

Consolidated Tanager Limited
Notes to Financial Statements
September 30, 2022
(Unaudited)

Consolidated Tanager Limited

Condensed Interim Financial Statements

For the three months ended September 30, 2022

(Unaudited)
(Expressed in Canadian \$)

**NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM
CONSOLIDATED FINANCIAL STATEMENTS.**

Under National Instrument 51-102, Part 4, subsection 4.3(3)(1), if an auditor has not performed a review of the condensed interim consolidated financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements of the Consolidated Tanager Limited (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.

E. Clifton
President and Chief Executive Officer

C. F. Watson
Secretary-Treasurer

Dated: November 15, 2022
Toronto, Canada

Consolidated Tanager Limited

Condensed Interim Statements of Financial Position
(unaudited)

		As at Sept 30, 2022	As at June 30, 2022
Assets			
Current assets			
Cash and cash equivalents	(note 2)	3,954,860	4,117,457
Short term investments	(note 3)	2,142,005	2,087,099
Marketable securities	(note 4)	3,911,340	4,074,533
Accounts receivable		29,175	22,795
Deferred exploration expenses	(note 11)	67,800	-
Deferred tax receivable		7,869	-
Income taxes receivable		68,366	53,894
Prepaid expenses		21,103	7,759
Total current assets		10,202,518	10,363,537
Mining properties	(note 5)	2	2
Total assets		10,202,520	10,363,539
Liabilities			
Current liabilities			
Accounts payable and accrued liabilities		23,826	39,790
Dividends payable	(note 7)	155,334	155,334
		179,160	195,124
Non-current liabilities			
Deferred tax liability		-	19,601
		179,160	214,725
Equity			
Share capital	(note 7)	507,501	507,501
Contributed surplus		339,878	339,878
Accumulated other comprehensive income		8,483	171,676
Retained earnings		9,167,498	9,129,759
Total equity		10,023,360	10,148,814
Total liabilities and equity		10,202,520	10,363,539

The notes to the unaudited condensed interim financial statements are an integral part of these statements

Subsequent events (note 11)

APPROVED ON BEHALF OF THE BOARD on November 12, 2021

(signed) "E. Clifton"

E. Clifton

(signed) "C.F. Watson"

C.F. Watson

Consolidated Tanager Limited

Condensed Interim Statement of Changes in Equity

(unaudited)

	<u>Reserves</u>				Total
	Share Capital	Contributed Suplus	Accumulated Other Comprehensive Income	Retained Earnings	
Balance, July 1, 2021	507,501	339,878	382,759	9,517,233	10,747,371
Net income for the period				67,474	67,474
Unrealized gain on marketable securities			131,539		131,539
Balance, September 30, 2021	507,501	339,878	514,298	9,584,707	10,946,384
Dividends paid				(940,165)	(940,165)
Unrealized gain (loss) on marketable securities			(342,622)		(342,622)
Net income (loss) for the period				284,445	284,445
Realized gain on sale of investments				200,772	200,772
Balance, June 30, 2022	507,501	339,878	171,676	9,129,759	10,148,814
Net income for the period				37,739	37,739
Unrealized gain on marketable securities			(163,193)		(163,193)
Balance, September 30, 2022	507,501	339,878	8,483	9,167,498	10,023,360

The notes to the unaudited condensed interim financial statements are an integral part of these statements

Consolidated Tanager Limited

For the three month periods ended September 30

Condensed Interim Statements of Comprehensive Income
(unaudited)

	3 mos Sept 30 2022	3 mos Sept 30 2021
Income		
Royalties earned (note 5)	-	81,147
Interest income on property rights	-	13,906
Interest & dividends	72,928	46,733
Total income	72,928	141,786
Expenses		
General corporate (note 6)	34,607	22,346
Professional services	13,562	15,190
Property maintenance	14,490	9,778
Total expenses	62,659	47,314
Net income before income taxes	10,269	94,472
Income taxes:		
Deferred tax (recovery) expense	(27,470)	15,130
Current income tax expense		11,868
	(27,470)	26,998
Net income before other comprehensive income	37,739	67,474
Unrealized gain (loss) on marketable securities	(163,193)	131,539
Comprehensive income for the period	(125,454)	199,013
Basic and diluted income per share	0.007	0.013
Weighted average number of shares	5,372,350	5,372,350

