORP.**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (Unaudited)**

(Expressed in Canadian Dollars)

	Share Capital				
	Number	Amount	Reserves	Deficit	Total
Balance, December 31, 2019	56,290,392	\$ 35,510,295	\$ 454,813	\$ (24,598,213)	\$ 11,366,895
Shares issued for mineral properties	200,000	9,000	-	-	9,000
Reserves transferred on cancelled/expired options	-	-	(69,980)	69,980	-
Loss for the period	-	-	-	(243,859)	(243,859)
Balance, June 30, 2020	56,490,392	\$ 35,519,295	\$ 384,833	\$ (24,772,092)	\$ 11,132,036
Share-based compensation	-	-	195,462	-	195,462
Shares issued on private placement for cash	28,258,928	3,150,001	-	-	3,150,001
Warrants issued on private placement	-	(526,161)	526,161	-	-
Share issuance costs	-	(244,860)	91,344	-	(153,516)
Flow-through premium	-	(46,875)	-	-	(46,875)
Loss for the year	-	-	-	(946,360)	(946,360)
Balance, December 31, 2020	84,749,320	\$ 37,851,400	\$ 1,197,800	\$ (25,718,452)	\$ 13,330,748
Shares issued for mineral properties	400,000	56,000	-	-	56,000
Shares issued on warrant exercise	457,000	67,179	(12,339)	-	54,840
Reserves transferred on cancelled/expired options	-	-	(41,180)	41,180	-
Share issuance costs	-	(25,051)	-	-	(25,051)
Loss for the period	-	-	-	(1,724,204)	(1,724,204)
Balance, June 30, 2021	<u>85,606,320</u>	<u>\$ 37,949,528</u>	<u>\$ 1,144,281</u>	<u>\$ (27,401,476)</u>	<u>\$ 11,692,333</u>

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

INDEPENDENCE GOLD CORP.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED JUNE 30, 2021 (Expressed in Canadian Dollars)

1. NATURE AND CONTINUANCE OF OPERATIONS

Independence Gold Corp. (“Independence” or the “Company”) was incorporated under the Business Corporation Act (British Columbia) on November 1, 2011 and is considered to be in the exploration stage with respect to its mineral properties. Based on the information available to date, the Company has not yet determined whether its properties contain economically recoverable mineral reserves.

The Company’s head office and principal address is 580 - 625 Howe Street, Vancouver, British Columbia, Canada, V6C 2T6. The Company’s registered and records office is 2300 - 550 Burrard Street, Vancouver, British Columbia, Canada, V6C 2B5.

The recovery of the amounts comprised in mineral properties is dependent upon the confirmation of economically recoverable reserves, the ability of the Company to obtain necessary financing to successfully complete their exploration and development, and upon future profitable production.

These consolidated financial statements have been prepared by management on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The Company has incurred ongoing losses and has no source of recurring revenue. These material uncertainties may cast significant doubt about the Company’s ability to continue as a going concern. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future and repay its liabilities arising from normal business operations as they become due. Although the Company has been successful in obtaining financing in the past, there can be no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

In March 2020, the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effect on the Company’s business or ability to raise funds.

These condensed consolidated interim financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence.

2. BASIS OF PREPARATION

Statement of Compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standards (“IAS”) 34, “Interim Financial Reporting” on a basis consistent with the accounting policies disclosed in the audited consolidated financial statements for the fiscal year ended December 31, 2020.

These condensed consolidated interim financial statements should be read in conjunction with the most recently issued audited consolidated financial statements, which include information necessary or useful to understanding the Company’s business and financial statement presentation. In particular, the Company’s significant accounting policies which were presented in Note 3 to the Consolidated Financial Statements for the fiscal year ended December 31, 2020 and have been consistently applied in the preparation of the Company’s consolidated interim financial statements.

INDEPENDENCE GOLD CORP.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED JUNE 30, 2021 (Expressed in Canadian Dollars)

2. BASIS OF PREPARATION

The Company's condensed consolidated interim financial statements are unaudited. Financial information in this report reflects any adjustments (consisting of normal recurring adjustments) that are, in the opinion of management necessary to a fair presentation of results for the interim periods in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board.

