Livingstone Exploration Program 2020

Star Mountain Resources Ltd.
Whitehorse, Yukon

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1. Introduction

Star Mountain Resources Ltd. (SMR) completed exploration on our Livingstone area claims and leases in summer and fall of 2020. Figure 1, below shows the project area. This report provides a summary of the results of the work completed by SMR over the course of 2020.

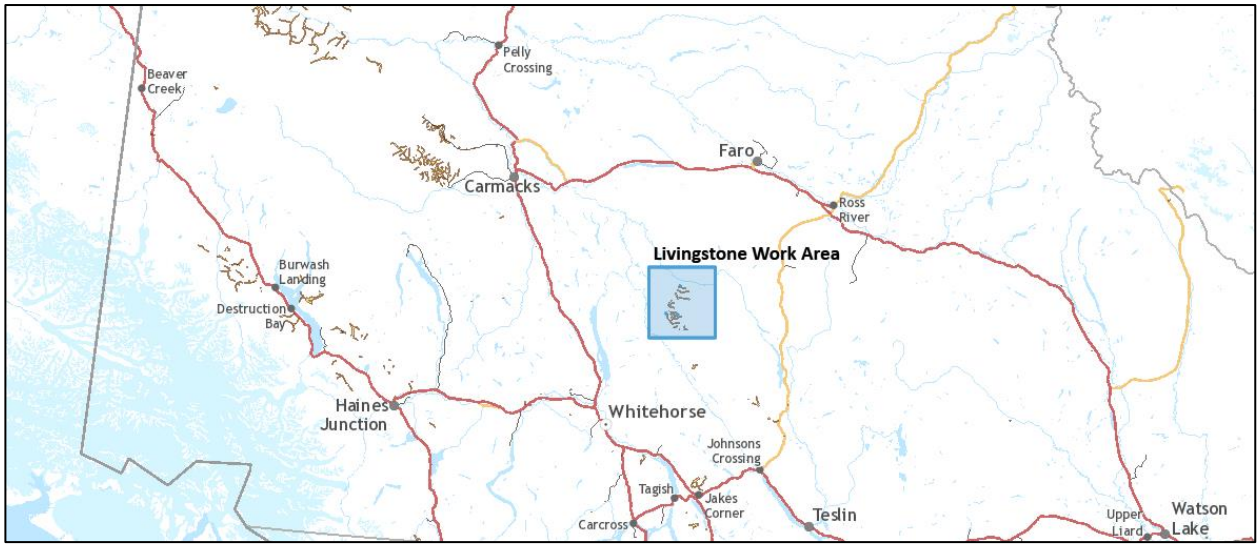

Figure 1: Livingstone work area location.

1.1. Location and Access

Livingstone Creek is located about 90 km northeast of Whitehorse and 50 km east of Lake Laberge (Figure 1). The historic placer mining area is located within the Whitehorse Mining District and on Map Sheet 105E/08. The three areas planned for Star Mountain Resources Ltd. Summer exploration in the area are located at Wade Claim (Wade – P512938, Wade 1 – P513276, Wade 2 – P513275), Unnamed Livingstone Tributary (IW00733), which Star Mountain Resouces has dubbed “Otto Creek”, and Unnamed Big Salmon Tributary Lease (IW00730). Locations of the Wade Claim and Unnamed Livingstone Tributary (Otto Creek) lease are shown on Figure 2. Location of the Unnamed Big Salmon River tributary lease is shown on Figure 3. Access to the properties is by either fixed wing aircraft from Whitehorse or

by winter trail/road. A winter road was developed in the late winter of 2019/2020 and SMR utilized this road to transport major items required for the 2020 exploration program to the site.

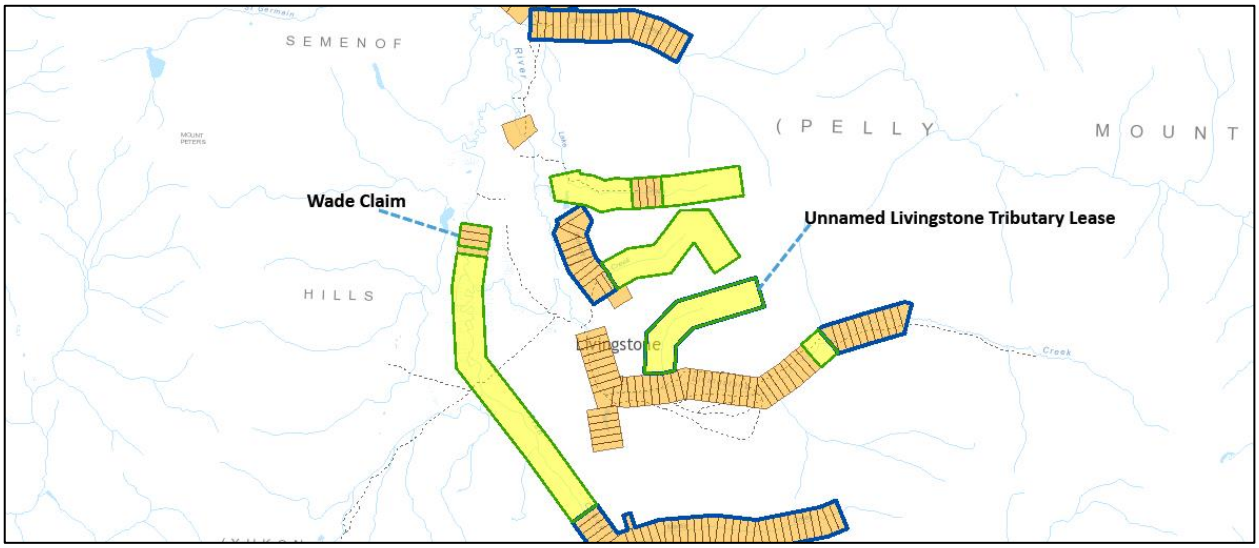

Figure 2: Location map showing Wade Claim and Otto Creek Lease.

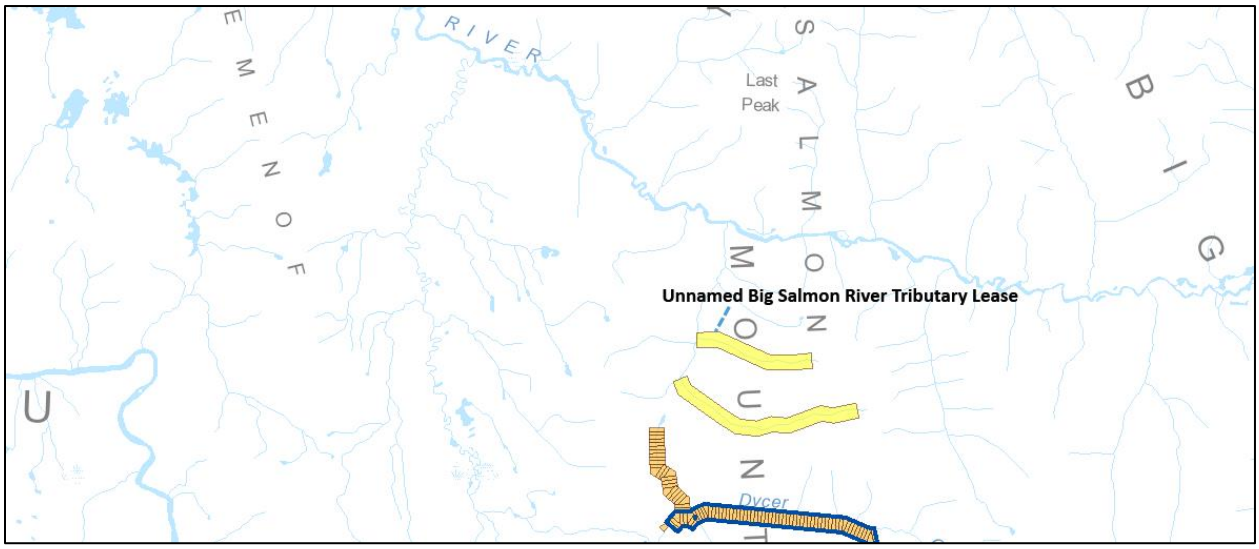

Figure 3: Unnamed Big Salmon River Tributary Lease location

1.2. Work Completed

Three work programs were completed, the first in June and July of 2020, the second in August and September of 2020 and the third in December 2020. The first program had minor exploration work and primarily focused on preparation of equipment and accommodations and access planning with preliminary investigation of surficial geology features and identifying targets for intrusive investigation. The second program between August and September consisted of surficial geology mapping, development of further targets, intrusive and non-intrusive subsurface investigation consisting of test pitting with an EX 270 hoe and resistivity surveying. Resistivity surveying was completed by Bill Lebarge, P.Geo of Geoplacer Exploration Ltd. between September 17 and 19th, 2020. The third program in December focused on refining targets for test pitting at the Wade Claim.