The notes to the unaudited condensed interim financial statements are an integral part of these statements

Consolidated Tanager Limited

Condensed Interim Statements of Cash Flows

For the three month periods ended September 30
(unaudited)

	2022	2021
Cash flow from operating activities		
Net income (loss) for the period	37,739	67,474
Item not affecting cash and cash equivalents		
Changes in net working capital		
Accounts receivable	(6,380)	(2,172)
Royalties receivable	-	(11,203)
Interest on property rights receivable	-	(13,906)
Property rights receivable	-	625,000
Deferred exploration expenses	(67,800)	-
Prepaid expenses	(13,344)	(2,301)
Income taxes receivable	(14,472)	11,868
Deferred taxes payable recoverable	(27,470)	15,130
Accounts payable and accrued liabilities	(15,964)	(4,860)
	<u>(107,691)</u>	<u>685,030</u>
Cash flow from investing activities		
Marketable securities	-	(541,574)
Short term investments	(54,906)	(202,735)
	<u>(54,906)</u>	<u>(744,309)</u>
Increase (decrease) in cash	(162,597)	(59,279)
Cash and cash equivalents, beginning of period	4,117,457	5,057,527
Cash and cash equivalents, end of period	<u>3,954,860</u>	<u>4,998,248</u>

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

Consolidated Tanager Limited

Notes to Financial Statements

September 30, 2022

(Unaudited)

1. Business of the Company

Consolidated Tanager Limited (the "Company") is incorporated under the Business Corporation Act of Ontario with a registered address at Suite 331 1900 Bayview Avenue, Toronto, Ontario. The Company has transferred the rights to its five coal leases in Hinton Alberta and payments were made on a quarterly basis until December 31, 2021. The Company receives a 1% royalty on coal sales proceeds arising from coal mined from the five leases. (There were no royalties received in the current quarter, as no coal was mined on the Company's land). The Company holds other resource properties, some of which have exploration carried out on them. The Company seeks partners to carry out further exploration or to sell or farm them out and in fact has retained the services of Exsics Exploration Limited to perform some exploration services in the Timmins/Cody township area. (Refer to note 11, Subsequent Events).

2. Significant Accounting Policies

Statement of Compliance with International Financial Reporting Standards ("IFRS")

The Company has prepared these condensed interim financial statements in compliance with International Account Standard 34 – Interim Financial Reporting ("IAS 34").

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

Basis of presentation

These unaudited condensed interim financial statements have been prepared on a historical cost basis. In addition, these unaudited condensed interim financial statements have been prepared using the accrual basis of accounting except for cash flow information.

In the preparation of these unaudited condensed interim financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of expenses during the period. Actual results could differ from these estimates. Of significance are the estimates and assumptions used in the recognition and measurement of items included in Significant accounting judgments and estimates below.

Short-term investments

Short-term investments consist of guaranteed investment certificates ("GIC's) that have maturities of one year or less, and units in money market mutual funds. Short-term investments are valued at cost plus accrued interest, which approximates their fair value.

Cash and cash equivalents

Cash and cash equivalents in the statement of financial position comprise cash at banks and on hand, and highly liquid investments with an original maturity of three months or less, which are readily convertible into a known amount of cash. As of September 30, 2022, and June 30, 2022 the Company had \$3,954,860 and \$4,117,457 respectively of cash equivalents in the form of flexible and redeemable guaranteed investment certificates.

Marketable securities

Marketable securities consist of equity securities over which the Company does not have control or significant influence. The equity securities are designated as Fair Value through Other comprehensive Income and measured at fair value. Unrealized gains and

Consolidated Tanager Limited

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losses due to period end revaluation to fair value are recorded as other comprehensive income or loss.