3. INVESTMENTS

	June 30, 2021	December 31, 2020
Canterra Minerals Corporation	68,757	117,250
White Gold Corp	13,000	15,200
Total	\$ 81,757	\$ 132,450

For the six months ended June 30, 2021, the Company sold 145,000 shares of various companies for total gross proceeds of \$57,790 (June 30, 2020: \$nil) and recognized a gain of \$17,569 (June 30, 2020: \$nil).

4. LAND USE DEPOSITS

The Company has provided deposits as security for land use and potential future reclamation work relating to its mineral properties. As at June 30, 2021 a total of \$112,000 (December 31, 2020 - \$72,000) had been lodged with the British Columbia Ministry of Energy, Mines & Petroleum Resources.

INDEPENDENCE GOLD CORP.NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED JUNE 30, 2021 (Expressed in Canadian Dollars)**5. PROPERTY AND EQUIPMENT**

	Leasehold Improvements	Right of Use Asset	Total
COST			
Balance, December 31, 2019	\$ 134,149	\$ 1,021,207	1,155,356
Additions/(dispositions)	-	23,316	23,316
Balance, December 31, 2020	134,149	1,044,523	1,178,672
Additions/(dispositions)	(134,149)	(183,212)	(317,361)
Balance, June 30, 2021	\$ -	\$ 861,311	861,311
ACCUMULATED DEPRECIATION			
Balance, December 31, 2019	\$ 99,433	\$ 144,578	244,044
Additions/(dispositions)	26,516	148,308	174,824
Balance, December 31, 2020	125,949	292,886	418,835
Additions/(dispositions)	(125,949)	34,001	(91,948)
Balance, June 30, 2021	\$ -	\$ 326,887	326,887
CARRYING AMOUNTS			
Balance, December 31, 2019	\$ 34,716	\$ 876,629	911,345
Balance, December 31, 2020	\$ 8,200	\$ 751,637	759,837
Balance, June 30, 2021	\$ -	\$ 534,424	534,424

The right of use asset consists of a lease for office space and a photocopier lease. The lease liability was measured at the present value of the remaining lease payments and discounted using the Company's estimated incremental borrowing rate of 7% per annum.

INDEPENDENCE GOLD CORP.NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED JUNE 30, 2021 (Expressed in Canadian Dollars)**6. LEASE LIABILITY**

At June 30, 2021, the Company's lease liability is as follows:

	June 30, 2021	December 31, 2020
Opening balance	\$ 801,245	\$ 905,298
(Dispositions)/additions	(172,934)	23,316
Interest	16,637	59,843
Lease payments	(46,694)	(187,212)
Ending balance	<u>\$ 598,254</u>	<u>\$ 801,245</u>

	June 30, 2021	December 31, 2020
Current portion	\$ 75,102	\$ 130,874
Long-term portion	523,152	670,371
Ending balance	<u>\$ 598,254</u>	<u>\$ 801,245</u>

At June 30, 2021, the Company is committed to minimum undiscounted lease payments as follows:

	June 30, 2021	December 31, 2020
Less than one year	\$ 109,367	\$ 181,755
One to five years	616,258	727,020
Total undiscounted lease liabilities	<u>\$ 725,625</u>	<u>\$ 908,775</u>

INDEPENDENCE GOLD CORP.NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED JUNE 30, 2021 (Expressed in Canadian Dollars)**7. MINERAL PROPERTIES**

Title to mineral properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral properties. The Company has investigated title to all of its mineral properties and to the best of its knowledge, title to all of its properties, except as described below are properly registered and in good standing.