2. Geological Setting

2.1. Regional Bedrock

Regional Livingstone area bedrock geology mapping is taken from publically available Yukon Geological Survey maps (Colpron 2006 and 2017). The general regional bedrock is characterized by two major geological terrains in the Livingstone area – the Quesnellia Terrane and the Yukon-Tennana Terrane. The contact between these two major terranes is characterized by a series of faults and geologic contacts striking nearly north/south. The contact between the two terranes is mapped east of Livingstone creek, and the Livingstone Creek along with the Star Mountain Resource claims discussed herein are underlain by Yukon-Tenanna Terrane. A more detailed discussion of the regional geology of the Livingstone area is included in Lebarge, 2020 (Appendix A).

Regional mapping of residual total magnetic field and apparent conductivity shows a similar north/south orientation of primarily linear high/low anomalies (Colpron 2017).

2.2. Livingstone Tributary (Otto Creek) Bedrock Geology Mapping

The bedrock underlying the Livingstone area is mapped as Yukon-Tannana Terrain sedimentary and metamorphic rocks (Colpron 2017). The upper part of the Otto creek is underlain by rock mapped as metaigneous rocks from the Late Devonian to Early Mississippian Simpson Range Suite including strongly foliated to gneissic, light to medium grey, fine-grained metagranite, metagranodiorite, metatonalite; medium-grained, equigranular, strongly foliated jadeite-bearing granodiorite gneiss (Colpron 2017). At the lower reaches of the claim, mapping shows a contact with metamorphic rocks of the Neoproterozoic to Devonian Snow Cap assemblage. The unit is mapped regionally as containing various rock types including micaceous quartzite, quartz-muscovite-biotite schist, minor carbonaceous schist and locally quartz-pebble metaconglomerates of the Snow Cap assemblage.

Regional mapping of residual total magnetic field shows a large regional magnetic anomaly that shows a strong magnetic high in the upper reaches of the claim (residual magnetic field as provided in Colpron 2017). Regional apparent conductivity mapping shows a low conductivity result overlying the high residual magnetic anomaly near the upper reaches of the claim (Colpron 2017).

2.3. Wade Claim Bedrock Geology Mapping

Regional geology mapping shows the Wade Claim is located in an area underlain by the Paleozoic Loon Lake Succession of the Yukon Tenanna Terrain. The bedrock unit is mapped regionally as dark grey carbonaceous siltstone and quartz sandstone (Colpron 2017).

Regional residual magnetic field and apparent conductivity both show low to moderate results in this area with some localized highs in residual magnetic field (reference).

2.4. Regional Surficial Geology

A detailed summary of regional surficial geology is provided in Lebarge, 2020 (Appendix A). The regional surficial geological history is dominated by the effects of the Wisconsinan McConnell glaciation (Duk-Rodkin, 1999). Surficial deposits in the Livingstone area a primarily glacial till and coluvium with localized instances of glaciofluvial deposits (Hughes et. Al 1969; Morrison 1987; Bond and Church 2006).

3. Previous Work

3.1. Livingstone Region Historical Work

Historical commodities exploration and exploitation work in the Livingstone area includes a long history of placer mining for gold in Livingstone Creek and nearly every tributary. In addition to the long history of placer exploitation, hard rock exploration has produced showings of local vein gold, silver, lead and zinc as well as some ultramafic showings of nickel, antimony, arsenic and cobalt (Lebarge 2020).

3.2. Otto Creek Claim Historical Work

The Otto Creek lease has some evidence of past work including historical claim posts at the upper end of the claim, evidence of some hand digging and sluicing in the middle reaches of the claim and evidence of hand shafting and sluicing at the lower end of the claim that, according to verbal reports, may have produced some small nuggets (p.c. Tammy Nickel (circa 2013) whose husband mined in the Livingstone in the early 1990s).

Star Mountain Resources work prior to 2020 has included reconnaissance and some panning of gravels in the lower reaches of the creek.

3.3. Wade Claim Historical Work

Historical work at the Wade Claim includes evidence of past test pitting including excavation of deep test pits and some trenching by Wade Carrol in the early 1980s and verbal reports indicate good colours were found.

Star Mountain resources work prior to 2020 has included reconnaissance of historical works and interviews with past claim holders.

4. Planned Work Program

Star Mountain Resources submitted a plan to complete exploration work for placer gold deposits in the historic Livingstone Creek mining district. The planned work included prospecting and testing work in three areas known as the Unnamed Livingstone Tributary or Otto Creek Lease, Wade Claim, and Unamed Big Salmon River Tributary Lease.

We planned to complete all activities from our base camp located on the Wade Claim. All activities on Wade Claim and Otter Creek Tributary Lease were planned to be completed in accordance with Class 1 placer license requirements. And all planned work on the Unnamed Big Salmon Tributary map was to be completed using hand tools and a mini hoe using existing access trails.

Planned work on the Livingstone Trib and Wade Claim included:

- Test pitting at 200 metre (m) spacing to be excavated either to bedrock or as deep possible with an EX 270 hoe.
- Mini sluice testing of gravels from various depths in the test pits with focus on the bedrock interface.
- Metal detecting at bedrock interface

- Surficial geology mapping of each test pit with bedrock geology interface and bedrock lithology identification.
- All access to the Livingstone Trib and Wade claim was planned via existing trails with no additional access required.
- Resistivity testing along the Livingstone Trib Lease.

The planned activities to be completed along the Big Salmon River Tributary were included:

- Excavating of test pits using hand shoveling and mini hoe
- Small scale sluice testing of gravels encountered in test pits
- Metal detecting at bedrock
- Prospecting and surficial geology assessment in surrounding area
- Mapping of bedrock interface and surficial geological materials encountered during test pitting.

5. Team Qualifications

Work was completed over the course of three programs by the following individuals:

Benjamin Sternbergh, Prospector

Benjamin is an experienced prospector with more than ten years of experience in placer gold prospecting in Yukon. Ben has significant experience in field identification of placer prospects and development of placer properties including the identification of higher-grade placer zones within existing prospects and the planning of placer exploitation considering the depth and configuration of bedrock interfaces. Ben is highly skilled at evaluating the challenges of exploiting a given potential prospect.

Adam Sternbergh, Prospector

Adam is an experienced prospector with more than 14 years of experience in gold and mineral prospecting in Yukon. Adam has successfully identified copper and gold prospects from desktop record review as well as field mapping and testing.

Sarah Sternbergh, MSc.E., P.Eng., Geological Engineer

Sarah is a professional engineer with training in geological engineering and geological mapping including surficial and bedrock mapping techniques. Sarah has more than 10 years of experience working in geological engineering consulting and has worked doing regional and focussed mineral exploration and geomorphological mapping, both of which inform her placer gold expertise.

Bill Lebarge, P.Geo

Bill Lebarge, P.Geo of Geoplacer Exploration Ltd. is professional geologist and a highly experienced Yukon placer geologist. Bill provided resistivity data collection and interpretation as well as a summary of geological setting and considerations for placer deposit expression in Livingstone.