Revenue recognition

Revenue consists of royalties on coal sales, dividends from marketable securities and interest income on outstanding property rights proceeds receivable and on cash and cash equivalents investments, recognized on an accrual basis as earned.

Provisions

A provision is recognized when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and the amount of the obligation can be reliably estimated. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. A provision for onerous contracts is recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The Company had no material provisions as at September 30, 2022, and June 30, 2022.

Income taxes

Income tax expense consists of current and deferred tax expense. Current and deferred tax are recognized in profit or loss except to the extent that it relates to items recognized directly in equity or other comprehensive income.

Current tax is recognized and measured at the amount expected to be recovered from or payable to the taxation authorities based on the income tax rates enacted or substantively enacted at the end of the reporting period and includes any adjustment to taxes payable in respect of previous years.

Deferred tax is recognized on any temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable earnings. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized, and the liability is settled. The effect of a change in the enacted or substantively enacted tax rates is recognized in net earnings and comprehensive income or in equity depending on the item to which the adjustment relates.

Deferred tax assets are recognized to the extent future recovery is probable. At each reporting period end, deferred tax assets are reduced to the extent that it is no longer probable that sufficient taxable earnings will be available to allow all or part of the asset to be recovered.

Income (Loss) per share

Basic income (loss) per share is calculated using the weighted average number of common shares outstanding during the period. Stock options and warrants outstanding are not included in the computation of diluted loss per share if their inclusion would be anti-dilutive.

Significant accounting judgments and estimates

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The preparation of these condensed interim financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates.

Segment reporting

The Company operates in a single reportable operating segment in the coal and non-ferrous mining properties.

3. Short Term Investments

At September 30, 2022 the Company had \$2,142,005 (June 30, 2022, \$2,087,099) of short-term investments. As at September 30, 2021, the Company had short-term investments of \$700,969.

4. Marketable Securities

The following is a summary of the Company's marketable Securities:

	30-Sep-22		30-Jun-22	
	Market Value	# of shares		
Equity Securities				
Superior Plus Corporation	200,400	20,000	228,219	20,000
Whitecap Resources Inc.	218,500	25,000	223,500	25,000
Hamilton Enhanced Canadian Bank ETF	307,350	15,000	323,850	15,000
TD Global Technology Leaders Index ETF	213,600	10,000	210,400	10,000
Exchange Income Corporation	207,200	5,000	210,700	5,000
Taranis Resources Inc.	418,000	2,200,000	363,000	2,200,000
Bank of Nova Scotia	270,027	4,110	313,100	4,110
Royal Bank of Canada	432,808	3,480	433,747	3,480
Toronto Dominion Bank	399,201	4,712	397,740	4,712
BCE Inc	131,768	2,275	143,939	2,275
CI Financial Corporation	165,500	12,500	170,875	12,500
Dream Industrial REIT	187,775	17,500	211,400	17,500
Enbridge Inc.	144,082	2,813	152,915	2,813
Manulife Financial Corporation	113,820	5,250	117,180	5,250
Northwest Healthcare Properties REIT	185,500	17,500	211,050	17,500
Pembina Pipeline Corporation	136,370	3,250	147,875	3,250
TC Energy Corporation	179,439	3,225	215,043	3,225
	3,911,340		4,074,533	

5. Mining Properties

The Company's investments in the following properties were each written down to \$1 in a prior year.

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Timmins Area of Ontario

The Company owns 87 patented mining claims in the Timmins area. On 8 additional claims it holds a production royalty, adjusted for a gold price variance from U.S. \$350 per ounce, on rock treated in excess of the first 50,000 tons processed.

