PERSHING RESOURCES COMPANY, INC.

A Nevada Corporation

200 South Virginia Street, 8th Floor
Reno Nevada 89501

Telephone: (775) 398-3124

Corporate Website: www.pershingpm.com
Corporate Email: j.adams@pershingpm.com
SIC: 1021, 1041, 1044

QUARTERLY REPORT
For the Period Ending: June 30, 2022
(the "Reporting Period")

As of 06/30/2022, our most recent period end date, the number of shares outstanding of our Common Stock was: 368,787,619

As of 03/31/2021, our prior period end date, the number of shares outstanding of our Common Stock was: 368,237,619

As of 12/31/2021, our prior fiscal year end date, the number of shares outstanding of our Common Stock was: 366,137,619

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐ No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control[1] of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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[1] "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior

thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

1) Name and address(es) of the issuer and its predecessors (if any)

In answering this item, please also provide any names used by predecessor entities and the dates of the name changes.

- Pershing Resources Company, Inc. – April 1, 2004
- Xenolix Technologies, Inc. – June 12, 2000
- MG Natural Resources Corporation – November 4, 1998
- MG Gold Corporation – August 26, 1996

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable)
Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

August 26, 1996 – Nevada - Active

Pershing Resources Company, Inc. (the "Company") is incorporated under the laws of the State of Nevada. The Company's incorporation and documentation with the State of Nevada is currently "active" and in good standing. The Company has been located at 200 South Virginia Street 8th Floor, Reno, Nevada 89501 since March of 2015.

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception:

None.

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

None.

The address(es) of the issuer's principal executive office:

200 South Virginia Street, 8th Floor
Reno, Nevada 89501

The address(es) of the issuer's principal place of business:

Check box if principal executive office and principal place of business are the same address: ☒

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

Not applicable.

2) Security Information

Trading symbol:	PSGR
Exact title and class of securities outstanding:	Common
CUSIP:	715310108
Par or stated value:	$0.0001
Total shares authorized:	500,000,000 as of 06/30/2022
Total shares outstanding:	368,787,619 as of 06/30/2022
Number of shares in the Public Float [2]:	52,673,673 as of 06/30/2022
Total number of shareholders of record:	1,824 as of 06/30/2022

Additional class of securities (if any):

Trading symbol:	N/A
Exact title and class of securities outstanding:	None
CUSIP:	N/A
Par or stated value:	N/A
Total shares authorized:	None
Total shares outstanding:	None

Transfer Agent:

Name:	Colonial Stock Transfer Company, Inc.
Address:	7840 S. 700 E. Sandy, UT 84070
Phone:	(801) 355-5740
Email:	info@colonialstock.com

Is the Transfer Agent registered under the Exchange Act? [3]

Yes: ☒ No: ☐

[2] "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

[3] To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors: **None**

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months**:** **None**

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed

fiscal years and any subsequent periods: ☐

Number of Shares Outstanding as of Second Most Recent Fiscal Year End Date Opening Balance as of 01/01/2020 Common Stock: 282,437,619									
Date of Transaction	**Transaction type (e.g. new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of Shares issued ($/per share) at Issuance**	**Were the Shares issued at a discount to market price at the time of issuance? (Yes/No)**	**Individual/ Entity Shares Were issued to (entities must have individual with voting / investment control disclosed)**	**Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided**	**Restricted or Unrestricted as of this filing**	**Exemption or Registration Type**
01/09/2020	Cancellation	(10,000,000)	Common	$0.004	Yes	Blackbridge Capital LLC (Alex Dillion Control Person)	Consulting Fee	Restricted	
01/09/2020	Transfer	10,000,000	Common	$0.004	Yes	GPL Ventures LLC Alex Dillion Control Person	Transfer and removal of stock legend	Unrestricted	
02/07/2020	New Issuance	300,000	Common	$0.04	No	Thomas G. Malone	Exercise of Warrants from 2019 Private Placement	Restricted	Rule144 Exemption
05/28/2020	New Issuance	200,000	Common	$0.01	No	Richard Levychin CPA	Advisory Board Service	Restricted	Rule 144 Exemption
05/28/2020	New Issuance	500,000	Common	$0.01	No	Richard Levychin CPA	CFO Service	Restricted	Rule 144 Exemption
07/27/2020	New Issuance	200,000	Common	$0.01	No	Luis A Vega P. Geo	Advisory Board Service	Restricted	Rule 144 Exemption
08/31/2020	New Issuance	500,000	Common	$0.01	No	Luis A Vega P. Geo	Exploration Property Lease Agreement	Restricted	Rule 144 Exemption
08/31/2020	New Issuance	500,000	Common	$0.01	No	Luis A Vega P. Geo	Exploration Property Lease Agreement	Restricted	Rule 144 Exemption
10/22/2020	New Issuance	10,000,000	Common	$0.01	No	SEINOM LLC (Wayne DeStefano	Convertible Note Conversion	Restricted	Rule 144 Exemption

						Control Person)			
12/14/2020	New Issuance	35,000,000	Common	$0.01	No	Jason Hope	Convertible Note Conversion	Restricted	Rule 144 Exemption
12/30/2020	New Issuance	300,000	Common	$0.01	No	Michael S. Harrington	Convertible Note Conversion	Restricted	Rule 144 Exemption
12/30/2020	New Issuance	5,000,000	Common	$0.01	No	David J. Jordan	Convertible Note Conversion	Restricted	Rule 144 Exemption
12/30/2020	New Issuance	700,000	Common	$0.01	No	AI Consultants Inc. (Joel Adams Control Person)	Convertible Note Conversion	Restricted	Rule 144 Exemption
01/21/2021	New Issuance	500,000	Common	$0.017	No	Luis A Vega P. Geo	Exploration Property Lease Agreement	Restricted	Rule 144 Exemption
03/30/2021	New Issuance	14,000,000	Common	$0.025	Yes	Jason Hope	Convertible Note Conversion	Restricted	Rule 144 Exemption
03/30/2021	New Issuance	1,000,000	Common	$0.025	Yes	Joseph Barton Esq.	Convertible Note Conversion	Restricted	Rule 144 Exemption
03/30/2021	New Issuance	520,000	Common	$0.025	Yes	AI Consultants Inc. (Joel Adams Control Person)	Convertible Note Conversion	Restricted	Rule 144 Exemption
03/30/2021	New Issuance	120,000	Common	$0.025	Yes	Suzanne Descanvelle	Convertible Note Conversion	Restricted	Rule 144 Exemption
03/30/2021	New Issuance	200,000	Common	$0.025	Yes	Marc G. Sonnenblick	Convertible Note Conversion	Restricted	Rule 144 Exemption
03/30/2021	New Issuance	160,000	Common	$0.025	Yes	Michael S. Harrington	Convertible Note Conversion	Restricted	Rule 144 Exemption
03/31/2021	New Issuance	10,000,000	Common	$0.02	Yes	Jason Hope	Convertible Note Conversion	Restricted	Rule 144 Exemption

05/04/2021	New Issuance	500,000	Common	$0.03	No	Mountain Gold Claims LLC (Thomas Callicrate Control Person)	Consideration for reduction of royalty buyout price Klondyke	Restricted	Rule 144 Exemption
05/04/2021	New Issuance	500,000	Common	$0.03	No	Mountain Gold Claims LLC (Thomas Callicrate Control Person)	Consideration for reduction of royalty buyout price Divide	Restricted	Rule 144 Exemption
05/04/2021	New Issuance	500,000	Common	$0.03	No	Black Rock Exploration LLC (Roger Walthers Control Person)	Consideration for reduction of royalty buyout price Divide	Restricted	Rule 144 Exemption
05/04/2021	New Issuance	100,000	Common	$0.03	No	D. Gerald Ninnis	Advisory Board Service	Restricted	Rule 144 Exemption
05/04/2021	New Issuance	500,000	Common	$0.03	No	Mountain Gold Claims LLC (Thomas Callicrate Control Person)	Consideration for reduction of royalty buyout price H C/West Bolo	Restricted	Rule 144 Exemption
09/30/2021	New Issuance	300,000	Common	$0.04	No	Nominex Ltd (Neil Novak Control Person)	Exercise of Warrants from 2019 Private Placement	Restricted	Rule 144 Exemption
09/30/2021	New Issuance	100,000	Common	$0.04	No	Michael S. Harrington	Exercise of Warrants from 2019 Private Placement	Restricted	Rule 144 Exemption
09/30/2021	New Issuance	200,000	Common	$0.04	No	Joseph Barton Esq	Exercise of Warrants from 2019 Private Placement	Restricted	Rule 144 Exemption

09/30/2021	New Issuance	850,000	Common	$0.04	No	AI Consultants Inc. (Joel Adams Control Person)	Exercise of Warrants from 2019 Private Placement	Restricted	Rule 144 Exemption
09/30/2021	New Issuance	100,000	Common	$0.04	No	Mountain Gold Claims LLC (Thomas Callicrate Control Person)	Exercise of Warrants from 2019 Private Placement	Restricted	Rule 144 Exemption
09/30/2021	New Issuance	100,000	Common	$0.04	No	Mountain Gold Claims LLC (Thomas Callicrate Control Person)	Exercise of Warrants from 2019 Private Placement	Restricted	Rule 144 Exemption
09/30/2021	New Issuance	50,000	Common	$0.04	No	Mountain Gold Claims LLC (Thomas Callicrate Control Person)	Exercise of Warrants from 2019 Private Placement	Restricted	Rule 144 Exemption
09/30/2021	New Issuance	200,000	Common	$0.04	No	Harvey McKenzie	Advisory Board Service	Restricted	Rule 144 Exemption
02/17/2022	New Issuance	1,000,000	Common	$0.04		David J. Jordan	Convertible Note Conversion	Restricted	Rule 144 Exemption
02/17/2022	New Issuance	625,000	Common	$0.04		SEINOM, LLC Wayne DeStefano Control Person	Convertible Note Conversion	Restricted	Rule 144 Exemption
02/17/2022	New Issuance	250,000	Common	$0.04		Stephen V Savran MD	Convertible Note Conversion	Restricted	Rule 144 Exemption