Lydia Veillette

Lydia is a carpentry apprentice and general laborer who worked in a supporting role as a field assistant and general camp attendant.

3. Work Program Completed in 2020

Star Mountain Resources undertook an exploration program for placer gold deposits in the historic Livingstone Creek mining district in summer and fall 2020. The work focused on two of the three planned exploration areas. Work at the Big Salmon River Tributary Lease was not completed as the personnel we had contracted to complete the testing program were unavailable due to COVID-19 travel restrictions.

Work completed at the Otto Creek Lease and Wade Claim included includes prospecting and testing.

3.4. Scope of Activities Completed

The crew completing the below activities worked from the camp located at the Wade Claim adjacent to the Livingstone airstrip. The exploration work was completed over the course of three separate visits to the claims. A timetable summarizing the work program is provided below. Preparatory work undertaken at Wade Claim included construction of a moveable cabin (located on skids) and cleanup and reclamation activities. The table below summarizes the work undertaken during the three visits to the site. Access to the site was via flight from Whitehorse during the summer months and snowmobile from Whitehorse in December.

Table 1, attached provides a summary of the work completed over the course of three periods in 2020.

4. Results and Discussion

4.1. Unnamed Livingstone Tributary (Otto Creek)

The Otto Creek Lease No.1 IW00733 is located on a northwest-southeast trending tributary of the Livingstone Creek southeast of Summit Creek. The crek has not been mined using modern methods, but has some evidece of historic works.

Over the course of our September work program we completed a review of the geomorphology, surficial geology and geological features; selected targets for test pitting and reviewed site access; completed test pitting and trenching along the top of the claim where we were able to reach with the hoe; and completed a resistivity survey at two locations across the claim. Test pitting of targets and trenching along the length of the claim was not completed as our permits did not allow off-trail travel along the claim with the hoe. Targets identified further down the lease will be tested using the EX 270 hoe during our 2021 summer exploration program when proper permits are in place.

4.1.1. Mapping and Target identification

Preliminary mapping of geological features including geomorphology, surficial geology and bedrock geology was completed between September 6th and 8th, 2020. Table 2, attached, provides a summary of field stations and Figure 4, attached, provides a high level overview of field stations.

Surficial geology mapping in the upper reaches of the Livingstone claim revealed evidence of both glacial till deposits in a series of terraces with modern erosion evident in ephemeral channels exposing mix of well-rounded and highly angular boulders that may be the result of re-worked placer deposits mixed

with local colluvium. Many cobbles and boulders observed in the preliminary mapping are schist and likely come from local sources, however one water worked boulder found at the top of the lease is ultramafic (olivine inclusions) indicating glacial transport of mixed silt/boulder till.

4.1.2. Test Pitting and Trenching

Test pitting and trenching at the Otto Creek lease was completed from the access road along the upper reaches of the claim due to permit limitations. We had anticipated having a Class 4 testing permit in place during the field season and were not able to obtain it in time. The test pitting and trenching including logging and testing was completed between September 10 and September 14, 2020 and a total of three test pits and one trench across the upper reach of the claim were completed. Figure 5 shows the location and extent of test pitting and trenching on the Otto Creek lease.

Table 3, attached, provides a summary of the test pitting results. The test pits and trench were all excavated to bedrock and surficial geological units were logged by Sarah Sternbergh. Adam Sternbergh scanned the bedrock interface using a Minelab GPX 4500 Gold Detector which utilises electromagnetic induction to detect zones of high conductivity in the soil or rock. Metal detectors can be used to both identify metallic objects and to identify highly conductive rocks known colloquially as “hot rocks”. Hot rocks are typically ferrous rocks though some examples of hot rocks found in other lcoations have contained metals (author’s personal experience – copper veins in ultramafic rocks found in the Burwash Uplands, Yukon). Metal detector results in the trench and test pit are included in the summary of test pit results. Samples collected at the bedrock interface in each test pit were tested using hand panning methods.

Sediments encountered in the test pitting and trenching consisted of a mix of till and colluvium with one small channel of sand likely a small glaciofluvial deposit. The test pitting results correspond to the regional glacial history in which, locally, north flowing glaciers scoured and shaped mountain tops to re-deposited material as till or glaciofluvials (Lebarge 2020). Testing of samples collected here revealed no gold colours and only trace black sand.

Bedrock in all three test pits was metasedimentary schist with highly oxidized iron/quartz inclusions noted in all three test pits as well as the trench and coal/lignite identified in several locations. The iron rich quartz nodules in the schist are interesting as an indicator of secondary enrichment which may include gold.

4.1.3. Resistivity Survey

One resistivity survey line was collected on the upper reaches of the Otto Creek (Lease IW00733). The survey targeted the existing fluvial channel and was intended to provide a baseline for subsurface understanding in the area directly downslope from where test pitting was conducted. The results of the survey are summarized in the resistivity report (Appendix A) prepared by Bill Lebarge, P.Geo of Geoplacer Exploration Ltd. The interpretation of the results indicate a likely sequence of glacial till overlying a layer of boulders and/or gravel on top of bedrock. This sequence interpretation is consistent with the expectation that fluvial gravels and boulders may be present in the lower reaches of the creek where glacial scouring of historical placer gravel deposits may not have been complete.

4.2. Wade Claim

Surficial geology reconnaissance, target identification and resistivity survey were completed on the Wade Claim (Wade – P512938, Wade 1 – P513276, Wade 2 – P513275). The following sections summarize the results and implications of the work completed at Wade Claim. Wade Claim is incorrectly located on the GeoYukon and EMR database despite multiple attempts by SMR to correct the issue. The attached Figure 6 shows the approximate actual location.

4.2.1. Mapping and Target Identification

Preliminary mapping and target identification were completed in August and September 2020. Wade Claim is located in the South Big Salmon river valley. Wade Claim is extensively treed with a mix of poplar, spruce and pine on higher well drained areas and willows in low, poorly drained area. Large trees in the higher/dry areas indicate soils are not likely to be frozen in the subsurface.

In target development we noted two relatively large historical test pits on the property (Figure 7). The first historical pit located adjacent to the historic (and now SMR) camp location, has been used to bury waste. The second test pitted area located next to the South Big Salmon River shows some evidence of reclamation and likely has a mixture of dug materials at surface.

Historic test pit 1 shows a mixture of silts and rounded cobbles/boulders with few angular cobbles/boulders. This is likely a till sequence and SMR will conduct test pitting in the vicinity of this historic pit to confirm the material identification and inform future placer model development.

Historic test pit are 2 shows a mixture of relatively clean cobbles and boulders. This is interpreted as historical river channel deposits. SMR will conduct test pitting in this vicinity to test the extent of modern river deposits and determine the underlying sequence to determine if historic river and till deposits may overlie placer gravels and boulders at depth. Testing the sequence at Wade Claim will likely require use of a drill to collect samples beyond the reach of SMR's EX 270 hoe. Hand panning completed in this pit showed black sand with residual colour.

Resistivity testing targets were identified with the intent to test the interpretation of surface fluvial deposits of boulders and gravels overlying historic deposits of unknown material.

4.2.2. Resistivity Testing

SMR contracted Bill Lebarge of Geoplacer Exploration Ltd. to conduct resistivity survey across the resistivity target areas identified to see what this method could tell us about the subsurface deposits. The results of this work are summarized in Lebarge 2020 (Appendix A) and show that the surface layer of fluvial boulders and cobbles identified through surficial geology reconnaissance is underlain by a low resistivity material which may be interpreted as silt rich glacial till. This sequence is interpreted by B. Lebarge as overlying bedrock of likely schist lithology. The resistivity testing shows several local depressions in the likely bedrock interface and a sequence of surficial deposits ranging from 8 to 14 m below grade. Future testing will focus on lows in the undulating bedrock using either an EX 270 hoe, or, if possible, a drill to reach the bedrock interface.

