Trigon Metals Inc.

Condensed Interim
Consolidated Financial Statements

For the three and nine months ended December 31, 2021 and 2020

(Expressed in Canadian Dollars)

NOTICE OF NO AUDITOR REVIEW OF
CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3) (a), 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 interim financial statements have not been reviewed by an auditor.

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

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

Trigon Metals Inc.
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Canadian dollars)

As at	Notes		December 31, 2021		March 31, 2021
ASSETS					
Current assets					
Cash		$	**554,902**	$	3,332,334
Amounts receivable	4		**1,606,170**		56,557
Prepaid expenses	5		**86,376**		26,044
Total current assets			**2,247,448**		3,414,935
Non-current assets					
Property and equipment	6		**15,928,354**		388,372
Total Assets		$	**18,175,802**	$	3,803,307
LIABILITIES					
Current					
Accounts payable and accrued liabilities	3,9,10,13	$	**3,108,908**	$	437,457
Lease liability	16		**1,703,160**		-
Loan payable	15		**636,935**		-
Acquisition fees payable	7,8,9,10		**854,682**		837,776
Total current liabilities			**6,303,685**		1,275,233
Non-current liabilities					
Loan payable	15		**2,225,812**		-
Acquisition fees payable	8,9,10		**1,052,955**		1,015,729
Total Liabilities		$	**9,582,452**	$	2,290,962
EQUITY					
Equity attributable to shareholders of Trigon Metals Inc.:					
Share capital	11		**56,271,092**		45,636,145
Warrants	12		**3,012,448**		2,490,361
Contributed surplus	12		**743,437**		745,037
Deficit			**(50,422,499)**		(46,741,166)
Total equity attributable to shareholders of Trigon Metals Inc.			**9,604,478**		2,130,377
Non-controlling interest			**(1,011,128)**		(618,032)
Total Equity			**8,593,350**		1,512,345
Total Liabilities and Equity		$	**18,175,802**	$	3,803,307

Nature of operation and going concern (note 1)
Commitments and contingencies (note 14)
Subsequent events (note 17)

Approved by the Board of Directors on February 25, 2022.

"Jed Richardson"	*"Larisa Sprott"*
Jed Richardson	Larisa Sprott
Director	Director

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

Trigon Metals Inc.
Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian dollars)

	Notes	Three months ended December 31, **2021**	Three months ended December 31, 2020	Nine months ended December 31, **2021**	Nine months ended December 31, 2020
Expenses					
Consulting fees	13	**$ 847,810**	$ 240,111	**$ 1,928,667**	$ 613,260
Professional fees		**54,965**	20,778	**136,260**	56,320
Travel and related costs		**147,462**	418	**301,961**	418
Investors relations, promotion and filing fees		**154,756**	51,513	**260,555**	166,096
General and administrative costs		**149,808**	38,659	**351,246**	114,104
Exploration and evaluation expenditures	7,14	**170,998**	720,611	**609,945**	1,137,381
Depreciation	6	**87,659**	3,997	**126,113**	7,898
Foreign exchange loss (gain)		**(41,078)**	8,025	**191,067**	3,578
Total expenses before the undernoted		**$ 1,572,380**	$ 1,084,112	**$ 3,905,814**	$ 2,099,055
Other income (expense)					
Interest income		**2,526**	-	**5,598**	-
Interest expense		**-**	1,492	**-**	(14,791)
Other income		**12,005**	27,716	**33,602**	27,716
Loss on disposal of equipment		**-**	(4,158)	**-**	(7,615)
Finance charges	15	**(262,464)**	-	**(263,065)**	-
Accretion expenses		**(59,109)**	(58,835)	**(54,132)**	(58,835)
Acquisition of mineral property		**-**	-	**-**	(2,862,351)
Net loss and comprehensive loss		**$ (1,879,422)**	$ (1,117,897)	**$ (4,183,811)**	$ (5,014,931)
Net loss and comprehensive loss attributable to:					
Shareholders of Trigon Metals Inc.		**$ (1,689,629)**	(1,092,425)	**$ (3,790,715)**	$ (4,939,111)
Non-controlling interest		**(189,793)**	(25,472)	**(393,096)**	(75,820)
		$ (1,879,422)	$ (1,117,897)	**$ (4,183,811)**	$ (5,014,931)
Loss per share					
Basic and diluted		**(0.01)**	(0.01)	**(0.03)**	(0.05)
Weighted average number of common shares outstanding					
Basic and diluted		**157,288,781**	113,565,241	**137,088,595**	99,026,865

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

Trigon Metals Inc.
Condensed Interim Consolidated Statements of Changes in Shareholders' Equity
(Expressed in Canadian dollars)

		Attributable to equity owners of Trigon Metals Inc.							
	Notes	Number of common shares	Share Capital	Contributed surplus	Warrants	Deficit	Total shareholders' equity	Non-controlling interest	Total equity
Balance as at March 31, 2020		**90,466,859**	**40,239,927**	**834,647**	**1,831,520**	**(40,773,424)**	**2,132,670**	**(488,342)**	**1,644,328**
Net loss for the period		-	-	-	-	(4,939,111)	(4,939,111)	(75,820)	(5,014,931)
Shares issued for property	7,11	6,300,000	787,500	-	-	-	787,500	-	787,500
Private placements	11	15,310,998	5,358,849	-	-	-	5,358,849	-	5,358,849
Warrants issued	11,12	-	(1,206,955)	-	1,206,955	-	-	-	-
Share and warrant issue costs	11,12	-	(378,452)	-	(127,083)	-	(505,535)	-	(505,535)
Broker warrants issued	11,12	-	(64,584)	-	64,584	-	-	-	-
Warrants exercised	11,12	1,714,166	390,167	-	-	-	390,167	-	390,167
Value of warrants exercised	11,12	-	85,281	-	(85,281)	-	-	-	-
Warrants expired unexercised	12	-	-	-	(328,371)	328,371	-	-	-
Balance as at December 31, 2020		**113,792,023**	**45,211,733**	**834,647**	**2,562,324**	**(45,384,164)**	**3,224,540**	**(564,162)**	**2,660,378**
Balance as at March 31, 2021		**116,067,023**	**$ 45,636,145**	**$ 745,037**	**$ 2,490,361**	**$ (46,741,166)**	**$ 2,130,377**	**(618,032)**	**1,512,345**
Net loss for the period		-	-	-	-	(3,790,715)	(3,790,715)	(393,096)	(4,183,811)
Private placements	11	17,165,000	6,866,000	-	-	-	6,866,000	-	6,866,000
Warrants issued	11,12	-	(1,395,814)	-	1,395,814	-	-	-	-
Broker warrants issued	11,12	-	(148,735)	-	148,735	-	-	-	-
Share and warrant issue costs	11,12	-	(322,620)	-	(82,195)	-	(404,815)	-	(404,815)
Warrants exercised	11,12	23,747,872	4,727,431	-	-	-	4,727,431	-	4,727,431
Value of warrants exercised	11,12	-	892,385	-	(892,385)	-	-	-	-
Warrants expired	11,12	-	-	-	(52,812)	52,812	-	-	-
Warrant issue cost expired	11,13	-	-	-	4,930	(4,930)	-	-	-
Options granted	12, 15	-	-	67,200	-	-	67,200	-	67,200
Options exercised	11,12	50,000	9,000	-	-	-	9,000	-	9,000
Value of options exercised	11,12	-	7,300	(7,300)	-	-	-	-	-
Options expired unexercised	12	-	-	(61,500)	-	61,500	-	-	-
Balance as at December 31, 2021		**157,029,895**	**56,271,092**	**743,437**	**3,012,448**	**(50,422,499)**	**9,604,478**	**(1,011,128)**	**8,593,350**