The Company holds interest in various mineral claims located in Canada, the capitalized acquisition costs of which are as follows:

	June 30	December 31
	2021	2020
BRITISH COLUMBIA		
<u>3Ts PROJECT</u>		
Taken Property	\$ 345,693	\$ 345,693
<i>A 100% interest in certain claims. The property is subject to a sliding scale net smelter returns royalty ("NSR") ranging from 2.0% to 4.0%. The Company may reduce the NSR to 1.0% by paying \$2,000,000 per percent.</i>		
Tam Property	1,750,979	1,750,979
<i>A 100% interest, subject to a 1.0% NSR, one-half of which may be purchased back for \$250,000.</i>		
Tsacha Property	2,121,788	2,121,788
<i>A 100% interest in certain claims subject to a 2.0% NSR.</i>		
Tommy Lake Property	17,518	17,518
<i>A 100% interest.</i>		
<u>OTHER BC PROPERTIES</u>		
Merit Property	50,000	22,000
<i>The Company may earn up to 60% interest by making a \$10,000 cash payment (paid), issuing 650,000 common shares (400,000 common shares issued valued at \$40,000) and expending \$750,000 in work commitments.</i>		
Nicoamen Property	50,000	22,000
<i>The Company may earn up to 60% interest by making a \$10,000 cash payment (paid), issuing 650,000 common shares (400,000 common shares issued valued at \$40,000) and expending \$750,000 in work commitments.</i>		
YUKON		
<u>BOULEVARD PROJECT</u>		
Boulevard Property	4,683,537	4,683,537
<i>A 100% interest, subject to a 2.0% NSR. Upon completion of a 43-101 report with specific resource estimates, the Company will be obligated to issue a further 1,000,000 common shares.</i>		
YCS Property	425,237	425,237
<i>A 100% interest, subject to a 2.0% NSR. The Company can buy-back one-half of the NSR for \$1,000,000.</i>		
Solitude Property	865,566	865,566
<i>A 100% interest.</i>		
Tiger Property	233,776	233,776
<i>A 100% interest, subject to a 2.0% NSR. The Company can buy-back one-half of the NSR for \$2,000,000.</i>		
	\$ 10,544,094	\$ 10,488,094

INDEPENDENCE GOLD CORP.NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED JUNE 30, 2021 (Expressed in Canadian Dollars)**7. MINERAL PROPERTIES (continued)**

During the six months ended June 30, 2021, the Company incurred exploration expenditures as follows:

	Geology & Geophysics	Field Sampling	Drilling	Land Use & Tenure	Data Evaluation	Safety & Reclamation	Recoveries	Total for the period
BRITISH COLUMBIA								
3Ts Project	\$ 217,264	\$ -	\$ 1,259,639	\$ 743	\$ 110,137	\$ 3,764	\$ -	\$ 1,591,547
Merit	6,780	-	-	-	-	3,711	-	10,491
Nicoamen	743	-	-	-	-	3,468	-	4,211
YUKON								
Boulevard Project	778	-	-	-	-	-	-	778
Others*	1,424	-	-	-	637	-	(147,309)	(145,248)
	\$ 226,989	\$ -	\$ 1,259,639	\$ 743	\$ 110,774	\$ 10,943	\$ (147,309)	\$ 1,461,779

During the six months ended June 30, 2020, the Company incurred exploration expenditures as follows:

	Geology & Geophysics	Field Sampling	Drilling	Land Use & Tenure	Data Evaluation	Safety & Reclamation	Recoveries	Total for the period
BRITISH COLUMBIA								
3Ts Project	\$ 13,547	\$ -	\$ -	\$ 520	\$ 3,853	\$ 1,186	\$ -	\$ 19,106
Merit	1,186	-	-	7,845	-	1,751	-	10,782
Nicoamen	2,013	-	-	8,025	3,069	6,914	-	20,021
YUKON								
Boulevard Project	1,054	-	-	-	1,199	-	-	2,253
Others*	10,407	-	-	-	-	-	-	10,407
	\$ 28,207	\$ -	\$ -	\$ 16,390	\$ 8,121	\$ 9,851	\$ -	\$ 62,569

Merit and Nicoamen Properties

On March 27, 2019 the Company entered into option agreements to earn 60% into each of the Merit and Nicoamen properties from Almadex Minerals Ltd. ("Almadex") by making a cash payment of \$20,000 (paid), the issuance of an aggregate of 1,300,000 common shares (800,000 issued) (note 9) and completing aggregate work commitments of \$1,450,000 including a commitment to drill 1,000 m over a three year period. Upon completion of the 60% earn-in, Almadex and the Company will form a joint venture for the purpose of carrying out further exploration work on the Nicoamen property. If either party's participation interest falls below 15%, their interest will be converted into a 2% net smelter royalty.