Hinton Coal Property of Alberta

The Hinton Coal property comprises 5 Alberta Crown coal mining leases located by the main line of the C.N.R. near Hinton. The property contains a deposit of low-sulphur thermal coal. In 2009, the Company entered into an agreement with KC Euroholdings S.a.r.l. ("KCE") to transfer the rights of the Hinton Coal property to KCE in consideration for three scheduled cash payments and the reservation of a 1.0% of Sales Revenue royalty on all future coal sales from the property. An initial cash payment of \$2,000,000 was received by the Company on execution of the agreement. In accordance with the agreement, and upon completion of a favourable feasibility study during in 2012, the Company received a second cash payment of \$6,000,000. The Company was entitled to receive a further payment of \$10,000,000 on or before the earlier of February 19, 2016 or on the placing of the property into commercial production at a rate of at least 90,000 tonnes per month. The contract terms were such that should this final payment not be made ownership of the property is retained by the Company. The agreement technically expired as of March 31, 2016, however, the Company entered into a further agreement with KCE the successor company to Coalspur and in consideration for \$400,000 per annum payable by KCE to the Company the agreement extends KCE's option to acquire 100% working interest in Tanager's five coal leases until March 31, 2023. In accordance with this agreement Tanager received \$800,000 during the fiscal year ended June 30, 2017 to maintain the option for both 2016 and 2017, and an additional \$400,000 was received on March 31, 2018 and \$400,000 on February 19, 2019 (previous fiscal year) to maintain the option for 2019.

KCE made significant progress on the property in preparation for mining coal, and commenced commercial production in June, 2019. The Company was informed on October 31, 2019 that KCE had produced, sold and delivered to rail its 500,000th clean tonne and this milestone event led to triggering the payment of \$10,000,000 due to the Company.

An Amended and Restated Transfer of Leases Agreement was signed between Coalspur Mines (Operations) Ltd. and the Company which agreed to the quarterly payment (\$2,500,000) of the \$10,000,000 commencing March 31, 2020 and finishing no later than December 31, 2020. In addition, interest accruing on the unpaid balance will be paid no later than December 31, 2020. The third quarterly payment of \$2,500,000 was received prior to September 30, 2020 and is reflected in the accompanying balance sheet (The first and second quarterly payments of \$2,500,000 each were received prior to June 30, 2020 and are reflected in the balance sheet for the fiscal year ended June 30, 2020).

A Second Amended and Restated Transfer of Leases Agreement was signed on January 13, 2021 between Coalspur and the Company which agreed to spread the final quarterly payment of December 31, 2020 in the amount of \$2,500,000 to be deferred and paid in quarterly installments of \$625,000 each, (with all Payment Plan Interest accruing being paid with the final \$625,000 installment payment) no later than December 31, 2020, March 31, 2021, June 30, 2021 and September 30, 2021.

A Third Amended and Restated Transfer of Leases Agreement was signed on April 6, 2021 between Coalspur and the Company to spread the final three payments of \$625,000 that were due under the Second Amendment to be paid not later than the close of business on June 30, 2021, September 30, 2021 and December 31, 2021.

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No sales were generated from the sale of coal on the properties and no royalties were received in the quarter ending September 30, 2022. On October 27, 2021 KCE paid the royalty of 1% of the total sales generated from the sale of coal for the quarter ended September 30, 2021 in the amount of \$81,192

6. Related Party Transactions

The Company incurred expenses of \$4,500 for administrative services in 2022 (September 30, 2021 - \$4,000) to the Secretary Treasurer for services provided to the Company. These expenses are included in professional services.

In total, directors were paid \$23,000 for directors' fees in the quarter ended September 30, 2022 (September 30, 2021 - \$15,000).

The related party transactions are in the normal course of operations and are measured at the amount of consideration established and agreed to by the related parties.

7. Share Capital Authorized

As of September 30, 2022, and June 30, 2022, the authorized share capital comprised an unlimited number of common shares. The common shares do not have a par value. All issued shares are fully paid.

	Number of Common Shares	Amount
Balance, September 30, 2022, June 30, 2022	5,372,350	\$ 507,501

On May 3, 2022, the Company declared a special eligible dividend of \$0.10 per issued and outstanding common share for a total of \$537,235. The dividend was paid June 15, 2022 to all shareholders of record as of the close of business May 20, 2022.