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

Trigon Metals Inc.
Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Canadian dollars)

	Notes	Nine months ended December 31, 2021	2020
Cash provided by (used in):			
Operating activities			
Net loss for the period		**$ (4,183,811)**	$ (5,014,931)
Adjustments for items not affecting cash:			
Acquisition of mineral property		**-**	2,862,351
Depreciation	6	**126,113**	7,898
Interest expense		**601**	16,283
Accretion expense		**54,132**	58,835
Loss on disposal of property and equipment		**-**	7,615
Unrealized foreign exchange gain		**-**	(19,432)
Net cash from operating activities before changes in working capital		**(4,002,965)**	(2,081,381)
Net changes in non-cash working capital			
Change in amounts receivable		**(1,540,214)**	(85,322)
Change in prepaid expenses		**(60,332)**	12,747
Change in accounts payable and accrued liabilities		**2,671,436**	160,107
Net cash flows used in operating activities		**(2,932,075)**	(1,993,849)
Investing activities			
Purchase of property and equipment	6	**(13,637,274)**	(57,103)
Proceeds on disposal of property and equipment		**-**	29,996
Acquisition of mineral property		**-**	(565,041)
Net cash flows (used in) provided by investing activities		**(13,637,274)**	(592,148)
Financing activities			
Proceeds from private placements	11	**6,856,000**	5,360,849
Subscription receivable	12	**-**	(2,000)
Shares issued from warrants exercised	11,12	**4,727,431**	390,167
Shares issued from options exercised	11,12	**9,000**	-
Share and warrant issuance costs	11	**(404,815)**	(505,535)
Loan received (repaid)	15	**2,862,747**	(434,505)
Lease liability payments	16	**(258,446)**	-
Net cash flows provided by financing activities		**13,791,917**	4,808,976
Increase in cash during the period		**(2,777,432)**	2,222,979
Cash - Beginning of period		**3,332,334**	2,051,421
Cash - End of period		**$ 554,902**	$ 4,274,400
Supplemental information			
Shares and finder shares issued for property acquisition	7,11	**$ -**	$ 787,500
Broker warrants issued	11	**148,735**	64,584
Right of use asset	6	**2,028,806**	-
Stock options granted in relation to lease	15	**67,200**	-

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Trigon Metals Inc. (the “Company” or “Trigon”) was incorporated under the Business Corporations Act of Canada on April 1, 2005. On December 28, 2016, the Company changed its name from Kombat Copper Inc. to Trigon Metals Inc. and its stock symbol from “KBT” to “TM”. The Company’s head office is located at 130 Queens Quay East, Suite 1224, Toronto, Ontario M5A 0P6.

These condensed interim consolidated financial statements were reviewed, approved and authorized for issue by the Board of Directors on February 25, 2022.

The principal business activities of Trigon and its subsidiaries (collectively, the “Company”) are the acquisition, maintenance, exploration, development and operation of mines and mineral properties on the African continent. The business of exploring for minerals and mining involves a high degree of risk. Few properties that are explored are ultimately developed into producing mines. Significant time and major expenses may be required to establish ore reserves, to develop metallurgical processes, to acquire construction and operating permits and to construct mining and processing facilities. The recoverability of the amounts shown for property and equipment is dependent upon the Company obtaining the necessary financing to complete the exploration, evaluation and development of its properties, the discovery of economically recoverable reserves and future profitable operations, or alternatively upon the Company’s ability to dispose of its interests on an advantageous basis.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of operations of such properties, these procedures do not guarantee the Company's title. Property title may be subject to government licensing requirements or regulations, unregistered prior agreements, unregistered claims, indigenous claims, and non-compliance with regulatory, social and environmental requirements. The Company’s property interests may also be subject to increases in taxes and royalties, renegotiation of contracts, political uncertainty and currency exchange fluctuations and restrictions.

Going concern

These condensed interim consolidated financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. A different basis of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. As at December 31, 2021, the Company had negative working capital of $3,419,302 compared with working capital of $2,139,702 as at March 31, 2021. During the three and nine months ended December 31, 2021, the Company incurred net losses of $1,879,422 and $4,183,811, respectively (three and nine months ended December 31, 2020: $1,117,897 and $5,014,931). The Company’s continuation as a going concern is dependent upon the successful results from its mineral property operating and exploration activities and its ability to attain profitable operations and generate funds there from and/or raise equity capital or borrowings sufficient to meet current and future obligations. Management intends to finance operating costs over the next twelve months with current cash on hand, revenue generated from the sale of copper concentrate, potential proceeds from the exercise of warrants/stock options, further private placements and borrowings, if available. During fiscal 2022 and 2021, the Company was able to raise funds through financings. See notes 11 and 15. However, there is no assurance that additional financing will be available on terms acceptable to the Company, or at all. These matters represent material uncertainties that cast significant doubt on the Company’s ability to continue as a going concern. These condensed interim consolidated financial statements do not reflect adjustments to the carrying value of assets and liabilities that would be necessary should the Company be unable to continue operations. Such adjustments could be material.

Novel Coronavirus (“COVID-19”)

The Company’s operations could be significantly adversely affected by the effects of a widespread global outbreak of a contagious disease, including the recent outbreak of respiratory illness caused by COVID-19. The Company cannot accurately predict the impact COVID-19 will have on its operations and the ability of others to meet their obligations with the Company, including uncertainties relating to the ultimate geographic spread of the virus, the severity of the disease, the duration of the outbreak, and the length of travel and quarantine restrictions imposed by governments of affected countries. In addition, a significant outbreak of contagious diseases in the human population could result in a widespread health crisis that could adversely affect the economies and financial markets of many countries, resulting in an economic downturn that could further affect the Company’s operations and ability to finance its operations. Despite the severity of COVID-19 pandemic, there were no material impacts on the Company’s operations and finances for the three and nine months ended December 31, 2021.

2. SIGNIFICANT ACCOUNTING POLICIES

Statement of compliance

These condensed interim consolidated financial statements of the Company and its subsidiaries have been prepared in accordance with International Accounting Standards ("IAS") 34, Interim Financial Reporting, as issued by the International Accounting Standards Board ("IASB") and accounting policies based on International Financial Reporting Standards ("IFRS") and International Financial Reporting Interpretation Committee ("IFRIC") interpretations.

The accounting policies as set out in the Company's audited consolidated financial statements for the year ended March 31, 2021 were consistently applied to all periods presented, unless otherwise noted below.