4.3. Big Salmon River Tributary

No works were completed at the Unnamed Big Salmon River Tributary Lease No. IW00730 during the 2020 exploration program. Future exploration work to be completed in summer 2021 includes surficial geology reconnaissance, hand test pitting and hand sluicing.

5. Conclusions

Star Mountain Resources Ltd. completed a work program at our Livingstone district claims and leases over the course of 2020. Despite some limitations due to global pandemic travel restrictions, we were able to complete the majority of works planned on our Wade Claim (Wade – P512938, Wade 1 – P513276, Wade 2 – P513275) and Otto Creek lease (Lease No. IW00733). We were not able to complete the planned work on the South Big Salmon lease (Lease No. IW00730) and this work has been deferred to the 2021 season where we plan to complete a modified work program that does not require the use of a mini hoe. Planned work for the 2021 exploration season is summarized in the following section.

Work on the Wade Claim revealed that that surficial gravels as observed on surface is likely underlain by a lower conductivity material which may be silt rich till or alluvial silts. This sequence of surficial material appears based on resistivity survey results to range from 8 to 14 m thick and the underlying bedrock interface appears to be undulating. Our Wade Claim results provide a strong basis for future exploration work and our 2021 program will focus on confirming the surficial sequence and targeting low areas in the undulating bedrock provided we have the means to reach to bedrock. Planned work at the Wade Claim for the 2021 season is summarized in the following section.

Work on the Otto Creek lease revealed that colluvium and till are present and about 1.5 m thick at the very top of the creek drainage. Resistivity investigations further down the drainage indicate that till is overlain by a thicker sequence of water worked gravel and cobble, but may be either underlain by a low resistivity bedrock sequence over high resistivity schist or may by much thicker. Surficial geology reconnaissance identified several areas of interest in the upper reaches of the lease. Future work will focus on (1) confirming the sequence of surficial and bedrock materials identified in the resistivity results; (2) investigating the targets identified in the upper reaches of the claim and (3) extending our work to the lower reaches of the lease to create an understanding of the surficial geology material and the surficial/bedrock contact along the length of the creek. Planned work for the 2021 season is summarized in the following section.

6. Planning for 2021 Work Program

Wade Claim

Wade Claim exploration work in 2021 will focus on confirming the surficial geology sequence and depth to bedrock inferred from resistivity survey work completed in 2020. To meet this goal, we will complete the following in 2021:

- Further surficial reconnaissance and mapping to identify test pit targets and future drilling targets.
- Test pitting along the line of the 2020 resistivity survey to bedrock or as deep as we can reasonably reach with an EX 270 hoe.

- Test pitting of targets identified in 2020 surficial geology reconnaissance to determine the sequence of materials underlying the claim from the location of the existing camp to the river.
- We will complete a surficial geology log of the test pit as we are excavating and collect samples in zones of fluvial gravels/cobbles and at the bedrock interface for sluicing or hand panning.
- We will test hand samples for colours/black sand using mini sluicing and/or hand panning.
- We will complete conductivity detecting of the test pits to determine if any high conductivity zones or materials are present.
- We may complete an additional resistivity survey line that intersects the additional test pit targets identified.

Livingstone Tributary (Otto Creek)

Future exploration work at the Otto Creek lease will focus on confirming the results of the 2020 resistivity survey, checking the extent of surficial gravel and cobble deposits identified in the upper reaches of the lease and developing a deeper understanding of the surficial geology sequence in the lower reaches of the claim. We anticipate that the lease will be staked into a claim in early 2021 and we will be able to complete test pitting along the length of the claim.

- Further surficial reconnaissance and mapping to identify test pit targets along the lower reaches of the lease.
- Test pitting along the line of the 2020 resistivity survey to bedrock or as deep as we can reasonably reach with a 270 hoe.
- Test pitting of targets identified in 2020 surficial geology reconnaissance to determine the sequence of materials and whether the glaciation has left any original placer gravels and cobbles at the bedrock interface in the upper reaches of the claim.
- We will complete a surficial geology log of the test pit as we are excavating and collect samples in zones of fluvial gravels/cobbles and at the bedrock interface for sluicing or hand panning.
- We will test hand samples for colours/black sand using mini sluicing and/or hand panning.
- We will complete conductivity detecting of the test pits to determine if any high conductivity zones or materials are present.
- We will complete an additional resistivity survey line that intersects the additional test pit targets identified.

Big Salmon River Tributary

As no work was completed on the Big Salmon River tributary in 2020, we will complete preliminary reconnaissance work in 2021 to start to build an understanding of placer deposits along this drainage. To develop this understanding, we plan to compete the following works at the Big Salmon Tributary Lease (Lease No. IW00730) in 2021:

- Surficial geology reconnaissance and mapping to identify targets for test pitting and start to develop an understanding of the surficial materials and sequence here.
- Hand test pitting (or mini hoe test pitting if available) at targets identified in the surficial reconnaissance.
- Surficial geology logging of each test pit with bedrock geology interface and bedrock lithology identification if test pits are excavated to this depth.
- Sample collection and panning of materials collected at the bedrock interface or in zones of interest identified through logging of the pit.
- Metal detecting at bedrock interface to identify any high conductivity anomalies.
- We will complete an additional resistivity survey line that intersects the additional test pit targets identified.

References

Colpron, M., 2017. Revised geological map of Livingstone Creek area (NTS 105E/8).Yukon Geological Survey, Open File 2017-1, scale 1:50000.

Colpron, M., 2006. *Geology and mineral potential of Yukon-Tanana Terrane in the Livingstone Creek area (NTS 105E/8), south-central Yukon. In: Yukon Exploration and Geology 2005*, D.S. Emond, G.D. Bradshaw, L.L. Lewis and L.H. Weston (eds.), Yukon Geological Survey, p. 93-107.

Lebarge, W., 2020. *Report on 2020 Placer Exploration Program Livingstone Creek. YMEP Grant #2020-043. Whitehorse Mining District, Yukon Territory. Prospecting Lease IW00733 and Placer Claim Wade 2 P 513276 for Star Mountain Resources.* January 19, 2020.

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PHOTOGRAPHS

Photo 1: Wade Camp, August 2020

Photo 2: Example of large quartz veining observed to the northeast of Unnamed Livingstone Tributary lease. August 2020

Photo 3: Looking northwest up the Unnamed Livingstone Creek lease drainage from ~500 m downslope. Note the sparse spruce, grass and willow cover. Waypoint No. SS05092020. September 2020

Photo 4: Looking toward the southeast down the Unnamed Livingstone Tributary drainage from the top of the lease. Waypoint No. SS11092020. September 2020

Photo 5: Looking south down the Unnamed Livingstone Tributary lease drainage from the top of the ridge to the east of the upper extent of the lease. September 2020

Photo 6: Rounded cobbles and boulders observe in ephemeral stream beds along Unnamed Livingstone Tributary lease. Waypoint No. SS02092020. September 2020

Photo 7: Drunken spruce and willow at the top of the Unnamed Livingstone Tributary drainage. Waypoint No. SS01092020. September 2020

Photo 8: Historic claim post located on Unnamed Livingstone Tributary Lease. Waypoint No. SS15092020. September 2020

Photo 9: Quartz rich boulders observed on surface in upper drainage channel of Unnamed Livingstone Tributary lease. Waypoint No. SS06092020. September 2020

Photo 10: Second historic claim post located on Unnamed Livingstone Tributary Lease. Waypoint No. SS09162020. September 2020

Photo 11: Outcropping bedrock east of the upper end of the Unnamed Livingstone Tributary lease. Waypoint No. SS13092020. September 2020

Photo 12: Testpit No. 1. Note the mixture of silt and cobbles with both angular and sub-rounded cobbles present. Bedrock exposure at the bottom of the trench shows orangey weathering. The black in the photo is lignite or coal. September 2020.