On October 7, 2021, the Company declared a special eligible dividend of \$0.075 per issued and outstanding common share for a total of \$403,047. The dividend was paid on December 3, 2021 to all shareholders of record as of the close of business November 12, 2021.

On April 3, 2021, the Company declared a special eligible dividend of \$0.075 per issued and outstanding common share for a total of \$403,930. The dividend was paid on June 1, 2021 to all shareholders of record as of the close of business May 15, 2021.

As of September 30, 2022, the company has received \$155,334 (2021 - \$155,334) from its transfer agent with respect to unclaimed dividends from prior dividend declarations.

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(Unaudited)

8. Stock Options

Pursuant to the Company's stock option plan ("the Plan") the Company has reserved and set aside up to 500,000 common shares for the granting of options to directors and officers. The terms of the awards under the Plan are determined by the Board of Directors.

As of September 30, 2022, and June 30, 2022 the Company did not have any stock options outstanding (none outstanding as of June 30, 2021).

9. Capital Disclosures

The Company's objectives when managing capital are to maintain its ability to continue as a going concern in order to provide a return to shareholders, benefits for other stakeholders and to ensure sufficient resources are available to meet day to day operating requirements.

The Company considers the items included in shareholders' equity as capital. The Company manages its capital structure and adjusts it, based upon funds available to the Company or in response to changes in economic conditions and the risk characteristics of the underlying assets.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. The Company is not subject to externally imposed capital requirements and there has been no change in the overall capital risk management strategy during the period ended September 30, 2022.

10. Financial Risk Factors

The Company is exposed in varying degrees to a variety of financial instrument related risks:

Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is in its cash and cash equivalents, short-term investments, royalties receivable, interest receivable on property rights, and property rights receivable. This risk is managed using a major bank which is a high credit quality financial institution as determined by rating agencies.

Liquidity Risk

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available capital to meet its liquidity requirements. As of September 30, 2022, and June 30, 2022, cash and cash equivalents and short-term investments, which remain liquid, exceeded the Company's financial liabilities.

Market Risk

Interest rate risk - The Company's exposure to interest rate risk relates to its ability to earn interest income on cash and cash equivalent balances. The Company's policy is to invest excess cash in investment-grade short-term guaranteed investment certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the creditworthiness of its banks.

Commodity price risk - The Company is exposed to price risk with respect to commodities. Commodity price risk is defined as the potential adverse impact on

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earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices related to coal to determine the appropriate course of action to be taken by the Company.

Market price risk – The investment in marketable securities is set out in note 4 and includes some of the largest companies listed on Canadian stock exchanges. Although considered to be a conservative selection of companies, the share prices are subject to fluctuation based on economic outlook for markets in general and events affecting different industries internationally. The Company reviews the selected investments on a regular basis to assess the risk of market price movement.

11. Subsequent Events

On September 8, 2022, the Company committed to a \$300,000 exploration program, to be conducted over the next several months, on its properties held in the Timmins area. To date \$110,000 of the \$300,000 has been advanced to the contractor.

On September 8, 2022, the Company declared a special eligible dividend of \$0.10 per issued and outstanding share for a total of \$537,235. The dividend is to be paid on November 30, 2022 to all shareholders of record as at the close of business November 9, 2022.

12. Covid-19

On March 11, 2020, the World Health Organization declared the Covid-19 infectious virus a global pandemic, with resulting travel bans, physical distancing requirements, closing of social, cultural, and educational facilities and non-essential businesses, in the jurisdictions in which the Company operates. Global financial equity markets have declined considerably and remain volatile. The full impact of the Pandemic is unknown and rapidly evolving. A prolonged pandemic adversely affecting the global economy could impact demand for the Company's coal.

Exploration and mining operations in Canada have been affected, including access to properties and an inability to create physical distancing. However, the future impact of the outbreak is highly uncertain and cannot be predicted and there is no assurance the outbreak will not have a material adverse impact on the future results of the Company. The extent of the impact, if any, will depend on future developments, including actions taken to contain the coronavirus.