02/17/2022	New Issuance	150,000	Common	$0.04		AI Consultants Inc. (Joel Adams Control Person)	Convertible Note Conversion	Restricted	Rule 144 Exemption
02/17/2022	New Issuance	125,000	Common	$0.04		Marc G. Sonnenblick	Convertible Note Conversion	Restricted	Rule 144 Exemption
04/22/2022	New Issuance	25,000	Common	.045	No	Mountain Gold Claims LLC (Thomas Callicrate Control Person)	Consideration for Divide Lease Terms	Restricted	Rule 144 Exemption
04/22/2022	New Issuance	25,000	Common	.045	No	Black Rock Exploration LLC (Roger Walthers Control Person)	Consideration for Divide Lease Terms	Restricted	Rule 144 Exemption
04/22/2022	New Issuance	25,000	Common	.045	No	Mountain Gold Claims LLC (Thomas Callicrate Control Person)	Consideration for Klondyke Lease Terms	Restricted	Rule 144 Exemption
04/22/2022	New Issuance	25,000	Common	.045	No	Mountain Gold Claims LLC (Thomas Callicrate Control Person)	Consideration for Hot Creek Lease Terms	Restricted	Rule 144 Exemption
04/22/2022	New Issuance	200,000	Common	.04	Yes	D. Gerald Ninnis	Warrant Exercise	Restricted	Rule 144 Exemption
04/22/2022	New Issuance	100,000	Common	.04	Yes	Stephen D. Plumb	Warrant Exercise Tranche 1	Restricted	Rule 144 Exemption
04/22/2022	New Issuance	100,000	Common	.04	Yes	Stephen D. Plumb	Warrant Exercise Tranche 2	Restricted	Rule 144 Exemption

Number of Shares Outstanding on date of this Report Ending Balance as of 06/30/2022 Common Stock: 368,787,619 Shares	

Use the space below to provide any additional details, including footnotes to the table above:

None.

Example: A company with a fiscal year end of December 31st in addressing this item for its quarter ended September 30, 2019, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2017 through September 30, 2019 pursuant to the tabular format above.

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

Date of Note Issuance	**Outstanding Balance ($)**	**Principal Amount at Issuance ($)**	**Interest Accrued ($)**	**Maturity Date**	**Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)**	**Name of Noteholder (entities must have individual with voting / investment control disclosed)**	**Reason for Issuance (e.g. Loan, Services, etc.)**
12/28/2021	$35,000	$35,000	$524.00	Oct 31 2022	See notes below	AI Consultants Inc. (Joel Adams (Control Person)	Convertible Loan
01/28/2022	$10,000	$10,000	$100.00	Oct 31 2022	See notes below	AI Consultants Inc. (Joel Adams (Control Person)	Convertible Loan
02/14/2022	$2,000	$2,000	$15.00	Oct 31 2022	See notes below	Michael S. Harrington	Convertible Loan
02/14/2022	$5,000	$5,000	$37.50	Oct 31 2022	See notes below	Maria E. Stan	Convertible Loan
02/16/2022	$50,000.00	$50,000.00	$375.00	Oct 31 2022	See notes below	SEINOM, LLC Wayne DeStefano Control Person	Convertible Loan
02/16/2022	$50,000.00	$50,000.00	$375.00	Oct 31 2022	See notes below	David J Jordan	Convertible Loan
02/27/2022	$3,000	$3,000	$12.50	Oct 31 2022	See notes below	Suzanne Descanvelle	Convertible Loan Exchange for services
02/27/2022	$5,000	$5,000	$22.50	Oct 31 2022	See notes below	Nicholas R Barr	Convertible Loan Exchange for services

03/31/2022	$5,000	$5,000	$15.00	Oct 31 2022	See notes below	AI Consultants Inc. (Joel Adams (Control Person)	Convertible Loan

Use the space below to provide any additional details, including footnotes to the table above:

Notes:

During January, February and March of 2022, the Company received a total of $130,000 in exchange for a series of 3% interest bearing notes that matures on October 31, 2022. The notes are convertible into a total of 3,250,000 restricted shares of the Company's common stock at the note holder's option at a price of $0.04 per share.

Additional notes are as follows:

a. On December 28, 2021, the Company entered into a 3% convertible debentures debenture with the Company's Chief Operating Officer for $35,000, which was extended to mature on October 31, 2022. The note is convertible into a total of 875,000 restricted shares of the Company's common stock at the note holder's option at a price of $0.04 per share

4) Financial Statements

A. The following financial statements were prepared in accordance with: ☒ U.S. GAAP ☐ IFRS

B. The financial statements for this reporting period were prepared by (name of Individual):

Name: Richard Levychin - CPA, CGMA
Title: Chief Financial Officer
Relationship to Issuer: Officer

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

C. Balance Sheet
D. Statement of Operations
E. Statement of Cash Flows
F. Statement of Changes in Shareholders' Equity
G. Financial Statement Footnotes; and
H. Audit letter, if audited

The financial statements referenced above are incorporated below in this Annual Report.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

The Company is a mineral exploration and development company with 100% mineral rights interest in five porphyry related copper gold, silver (Cu, Au, Ag), projects in Arizona and three gold and silver (Au and Ag) projects in Nevada. The porphyry-related Cu,Au,,Ag New Enterprise Project, Arizona, is currently the Company's lead project.

New Enterprise

The New Enterprise Project is the Company's lead project and, is situated within the Laramide porphyry copper province, second largest in the world, centered primarily in Arizona and extending into New Mexico and Mexico. Current production of copper mines within Arizona alone contributes approximately 65% of the United States annual copper production. The New Enterprise project is located between the Mineral Park mine (approximately 20 miles to the northeast) and the Bagdad mine (approximately 45 miles to the southeast). The Mineral Park mine produced approximately 774 million lbs. of copper between 1965 and 1981,a 2013 National Instrument 43-101 Technical Report outlines the potential for a remaining Measured + Indicated Mineral Resource of 1.5 billion lbs. of copper at a cutoff grade of 0.105% Cu within 752 million tons. At the Bagdad mine, after 135 years of mining, Freeport- McMoRan reported in 2018 a remaining Proven + Probable resource of 14 billion lbs. Cu within 2,346,000 million tonnes of rock at a grade of 0.33% Cu with an annual production in 2017 of 173 million lbs. of copper. Except for the presence, delineation, and scale of economically viable copper mineralization described at both these nearby mines, their geology, structure, alteration, and mineralization is comparable to that observed within the New Enterprise Project. The mineral deposits at these nearby mines provide the support basis of a very similar exploration target as related to future planning and testing by Pershing as needed to discover what Pershing believes to be a currently concealed copper, gold, silver, and molybdenum mineral resource within the New Enterprise project area.

The New Enterprise project is located 15 miles southeast of Kingman, Arizona, and easily accessible by taking Exit 66 off Interstate Highway 44 to Blake Ranch Road. Blake Ranch Road transects the entire approximately 5.5 mile length (north/south) of the New Enterprise project and a number of variably maintained gravel roads and off-road trails essentially transect east to west the approximately 3.0 mile wide property at a number of locations providing easy access across the mining claims. The New Enterprise project includes 367 unpatented mining claims totaling 7,582 acres of senior claim rights and includes four significant historical mine sites referred to as the: Enterprise, Jewell Tunnel, Century, and Standard Mines. Porphyry-related geothermal alteration outlined by recently acquired high- resolution Worldvew3 hyperspectral satellite imaging and alteration mineral mapping coincident with Heli-GT magnetically rendered linear lows are situated in association with the past producing vein-related historic mines. Initial limited exploration work completed by Pershing considers the historic mines as an indication of upwelling porphyry-related geothermal alteration and Cu(copper), Au(gold), Ag(silver), and Mo(molybdenum), mineralization into an overlying roof pendant or lithocap. Upon securing sufficient funding, future exploration work will include additional field mapping and sampling data that will be integrated with follow-up processing and interpretation of the Heli-GT magnetic survey data to identify priority targets for diamond drill testing.

No mineral resource or mineral reserve estimate is available for the property and to-date there is not sufficiently explored or known area of mineralization to warrant the calculation of a mineral resource or mineral reserve estimate.

Other Arizona Projects

Pershing Resources currently four other Arizona projects include 100% mineral rights agreements with properties east and south of the New Enterprise Project and west and northwest of the Bagdad Mine. These projects are at an early stage of data compilation and examination and further details will be publicly disclosed when available.

Combined, the four properties include a minimum of 100 unpatented mining claims totaling approximately 2,066 acres. Other than the annual unpatented mining claim maintenance of $165.00 per claim, no additional costs are required to maintain the mineral rights agreements of these Projects.

Nevada Projects

Pershing Resources has acquired 100% mineral rights agreements for the Klondyke, Divide, and West Bolo projects within the state of Nevada because of its proven endowment of gold; approximately 70% of United States annual gold production. Each of the Nevada Projects are considered separate assets with different types of mineral exploration targets, located in different Nevada designated mining districts, and includes 100% mineral rights agreements with different considerations publicly disclosed in press releases that announce each of these agreements. The Klondyke and Divide projects are situated within the Walker Lane Trend of structurally controlled epithermal gold and silver mineralization that has produced more than 50 million ounces of gold and 437 million ounces of silver. The West Bolo project is situated within a peripheral extension of the Carlin-style trend of gold mines, generally referred to as the Sulfur / Lovelock / Austin Carlin-style gold trend. Carlin-style gold deposits make-up the vast majority of Nevada's gold production, totaling more than 150 million ounces Au since the 1960's. Pershing's Nevada projects exploration work will begin with the compilation and confirmation of previous work followed by the acquisition and integration of state-of-the-art hyperspectral imagery and geophysical methods. The initial exploration work will be followed by bedrock mapping and sampling and the integration all the results to identify priority targets for follow-up exploration that may include drill testing. The work will follow best industry practices and is a well-established methodology for the discovery of mineral resources in each of the project locations that could have been concealed from previous explorers.