The preparation of condensed interim financial statements in accordance with International Accounting Standards ("IAS") 34, Interim Financial Reporting, requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies. Certain disclosures included in annual financial statements have been condensed or omitted.

Basis of preparation

These condensed interim consolidated financial statements have been prepared on a historical cost basis except for certain financial instruments, which are stated at their fair values. In addition, these condensed interim consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information. All amounts have been rounded to the nearest dollars, unless otherwise indicated.

Consolidation

These condensed interim consolidated financial statements incorporate the accounts of Trigon Metals Inc. and its subsidiaries, PNT Financeco Corp. (Barbados) 100%, Kombat Holdings (Namibia) (Pty) Ltd. (Namibia) 100%, Trigon Mining (Namibia) (Pty) Ltd. ("Trigon Namibia") (Namibia) 80%, Technomine Africa Sarl (Morocco) 100% ("Technomine") and Gazania Investments Nine (Pty) Ltd. (Namibia) 100% ("Gazania"). All intercompany transactions, balances, income and expenses are eliminated on consolidation. The 20% of TMN not owned by the Company is owned by the Namibia State Mining Company and a local Namibian partner.

Subsidiaries consist of entities over which the Company is exposed to, or has rights to, variable returns as well as the ability to affect those returns through the power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date control is transferred to the Company and are de-consolidated from the date control ceases. These condensed interim consolidated financial statements include all the assets, liabilities, revenues, expenses and cash flows of the Company and its subsidiaries after eliminating inter-entity balances and transactions.

For non-wholly owned, controlled subsidiaries, the net assets attributable to outside equity shareholders are presented as "non-controlling interests" in the equity section of the condensed interim consolidated statement of financial position. Profit for the period that is attributable to non-controlling interests is calculated based on the ownership of the minority shareholders in the subsidiary. Warrants and stock options issued by subsidiaries, exercisable into subsidiary shares, are presented as a component of non-controlling interest in the condensed interim consolidated statement of financial position.

When the Company ceases to have control, any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognized in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to profit or loss.

The partial disposal of an interest resulting in loss of control meets the definition of a disposal group. A disposal group qualifies as a discontinued operation if it is a component of an entity that either has been disposed of, or is classified as held for sale, and:

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Consolidation (continued)

- Represents a separate major line of business or geographical area of operations;
- Is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations; or
- Is a subsidiary acquired exclusively with a view to resale.

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the condensed interim consolidated statement of loss.

Future accounting changes

Certain new standards, interpretations, amendments and improvements to existing standards were issued by the IASB or IFRIC that are mandatory for annual accounting periods beginning on April 1, 2021, or later. Updates that are not applicable or are not consequential to the Company have been excluded. The following have not yet been adopted and are being evaluated to determine their impact on the Company.

IAS 1 – Presentation of Financial Statements (“IAS 1”) was amended in January 2020 to provide a more general approach to the classification of liabilities under IAS 1 based on the contractual arrangements in place at the reporting date. The amendments clarify that the classification of liabilities as current or noncurrent is based solely on a company’s right to defer settlement at the reporting date. The right needs to be unconditional and must have substance. The amendments also clarify that the transfer of a company’s own equity instruments is regarded as settlement of a liability, unless it results from the exercise of a conversion option meeting the definition of an equity instrument. The amendments are effective for annual periods beginning on January 1, 2023.

IAS 16 – Property, Plant and Equipment (“IAS 16”) was amended. The amendments introduce new guidance, such that the proceeds from selling items before the related property, plant and equipment is available for its intended use can no longer be deducted from the cost. Instead, such proceeds are to be recognized in profit or loss, together with the costs of producing those items. The amendments are effective for annual periods beginning on January 1, 2022.

IAS 37 – Provisions, Contingent Liabilities, and Contingent Assets (“IAS 37”) was amended. The amendments clarify that when assessing if a contract is onerous, the cost of fulfilling the contract includes all costs that relate directly to the contract – i.e., a full-cost approach. Such costs include both the incremental costs of the contract (i.e., costs a company would avoid if it did not have the contract) and an allocation of other direct costs incurred on activities required to fulfill the contract – e.g., contract management and supervision, or depreciation of equipment used in fulfilling the contract. The amendments are effective for annual periods beginning on January 1, 2022.

IFRS 3 – Business Combinations (“IFRS 3”) was amended. The amendments introduce new exceptions to the recognition and measurement principles in IFRS 3 to ensure that the update in references to the revised conceptual framework does not change which assets and liabilities qualify for recognition in a business combination. An acquirer should apply the definition of a liability in IAS 37 – rather than the definition in the Conceptual Framework – to determine whether a present obligation exists at the acquisition date as a result of past events. For a levy in the scope of IFRIC 21, the acquirer should apply the criteria in IFRIC 21 to determine whether the obligating event that gives rise to a liability to pay the levy has occurred by the acquisition date. In addition, the amendments clarify that the acquirer should not recognize a contingent asset at the acquisition date. The amendments are effective for annual periods beginning on January 1, 2022.

3. CRITICAL ACCOUNTING ESTIMATES AND MANAGEMENT JUDGMENTS

The preparation of the condensed interim consolidated financial statements in accordance with IFRS requires management to make judgments, estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reported period. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

The significant areas of judgement and estimation uncertainty considered by management in preparing the condensed interim consolidated financial statements include:

Critical judgment in applying accounting policies:

- Assets' carrying values and impairment charges

  Events or changes in circumstances can give rise to significant impairment charges or reversals of impairment in a particular year. Management exercises its judgment in determining when such events or changes in circumstances have arisen and where such circumstances evidence a significant or prolonged decline of fair value on assets indicating impairment.

- Commercial production

  The determination of when the mine is in a condition necessary for it to be capable of operating in the manner intended by management (referred to as "commercial production") is a matter of judgment that will impact when the Company recognizes revenue and operating costs in the condensed interim consolidated statement of loss and depreciation and depletion commence. In making this determination, management considered whether (a) the major capital expenditures to bring the mine to the condition necessary for it to be capable of operating in the manner intended by management had been completed; (b) a reasonable period of commissioning had been completed; (c) consistent operating results have been achieved at the previously budgeted level of design capacity; and (d) the transfer of operations from the construction personnel to operations personnel had been completed. As at December 31, 2021, management and the Board has not declared for commercial production.

- Control of subsidiaries

  The Company consolidates subsidiaries over which it has control. Management assesses control in accordance with IFRS 10 - Condensed interim consolidated Financial Statements and has determined it controls each of its subsidiaries.

- Determination of functional currency

  Based on the primary indicators in IAS 21 – The Effects of Change in Foreign Exchange Rates – the Canadian dollar has been determined as the functional currency of the Company and all subsidiaries as the Canadian dollar is the currency in which funds from financing activities (i.e. issuing equity instruments) are generated and because the activities of the foreign operation are carried out as an extension of the reporting entity, rather than being carried out with a significant degree of autonomy. Effects of changes in foreign exchange rates are recorded as foreign exchange gain (loss) on the statement of loss. If the functional currency of the Namibian and Moroccan entities had been the Namibian dollar and Moroccan dirham respectively, the effect of changes in foreign exchange rates would have been reflected as other comprehensive income and carried as a cumulative translation adjustment within accumulated other comprehensive income in the equity section of the condensed interim consolidated statement of financial position.