INDEPENDENCE GOLD CORP.NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED JUNE 30, 2021 (Expressed in Canadian Dollars)**8. RELATED PARTY TRANSACTIONS***Key Management Personnel*

Key management personnel include those persons having authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company has determined that key management personnel consists of executive and non-executive members of the Company's Board of Directors and corporate officers, including the Company's Chief Executive Officer and Chief Financial Officer.

Compensation paid or payable to key management for services rendered are as follows:

	Six months ended June 30, 2021	Six months ended June 30, 2020
Management fees	\$ 106,125	\$ 94,650
Directors fees	19,500	19,500
Geological consulting fees	12,375	10,350
Total	<u>\$ 138,000</u>	<u>\$ 124,500</u>

Included in receivables at June 30, 2021 is \$50,605 (December 31, 2020 - \$59,772) due from companies with directors and/or officers in common. Included in accounts payable and accrued liabilities at June 30, 2021 is \$9,975 (December 31, 2020 - \$10,050) due to directors and companies with directors and/or officers in common.

The Company provides geological, office and administrative services to public companies with common directors. During the six months ended, June 30, 2021, the Company received or accrued \$5,680 (June 30, 2020 - \$13,950) for rent and \$14,250 (June 30, 2020 - \$4,650) for accounting, investor relations, geology and other.

INDEPENDENCE GOLD CORP.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED JUNE 30, 2021 (Expressed in Canadian Dollars)

9. SHARE CAPITAL AND RESERVES

a) Authorized share capital

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

b) Issued share capital

As at June 30, 2021, the Company has 85,606,320 common shares issued and outstanding.

On April 1, 2021, the Company issued 400,000 common shares valued at \$56,000 to Almadex pursuant to the Merit and Nicoamen option agreements.

During the six months ended June 30, 2021, the Company issued 457,000 common shares from the exercise of share purchase warrants for total gross proceeds of \$54,840.

During the six months ended June 30, 2021, the Company paid cash finders' fees of \$4,560, filing fees of \$12,778 and legal fees of \$7,713 related to the December 30, 2020 private placement.

On December 30, 2020 the Company completed the second tranche of a non-brokered private placement and issued 4,285,714 units ("Units") at a price of \$0.14 per unit for a proceeds of \$600,001, and 4,687,500 FT Common Shares at a price of \$0.16 per FT Common Share for a proceeds of \$750,000, for a total proceeds of \$1,350,000. Each Unit consists of one common share and one-half common share purchase warrant. Each whole warrant is exercisable into one common share of the Company at an exercise price of \$0.20 per common share for a period of 24 months from the date of issue. In connection with this financing, the Company paid cash finders' fees of \$33,468, legal and filing fees of \$26,207 and issued an aggregate of 215,603 finders' warrants. Each finder's warrant entitles the holder to purchase one common share of the Company at a price of \$0.20 per common share for a period of 2 years. The finder's warrant issued as part of this private placement have been recorded at a fair value of \$49,919 using the Black-Scholes pricing model. In connection with the FT Common Shares issued, the Company recorded a flow-through premium of \$46,875. As the Company has incurred \$750,000 of exploration expenditures related to the flow-through financing, it has recognized \$46,875 of the \$46,875 flow-through premium in the consolidated statement of net loss and comprehensive loss.

On December 22, 2020 the Company completed the first tranche of a non-brokered private placement and issued 5,000,000 flow through common shares ("FT Common Shares") at a price of \$0.16 per FT Common Share for total proceeds of \$800,000. In connection with this financing, the Company paid cash finders' fees of \$24,000 and issued an aggregate of 300,000 finders' warrants.