Klondyke

The Klondyke Project is located within Esmeralda County and considered part of the Klondyke mining district of Nevada. It can be readily accessed by State Highway 95 and a series of gravel roads that cross directly over the project area. The Project is situated between the Tonopah (9 miles to the north) and Goldfields (14 miles to the south) mining districts and 2.5 miles south of Pershing's Divide Project. Combined, the Tonopah and Goldfields mining districts historically produced greater than 7 million ounces of gold and approximately 200 million ounces of silver of the total production from the Walker Lane Trend. The Klondyke Project includes 100% mineral rights agreement with Mountain Gold Claims LLC that includes 50 unpatented mining claims totaling 1,031 acres of leased unpatented mining claim rights. The project area has the potential for a stand-alone mining and milling operation, but like the Divide Project, it is sufficiently close enough to emerging gold producers in the Tonopah and Goldfields mining districts that mined concentrates could be shipped for processing at either of these locations. It is anticipated that upon securing sufficient funding, the proposed exploration work could identify high priority targets to drill test for the potential to discover a gold and silver mineral resource within the project area. No mineral resource or mineral reserve estimate is available for the property and to-date there is no sufficiently known mineralization to consider the calculation of a mineral resource or mineral reserve estimate.

Divide

The Divide Project is located within Esmeralda County, approximately nine miles south of Tonopah mining district, Nevada, and can be accessed by State Highway 95 and a series of gravel roads that cross directly over the project area and leading to each of the three claim groups that make up the Divide project. The Tonopah mining district has produced 1.8 million ounces of gold and 174 million ounces of silver from approximately 7.5 million tonnes of the total production reported from the Walker Lane Trend and is currently experiencing a rejuvenation of exploration by companies examining past producing mines for additional gold and silver mineral resources. The Divide Project includes 100% mineral rights agreement with Mountain Gold Claims LLC & Black Rock Exploration, LLC and is made up of three separate blocks of claims; a main block that includes 6 unpatented mining claims totaling 120 acres and two smaller blocks located approximately 3.3 miles to the southeast of the northern block that includes 2 unpatented mining claims in each block totaling 40 acres. All three claim blocks are situated within 1 to 2 miles of the West Vault Mining Inc., Hasbrouck Project that includes a 2016 reported combined measured and indicated mineral resource of 738,000 ounces Au and 14,096,000 Ag in 54,185,000 tons. The historical Gold Seam and Treasure Hill mines are located within the two southeastern blocks of the Divide Project. The group of Divide claims to the northwest includes several surface workings and previously completed drill holes by West Kirkland Mining Inc. The

Divide Project is covered by a significant accumulation of colluvial sediments washed down from a mountain range to the north; potentially masking the obvious weather resistant feature typical of the silicification associated with gold mineralization in the area. No mineral resource or mineral reserve estimate is available for the property and to-date there is no sufficiently known mineralization to consider the calculation of a mineral resource or mineral reserve estimate.

West Bolo

The West Bolo Project is located within the Hot Creek Range, within Nye County, approximately 10 miles north of the Tybo Mining District and 65 miles northeast of Tonopah, within central Nevada. The project can be readily accessed by State Highway 6 and a series of gravel roads that cross directly over the project area. The West Bolo project includes 105 unpatented mining claims totaling approximately 2,169 acres. The east-west trending Hot Creek Canyon cuts through the southern edge of the claim block. The West Bolo Project includes two separately negotiated 100% mineral rights agreements: one with America's Gold Exploration Inc. and the other with Mountain Gold Claims LLC. with certain terms and conditions disclosed in press releases that announced each of these agreements. The Project area includes at least four north trending structures associated with previously reported anomalous gold-bearing grab samples. Each of the gold occurrences are within, or in close association with, jasperoid (silicification) and sulphidation alteration and brecciation of carbonate rocks. These alteration and gold mineralization features are a primary marker for the processes that typify Carlin-style gold mineralization and directly comparable with the reported gold-bearing occurrences within the adjacent Bolo Property (1 mile east of the West Bolo Project) which has previously reported drilling results by Barrian Mining Corp. in 2019 of 1.2 g/t gold across 122 metres and 148 g/t Au across 4.6 metres,. (see Barrian press release of October 23, 2019) The West Bolo project is at an early stage of mineral exploration with known gold-bearing structures that require a significant amount of initial fieldwork to better characterize and define which of the structures to focus more detailed exploration work, and eventually drill test. No mineral resource or mineral reserve estimate is available for the property and to-date there is no sufficiently known mineralization to consider the calculation of a mineral resource or mineral reserve estimate.

Federal and county claims documentation on all of the properties mentioned above is current and in good standing.

B. Please list any subsidiaries, parents, or affiliated companies.

Simple Recovery LLC is the wholly-owned subsidiary company of Pershing Resources Company Inc. Simple Recovery LLC and its assets were purchased by Pershing Resources in May of 2015 for 2.4 million restricted shares. Simple Recovery is a Nevada registered LLC and acts as the operational arm for the majority of the exploration and development activities of Pershing Resources Company. Stephen D. Plumb and Joel Adams act as the CEO/CFO and COO respectively of Simple Recovery Inc. They are also the only board members of the LLC.

C. Describe the issuers' principal products or services.

Pershing Resources Company Inc. is a venture stage company, focused on the exploration and development of copper, gold and, silver projects located in Arizona and Nevada. In 2018, Pershing began to shift its primary focus from cash-flowsheet development and recovery of metals in historic mine spoils, to the discovery of copper, gold, and silver in-situ mineral resources. By the end of 2020, the Company had acquired five mineral exploration projects in Arizona and three in Nevada. The projects acquired have a potential to include a mineral resource to meet strong emerging long-term price growth forecasts and have had limited application of modern exploration deposit modelling and utilization of state-of-the-art exploration methods to test the mineral resource potential of these properties. Upon securing sufficient funds, exploration work within each of the Company's Projects will focus on the identification and the drill testing of priority targets to discover and develop potentially overlooked Cu, Au, and Ag mineral resources.

6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the

location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The Company's Development Facility is a 100% owned 24 acres of private land with a living quarter work space and a warehouse near Kingman, Arizona. It is located less than one mile from the eastern boundary of the Company's New Enterprise Project and serves as the Company's base of operations for all exploration and development work.

7) Company Insiders (Officers, Directors, and Control Persons)

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% of more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Stephen D. Plumb, CPA	CEO, Director, Treasurer Chairman	Okemos, MI	18,050,921	Common	4.9%	488,500 owned under West-Tec LLC Phoenix, AZ (Stephen D. Plumb, Control Person)
Joel Adams III	COO, Director Secretary	New York, NY	19,335,933	Common	5.25%	16,980,933 shares held under AI Consultants Inc. (Joel Adams Control Person) 1,325,000 shares held by affiliate
Richard Levychin, CPA	CFO Advisory Board	New York, NY	700,000	Common	0.019%	
Maria E. Stan, CPA	Director & Chair Audit Committee	Boston, MA	1,350,000 100,000 Warrants	Common	0.039%	

Neil D Novak, P. Geo	Director Director Of Exploration	Cambridge, ON Canada	1,750,000	Common	0.0475%	1,750,000 shares & Nominex Ltd. of Ontario Canada (Neil Novak Control Person)
Joseph M, Barton, Esq	Director	Larkspur, CA	2,950,000	Common	0.0696%	400,000 shares held by affiliate
David J. Jordan	Director	Okemos, MI & Naples FL	32,050,000 1,000,000 Warrants	Common	8.97%	4,790,000 shares held by affiliate
Harvey H. McKenzie	Director	Toronto, Canada	900,000	Common	.0024%	
Dr. Stephen V. Savran MD	Former Director Retired as of 12/31/2021	Las Vegas, NV	6,270,000	Common	1.7%	2,000,000 shares held by affiliate
D. Gerald Ninnis	Share Holder Former Advisory Board Member	Iona, CA	12,000,000	Common	3.23%	
Luis A Vega P.Geo	Share Holder & Advisory Board Member	Kingman AZ	1,700,000	Common	0.046%	
Nelson Barry	Share Holder	San Francisco, CA	16,000,000 4,000,000 Warrants	Common	5.43%	
Jason Hope	Share Holder	Phoenix, AZ	101,500,000	Common	27.5%	
Wayne DeStefano (Held by SEINOM, LLC Wayne DeStefano Control Person)	Share Holder	Phoenix, AZ	23,625,000 2,000,000 Warrants	Common	6.96%	18,625,000 shares and 2,000,000 Warrants

8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None.

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel:

Name:	Dwight A. Kinsey
Firm:	Duane Morris, LLP
Address 1:	230 Park Avenue 11th Floor
Address 2:	New York, NY 10169
Phone:	(212) 818-9200
Email:	DAKinsey@duanemorris.com

Accountant (financials provided herein were not reviewed):

Name:	Michael Lipschultz, CPA
Firm:	UHY, LLP
Address 1:	4 Tower Place Executive Park 7th Floor
Address 2:	Albany, NY. 12203
Phone:	(212) 381-4800
Email:	mlipschultz@uhy-us.com

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared or provided information with respect to this disclosure statement**. This includes counsel, advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name:	Edward C Walker PhD, P. Geo

Firm:	PetroLogic
Nature of Services:	Geology Consulting
Address 1:	P.O. Box 114, 115 Ermatinger Street
Address 2:	Lakefield, Ontario KDL 2HD
Phone:	(705) 652-8686
Email:	petrologic@sympatico.ca

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities).