- Determination of discount rates

  Determination of the discount rate for acquisition fees payable is based on comparison to similar interest-bearing debt instruments of a group of comparative companies.

3. CRITICAL ACCOUNTING ESTIMATES AND MANAGEMENT JUDGMENTS (CONTINUED)

Critical judgment in applying accounting policies: (continued)

- Acquisitions

  For acquisitions, the Company must make assumptions and estimates to determine the purchase price accounting of the assets and liabilities being acquired, as well as the expected outcomes of contingent items. To do so, the Company must determine the acquisition date fair value of the identifiable assets acquired and liabilities assumed. The determination of these fair market values is inherently subjective and requires judgement. In addition, the Company must consider whether the acquisition of a subsidiary or group of assets constitutes a business combination or an asset acquisition. This is done by considering whether the acquired group includes inputs and process or whether there is a concentration of assets being acquired. These assumptions and estimates have an impact on the asset and liability amounts recorded in the condensed interim consolidated statement of financial position.

Key sources of estimation uncertainty:

- Depreciation rates

  All property, plant and equipment, with the exception of land and buildings, are depreciated on a straight-line basis over three to five years, which the Company believes is the best approximation of the asset utility to the Company. If the estimated life had been longer than management's estimate, the carrying amount of the asset would have been higher.

- Assets' carrying values and impairment charges

  The determination of carrying values and impairment charges and their individual assumptions require that management make an estimate based on the best available information at each reporting period. Under situations where management has determined indicators of impairment are present, an impairment assessment will be performed by management whereupon management looks at the higher of recoverable amount or fair value less costs to sell in the case of assets.

- Mineral Reserve and Mineral Resource estimates

  The figures for Mineral Reserves and Mineral Resources are determined in accordance with National Instrument 43-101, "Standards of Disclosure for Mineral Projects", issued by the Canadian Securities Administrators. There are numerous uncertainties inherent in estimating Mineral Reserves and Mineral Resources, including many factors beyond the Company's control.

  Such estimation is a subjective process, and the accuracy of any Mineral Reserve or Mineral Resource estimate is a function of the quantity and quality of available data and of the assumptions made and judgments used in engineering and geological interpretation. Differences between management's assumptions, including economic assumptions such as metal prices and market conditions, and future circumstances could have a material effect in the future on the Company's financial position and results of operation.

- Share-based payment transactions and warrants

  The Company records share-based compensation at fair value over the vesting period. The Company also issues warrants. The fair value of the options and warrants is determined using the Black-Scholes options pricing model and management assumptions including the expected dividend yield, expected volatility, forfeiture rate, risk free rate and expected life. Should the underlying assumptions change, it will impact the fair value. Such judgments and assumptions are inherently uncertain. Changes in these assumptions affect the fair value estimates.

- Estimation of decommissioning and restoration costs and the timing of expenditure

  The cost estimates are updated annually to reflect known developments, (e.g., revisions to cost estimates and to the estimated lives of operations) and are subject to review at regular intervals. Decommissioning, restoration and similar liabilities are estimated based on the Company's interpretation of current regulatory requirements, constructive obligations and are measured at fair value. Fair value is determined based on the net present value of estimated future cash expenditures for the settlement of decommissioning, restoration or similar liabilities that may occur upon decommissioning of the mine. Such estimates are subject to change based on changes in laws and regulations and negotiations with regulatory authorities.

(Expressed in Canadian dollars)

3. CRITICAL ACCOUNTING ESTIMATES AND MANAGEMENT JUDGMENTS (CONTINUED)

Key sources of estimation uncertainty: (continued)

- Income, value added, withholding and other taxes

  In assessing the probability of realizing income tax assets recognized, management makes estimates related to expectations of future taxable income, applicable tax planning opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. The Company considers whether relevant tax planning opportunities are within the Company's control, are feasible, and are within management's ability to implement. Examination by applicable tax authorities is supported based on individual facts and circumstances of the relevant tax position examined in light of all available evidence. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates can occur that materially affect the amounts of income tax assets recognized. Also, future changes in tax laws could limit the Company from realizing the tax benefits from the deferred tax assets. The Company reassesses unrecognized income tax assets at each reporting period.

  The Company is subject to income, value added, withholding and other taxes. Significant judgment is required in determining the Company's provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company's income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations. The Company's interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made.

- Contingencies

  Refer to Note 14.

4. AMOUNTS RECEIVABLE

		December 31, 2021		March 31, 2021
Sales taxes receivable	$	1,604,889	$	56,143
Trade and other receivable		1,281		414
	$	1,606,170	$	56,557

5. PREPAID EXPENSES

		December 31, 2021	March 31, 2021
Insurance	$	23,273	9,066
Deposit		-	850
Other		63,103	16,128
		86,376	26,044

(Expressed in Canadian dollars)

6. PROPERTY AND EQUIPMENT

Property and equipment are carried at cost less accumulated depreciation and impairment, and consist of the following:

	Office furniture, equipment and software	Vehicles	Buildings	Land	Machinery and equipment	Right of use assets	Mine development and plant under construction	Total
Balance, March 31, 2020	$ 6,300	$ 22,903	$ 60,920	$ 182,508	$ 155,036	$ -	$ -	$ 427,667
Additions (Disposals)	5,658	103,861	-	-	(27,465)	-	-	82,054
Balance, March 31, 2021	$ 11,958	$ 126,764	$ 60,920	$ 182,508	$ 127,571	$ -	$ -	$ 509,721
Additions (Disposals)	389,026	186,945	-	-	185,764	2,028,806	12,875,539	15,666,080
Balance, December 31, 2021	$ 400,984	$ 313,709	$ 60,920	$ 182,508	$ 313,335	$ 2,028,806	$ 12,875,539	$ 16,175,801
Accumulated depreciation, depletion and impairment								
Balance, March 31, 2020	$ (6,300)	$ (13,537)	$ (9,136)	$ -	$ (73,953)	$ -	$ -	$ (102,926)
Changes for the year	(1,138)	(10,811)	(1,523)	-	(4,951)	-	-	(18,423)
Balance, March 31, 2021	$ (7,438)	$ (24,348)	$ (10,659)	$ -	$ (78,904)	$ -	$ -	$ (121,349)
Changes for the period	(43,895)	(39,540)	(1,142)	-	(24,898)	(16,623)	-	(126,098)
Balance, December 31, 2021	$ (51,333)	$ (63,888)	$ (11,801)	$ -	$ (103,802)	$ (16,623)	$ -	$ (247,447)
Net book value								
As at March 31, 2021	**$ 4,520**	**$ 102,416**	**$ 50,261**	**$ 182,508**	**$ 48,667**	**$ -**	**$ -**	**$ 388,372**
As at December 31, 2021	**$ 349,651**	**$ 249,821**	**$ 49,119**	**$ 182,508**	**$ 209,533**	**$ 2,012,183**	**$ 12,875,539**	**$ 15,928,354**

During the nine months ended December 31, 2021, the Company commenced open pit mining and the production of copper concentrate at the Kombat Mine, Namibia. The Company is at the commissioning phase.