Photo 13: Iron weathered nodule noted in the silts in Testpit No.1. September 2020

Photo 14: Testpit No. 2. Note the silt matrix with cobbles and gravels. The exposed bedrock in this location is schist. September 2020

Photo 15: Testpit No.2 side wall. Note the mix of very angular and sub-angular cobbles in the silt matrix. September 2020

Photo 16: Bottom of testpit No.3. Note the bedrock exposure appears very similar to Testpit No.2. September 2020

Photo 17: Testpit No.3. Note the cobbles suspended in a silt matrix on the testpit wall overlying dark grey/black bedrock. September 2020

Photo 18: Trench exposure. Note the brown/yellow weathering bedrock in the centre of the trench footprint. September 2020

Photo 19: Looking north-northeast along the trench bottom. Note the beige-yellow weathering bedrock in contact with the black coal/lignite at the bottom of the frame. September 2020

Photo 20: Iron weathered quartx nodule found at the bedrock interface. Noduels are approximately 10-15 cm across. September 2020

Photo 21: Iron weathered nodule with little to no quarts. Note the sub-rounded gravels/cobbles in the pit wall. September 2020

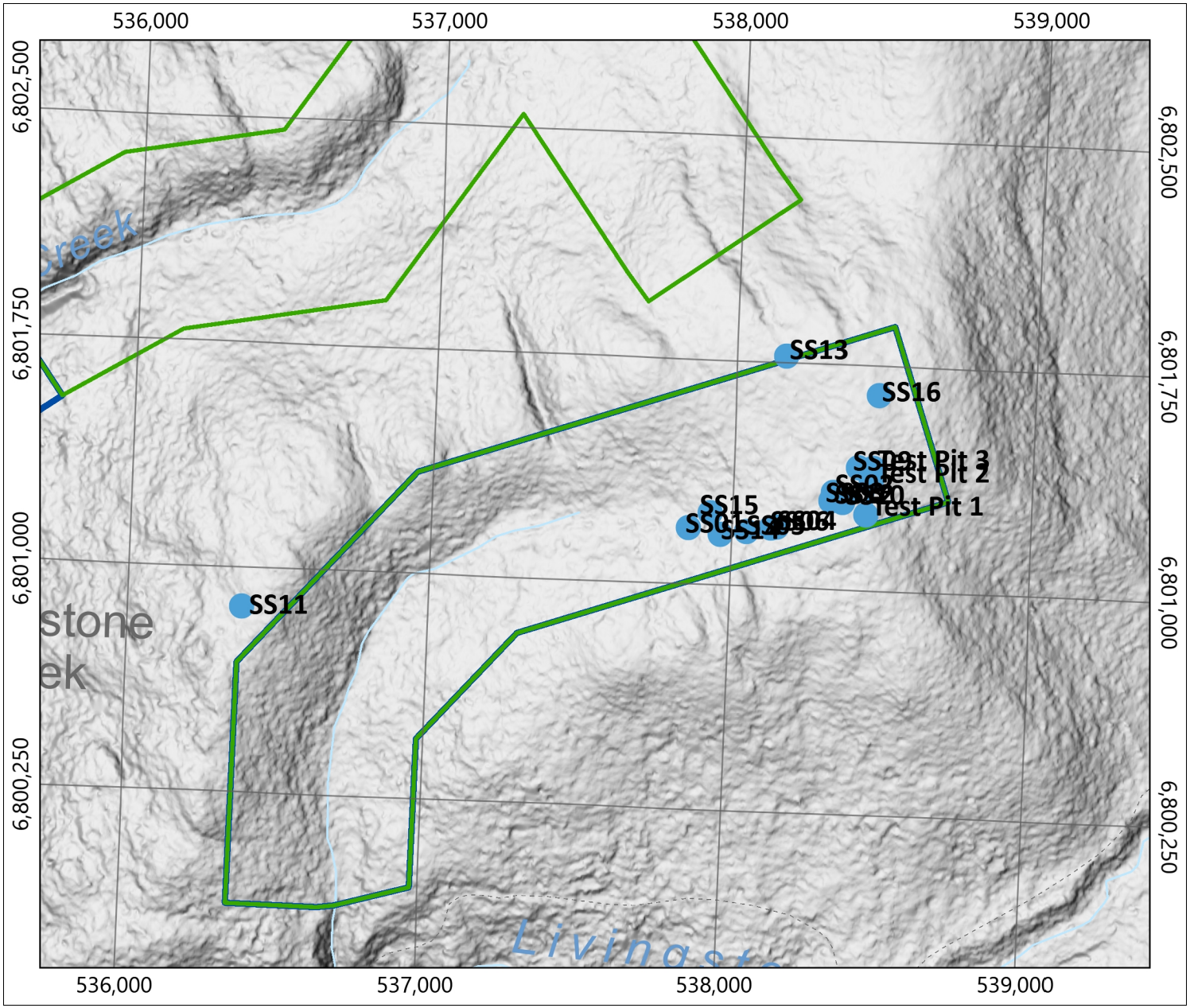
Photo 22: Iron weathered quartz nodule in the testpit wall near the bedrock interface. September 2020

Photo 23: Close up view of quartz contained in the nodules. Note the vuggy texture. September 2020

Photo 24: EX 270 Hoe used for excavation of test pits and trenches. September 2020

FIGURES

Figure 4: Field Reconnaissance and Test Pit Locations



Legend

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- Placer Land Use Permits - 50k
  - Class 3
  - Class 4
- Class 1 Placer Land Use Operati
- Placer Land Use Permits - 50k
  - Class 3
  - Class 4

Notes

1.0 0 0.51 1.0 Kilometers

Projection: Yukon Albers Equal Area Conic
Produced from: GeoYukon application

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This map is a user generated static output from an Internet mapping site and is for reference only. Data layers that appear on this map may or may not be accurate, current, or otherwise reliable. THIS MAP IS NOT TO BE USED FOR NAVIGATION.

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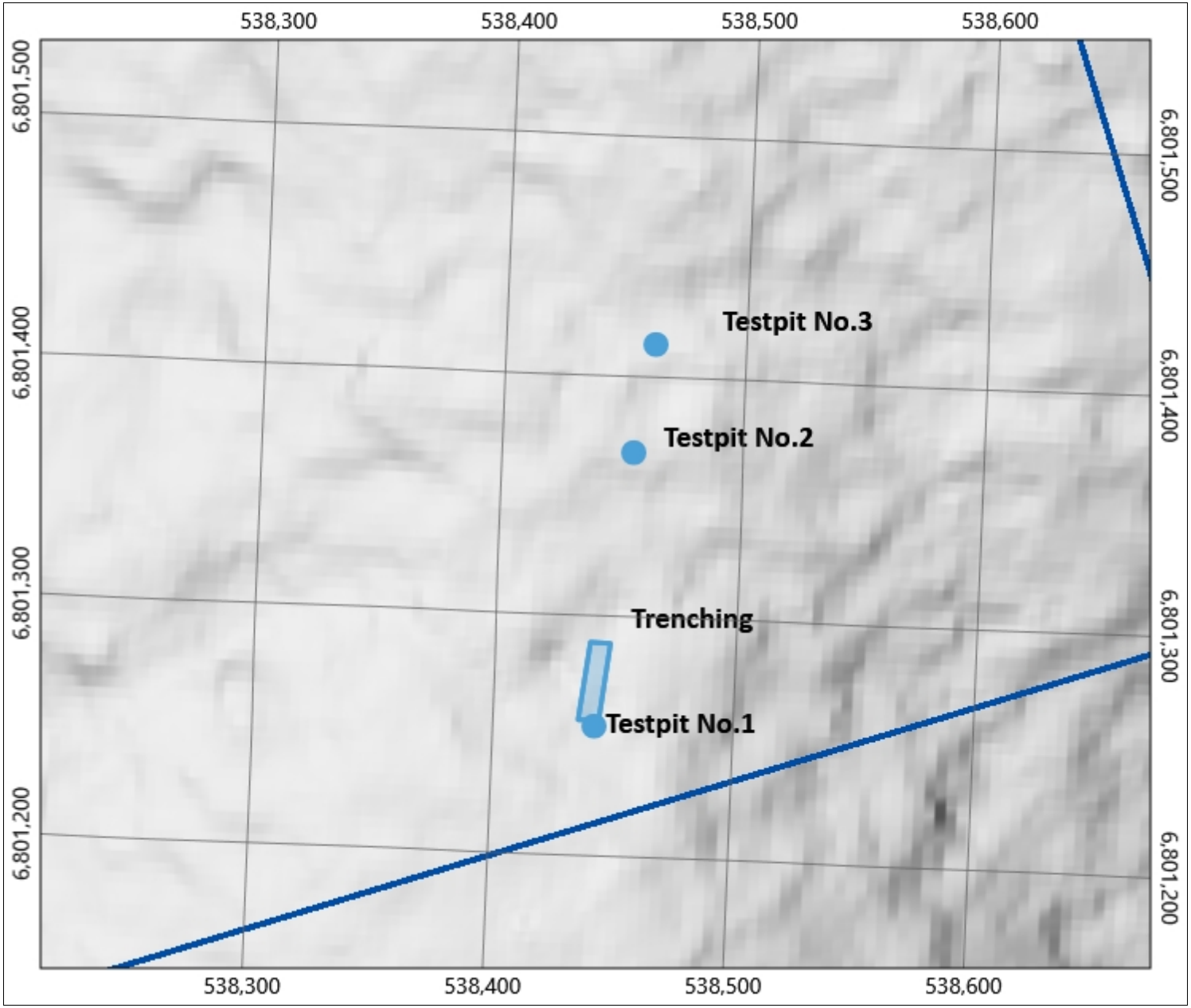
Figure 5: Testpit and Trenching Locations