The certifications shall follow the format below:

I, Stephen D. Plumb, certify that:

1. I have reviewed this Quarterly Report and disclosure statement for the period ended June 30, 2022 of Pershing Resources Company, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Dated: August 15, 2022

By: */s/ Stephen D. Plumb*
Title: Chief Executive Officer

Principal Financial Officer:

I, Joel Adams, III, certify that:

1. I have reviewed this Quarterly Report and disclosure statement for the period ended June 30, 2022 of Pershing Resources Company, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Dated: August 15, 2022

By: */s/ Joel Adams*
Title: Chief Operating Officer and Secretary

PERSHING RESOURCES COMPANY, INC. AND SUBSIDIARY
CONSOLIDATED FINANCIAL STATEMENTS
JUNE 30, 2022 AND 2021

PERSHING RESOURCES COMPANY, INC. AND SUBSIDIARY
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JUNE 30, 2022 AND 2021

PERSHING RESOURCES COMPANY, INC. AND SUBSIDIARY
CONSOLIDATED BALANCE SHEETS
JUNE 30, 2022 AND 2021

	2022	2021
ASSETS		
Current Assets		
Cash	$ 358	$ 76,020
Investments in Marketable Securities	47	59
Prepaid Expenses	42,453	36,213
Total Current Assets	**42,858**	**112,292**
Property and Equipment		
Land	15,000	15,000
Building	65,000	65,000
Building Improvements	7,500	7,500
Machinery and Equipment	47,046	47,046
Furniture and Fixtures	4,950	4,950
Total Property and Equipment	**139,496**	**139,496**
Less: Accumulated Depreciation	62,959	60,393
Net Property and Equipment	**76,537**	**79,103**
Other Assets		
Lease Bond	9,000	-
Goodwill	177,514	177,514
Mineral Property Rights	104,500	104,500
Total Other Assets	**291,014**	**282,014**
Total Assets	**$ 410,409**	**$ 473,409**

No assurance is provided with these financial statements.

PERSHING RESOURCES COMPANY, INC. AND SUBSIDIARY
CONSOLIDATED BALANCE SHEETS
JUNE 30, 2022 AND 2021

	2022	2021
LIABILITIES AND STOCKHOLDERS' (DEFICIT) EQUITY		
Current Liabilities		
Accounts Payable and Accrued Expenses	$ 299,145	$ 44,680
Insurance Notes Payable	33,158	22,786
Loans Payable, Related Party	43,325	24,715
Convertible Notes Payable, Including Accrued Interest of $599	57,599	-
Convertible Notes Payable, Related Parties, Including Accrued Interest of $1,425	119,425	-
Total Current Liabilities	**552,652**	**92,181**
Total Liabilities	**552,652**	**92,181**
Stockholders' (Deficit) Equity		
Common Stock ($0.0001 Par Value; 500,000,000 Shares Authorized; 368,787,619 and 364,237,619 Shares Issued and Outstanding as of June 30, 2022 and 2021, respectively)	36,879	36,424
Additional Paid-In Capital	15,547,817	15,073,013
Accumulated Deficit	(15,726,939)	(14,728,209)
Total Stockholders' (Deficit) Equity	**(142,243)**	**381,228**
Total Liabilities and Stockholders' (Deficit) Equity	**$ 410,409**	**$ 473,409**

No assurance is provided with these financial statements.

PERSHING RESOURCES COMPANY, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF OPERATIONS
FOR THE SIX MONTHS ENDED JUNE 30, 2022 AND 2021

	2022	2021
Revenue	$ -	$ -
Operating Expenses		
Mining and Exploration Costs	16,586	142,399
Professional Fees	183,463	136,431
General and Administrative	67,916	66,455
Depreciation	1,283	1,283
Total Operating Expenses	**269,248**	**346,568**
Loss from Operations	**(269,248)**	**(346,568)**
Other Income (Expenses)		
Impairment of Mineral Property Rights	-	(60,000)
Interest Expense	(3,604)	(4,177)
Other Income	19	38
Total Other Income (Expenses)	**(3,585)**	**(64,139)**
Loss Before Provision for Income Taxes	**(272,833)**	**(410,707)**
Provision for Income Taxes	-	-
Net Loss	**$ (272,833)**	**$ (410,707)**

No assurance is provided with these financial statements.

PERSHING RESOURCES COMPANY, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENT OF
CHANGES IN STOCKHOLDERS' (DEFICIT) EQUITY
FOR THE SIX MONTHS ENDED JUNE 30, 2022 AND 2021

	Common Stock $0.0001 Par Value		Additional	Accumulated	Total Stockholders'
	Shares	Amount	Paid-In Capital	Deficit	(Deficit) Equity
Balance, January 1, 2021	335,637,619	$ 33,564	$ 14,192,963	$ (14,114,939)	$ 111,588
Common Stock Issued for Services	100,000	10	2,990	-	3,000
Common Stock Issued for Mineral Property Rights	2,500,000	250	73,250	-	73,500
Common Stock Issued to Retire Convertible Notes Plus Accrued Interest	26,000,000	2,600	601,247	-	603,847
Change in fair value of warrants	-	-	202,563	(202,563)	-
Net Loss for the Six Months Ended June 30, 2021	-	-	-	(410,707)	(410,707)
Balance, June 30, 2021	**364,237,619**	**$ 36,424**	**$ 15,073,013**	**$ (14,728,209)**	**$ 381,228**
Balance, January 1, 2022	366,137,619	$ 36,614	$ 15,228,129	$ (15,241,202)	$ 23,541
Shares Issued for Amendment of Mineral Property Rights Terms	100,000	10	3,990	-	4,000
Common Stock Issued to Retire Convertible Notes Plus Accrued Interest	2,150,000	215	86,834	-	87,049
Cash Proceeds from the Exercise of 400,000 Redeemable Warrants	400,000	40	15,960	-	16,000
Change in fair value of warrants	-	-	212,904	(212,904)	-
Net Loss for the Six Months Ended June 30, 2022	-	-	-	(272,833)	(272,833)
Balance, June 30, 2022	**368,787,619**	**$ 36,879**	**$ 15,547,817**	**$ (15,726,939)**	**$ (142,243)**

No assurance is provided with these financial statements.

PERSHING RESOURCES COMPANY, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE SIX MONTHS ENDED JUNE 30, 2022 AND 2021

		2022		2021
Cash Flows from Operating Activities				
Net Loss	$	(272,833)	$	(410,707)
Adjustments to Reconcile Net Loss to Net Cash Used in Operating Activities:				
Depreciation		1,283		1,283
Gain in Value on Investments Available for Sale		(19)		(38)
Impairment of Mineral Property Rights		-		60,000
Shares of Common Stock Issued for Services Rendered		-		3,000
Interest Expense from Convertible Notes Payable Retired Through Common Stock Issuance		1,050		2,762
Changes in Assets and Liabilities:				
Prepaid Expenses		28,352		27,944
Lease Bond		(9,000)		-
Accounts Payable and Accrued Expenses		102,513		(13,476)
Net Cash Used in Operating Activities		**(148,654)**		**(329,232)**
Cash Flows from Financing Activities				
Cash Proceeds from the Exercise of Redeemable Warrants		16,000		-
Proceeds from Convertible Debt		125,500		400,000
Principal Payments of Insurance Notes		(28,289)		(21,399)
Proceeds from Loans Payable, Related Party		31,610		-
Net Cash Provided by Financing Activities		**144,821**		**378,601**
Net (Decrease) Increase in Cash		**(3,833)**		**49,369**
Cash - Beginning of Period		4,191		26,651
Cash - End of Period	**$**	**358**	**$**	**76,020**
Supplemental Disclosures:				
Cash Paid for Interest	$	1,250	$	1,415
Cash Paid for Income Taxes	$	-	$	-
Summary of Noncash Activities:				
Common Stock Issued for Mineral Property Rights	$	-	$	73,500
Common Stock Issued to Retire Convertible Notes Plus Accrued Interest	$	87,049	$	603,847
Insurance Premiums Financed with Note	$	35,754	$	32,219

No assurance is provided with these financial statements.

NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS

Organization

Pershing Resources Company, Inc., formerly named Xenolix, Technologies, Inc. (the "Company"), was incorporated under the laws of the State of Nevada on August 26, 1996. The Company is a precious and base metals exploration company pursuing exploration and development opportunities primarily in Arizona and Nevada. As of the date of these financial statements, none of the Company's properties contain proven and probable reserves, and all of the Company's activities on all of its properties are exploratory in nature.

On May 14, 2015, the Company acquired its wholly owned subsidiary, Simple Recovery, Inc. ("Simple Recovery"), through the issuance of 2 million shares of the Company's common stock.

Going Concern

These consolidated financial statements of the Company have been prepared assuming that the Company will continue as a going concern, which contemplates, among other things, the realization of assets and the satisfaction of liabilities in the normal course of business over a reasonable period of time. The Company had incurred a net loss of $272,833 and $410,707 for the six months ended June 30, 2022 and 2021, respectively, had incurred a total accumulated deficit of $15,726,939 as of June 30, 2022 and requires additional capital for its contemplated business and exploration activities to take place. The Company plans to raise additional capital to carry out its business plan. The Company's ability to raise additional capital through future equity and debt securities issuances is unknown. Obtaining additional financing, the successful development of the Company's contemplated plan of operations, and its transition, ultimately, to profitable operations are necessary for the Company to continue business. In addition, the continued spread of COVID-19 and its impact on market conditions may limit the Company's ability to raise additional capital through equity and debt securities issuances. The ability to successfully resolve these factors raises substantial doubt about the Company's ability to continue as a going concern. The consolidated financial statements of the Company do not include any adjustments that may result from the outcome of the uncertainties.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation and Principles of Consolidation

The accompanying financial statements and related financial information of the Company should be read in conjunction with the audited financial statements and the related notes thereto for the years ended December 31, 2021 and 2010 included in the Company's Annual Report on Form 10-K filed with the Securities and Exchange Commission ("SEC") on April 15, 2022. These unaudited financial statements have been prepared in accordance with the rules and regulations of the United States Securities and SEC for interim financial information. Accordingly, they do not include all of the information and footnotes required by the accounting principles generally accepted in the United States of America ("U.S. GAAP") for complete financial statements.

In the opinion of management, the accompanying interim financial statements contain all adjustments which are necessary to state fairly the Company's financial position as of June 30, 2022 and 2021, and the results of its operations and cash flows for the six months ended June 30, 2022 and 2021. Such adjustments are of a normal and recurring nature. The results for the six months ended June 30, 2022 are not necessarily indicative of the results to be expected for the full fiscal year ending December 31, 2022, or for any future period.