All costs associated with the startup are capitalized and will be amortized over the life of mine during production phase after commercial production is achieved.

(Expressed in Canadian dollars)

7. EXPLORATION AND EVALUATION EXPENDITURES

	Three months ended December 31, 2021	Three months ended December 31, 2020	Nine months ended December 31, 2021	Nine months ended December 31, 2020
Trigon Namibia				
Drilling and assay	**$ -**	$ 551	**$ 166,635**	$ 1,174
Field office and support	**-**	54,820	**-**	117,920
Consulting and labour	**-**	190,112	**17,402**	492,444
Licence and permit	**-**	5,124	**3,448**	5,709
Technical report	**-**	6,236	**-**	30,533
Environmental assessment	**-**	7,547	**-**	7,547
Travel	**-**	17,202	**-**	34,283
	$ -	$ 281,592	**$ 187,485**	$ 689,610
Technomine, Morocco				
Assay and survey	**$ 12,622**	$ 50,948	**$ 12,622**	$ 58,770
Drilling	**19,223**	255,800	**29,499**	255,800
Field office and support	**22,029**	12,436	**62,801**	12,436
Consulting and labour	**99,029**	119,190	**268,673**	119,190
Travel	**16,492**	645	**32,260**	1,575
	$ 169,395	$ 439,019	**$ 405,855**	$ 447,771
Gazania Namibia				
Environmental assessment	**$ -**	$ -	**$ 65**	$ -
Licence and permit	**-**	-	**709**	-
Field office and support	**1,603**	-	**15,831**	-
	$ 1,603	$ -	**$ 16,605**	$ -
Total exploration and evaluation expenditures	**$ 170,998**	$ 720,611	**$ 609,945**	$ 1,137,381

The Company holds an effective 80% interest in its five mining licenses in Northern Namibia through its subsidiary, Trigon Namibia. The mining licenses were renewed by the Namibian Ministry of Mines and Energy in June 2021 for a 10-year period from June 2, 2021.

On February 20, 2020, Trigon Namibia was awarded a new Exclusive Prospecting Licence 7525 ("EPL 7525") by the Ministry of Mines and Energy in Namibia for a three-year period, commencing on January 17, 2020. EPL 7525 is situated to the west of the Kombat project and south of certain of the Company's licenses related to the Kombat Mine.

On September 24, 2020, the Company acquired a 100% equity interest in Technomine, a Moroccan company, from Technomine's previous shareholders (the "Vendors"). Technomine owns a 100% interest in the Silver Hill Project in Morocco. Below are the terms of the transaction:

(Expressed in Canadian dollars)

7. EXPLORATION AND EVALUATION EXPENDITURES (CONTINUED)

1. Pay to the Vendors $500,000 in cash (paid) and issue 6,000,000 common shares (issued) on closing of the Transaction (the "First Payment"). The common shares were valued at $750,000 based on their trading price subsequent to the signing of the share purchased agreement.
2. On the one-year anniversary of the closing of the Transaction, Trigon must pay to the Vendors $400,000 (outstanding) and issue such number of Trigon common shares equal to $250,000 (based on their trading price at the time) (outstanding) (the "Second Payment").
3. Upon the completion of an independent National Instrument 43-101 compliant Mineral Resource estimate at the Project showing at least 100,000 tonnes of contained copper and/or equivalent, Trigon shall issue such number of shares equal to $1,250,000 (based on their trading price at the time) to the Vendors.

In addition, the Company paid $25,000 cash and issued 300,000 common shares to Majilias Inc. for its role as an arm's length finder. The common shares were value at $37,500 based their trading price subsequent to the signing of the share purchased agreement. The finder shall also be entitled to a finder's fee of 5% in cash and share consideration comprising the Second Payment, when paid by Trigon.

On February 25, 2021, the Company acquired a 100% equity interest in Gazania, of which 80% was acquired from Sabre Resources Ltd. ("Sabre"), Australia and 20% was acquired from Coniston Pty Ltd. ("Coniston"), Australia. Gazania is the 100% owner of Exclusive Prospecting Licence 3540 ("EPL 3540"). Below are the terms of the transaction:

As consideration:

- Trigon paid $200,000 on fulfilment of the conditions precedent to the sale and purchase agreement signed with Sabre ("Sabre Agreement"). A second tranche cash payment of $100,000 is payable to Sabre on the renewal of the Licence by the Namibian Ministry of Mines and Energy, subject to such renewal being granted within three years of signature of the Sabre Agreement; and
- Trigon paid $1,000 on fulfilment of the conditions precedent to the sale and purchase agreement signed with Coniston ("Coniston Agreement"). A second tranche cash payment of $100,000 is payable to Coniston on the renewal of the Licence by the Namibian Ministry of Mines and Energy, subject to such renewal being granted within three years of signature of the Coniston Agreement.
- Trigon has also paid a facilitation fee of $99,000 to Kalgoorlie Mine Management Pty Ltd for its assistance in facilitating and documenting the acquisition.

8. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	December 31, 2021	March 31, 2021
Current		
Trade payables	$ 2,955,423	$ 221,467
Accruals	153,485	215,990
Acquisition fees payable (Note 14)	854,682	837,776
	$ 3,963,590	$ 1,275,233
Long term		
Acquisition fees payable (Note 14)	1,052,955	1,015,729
	$ 5,016,545	$ 2,290,962

(Expressed in Canadian dollars)

9. FINANCIAL INSTRUMENTS

Financial instruments measured at fair value on the condensed interim consolidated statements of financial position 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 or 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.

The Company's financial instruments consist of cash, amounts receivable, project financing, accounts payable and accrued liabilities and acquisition fees payable. The fair value of these financial instruments approximates their carrying values due to the short-term nature of these instruments. The non-current portion of the acquisition fees payable are recorded at a 15% discount rate. The Company has no financial instruments recorded at fair value.

Financial assets and financial liabilities as at December 31, 2021, were as follows:

	Assets & liabilities at amortized cost	Assets & liabilities at fair value through profit & loss	TOTAL
At December 31, 2021			
Financial assets:			
Cash	$ 554,902	$ -	$ 554,902
Amounts receivable (Note 4)	1,281	-	1,281
Financial liabilities:			
Accounts payable and accrued liabilities	(3,108,908)	-	(3,108,908)
Lease liability	(1,703,160)	-	(1,703,160)
Acquisition fees payable	(1,907,637)	-	(1,907,637)
Loan payable	(2,862,747)	-	(2,862,747)
At March 31, 2021			
Financial assets:			
Cash	$ 3,332,334	$ -	$ 3,332,334
Amounts receivable	414	-	414
Financial liabilities:			
Accounts payable and accrued liabilities	(437,457)	-	(437,457)
Acquisition fees payable	(1,853,505)	-	(1,853,505)

10. CAPITAL MANAGEMENT AND FINANCIAL RISK FACTORS

The Company considers its capital structure to include the components of shareholders' equity. Management's objective is to ensure that there is sufficient capital to minimize liquidity risk and to continue as a going concern. As the Company's properties are in the exploration and development stage, the Company is currently unable to self-finance its operations. Although the Company has been successful in the past in obtaining financing through the sale of equity securities, there can be no assurance that the Company will be able to obtain adequate financing in the future, or that the terms of such financings will be favourable.