On August 21, 2020, the Company completed a non-brokered private placement and issued 14,285,714 units for gross proceeds of \$1,000,000. Each unit was sold at a price of \$0.07 and consists of one common share and one transferable warrant. Each warrant entitles the holder thereof to purchase one common share for a period of 2 years at a price of \$0.12. In connection with this financing, the Company paid cash finders' fees of \$43,980, legal and filing fees of \$25,862, and issued a total of 628,286 finder's warrants. The finder's warrant issued as part of this private placement have been recorded at a fair value of \$41,425 using the Black-Scholes pricing model.

On May 20, 2020, the Company issued 200,000 common shares valued at \$9,000 to Almadex pursuant to the Merit and Nicoamen option agreements.

INDEPENDENCE GOLD CORP.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED JUNE 30, 2021 (Expressed in Canadian Dollars)

9. SHARE CAPITAL AND RESERVES (continued)

c) Stock options

The Company has an incentive stock option plan in place under which it is authorized to grant options to directors and employees to acquire up to 10% of the Company's issued and outstanding common shares. Under the plan, the exercise price of each option may not be less than the market price of the Company's stock as calculated on the date of grant less the applicable discount. The options can be granted for a maximum term of 10 years and vesting periods are determined by the Board of Directors.

On May 18, 2021, 325,000 options granted in 2016 expired unexercised.

On April 8, 2021, the Company cancelled 100,000 options granted to former contractors.

On June 2, 2020, 200,000 options granted in 2015 expired unexercised.

On May 31, 2020, the Company cancelled 600,000 options granted to a former employee.

On March 31, 2020, the Company cancelled 30,000 options granted to a former employee.

As at June 30, 2021, the Company had outstanding stock options, enabling the holders to acquire further common shares as follows:

	Number of Shares	Exercise Price	Expiry Date
	1,575,000	\$ 0.25	March 1, 2022
	100,000	\$ 0.20	November 2, 2022
	1,825,000	\$ 0.15	February 4, 2024
	1,800,000	\$ 0.10	July 17, 2025
	450,000	\$ 0.18	December 18, 2025
	5,750,000		

Stock option transactions are summarized as follows:

	June 30, 2021		December 31, 2020	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Balance, beginning of period	6,175,000	\$ 0.15	4,655,000	\$ 0.19
Granted	-	-	2,350,000	\$ 0.12
Expired/Cancelled	(425,000)	0.20	(830,000)	\$0.18
Balance, end of period	5,750,000	\$ 0.16	6,175,000	\$ 0.19
Options exercisable, end of period	5,750,000	\$ 0.16	6,175,000	\$ 0.15

INDEPENDENCE GOLD CORP.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED JUNE 30, 2021 (Expressed in Canadian Dollars)

9. SHARE CAPITAL AND RESERVES (continued)

d) Share-based compensation

The Company did not issue any stock options during the six months ended June 30, 2021 or 2020.

During the year ended December 31, 2020, the Company granted 2,350,000 stock options with a fair value of \$193,973. All options vest immediately on grant. The following assumptions were used for the Black-Scholes valuation of stock options granted during the noted years:

	2020
Risk-free interest rate	0.35% - 1.23%
Expected life of options	5 years
Annualized volatility	113.83% - 118.69%
Weighted average FV	\$ 0.07 - \$0.12
Expected dividend rate	0%

e) Warrants

As at June 30, 2021, the Company had 17,115,459 outstanding share purchase warrants outstanding, enabling the holders to acquire further common shares as follows:

Number of Warrants	Exercise Price	Expiry Date
14,457,000	\$0.12	August 21, 2022
300,000	\$0.20	December 22, 2022
2,358,459	\$0.20	December 30, 2022
17,115,459		

During the six months ended June 30, 2021, the Company issued 457,000 common shares from the exercise of share purchase warrants for total gross proceeds of \$54,840.

10. SUBSEQUENT EVENTS

On August 10, 2021, the Company issued 500 common shares from the exercise of stock options for total gross proceeds of \$125.