In the preparation of the consolidated financial statements of the Company, intercompany transactions and balances have been eliminated. The Company applies the guidance of Topic 810 "Consolidation" of the Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") to determine whether and how to consolidate another entity. All majority-owned subsidiaries - all entities in which a parent has a controlling financial interest—shall be consolidated except when control does not rest with the parent. The usual condition for a controlling financial interest is ownership of a majority voting interest, and, therefore, as a general rule ownership by one reporting entity, directly or indirectly, of more

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Basis of Presentation and Principles of Consolidation (Continued)

than 50 percent of the outstanding voting shares of another entity is a condition pointing toward consolidation. The power to control may also exist with a lesser percentage of ownership, for example, by contract, lease, agreement with other stockholders, or by court decree.

All adjustments (consisting of normal recurring items) necessary to present fairly the Company's financial position have been included.

Use of Estimates and Assumptions

In preparing the consolidated financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities as of the date of the consolidated balance sheet, and revenues and expenses for the period then ended. Actual results may differ significantly from those estimates. Significant estimates made by management include, but are not limited to, the useful life of property and equipment, the valuation of deferred tax assets and liabilities, including valuation allowance, amounts and timing of closure obligations, the assumptions used to calculate fair value of stock-based compensation, capitalized mineral rights, asset valuations, and the fair value of common stock issued.

Reclassification

The Company has reclassified certain amounts in the 2021 consolidated financial statements to comply with the 2022 presentation.

Cash and Cash Equivalents

The Company considers all highly liquid investments with a maturity of nine months or less when acquired to be cash equivalents. The Company places its cash with a high credit quality financial institution. The Company's accounts at this institution are insured by the Federal Deposit Insurance Corporation ("FDIC") up to $250,000. To reduce its risk associated with bank balances exceeding the FDIC insurance limit on interest bearing accounts, the Company evaluates at least annually the rating of the financial institution in which it holds deposits.

Fair Value of Financial Instruments

The Company follows Accounting Standards Codification ("ASC") 820, "Fair Value Measurements and Disclosures" ("ASC 820"), for assets and liabilities measured at fair value on a recurring basis. ASC 820 establishes a common definition for fair value to be applied to existing generally accepted accounting principles that requires the use of fair value measurements, establishes a framework for measuring fair value and makes disclosures about such fair value measurements.

ASC 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Additionally, ASC 820 requires the use of valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs.
These inputs are prioritized below:

Level 1:	Observable inputs such as quoted market prices in active markets for identical assets or liabilities
Level 2:	Observable market-based inputs or unobservable inputs that are corroborated by market data
Level 3:	Unobservable inputs for which there is little or no market data, which require the use of the reporting entity's own assumptions.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fair Value of Financial Instruments (Continued)

The Company analyzes all financial instruments with features of both liabilities and equity under the Financial Accounting Standard Board's ("FASB") accounting standard for such instruments. Under this standard, financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

The carrying amounts reported in the consolidated balance sheets for cash and cash equivalents, prepaid expenses, investments in marketable securities, accounts payable and accrued expenses, insurance note payable, loans payable, related parties, and convertible notes payable approximate their estimated fair values based on the short-term maturity of these instruments. The carrying amounts of the loans and note payable at June 30, 2022 and 2022 approximate their respective fair values based on the Company's incremental borrowing rate.

Property and Equipment

Property and equipment are carried at cost. The cost of repairs and maintenance is expensed as incurred; major replacements and improvements are capitalized. When assets are retired, or disposed of, the cost and accumulated depreciation are removed from the accounts, and any resulting gains or losses are included in income in the year of disposition. Depreciation is calculated on a straight-line basis over the estimated useful life of the assets, generally one to thirty-nine years.

Goodwill

Goodwill is not amortized but tested annually for impairment or whenever events or changes in circumstances would make it more likely than not that an impairment may have occurred. If the carrying value of goodwill exceeds its fair value, an impairment loss will be recognized.

Mineral Property Rights and Mining and Exploration Costs

The costs of acquiring mineral properties are capitalized at the date of acquisition. These costs include costs associated with leasing or acquiring mining claims, options to purchase or lease mineral properties, and costs associated with our mining lease and royalty purchase option agreements. Currently, the Company's mineral properties represent mineral property rights in which proven and probable reserves have not yet been established. The Company will assess the carrying values for the above properties at the end of each reporting period and whenever events or changes in circumstances indicate that the carrying value may not be recoverable and therefore impaired. The costs of exploring, carrying, and retaining the rights to unproven mineral properties are expensed as incurred.

If in the future we establish proven and probable reserves for a mineral property and establish that the mineral property can be economically developed, the mineral property rights for that property will be amortized over the estimated useful life of the property following the commencement of commercial production or expensed if it is determined that the mineral property has no future economic value or if the property is sold or abandoned.

The net carrying value of our mineral property rights represents the fair value at the time the mineral property rights were acquired less any impairment losses.

Impairment of Long-Lived Assets

The Company accounts for the impairment or disposal of long-lived assets according to the ASC 360, "Property, Plant and Equipment". The Company continually monitors events and changes in circumstances that could indicate that the carrying amounts of long-lived assets, including mineral rights, may not be recoverable. Long-lived assets in the exploration stage are monitored for impairment based on factors such as the Company's continued right to explore the area, exploration reports, assays, technical reports, drill results and the Company's continued plans to fund exploration programs on the

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Impairment of Long-Lived Assets (Continued)

property, and whether sufficient work has been performed to indicate that the carrying amount of the mineral property cost carried forward as an asset will not be fully recovered. The tests for long-lived assets in the exploration stage are monitored for impairment based on factors such as current market value of the long-lived assets and results of exploration, future asset utilization, business climate, mineral prices and future undiscounted cash flows expected to result from the use of the related assets.

Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to the estimated future net undiscounted cash flows expected to be generated by the asset. When necessary, impaired assets are written down to estimated fair value based on the best information available. Estimated fair value is generally based on either appraised value or measured by discounting estimated future cash flows. Considerable management judgment is necessary to estimate discounted future cash flows. Accordingly, actual results could vary significantly from such estimates.

In summary, we evaluate the recoverability of the carrying value of long-lived assets, including mineral rights, whenever new information is obtained indicating that production or further exploration will not likely occur or may be reduced in the future, thus affecting the future recoverability of the properties. If the recoverability test is not met, then the Company recognizes an impairment loss when the current market value of the long-lived assets is less than the carrying amount of the asset.

Asset Retirement Obligations

Asset retirement obligations ("ARO"), consisting primarily of estimated mine reclamation and closure costs are recognized in the period incurred and when a reasonable estimate can be made, and recorded as liabilities at fair value. Such obligations, which are initially estimated based on discounted cash flow estimates, are accreted to full value over time through charges to accretion expense. Corresponding asset retirement costs are capitalized as part of the carrying amount of the related long-lived asset and depreciated over the asset's remaining useful life. Asset retirement obligations are periodically adjusted to reflect changes in the estimated present value resulting from revisions to the estimated timing or amount of reclamation and closure costs. The Company reviews and evaluates its asset retirement obligations annually or more frequently at interim periods if deemed necessary.

To date the Company's activity has been primarily exploratory in nature and the obligating events that would trigger the accrual of an asset retirement obligation have not occurred.

Income Taxes

The Company accounts for income taxes pursuant to the provision of ASC 740, "Accounting for Income Taxes" ("ASC 740"), which requires, among other things, an asset and liability approach to calculating deferred income taxes. The asset and liability approach requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the carrying amounts and the tax bases of assets and liabilities. A valuation allowance is provided to offset any net deferred tax assets for which management believes it is more likely than not that the net deferred asset will not be realized.

The Company follows the provision of ASC 740 related to Accounting for Uncertain Income Tax Positions. When tax returns are filed, there may be uncertainty about the merits of positions taken or the amount of the position that would be ultimately sustained. In accordance with the guidance of ASC 740, the benefit of a tax position is recognized in the financial statements in the period during which, based on all available evidence, management believes it is more likely than not that the position will be sustained upon examination, including the resolution of appeals or litigation processes, if any. Tax positions taken are not offset or aggregated with other positions.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Income Taxes (Continued)

Tax positions that meet the more likely than not recognition threshold are measured at the largest amount of tax benefit that is more than 50 percent likely of being realized upon settlement with the applicable taxing authority. The portion of the benefit associated with tax positions taken that exceed the amount measured as described above should be reflected as a liability for uncertain tax benefits in the accompanying balance sheet along with any associated interest and penalties that would be payable to the taxing authorities upon examination. The Company believes its tax positions are all more likely than not to be upheld upon examination. As such, the Company has not recorded a liability for uncertain tax benefits.

The Company has adopted ASC 740-10-25, “Definition of Settlement”, which provides guidance on how an entity should determine whether a tax position is effectively settled for the purpose of recognizing previously unrecognized tax benefits and provides that a tax position can be effectively settled upon the completion and examination by a taxing authority without being legally extinguished. For tax positions considered effectively settled, an entity would recognize the full amount of tax benefit, even if the tax position is not considered more likely than not to be sustained based solely on the basis of its technical merits and the statute of limitations remains open. The federal and state income tax returns of the Company are subject to examination by the IRS and state taxing authorities, generally for three years after they are filed.

Accounting for Share-Based Payments and Stock Warrants

The Company recognizes share-based payment expense for stock options and warrants in accordance with the provisions of ASC Topic 718, "Accounting for Stock Based Compensation".

Related Party Transactions

Parties are considered to be related to the Company if the parties directly or indirectly, through one or more intermediaries, control, are controlled by, or are under common control with the Company. Related parties also include principal stockholders of the Company, its management, members of the immediate families of principal stockholders of the Company and its management and other parties with which the Company may deal where one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests. The Company discloses all related party transactions. All transactions shall be recorded at fair value of the goods or services exchanged. Property purchased from a related party is recorded at the cost to the related party and any payment to or on behalf of the related party in excess of the cost is reflected as compensation or distribution to related parties depending on the transaction.