Legend

Placer Land Use Permits - 50k
- Class 3
- Class 4

Placer Land Use Permits - 50k
- Class 3
- Class 4

Notes

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Projection: Yukon Albers Equal Area Conic
Produced from: GeoYukon application

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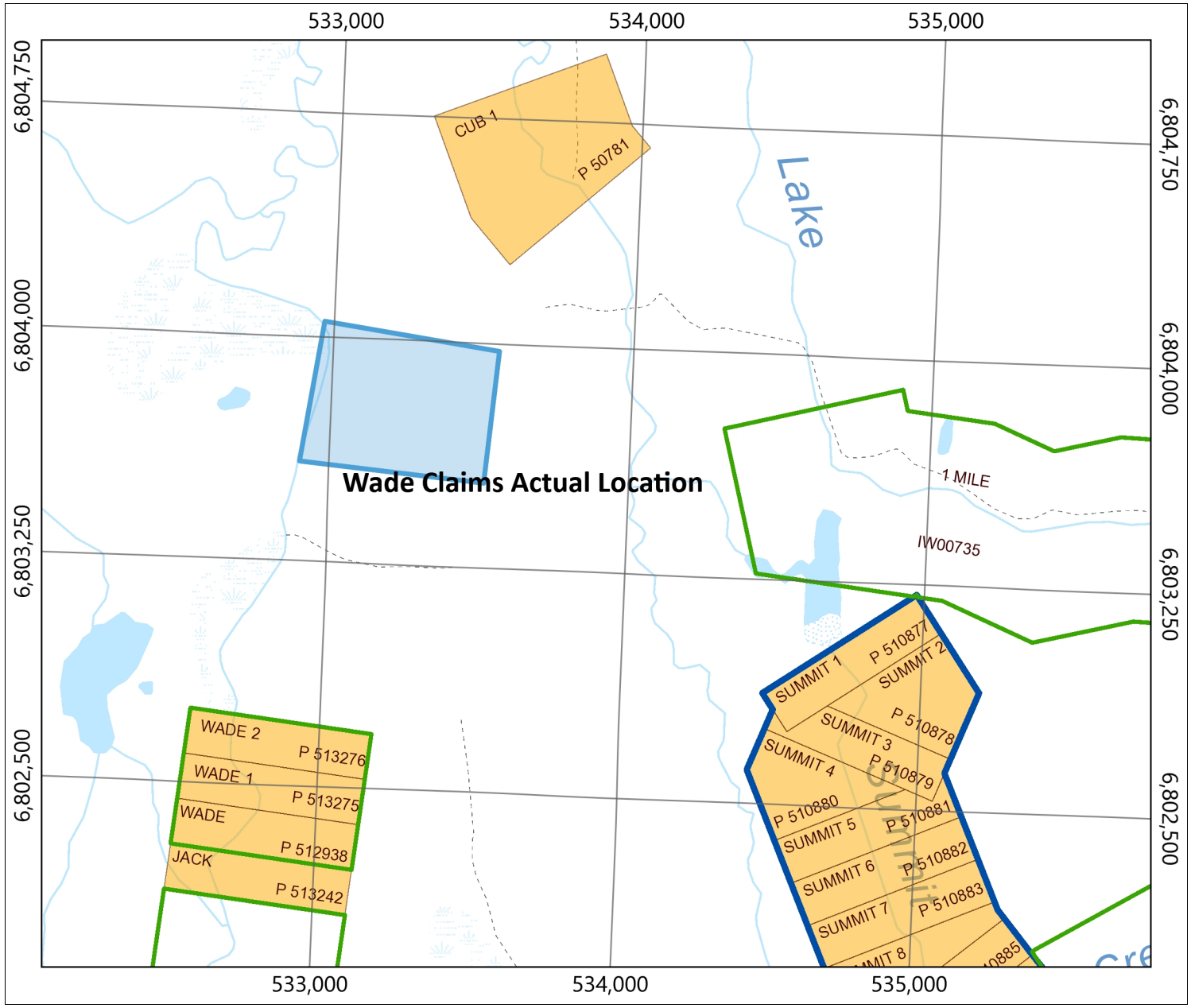
Figure **6**: Wade Claim Actual Location