Risk management is carried out by the management team under policies approved by the Board of Directors. The Company's capital management objectives, policies and processes have remained unchanged during the nine months ended December 31, 2021. The Company is not subject to any capital requirements imposed by a lending institution or regulatory body, other than of the TSX Venture Exchange ("TSXV") which requires adequate working capital or financial resources of the greater of (i) $50,000 and (ii) an amount required in order to maintain operations and cover general and administrative expenses for a period of 6 months. As of December 31, 2021, the Company believes it is compliant with the policies of the TSXV.

Financial risks

The Company's financial instruments comprise cash, amounts receivable, accounts payable and accrued liabilities, acquisition fees payable and project financing. The main use of these financial instruments is to fund operations and the pursuit of capital transactions. The main risks that could adversely affect the Company's financial assets, liabilities or future cash flows are credit risk, liquidity risk and market risk. The Company has limited interest rate risk as there are no outstanding variable rate borrowings and the Company finances its operations primarily through share offerings and short-term fixed interest rate debt.

Management mandates and agrees policies for managing each of these risks. The Company is exposed to a variety of financial risks by virtue of its activities including, but not limited to, those summarized below.

The following discussion also includes a sensitivity analysis that is intended to illustrate the sensitivity to changes in market variables on the Company's financial instruments and show the impact on income or loss and shareholders' equity, where applicable. The sensitivity analysis has been prepared for the nine months ended December 31, 2021, using the amounts of other financial assets and liabilities held as at the condensed interim consolidated statement of financial position date.

Credit risk

Credit risk arises when a failure by counterparties to discharge their obligations could reduce the amount of future cash inflows from financial assets. Not having a producing asset generating sales and accounts receivable, the Company's credit risk is considered limited as there is no exposure to a single customer or counterparty. With respect to credit risk arising from financial assets of the Company, which comprise cash and minimal receivables, the Company's exposure to credit risk arises from default of counterparties, with a maximum exposure equal to the carrying amount of these instruments. As cash balances are held with high credit quality financial institutions, the credit risk to the Company is considered minimal. The Company monitors and is subject to normal industry credit risks.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting its obligations associated with financial liabilities as they come due. The Company's ability to continue as a going concern is dependent on management's ability to raise the required capital through future equity or debt issuances.

The Company manages its liquidity risk by forecasting cash flows required for operations and anticipating any investing and financing activities. Management and the Board of Directors are actively involved in the review, planning, and approval of significant expenditures and commitments.

10. CAPITAL MANAGEMENT AND FINANCIAL RISK FACTORS (CONTINUED)

The Company's approach to managing liquidity risk is to endeavour to have sufficient liquidity to meet liabilities when due. As at December 31, 2021, the Company had a cash balance of $554,902 (March 31, 2021: $3,332,334) and amounts receivable other than sales taxes receivable of $1,281 (March 31, 2021: $414). As at December 31, 2021, the Company's financial liabilities consisted of accounts payable and accrued liabilities of $3,108,908 (March 31, 2021: $435,573) based on contractual undiscounted payments, lease liability of $1,703,160, and acquisition payable of $854,682 (March 31, 2021: $837,776) all due in less than one year plus long-term liabilities of $1,052,955 (March 31, 2021: $1,015,729) due in two years and the IXM loan with a total current and long term value of $2,862,747 (March 31, 2020: $nil).

During the nine months ended December 31, 2021, Trigon raised $6,856,000 through private placement financing, $4,727,431 through warrants exercised and $9,000 through exercise of options.

Interest rate risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. The risk that the Company will realize a loss as a result of a decline in the fair value of cash is limited due to the short-term investment nature. The Company's outstanding loans and interest-bearing debts are subject to fixed interest rates, and the Company has not entered into any interest rate swaps or other rate program at his time.

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates, commodities and equity prices will affect the Company's income or the value of its holdings of financial instruments. The ability of the Company to explore, evaluate and develop its exploration and mining properties and the future profitability of the Company are directly related to the price of base and precious metals. The Company monitors metal prices to determine the appropriate course of action to be taken.

Foreign currency risk

Foreign currency risk is created by fluctuations in the fair value or cash flows of financial instruments due to changes in foreign exchange rates and exposure as a result of investment in its subsidiaries. The Company is exposed to currency risk by incurring certain expenditures in US dollars, Namibian dollars, South African Rand and Australian dollars for its operations in Namibia and Moroccan Dirham and US dollars in Morocco. The Company has sought to minimize this risk by keeping its cash reserves in Canadian dollars and only purchasing US dollars, Namibian dollars, South African Rand and Moroccan Dirham as needed.

Sensitivity analysis

The carrying amount of cash, accounts receivable, accounts payable and accruals equals fair market value. The effect of changes in foreign exchange rates on net loss is deemed insignificant as the number and amount of foreign-currency transactions are relatively small. Had the foreign exchange rates been higher (lower) by 10%, the foreign exchange in the condensed interim consolidated statement of loss would have been lower (higher) by approximately $104,000 (year ended March 31, 2021: $(1,809)).

(Expressed in Canadian dollars)

11. SHARE CAPITAL

(a) Authorized:
Unlimited number of voting common shares
Unlimited number of non-voting preferred shares, issuable in series

(b) Issued:

Reconciliation of the number and value of common shares for the nine months ended December 31, 2021, were as follows. All issued shares are fully paid.

	Number of shares	Issued Capital
Balance, March 31, 2021	**116,067,023**	**45,636,145**
Shares issued pursuant to private placements	17,165,000	6,866,000
Warrants issued	-	(1,395,814)
Broker warrants issued	-	(148,735)
Cost of issue	-	(322,620)
Warrants exercised	23,747,872	4,727,431
Value of warrants exercised	-	892,385
Options exercised	50,000	9,000
Value of options exercised	-	7,300
Balance, December 31, 2021	**157,029,895**	**56,271,092**

On September 7, 2021, the Company closed a non-brokered first tranche of private placement of units. The Company issued 9,602,500 units pursuant to the first tranche at a price of $0.40 per unit for aggregate gross proceeds of $3,841,000. Each unit is comprised of one common share of Trigon and one-half of one common share purchase warrant. Each warrant will entitle the holder thereof to acquire one share at a price of $0.50 for a period of 24 months following the date thereof, subject to an acceleration provision whereby in the event that at any time after the expiry of the statutory hold period, the shares trade at $0.75 or higher on the TSX Venture Exchange for a period of 30 consecutive days, the Company shall have the right to accelerate the expiry date of the Warrants to the date that is 30 days after the Company issues a news release announcing that it has elected to exercise the acceleration right. In connection with the first tranche, the Company paid cash finder's fees of $217,630 and issued 544,075 finder's warrants to eligible finders. Each finder warrant will entitle the holder thereof to acquire one share at a price of $0.40 for a period of 24 months following the date thereof. The issue date fair value of the warrants and broker warrants was estimated at $780,691 and $96,504 using the Black Scholes option pricing model with the following assumptions: expected share price at $0.32, expected dividend yield of 0%; expected volatility of 119.3% (based on the Company's historical volatility); risk-free interest rate of 0.40% and an expected life of 2 years.