Recent Accounting Pronouncements

In August 2020, the FASB issued ASU 2020-06, Debt with Conversion and Other Options (Subtopic 470-20) and Derivatives and Hedging --Contracts in Entity's Own Equity (Subtopic 815-40): Accounting for Convertible Instruments and Contracts in an Entity's Own Equity which changes accounting for convertible debt. This amendment simplifies the accounting for certain financial instruments with characteristics of liabilities and equity. The FASB has reduced the number of accounting models for convertible debt and convertible preferred stock instruments and made certain disclosure amendments to improve the information provided to financial statement users. The new guidance also modifies how particular convertible instruments and certain contracts that may be settled in cash or shares impact the diluted EPS computation. The amendment goes into effect for fiscal years starting after December 15, 2021. Early adoption is permitted, but no earlier than fiscal years beginning after December 15, 2020. ASU 2020-06 was adopted by the Company on January 1, 2021. The primary impact on the Company of this adoption was that, effective January 1, 2021, the Company no longer recorded beneficial conversions for its convertible debt. There was no additional expense to be recorded from beneficial conversions under the transition method in 2021.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Recent Accounting Pronouncements (Continued)

Effective January 1, 2021, the Company adopted ASU 2019-12, "Income Taxes (Topic 740): Simplifying the Accounting for Income Taxes." ASU 2019 -12 simplifies the accounting for income taxes by removing exceptions within the general principles of Topic 740 regarding the calculation of deferred tax liabilities, the incremental approach for intra -period tax allocation, and calculating income taxes in an interim period. In addition, the ASU adds clarifications to the accounting for franchise tax (or similar tax). which is partially based on income, evaluating tax basis of goodwill recognized from a business combination, and reflecting the effect of any enacted changes in tax laws or rates in the annual effective tax rate computation in the interim period that includes the enactment date. The adoption of this new guidance did not have a material impact on the consolidated financial statements of the Company.

In March 2021, the FASB issued ASU 2021-03 - Intangibles - Goodwill and Other (Topic 350): Accounting Alternative for Evaluating Triggering Events, which requires entities to monitor and evaluate goodwill impairment triggering events throughout the reporting period. ASU 2021-03 provides an accounting alternative to perform the goodwill impairment triggering event evaluation as required in Subtopic 350-20 as of the end of the reporting period, whether the reporting period is an interim or annual period. This alternative requires entities to evaluate the facts and circumstances as of the end of each reporting period to determine whether a triggering event exists and, if so, whether it is more likely than not that goodwill is impaired. The amendments in this Update do not require incremental disclosures beyond the existing requirements in Topic 235, Notes to Financial Statements, and Subtopic 350-20. ASU No. 2021-03 was effective for fiscal years beginning after December 15, 2019. ASU 2021-03 was adopted by the Company on January 1, 2021. The adoption of this new guidance did not have a material impact on the consolidated financial statements of the Company.

In May 2021, the FASB issued ASU 2021-04 - Earnings Per Share (Topic 260), Debt - Modifications and Extinguishments (Subtopic 470-50), Compensation - Stock Compensation (Topic 718), and Derivatives and Hedging - Contracts in Entity's Own Equity (Subtopic 815-40): Issuer's Accounting for Certain Modifications or Exchanges of Freestanding Equity-Classified Written Call Options (a consensus of the FASB Emerging Issues Task Force). ASU 2021-04 clarifies and reduces diversity in an issuer's accounting for modifications or exchanges of freestanding equity-classified written call options that remain equity classified after modification or exchange. Modifications and exchanges should be treated as an exchange of the original instrument for a new instrument. The amendment requires entities to measure the effect as the difference between the fair value of the modified or exchanged written call option and the fair value of that written call option immediately before it is modified or exchanged if the modification or the exchange that is a part of or directly related to a modification or an exchange of an existing debt instrument or line-of-credit or revolving-debt arrangements.

For all other modifications or exchanges, the effect should be measured as the excess, if any, of the fair value of the modified or exchanged written call option over the fair value of that written call option immediately before it is modified or exchanged for all other modifications or exchanges. The amendments require entities to recognize the effect on the basis of the substance of the transaction, in the same manner as if cash had been paid as consideration. The amendments also require entities to recognize the effect in accordance with the guidance in Topic 718, Compensation - Stock Compensation. ASU No. 2021-04 is effective for fiscal years beginning after December 15, 2021, including interim periods within those fiscal years. ASU 2021-04 was adopted on January 1, 2022. The adoption of this new guidance did not have a material impact on the consolidated financial statements of the Company.

In October 2021, the Financial Accounting Standards Board ("FASB") issued ASU 2021-08, Business Combinations (Topic 805): Accounting for Contract Assets and Contract Liabilities from Contracts with Customers. Under ASU2021-08, an acquirer must recognize and measure contract assets and contract liabilities acquired in a business combination in accordance with Topic 606. The guidance is effective for interim and annual periods beginning after December 15, 2022, with early adoption permitted. The Company is currently in the process of evaluating the impact of this guidance on our financial statements.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Recent Accounting Pronouncements (Continued)

Other accounting standards that have been issued or proposed by FASB that do not require adoption until a future date are not expected to have a material impact on the consolidated financial statements upon adoption. The Company does not discuss recent pronouncements that are not anticipated to have an impact on or are unrelated to its financial condition, results of operations, cash flows or disclosures.

NOTE 3 — MINING PROPERTY RIGHTS AND OTHER MINING TRANSACTIONS

New Enterprise

In 2004, Simple Recovery acquired 8 Bureau of Land Management claims located in Mohave County, Arizona at a cost of $4,800. In 2010, it acquired another 2 Bureau of Land Management claims located in Mohave County, Arizona at a cost of $1,200.

In August 2020, the Company acquired a quit claim deed and transfer of the mineral rights for the Standard Mine/Telluride Chief historic mines for $75,000.

On August 31, 2020, the Company entered into a 20 year term lease/purchase option agreement on unpatented claims on two properties located in the Mohave County mining districts in Nevada, Arizona (the "Area of Interest" or "AOI") with Luis Vega ("LAV") who owns or controls their mineral rights. LAV agreed to lease the properties to the Company for the purpose of conducting exploration and mining operations and grant the Company an option to purchase a portion of the NSR generated from the property's mining activities.

In consideration of the above agreements, the Company paid LAV 1 million shares of the Company's common stock at a fair value of $.01 per share for total consideration of $10,000. The above payment represents advanced royalty payments against future production royalties that will be due to LAV from future mining production.

The Company shall pay to LAV a production royalty equal to 4% of the Net Smelter Returns (“NSR”) from the production or sale or other disposition of minerals by the Company derived from LAV's current claims or any and all lands within the AOI that come open for mineral location and are staked by LAV while this agreement is in effect. In addition, the Company shall pay to LAV a production royalty equal to one 1% of the NSR or any other royalties from the production or sale of minerals from all Third-Party Lands, which represents all private, fee lands, patented and unpatented mining claims or any and all similar lands in nature, excluding any mining claims owned or controlled by LAV and the Company within the property.

The agreement includes the following work commitment expenditures to be paid by the Company:

First year of lease (2020)	$ 10,000
Second year of lease (2021)	$ 50,000
Third year of lease (2022) and thereafter	$100,000

The Company has an option to purchase the first 1% of the NSR royalties, excluding the 1% NSR royalty derived from Third-Party Lands, for $1,000,000 on or before the 5th anniversary of the effective date of this agreement (August 31, 2020). The Company has an option to purchase a second 1% of the NSR royalties, excluding the 1% NSR royalty derived from Third-Party Lands, for $2,000,000 on or before the 10th anniversary of the effective date of this agreement (August 31, 2020).

On January 4, 2021, the Company entered into a 20 year term lease/purchase option agreement on unpatented claims on one property located in the Greenwood mining districts in Nevada, Arizona (Devils Canyon Project) with LAV who owns or controls their mineral rights. LAV agreed to lease the properties to the Company for the purpose of conducting exploration and mining operations and grant the Company an option to purchase a portion of the NSR generated from the property's mining activities.

NOTE 3 — MINING PROPERTY RIGHTS AND OTHER MINING TRANSACTIONS (CONTINUED)

New Enterprise (Continued)

In consideration of the above agreements, the Company paid LAV 500,000 shares of the Company's common stock at a cost of $.027 per share for total consideration of $13,500. The above payment represents advanced royalty payments against future production royalties that will be due to LAV from future mining production.

The Company shall pay to LAV a production royalty equal to 4% of the NSR from the production or sale or other disposition of minerals by the Company derived from LAV's current claims or any and all lands within the AOI that come open for mineral location and are staked by LAV while this agreement is in effect. In addition, the Company shall pay to LAV a production royalty equal to one 1% of the NSR or any other royalties from the production or sale of minerals from all Third-Party Lands, which represents all private, fee lands, patented and unpatented mining claims or any and all similar lands in nature, excluding any mining claims owned or controlled by LAV and the Company within the property.

The agreement includes the following work commitment expenditures to be incurred by the Company:

First year of lease (2021)	$ 5,000
Second year of lease (2022)	$ 25,000
Third year of lease (2023) and thereafter	$ 50,000

The Company has an option to purchase the first 1% of the NSR royalties, excluding the 1% NSR royalty derived from Third-Party Lands, for $1,000,000 on or before the 5th anniversary of the effective date of this agreement. The Company has an additional option to purchase a second 1% of the NSR royalties, excluding the 1% NSR royalty derived from Third-Party Lands, for $2,000,000 on or before the 10th anniversary of the effective date of this agreement.

Included in "Mineral Property Rights" on the Company's Balance Sheets are $104,500 and $104,500 of capitalized costs, respectively, at June 30, 2022 and 2021 related to these transactions.

Mining Lease and Royalty Purchase Option Agreements

MGC and BRE

On November 22, 2019 the Company entered into a variety of mining lease agreements (the “Agreements”) with options to purchase royalty agreements (the "Agreements") with Mountain Gold Claims, LLC (“MGC”) and Blackrock Exploration, LLC (“BRE”). The Company issued 2 million shares as consideration for the above agreements. MGC and BRE agreed to lease the properties to the Company for the purpose of conducting exploration and mining operations and granted the Company an option to purchase a portion of the NSR generated from the property's mining activities.