Legend

Notes

1.0 0 0.51 1.0 Kilometers

Projection: Yukon Albers Equal Area Conic
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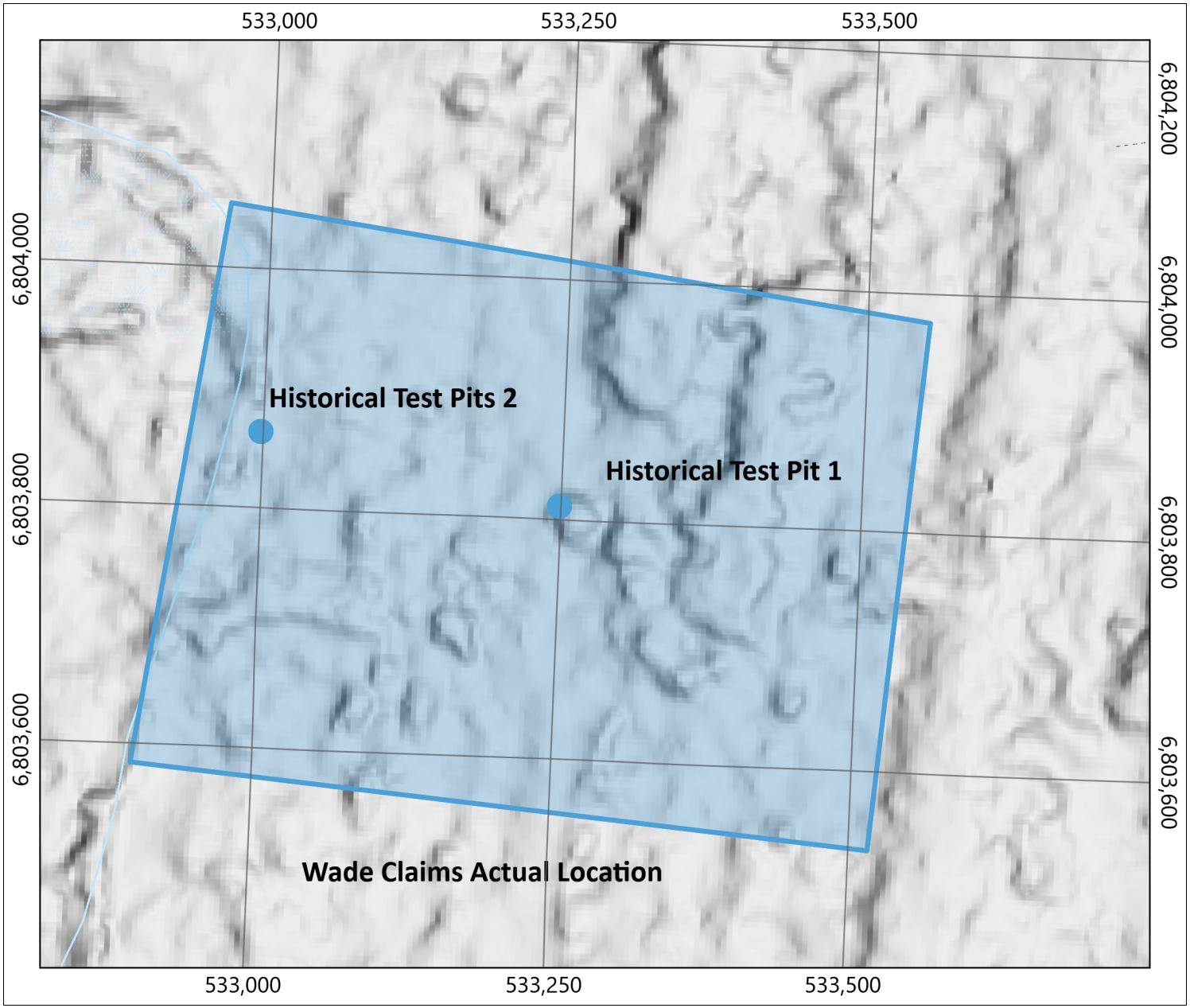
Date Printed: 25-Jan-2021

Figure 7: Historical Test Pits on Wade Claim



Legend

Notes

0.3 0 0.13 0.3 Kilometers

Projection: Yukon Albers Equal Area Conic
Produced from: GeoYukon application

1: 5,000

This map is a user generated static output from an Internet mapping site and is for reference only. Data layers that appear on this map may or may not be accurate, current, or otherwise reliable. THIS MAP IS NOT TO BE USED FOR NAVIGATION.

Date Printed: 25-Jan-2021

Tables

Table 1: Summary of Work Programs

Dates	Personnel	Days Spent on Exploration	Access	Work Completed
June 1 to July 30, 2020	Benjamin Sternbergh, Adam Sternbergh, Lydia Veillette	4	Flight from Whitehorse	Open camp, preliminary identification of mapping and testing targets at Wade Claim and Unnamed Livingstone Tributary
August 29 to September 24, 2020	Adam Sternbergh, Sarah Sternbergh, Lydia Veillette, Bill Lebarge	30	Flight from Whitehorse	Surfical and bedrock geology reconnaisance mapping and target identification, test pitting and resistivity survey at Livingstone Tributary and Wade Claim
December 22 to December 31, 2020	Benjamin Sternbergh, Sarah Sternbergh	3	Snowmobile	Target identification and planning at Wade Claim

Table 2: Summary of Field Reconnaissance Waypoints

Waypoint Number	Latitude	Longitude	Elevation	Notes
SS01092020	61.342938 N	134.29248 W	4,615 ft.	Near headwaters of drainage/creek – creek is ~12 inches wide, 2 inches deep flowing in natural stream bed. Rock in stream is gravel and cobble with some iron stained quartz. Gently sloping W 256. Vegetation consists of thick moss, stunted black spruce, fir and abundant willow. Fluvial/glacial fluvial with likely mix of water worked and colluvial gravels.
SS02092020	61.344096 N	134.283533 W	4,911 ft.	Area is gently sloping (~10 degrees) toward 225 (SW). Well drained with sparse fir, moderately abundant dwarf birch, occasional willow, and thick moss ground cover. Boulders evident at surface are greenstone with smooth/rounded surfaces showing evidence of water working.
SS03092020	61.343844 N	134.283636 W	4,889 ft.	Gully drainage feature with bedrock exposed on either side. Bedrock is schist with defined foliation. Colluvium mixed with water worked silt and sand is ravelling into the gully. Gully slopes gently toward 244 (SW) with sides that slope inward at 153 and 321 degrees. Vegetation is abundant grass, some moss, dwarf birch and fir up to 15’ tall. Gully is poorly drained with water ponding in hollows.
SS04092020	61.342992 N	134.287021 W	4,824 ft.	End of gully feature, trees increase in height to 25+ ft.
SS05092020	61.342861 N	134.288892 W	4,756 ft.	Moderately changing to gently sloping toward 260 (W) glacial terrace with some evidence of erosion and water working. Well drained with no ponding water evident. Cobble visible at surface are smooth/rounded show evidence of water working. Vegetation is moss cover with fir to 30 ft. tall. Fir transitions to black spruce in this area, and motion is evident in some trees (j-shaped butts and s trunks). Suspect permafrost.

Table 2: Summary of Field Reconnaissance Waypoints

Waypoint Number	Latitude	Longitude	Elevation	Notes
SS06092020	61.342962 N	134.287539 W	4,776 ft.	Iron rich quartz cobbles with smooth/rounded surfaces located in a small fluvial channel (modern ephemeral channel).
SS07092020	61.34296 N	134.287355 W	4,785 ft.	Water worn hollow – target for future testing.
SS08092020	61.343455 N	134.281464 W	4,942 ft.	Test pit target No.1 – evidence of historical paleochannel – depression leading to gully/paleochannel identified downslope.
SS09092020	61.344459 N	134.281208 W	4,927 ft.	Test pit No.2 Targeted middle of apparent drainage channel
SS10092020	61.344851 N	134.281985 W	4,959 ft.	Test pit No. 3. Targeted margin of upper extent of paleochannel.
SS11092020	61.343791 N	134.282912 W	4,933 ft.	Top of gully feature (Waypoint SS09082020). Small paleochannel apparent here. Small abrupt drop of about 10 m (steeply sloping toward 300 (NW)) may be historical water fall feature. Target for future test pitting at the bottom of this drop.
SS12092020	61.343864 N	134.28323 W	4,892 ft.	Potential paleochannel target for test pitting/trenching. Dig across channel toward the west.
SS13092020	61.348127 N	134.286643 W	5,020 ft.	Bedrock outcropping – schist with veins of iron stained quartz
SS14092020	61.343322 N	134.290906 W	4,684 ft.	Headwater/daylighting of creek drainage.
SS15092020	61.342743 N	134.290487 W	4,683 ft.	Historical placer post
SS16092020	61.343389 N	134.29115 W	4,661 ft.	Claim Post