(Expressed in Canadian dollars)

11. SHARE CAPITAL (CONTINUED)

On September 20, 2021, the Company closed a second and final tranche of private placement. The Company issued 7,562,500 units pursuant to the second tranche at a price of $0.40 per unit aggregate gross proceeds of $3,025,000. Each unit is comprised of one common share of Trigon and one-half of one common share purchase warrant. Each Warrant will entitle the holder thereof to acquire one Share at a price of $0.50 for a period of 24 months following the date thereof, subject to an acceleration provision whereby in the event that at any time after the expiry of the statutory hold period, the Shares trade at $0.75 or higher on the TSX Venture Exchange for a period of 30 consecutive days, the Company shall have the right to accelerate the expiry date of the Warrants to the date that is 30 days after the Company issues a news release announcing that it has elected to exercise the acceleration right. In connection with the second tranche, the Company paid cash finder's fees of $149,800 and issued 294,350 finder's warrants to eligible finders. Each finder warrant will entitle the holder thereof to acquire one share at a price of $0.40 for a period of 24 months following the date thereof. The issue date fair value of the warrants and broker warrants was estimated at $615,123 and $52,239 using the Black Scholes option pricing model with the following assumptions: expected share price at $0.32, expected dividend yield of 0%; expected volatility of 119.3% (based on the Company's historical volatility); risk-free interest rate of 0.44% and an expected life of 2 years.

12. EQUITY RESERVES

	No. of Options	Weighted Average Exercise Price	Grant Date Fair Value of Options	No. of Warrants, Broker Warrants	Weighted Average Exercise Price	Grant Date Fair Value of Warrants, Broker Warrants	TOTAL
March 31, 2021	**4,085,000**	**$0.22**	**$ 745,037**	**45,226,598**	**$0.24**	**$ 2,490,361**	**$ 3,235,398**
Granted	200,000	$0.00	67,200	9,420,925	$0.49	1,544,549	**1,611,749**
Exercised	(50,000)	$0.18	(7,300)	(25,517,038)	$0.19	(892,385)	**(899,685)**
Expired	(150,000)	$0.50	(61,500)	(1,166,666)	$0.25	(52,812)	**(114,312)**
Warrant issue costs (net)	-	-	-	-	-	(77,265)	**(77,265)**
December 31, 2021	**4,085,000**	**$0.21**	**$ 743,437**	**27,963,819**	**$0.37**	**$ 3,012,448**	**$ 3,755,885**

Options

Under the Company's stock option plan, the Company may grant options to its directors, officers, employees and consultants for up to 10% of the outstanding common stock. Under the plan, the exercise price of each option must not be less than the market price of the Company's stock on the date of grant, less any allowable discount. The maximum term of a stock option is five years.

There were 200,000 options granted during the three and nine months ended December 31, 2021, and no stock options granted during the three and nine months ended December 31, 2020. The weighted average life of total outstanding options is 2.35 years at December 31, 2021 (March 31, 2021 – 3.41 years).

(Expressed in Canadian dollars)

12. EQUITY RESERVES (CONTINUED)

As at December 31, 2021, the Company had stock options outstanding and exercisable as follows:

Grant date	Expiry date	Number outstanding	Number exercisable	Exercise price	Grant date fair value	Dividend yield (%)	Expected volatility (%)	Expected life (years)	Risk free rate (%)
19-Jul-17	19-Jul-22	550,000	550,000	$0.385	173,086	0	117	5	1.52
11-Aug-17	11-Aug-22	25,000	25,000	$0.24	4,743	0	110	5	1.46
11-Oct-17	11-Oct-22	25,000	25,000	$0.415	8,540	0	119	5	1.77
16-Oct-17	16-Oct-22	25,000	25,000	$0.45	9,008	0	113	5	1.71
6-Jun-18	6-Jun-23	350,000	350,000	$0.20	56,000	0	112	5	2.16
21-Oct-19	21-Oct-24	2,910,000	2,910,000	$0.18	424,860	0	115	5	1.57
1-Dec-21	1-Dec-24	200,000	200,000	$0.46	67,200	0	126	3	1.03
		4,085,000	**4,085,000**		**$ 743,437**				

Warrants

As at December 31, 2021, the Company had share purchase warrants outstanding as follows:

	Grant date	Expiry date	Number outstanding	Exercise price	Grant date fair value	Dividend yield (%)	Expected volatility (%)	Expected life (years)	Risk free rate (%)
Warrants on units	8-Jan-20	8-Jan-23	11,649,996	$0.20	420,297	0	97	3	1.65
Broker warrants	8-Jan-20	8-Jan-23	164,950	$0.20	14,906	0	97	3	1.65
Warrants on units	24-Sep-20	24-Sep-23	6,909,499	$0.45	1,089,395	0	112	3	0.26
Warrants on units	13-Oct-20	13-Oct-23	695,999	$0.45	109,680	0	112	3	0.23
Broker warrants	24-Sep-20	24-Sep-23	289,116	$0.45	64,584	0	112	3	0.26
Warrants on units	7-Sep-21	7-Sep-23	4,801,250	$0.50	780,691	0	119	2	0.40
Broker warrants	7-Sep-21	7-Sep-23	544,075	$0.40	96,504	0	119	2	0.40
Warrants on units	20-Sep-21	20-Sep-23	3,781,250	$0.50	615,123	0	119	2	0.44
Broker warrants	20-Sep-21	20-Sep-23	294,350	$0.40	52,231	0	119	2	0.44
Warrant issue costs					(230,963)				
			29,130,485		**$ 3,012,448**				

The weighted average life of total outstanding warrants is 1.43 years as at December 31, 2021 (March 31, 2021 – 2.09 years).

(Expressed in Canadian dollars)

13. RELATED PARTY TRANSACTIONS

Compensation of key management

Key management includes the Company's directors and officers. Compensation awarded to key management included:

	Three months ended December 31,		Nine months ended December 31,	
	2021	2020	**2021**	2020
Consulting fees	**$ 115,000**	$ 167,500	**$ 423,333**	$ 362,500

See also Note 14.

There were no amounts recorded in accounts payable and accrued liabilities at December 31, 2021, as due to any officers or directors of the Company (March 31, 2021: $30,234). Such amounts are unsecured, non-interest bearing and with no fixed terms of payment.