In addition to the 2 million shares of the Company's common stock, the Company also issued the following warrants which are exercisable at $.04 per share:

Klondyke	100,000
Hot Creek / Tybo	100,000
Divide	50,000
Total	**250,000**

The above warrants were valued at $4,500 and were exercised during 2021 for total consideration of $10,000.

See Note 7 for a discussion of the Company's warrants.

NOTE 3 — MINING PROPERTY RIGHTS AND OTHER MINING TRANSACTIONS (CONTINUED)

Mining Lease and Royalty Purchase Option Agreements (Continued)

MGC and BRE (Continued)

The lease agreement includes advanced royalty payments which are payable based on the below anniversaries of the execution of the above Agreement:

	Klondyke	Hot Creek / Tybo	Divide	Total
First anniversary, 2020	$ 10,000	$ 10,000	$ 10,000	$ 30,000
Second anniversary, 2021	15,000	15,000	15,000	45,000
Third anniversary, 2022	20,000	20,000	20,000	60,000
Fourth anniversary, 2023	30,000	30,000	30,000	90,000
Fifth anniversary, 2024	40,000	40,000	40,000	120,000
Sixth through 10th anniversaries, 2025-2029	50,000	50,000	50,000	150,000
Eleventh through 15th anniversaries, 2030-2034	75,000	75,000	75,000	225,000
Sixteenth anniversary and each anniversary, 2035-2039	100,000	100,000	100,000	300,000

The Company accrued $45,000 for the second year advanced anniversary payment due for the year ended December 31, 2021, of which $7,500 was paid in March 2022. In March 2022, an extension on the remaining amount due of $37,500 was granted until April 22, 2022. As consideration for the above extension, the Company issued 100,000 shares of common stock valued of $4,000. In August 2022, a second extension on the remaining amount due of $37,500 was granted until November 1, 2022.

In December 2020, the Company paid $20,000 towards the first anniversary advanced royalty payment due. The Company received a 45-day deferment on the $10,000 balance due. This amount was paid in February 2021.

The agreement includes the following work commitment expenditures to be incurred by the Company:

First year of lease (2020)	$ 15,000
Second year of lease (2021)	$ 75,000
Third year of lease (2022) and thereafter	$ 150,000

On April 21, 2021 the Company amended the original terms on the above three lease agreements. The Company negotiated a $2,000,000 reduction in the NSR percentage buyout price/cost for each agreement. The amended agreements for Klondyke and the Hot Creek/Tybo portions were for 100% of the income generated from mineral rights with Mountain Gold Claims, LLC (MGC), while the amended agreement for the Divide Property was 50% of the income generated from mineral rights with MGC and 50% of the income generated from mineral rights with Blackrock Exploration, LLC (BRE). Previously, the terms of the agreements for each of the properties included a 3% NSR, of which the first one percentage point could be bought out within five years from the date of the respective agreement for $1,000,000 and the second of three percentage points could have been purchased within ten years of the date of the respective agreement for $4,000,000. The amended agreements will now reflect NSR buyout terms of $1,000,000 and $2,000,000, respectively, for each NSR percentage point at the five and ten year timelines. The Company will continue the 20-year term lease/purchase option agreements on the Klondyke, Divide, and Hot Creek/Tybo properties.

In consideration for the above amendment, on May 4, 2021 the Company issued 1,500,000 shares of restricted common stock to MGC and 500,000 shares of restricted common stock to BRE for total consideration valued at $60,000 in exchange for the $2,000,000 reduction in the purchase price of the buyout of the second percentage points of the 3% NSR on any future production on both properties. The amount was included in "Mineral Property Rights" on the Company's Balance Sheets at the time of the transaction. However, the Company evaluated this investment for impairment and because the Company is uncertain as to the realization of revenue from these Agreements, has determined that an other than temporary

NOTE 3 — MINING PROPERTY RIGHTS AND OTHER MINING TRANSACTIONS (CONTINUED)

Mining Lease and Royalty Purchase Option Agreements (Continued)

impairment existed and recorded an impairment loss of $60,000 during the six months ended June 30, 2021.

The Company evaluated this investment for impairment and because the Company is uncertain as to the realization of revenue from these Agreements, has determined that an other than temporary impairment existed and recorded impairment losses in the Statement of Operations for the years ended December 31, 2021 and 2020. For the year ended December 31, 2021 the Company recorded an impairment loss of $45,000, which represented the second year anniversary payment due. For the year ended December 31, 2020 the Company recorded an impairment loss of $30,000, which represented the $20,000 payment made in 2020 and the $10,000 payment due in 2020 but made in February 2021. For the year ended December 31, 2021 total impairment losses was $105,000, which includes the above $45,000 amount, which was recognized in the fourth quarter of 2021, and $60,000 from the previously discussed MGC and BRE agreements, which was recognized in the second quarter period ended June 30, 2021.

NOTE 4 – INSURANCE NOTE PAYABLE

For the six months ended June 30, 2022, the Company financed one of its annual directors' and officers' insurance policies with a $35,754 note that requires ten monthly payments of $3,717, which includes interest at 9%. The final payment is due February 2023. For the six months ended June 30, 2021, the Company financed the annual directors' and officers' insurance policy with a $32,219 note that required ten monthly payments of $3,346, which included interest at 8%. The final payment was made in February 2022.

The balances due for the directors' and officers' insurance notes at June 30, 2022 and 2021were $28,805 and $22,786, respectively. The Company incurred $554 and $604 of interest expense, respectively, for the six months ended June 30, 2022 and 2021.

For the six months ended June 30, 2022, the Company financed its annual commercial liability insurance policy with a $21,108 note that requires ten monthly payments of $2,202, which includes interest at 9%. The final payment is due August 2022. For the six months ended June 30, 2021, the Company financed the annual commercial liability insurance policy with a $11,995 note that required eight monthly payments of $1,554, which included interest at 8%. The final payment was made in June 2021.

The balances due for the commercial liability insurance notes at June 30, 2022 and 2021 were $4,353 and $0, respectively. The Company incurred $696 and $258 of interest expense, respectively, for the six months ended June 30, 2022 and 2021.

NOTE 5 – RELATED PARTY TRANSACTIONS

On January 4, 2021, the Company entered into a 20 year term lease/purchase option agreement with a related party on an unpatented claim on one property located in Devils Canyon, Arizona for 500,000 shares of the Company's common stock at a cost of $.027 per share for total consideration of $13,500.

On March 31, 2021, $603,847 of notes including accrued interest of $3,847 were converted into 26,000,000 shares of the Company's common stock, which included 24,640,000 shares valued at $569,738 to related parties.

On May 4, 2021 the Company issued 2,000,000 shares of restricted common stock to two related parties for total consideration valued at $60,000 in exchange for the $2,000,000 reduction in the purchase price of the buyout of the second percentage points of the 3% NSR on any future production on both properties.

On May 4, 2021, 100,000 shares of common stock issued in consideration of professional services valued at $3,000 were issued to a related party.

NOTE 5 – RELATED PARTY TRANSACTIONS (CONTINUED)

Other loans payable represents net advances received of $43,325 and $24,715 from two related parties as of June 30, 2022 and 2021 that are non-interest bearing and due on demand.

For the six months ended June 30, 2022 included in accounts payable was $6,650 payable to a company for whom a related party is a shareholder, and $112,500 payable to a company for whom a related party is a member, and $30,500 payable to a company for service provided, and $21,903 payable to a stockholder for whom a related party is a member, and $10,500 payable to a stockholder for services rendered. For the six months June 30, 2021 included in accounts payable is $1,314 payable to a company for whom a related party is a shareholder.

In February 2022, $46,496 of convertible notes due to related parties including accrued interest of $496 were converted into 1,150,000 shares of the Company's common stock.

In April 2022, a total of 100,000 shares of common stock valued at $4,000 were issued to two related parties as additional consideration for extended payment terms for the annual lease payments.

For the six months ended June 30, 2022 and 2021, the balances due to related parties for convertible notes were $119,425 and $0, respectively, which included accrued interest of $1,425 and $0, respectively.

NOTE 6 — CONVERTIBLE NOTES PAYABLE

Convertible notes payable represents advances that bear interest at 3% and are due on demand. The notes are secured by and convertible into shares of the Company's common stock.

In March 2021, $603,847 of notes including accrued interest of $3,847 were converted into 26,000,000 shares of the Company's common stock, which included 24,640,000 shares valued at $569,738 to related parties. In February 2022, $87,049 of notes including accrued interest of $1,050 were converted into 2,150,000 shares of the Company's common stock, which included 1,150,000 shares with a fair value of $46,496 to related parties.

The balance due, as of June 30, 2022 and 2021 was $177,024 and $0, respectively, which included accrued interest of $2,024 and $0, respectively. Total balance of these loans with related parties for the six months ended June 30, 2022 and 2021 was $119,425 and $0, respectively, which included accrued interest of $1,425 and $0, respectively.

Total interest expense incurred from these loans for the six months ended June 30, 2022 and 2021 was $2,354 and $2,762, respectively. Total interest expense incurred from these loans with related parties for the six months ended June 30, 2022 and 2021 was $1,598 and $2,653, respectively.

NOTE 7 — STOCKHOLDERS' EQUITY

The Company is authorized to issue 500,000,000 shares of $0.0001 par value common stock.

June 30, 2021

On January 21, 2021, the Company acquired mineral rights on a property located in Mohave County, Arizona. The Company issued 500,000 shares at a fair value of $.027 per share for total consideration of $13,500.

In March 2021, $603,847 of notes including accrued interest of $3,847 were converted into 26,000,000 shares of the Company's common stock, which included 24,640,000 shares with a fair value of $569,738 to related parties.

NOTE 7 — STOCKHOLDERS' EQUITY (CONTINUED)

100,000 shares of common stock were issued in consideration of professional services valued at $3,000.

On May 4, 2021, the Company issued 2,000,000 shares of restricted common stock at a cost of $.03 per share for total consideration of $60,000 in exchange for the $2,000,000 reduction in the purchase price of the buyout of the second percentage points of the 3% NSR on any future production on Klondyke and the Hot Creek/Tybo properties.

June 30, 2022

In February 2022, $87,049 of notes including accrued interest of $1,050 were converted into 2,150,000 shares of the Company's common stock, which included 1,150,000 shares with a fair value of $46,496 to related parties.

In April 2022 , a total of 100,000 restricted shares as additional consideration for extended payment terms for the annual lease payments valued at $4,000 were issued to two related parties.

In April 2022, 400,000 warrants were exercised at $0.04 per common share issued for proceeds of $16,000.

Warrants

The Company issued 10 million warrants in two tranches; Tranche #1 was issued on August 15, 2019 and included 7.1 million units. Tranche #2 was issued on December 12, 2019 and included 2.9 million units, for a total of 10 million warrants. The common stock to warrant ratio was 4 to 1. On January 25, 2020, 300,000 warrants were exercised.

The warrants of each Tranche initially included a provision for the warrants to expire on the first anniversary of issuance.

The expiration date of Tranche #1 and Tranche #2 warrants were extended a number of times to both expire on January 31, 2022. For the warrant modifications, an addition or an expense shall be recognized if it exists, based on the fair value of the original warrants on the date of modification versus the fair value of the modified warrant on issue date. The extensions in year ended December 31, 2020 were determined to be immaterial. The warrant extensions in the year ended December 31, 2021, were determined to be material, and, accordingly, $281,869 was recognized in a manner similar to a dividend. On January 31, 2022 the warrants were extended to March 3, 2022, and then again extended to July 31, 2022. On August 1, 2022 the Company extended the expiration date of the redeemable warrants to September 30, 2022.

At December 31, 2020, the Company had outstanding 9,700,000 redeemable warrants to purchase shares of common stock, all fully vested at an exercise price of $0.04 per share, subject to down-round anti-dilution adjustments, expiring January 31, 2022. The warrants are redeemable at the option of the Company provided the last sale price of the shares of the Company's common stock equals or exceeds $0.10 per share for twenty (20) consecutive trading days. Any common shares issued as a result of the exercise of warrants would be new common shares issued from the Company's authorized shares.

At September 30, 2021, 1,700,000 warrants were exercised at $0.04 per common share issued, for proceeds of $68,000.

At April 22, 2022, 400,000 warrants were exercised at $0.04 per common share issued, for proceeds of $16,000.

As of June 30, 2022, the Company had outstanding 7,600,000 redeemable warrants to purchase shares of common stock, all fully vested as of December 31, 2020, at an exercise price of $0.04 per share, subject to down-round anti-dilution adjustments, expiring on July 31, 2022. The warrants are redeemable at the option of the Company provided the last sale price of the shares of the Company's common stock equals or exceeds $0.10 per share for twenty (20) consecutive trading days. Any common shares issued as a result of the exercise of warrants would be new common shares issued from the Company's authorized unissued shares.

NOTE 7 — STOCKHOLDERS' EQUITY (CONTINUED)

Warrants (Continued)

The fair values for warrant modifications for the six months ended June 30, 2022 and 2021 were determined using a Black-Scholes option-pricing model using the following assumptions:

	2022	2021
Dividend	$NIL	$NIL
Risk-free rate	0.03% to 1.06%	1.72%
Volatility	222.9% to 325.4%	18%
Expected term	< 1 year	1 year
Strike price	$0.04	$0.04
Value of underlying shares	$0.026 to $0.039	$0.01

The following table presents changes in the number of warrants issued for the last two years:

	Number of Warrants Issued	Weighted Average Exercise Price Per Share	Weighted Average Grant Date Fair Value Per Share	Weighted Average Remaining Contractual Term in Years
Outstanding at January 1, 2019	-	-	-	-
Issued	10,000,000	$0.04	$0.007	1.921
Exercised	-	-	-	-
Expired or forfeited	-	N/A	N/A	N/A
Outstanding at December 31, 2019	**10,000,000**	**$0.04**	**$0.007**	**1.921**
Exercised	(300,000)	($0.04)	$0.007	-
Outstanding at December 31, 2020	**9,700,000**	**$0.04**	**$0.007**	**0.918**
Issued	-	-	-	-
Exercised	(1,700,000)	-	-	0.164
Expired or forfeited	-	N/A	N/A	N/A
Outstanding at December 31, 2021	**8,000,000**	**$0.04**		**0.167**
Issued	-	-	-	-
Exercised	(400,000)	-	-	0.164
Expired or forfeited	-	N/A	N/A	N/A
Outstanding at June 30, 2022	**7,600,000**	**$0.04**		**0.411**

NOTE 8 — NET LOSS PER COMMON SHARE

Net loss per common share is calculated in accordance with ASC Topic 260, "Earnings Per Share". Basic income or loss per share is computed by dividing net income or loss available to common stockholders, adjusted for preferred dividends, by the weighted average number of shares of common stock outstanding during the period. The computation of diluted net loss per share does not include anti-dilutive common stock equivalents in the weighted average shares outstanding.

NOTE 8 — NET LOSS PER COMMON SHARE (CONTINUED)

The following table sets forth the computation of basic and diluted loss per share:

	June 30, 2022	June 30, 2021
Net loss	$ (272,833)	$ (410,707)
Change in fair value of warrants	(212,904)	(202,563)
Net loss available to common stockholders	**(485,737)**	**(613,270)**
Denominator for basic and diluted loss per share	367,922,702	350,059,166
Net loss per common share, basic and diluted	**$ (0.001)**	**$ (0.002)**

NOTE 9 — INCOME TAXES

The Company accounts for income taxes under ASC Topic 740: Income Taxes which requires the recognition of deferred tax assets and liabilities for both the expected impact of differences between the financial statements and the tax basis of assets and liabilities, and for the expected future tax benefit to be derived from tax losses and tax credit carryforwards. ASC Topic 740 additionally requires the establishment of a valuation allowance to reflect the likelihood of realization of deferred tax assets.

The provision (benefit) for income taxes for the six months ended June 30, 2022 and 2021 differs from the amount which would be expected as a result of applyin the statutory tax rates to the losses before income taxes due primarily to the valuation allowance to fully reserve net deferred tax assets. Realization of deferred tax assets is dependent upon sufficient future taxable income during the period that deductible temporary differences and carry-forwards are expected to be available to reduce taxable income. As the achievement of required future taxable income is uncertain, the Company recorded a valuation allowance.

A reconciliation of the differences between the effective and statutory income tax rates for the six months ended June 30, 2022 and 2021 are as follows:

	Percent	June 30, 2022	Percent	June 30, 2021
Federal statutory rates	21.00%	$ (57,295)	21.00%	$ (86,248)
State statutory rates	0.00%	-	0.00%	-
Permanent differences	(1.39%)	(1,243)	(1.84%)	(1,243)
Valuation allowance against net deferred tax assets	(19.61%)	58,538	(19.16%)	87,491
Effective rate	**0.00%**	**$ -**	**0.00%**	**$ -**

The Company is located in the State of Nevada and incurs no state income tax.

At June 30, 2022 and 2021, the significant components of the deferred tax assets are summarized below:

	June 30, 2022	June 30, 2021
Deferred income tax asset		
Net operating loss carryforwards	$ 3,095,317	$ 2,966,389
Impairment of intangible assets	109,452	87,402
Total deferred income tax asset	**3,204,769**	**3,053,791**
Less: valuation allowance	(3,204,769)	(3,053,791)
Total deferred income tax asset	**-**	**-**

NOTE 9 — INCOME TAXES (CONTINUED)

The Company has a net operating loss carryforward for tax purposes totaling approximately $14.7 million at June 30, 2022, of which approximately $11.4 million is expiring through the year 2037, and approximately $3.3 million is carried forward indefinitely. Internal Revenue Code Section 382 places a limitation on the amount of taxable income that can be offset by carryforwards after certain ownership shifts. The Cares Act had allowed for 100% of net operating loss carryforwards to be utilized each year, but that provision expired on December 31, 2020. Currently, 2022 and 2021 net operating carryforwards are limited to 80% of taxable income.

NOTE 10 — IMPACT OF COVID-19

Management has evaluated the impact of the COVID-19 pandemic on the industry and has concluded that it may limit the Company's ability to raise the capital necessary to continue its operations.

NOTE 11 — SUBSEQUENT EVENTS

The Company has evaluated subsequent events for disclosure and/or recognition in the consolidated financial statements through the date that the consolidated financial statements were available to be issued.

Except for events previously disclosed in the notes to the financial statements, below are subsequent events disclosures:

During July 2022, the Company executed a loan to reimburse a related party for expenses they incurred on behalf of the Company. The loan is due and demand and is non-interest bearing.

On July 25, 2022, the Company received a total of $30,000 in cash and $50,000 in credit from the exercise of 2,000,000 redeemable warrants at a price of $.04 per share. The $50,000 in credit was received through the cancellation of a 3% interest bearing note that was scheduled to mature on October 31, 2022. The note was to be converted into a total of 1,250,000 restricted shares of the Company's common stock at the note holder's option at a price of $.04 per share. The credit from this note was applied to the exercise of the warrants at the request of the related party that held the note. The Company issued a total of 2,000,000 restricted shares in exchange for the exercise of the warrants.

On July 27, 2022, the Company received a total of $8,000 from a related party from the exercise of 200,000 redeemable warrants at a price of $.04 per share. The Company issued a total of 200,000 restricted shares to the related party in exchange for the exercise of the warrants.

In August 2022, the Company received a total of $176,000 from related parties from the exercise of 4,400,000 redeemable warrants at a price of $.04 per share. The Company issued a total of 4,400,000 restricted shares to related parties in exchange for the exercise of the warrants.

As of the date of the issuance of these financial statements, the Company had 1,000,000 redeemable warrants outstanding. The warrants are exercisable by the holder at a price of $.04 per share and have an expiration date of September 30, 2022.