In September 2021, Eric Sprott, through 2176423 Ontario Ltd. (a corporation he beneficially owns) exercised 1,333,333 warrants of Trigon Metals Inc., at $0.25 per common share for aggregate consideration of $333,333. This results in Mr. Sprott beneficially owning and controlling 31,048,332 shares and 7,524,166 warrants representing approximately 19.99% of the outstanding Shares on a non-diluted basis and approximately 23.7% on a partially diluted basis assuming the exercise of such Warrants.

In September 2021, a director and officer exercised 433,333 share purchase warrants of the Company for consideration of $108,333.

14. COMMITMENTS AND CONTINGENCIES

Management contracts

The Company is party to certain management contracts and severance obligations. These contracts contain clauses requiring additional payments of up to $846,000 to be made to the officers of the Company upon the occurrence of certain events such as a change of control. As the triggering effect has not taken place, the contingent payments have not been reflected in these condensed interim consolidated financial statements. Additional minimum management contractual commitments remaining under the agreements are approximately $419,000, all due within one year.

Legal claims

From time to time, the Company is named as a party to claims or involved in proceedings, including legal, regulatory and tax related, in the ordinary course of its business. While the outcome of these matters may not be estimable at period end, the Company makes provisions, where possible, for the estimated outcome of such claims or proceedings. Should a loss result from the resolution of any claims or proceedings that differs from these estimates, the difference will be accounted for as a charge to net loss in that period.

Environmental

The Company's mining and exploration activities are subject to various laws and regulations governing the protection of the environment. These laws and regulations are continually changing and are generally becoming more restrictive. The Company believes its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

14. COMMITMENTS AND CONTINGENCIES (CONTINUED)

Kombat Project

On April 23, 2012, the Company purchased, through the acquisition of Trigon Namibia, an effective 80% interest in the mining assets commonly known as the Kombat mine, whose assets include a 100% interest in five mining licenses and one exclusive prospecting license in northern Namibia. As at December 31, 2021, the Company has expended sufficient capital to ensure the licenses remain in good standing. The mining licenses were renewed in June 2021 for a 10-year period from June 2, 2021.

Silver Hill Project

The Company completed its acquisition of 100% equity interest in Technomine, a Moroccan company from Technomine's shareholders on September 24, 2020. The Company is required to meet the terms of transaction outlined in the definitive agreement as consideration of the acquisition. (See Note 7)

Gazania EPL 3540

The Company completed its acquisition of 100% equity interest in Gazania, holder of EPL 3540 mining licence on February 25, 2021. The Company is required to make milestone payments if renewal of the Licence is granted by the Ministry of Mines and Energy in Namibia within three years. (See Note 7)

15. PROJECT FINANCE FACILITY AND OFFTAKE

Financing Facility

On October 27, 2021, the Company entered into a credit agreement with IXM SA ("IXM") for a US$5 million project finance facility (the "Facility") to finance capital and operating expenditures for the restart of the Kombat Mine.

The Facility is structured in two tranches of US$2.5 million each. The first US$2.5 million tranche was drawn down in November 2021 and a further US$250,000 was drawn in January 2022. The remaining US$2.25 million tranche is available for draw down after confirmation of further funding support.

The Facility is repayable over 36 months, commencing 6 months after the initial drawdown. The Company agreed to pay IXM a commitment fee of 3.2% of the Facility amount and an arrangement fee of 1.0% of the Facility amount, each fee payable pro rata based on the amount of each tranche.

The Company provided an unsecured guarantee of the obligations under the Facility, pledged its shares of its Namibian subsidiary and provided a general notarial bond over assets located in Namibia.

Copper Concentrate Offtake

On November 16, 2021, IXM and the Company entered into an exclusive offtake agreement whereby IXM will acquire 100% of the production from the Kombat open pit mine. The "Initial Term" shall commence from the date of commercial production and shall continue for a minimum period of six full calendar (6) years. The Company shall deliver a minimum quantity of 80,000 dry metric tonnes ("DMT") of material during the Initial Term ("Minimum Quantity"). In the event the Minimum Quantity is not delivered during the Initial Term then, at the sole option of IXM, the Initial Term may be extended until the Minimum Quantity has been delivered by the Company to IXM.

(Expressed in Canadian dollars)

16. LEASE LIABILITY

In December 2021, the Company entered into a lease agreement with a local Namibian company, Kombat Village Properties (Pty) Ltd ("KVP") for the lease of land in and around the Kombat Mine area, allowing the Company to continue development of its open pit mining operations, including the establishment of the mine's tailings facility.

The total to be paid by the Company will be $1,961,606 for a lease period of the duration of the mining licences held by the Company, payable in three cash tranches as follows:

- $250,000 paid on commencement of the lease;
- $830,803 payable on January 17, 2022 ($822,357 outstanding); and
- $830,803 payable on July 18, 2022 (outstanding).

The Company issued 200,000 stock options to KVP at an exercise price of $0.46. The options vested immediately and are exercisable for a period of three years.

The Company also agreed to transfer a 10% equity interest in the Company's wholly owned subsidiary, Gazania, valued at $50,000 to Texel Mining and Exploration (Proprietary) Limited as part of the lease agreement.

Lease liability as at March 31, 2021	**$**	**-**
Additions		2,028,806
Lease payments		(325,646)
Lease liability as at December 31, 2021	**$**	**1,703,160**

		December 31, 2021		March 31, 2021
Current lease liability	**$**	**1,703,160**	$	-
Non-current lease liability		**-**		-
	$	**1,703,160**	$	-

Future undiscounted minimum lease payments for this lease agreement are as follows:

		December 31, 2021		March 31, 2021
Within one year	**$**	**1,703,160**	$	-
After one year but not more than five years		**-**		-
More than five years		**-**		-
	$	**1,703,160**	$	-

17. SUBSEQUENT EVENTS

Private Placement

On February 7, 2022, the Company closed the first tranche of a non-brokered private placement financing, consisting of 3,312,642 units at a price of $0.35 per unit for gross proceeds of $1,159,425. Each unit is comprised of one common share of the Company and one-half of one common share purchase warrant. Each full warrant entitles the holder to acquire one common share of the Company at a price of $0.50 for a period of 24 months. The Company paid finder's fees of $52,846 related to the private placement and issued 149,560 finder's warrants. Each finder warrant will entitle the holder to acquire one common share of the Company at a price of $0.50 for a period of 24 months.

On February 16, 2022, the Company closed its final tranche of non-brokered private placement financing, consisting of 3,848,665 units at a price of $0.35 per unit for aggregate proceeds of $1,347,032. Each unit is comprised of one common share of the Company and one-half of one common share purchase warrant. Each full warrant entitles the holder to acquire one common share of the Company at a price of $0.50 for a period of 24 months. The Company paid cash finder's fees of $19,845 and issued 56,700 finder's warrants. Each finder warrant will entitle the holder to acquire one common share of the Company at a price of $0.50 for a period of 24 months.

Stock Option Grant

On February 21, 2022, the Company issued 4,610,000 stock options to various mine site management, senior management, directors, and contractors. The options are exercisable at a price of $0.34 per share for a period of five years.