Table 3: Summary of Test Pit Results

Test pit number	Latitude	Longitude	Location	Notes	Lithology
Test Pit No.1	**61.343455 N**	**134.281464 W**	Bottom of short slope with gently sloping sides forming slight concavity S-N and slight convexity E-W. Area is well drained with no evidence of standing water. This feature appears to be the upper reach of a historical drainage channel with flow toward the west. The area is grass covered with some willow, dwarf birch and fir to ~15 feet in height. As this is the top of the drainage, a rolling feature here suggests there may have been historical drainage toward the east as well.	Test pit is approximately 4 m by 4 m by 1.5 m deep and 24 m3.	0-0.1 m bg – moss/organic cover
				Collected Sample #1 at the interface of the silt-schist for test (using a small hand sluice)	0.1-0.5 m bg - SAND, gravelly, some silt, occasional cobbles, trace-some organics. Non-cohesive, damp. Gravels are mix of angular and sub-rounded
				Testing with metal detector did not reveal any metalic targets and no 'hot rocks' or zones of high conductivity were noted in the test pit.	0.5-1.3 m bg – SILT, cobbly, some sand, some gravel. Cohesive, firm-stiff, damp, grey-brown. Cobbles are predominately schist, angular to sub-angular in shape and up to 200 mm in diameter. Iron/orange weathering on some gravels and cobbles
					1.3-1.5 m bg – Schist with pockets of lignite/ coal. Rock is highly weathered and friable and were able to dig into the surface with little effort.
Test Pit No.2	**61.344459 N**	**134.281208 W**	Plateau, gently sloping (~5 degrees) toward 186 (S). Slope is slightly convex and slope increases to ~10 degrees approaching Test Pit No.3.	Test pit is approximately 4 m by 4 m by 1.6 m deep and 26 m3.	0-0.2 m bg – organics/ moss cover
				Sample #2 collected at the bedrock interface. Asbestos cobble found in the excavated material here.	0.2-0.6 m bg – SILT, some cobble, trace sand. Some cohesion, moist, non-plastic, beige-brown.
				Testing with metal detector did not reveal any metalic targets and no 'hot rocks' or zones of high conductivity were noted in the test pit.	0.6-1.0 mbg – Interbedded SAND, coarse grained, well sorted/poorly graded, damp, angular, mixed lithology (quartz, schist), non-cohesive, loose./ SILT and COBBLE some clay, moist, cohesive, some plasticity, grey-brown with some oxidized cobbles. Cobbles are angular and of uniform lithology (schist)
					1.0-1.6 m bg – Weathered bedrock. Schist, friable breaking along foliation, dark grey.
				Test pit is approximately 3 m by 6 m by 2.65 m deep and 48 m3.	0-0.2 mbg – organic cover and moss
				Collected sample #3 at the bedrock interface. Note: Ultramafic greenstone with olivine grains observed in the trail near the claim post.	0.2-0.75 mbg – SAND, some silt, trace organics, trace gravel, loose, slight cohesion, damp, orange brown weathering

Table 3: Summary of Test Pit Results

Test pit number	Latitude	Longitude	Location	Notes	Lithology
Test Pit No.3	**61.344851 N**	**134.281085 W**	Same geomorphological feature as Test Pit No.2	Testing with metal detector did not reveal any metalic targets and no 'hot rocks' or zones of high conductivity were noted in the test pit.	0.75-2.45 m bg – SAND and SILT, some cobble, damp, stiff, some cohesion, grey brown. Cobbles are sub-angular and range up to 300 mm in diameter. Cobbles are uniformly schistose in lithology. Occasional boulders evidenced from surface exposure of large rocks. Iron stained quartz veining is observed throughout the schist rock type here.
					2.45-2.65 mbg – BEDROCK, weathered friable, dark grey schist with fine foliation
Trench				Excavated trench to refusal on bedrock across the feature identified at Test Pit No.1. The trench was approximately 21 m long by 5.5 m wide by 2-3 m deep and 315 m3.	**North end of Trench:**
				Bedrock appears to slope downward toward the south over the extent of the trench. A large nodule of graphite/coal was found in the middle of the excavation. The nodule is about 4m across.	0-0.2 mbg- organics
				Testing with metal detector did not reveal any metalic targets and no 'hot rocks' or zones of high conductivity were noted in the test pit.	0.2-1.6 mbg - SILT, sandy, some cobbles, some boulders to 450 m diameter, cohesive, damp, medium brown.
					1.6-2.0 mbg – Weathered bedrock. Orangey weathered schist mixed with coal/graphite. Mineralized, quartz and iron rich nodules found at bedrock interface.
					South end of trench:
					0-0.2 m bg organics
					0.2-1.4 mbg - SILT, sandy, some cobbles, some boulders to 450 m diameter, cohesive, damp, medium brown.
					1.4-2.0 m bg – bedrock, weathered orange schist with weathered iron and quartz nodules at interface with bedrock. No coal observed in this end of the trench

Appendix A: Reports

Report on 2020 Placer Exploration Program: Livingstone Creek, YMEP Grant #2020-043

Report on 2020 Placer Exploration Program

Livingstone Creek, YMEP Grant #2020-043

Whitehorse Mining District, Yukon Territory

Prospecting Lease IW00733

and

Placer Claim Wade 2 P 513276

for

Star Mountain Resources

by

William LeBarge, P. Geo.

Geoplacer Exploration Ltd.

Location of centre of properties: 61°20'31"N, 134°18'15"W and 61°21'58"N, 134°22'48"W
NTS map sheet: 105E/08
Mining District: Whitehorse
Dates of work: September 17, 2020 to September 19, 2020
Date: January 19, 2021

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Executive Summary

The following is a report on the 2020 placer exploration program on the Livingstone Creek area, under YMEP Grant #2020-043, for Star Mountain Resources, by Geoplacer Exploration Ltd. The Livingstone project area is in the south-central part of the Yukon and lies approximately 90 km by air northeast of Whitehorse and 50 km east of Lake Laberge.

Two resistivity surveys totalling 545 line-m were completed: 335 line-m on placer claim Wade 2; and 210 line-m on prospecting lease IW00733. Both are 100 % held by Benjamin Sternbergh, a principle in Star Mountain Resources.

On resistivity survey line RES20-LIV2M-01, glacial till, boulder gravel and bedrock are interpreted with significant contacts at 6 m and 15 m below surface. A possible south-dipping contact may be the subsurface expression of a fault shown on the bedrock map as approximately 1 km to the north of the survey line.

On resistivity survey line RES20-SBS-01 in the South Big Salmon river valley, interpreted units in the profile include a surface layer of boulder-rich gravel overlying a less resistive layer which may be a glacial till and glacial silt. Two potential target areas were chosen, with significant contacts at 8-10 m and 12-13 m below surface. Bedrock is somewhat undulating and interpreted at between 8 m and 14 m below surface.

In both surveyed areas, the target zones lie between 6 m and 10 m below surface, which is within reach of a medium to large excavator. Testing of the targets by a series of excavator pits along the lines is therefore recommended to these depths.

Additional cross-valley resistivity surveys are recommended in both areas, in order to better delineate the orientation, depth and extent of any potential buried gravel channels.

If possible, a drill should be brought in to confirm interpreted depths and sample the gold content of the deeper targets. Given the boulder-rich nature of the ground, the drill should either be a cased reverse circulation (R/C) drill (which has an inside diameter of 6 inches or greater) or a similarly-sized sonic drill.

The project area would also benefit from updated areal imagery from a UAV drone survey.

Introduction

The following is a report on the 2020 placer exploration program on the Livingstone Creek area, under YMEP Grant #2020-043, for Star Mountain Resources Ltd., by Geoplacer Exploration Ltd.

Location and Access

Livingstone Creek lies in the south-central part of the Yukon approximately 90 km by air northeast of Whitehorse and 50 km east of Lake Laberge (Figure 1, Figure 2).

The two areas worked in 2020 in the Livingstone area were located at 61°20'31"N, 134°18'15"W and 61°21'58"N, 134°22'48"W: on NTS map sheet 105E/08, in the Whitehorse Mining District (Figure 3).

Access to the properties from Whitehorse can be gained by fixed-wing, helicopter or winter road. The winter road crosses the Teslin River and is available usually only at the height of the winter season.

There are several intermittently maintained bush airstrips, and several all-terrain vehicle suitable trails traverse the field area. A 1700 metre airstrip is situated in the South Big Salmon river valley near Lake Creek. The geographic coordinates of that airstrip are 61°21'58"N and 134°22'19"W. Another, unknown quality airstrip approximately 1 km in length is located at the mouth of Martin Creek at geographic coordinates 61°18'14"N and 134°19'42"W. Finally, a 700-metre-long airstrip of unknown condition is located at the mouth of May Creek, at geographic coordinates 61°16'19"N and 134°10'16"W.

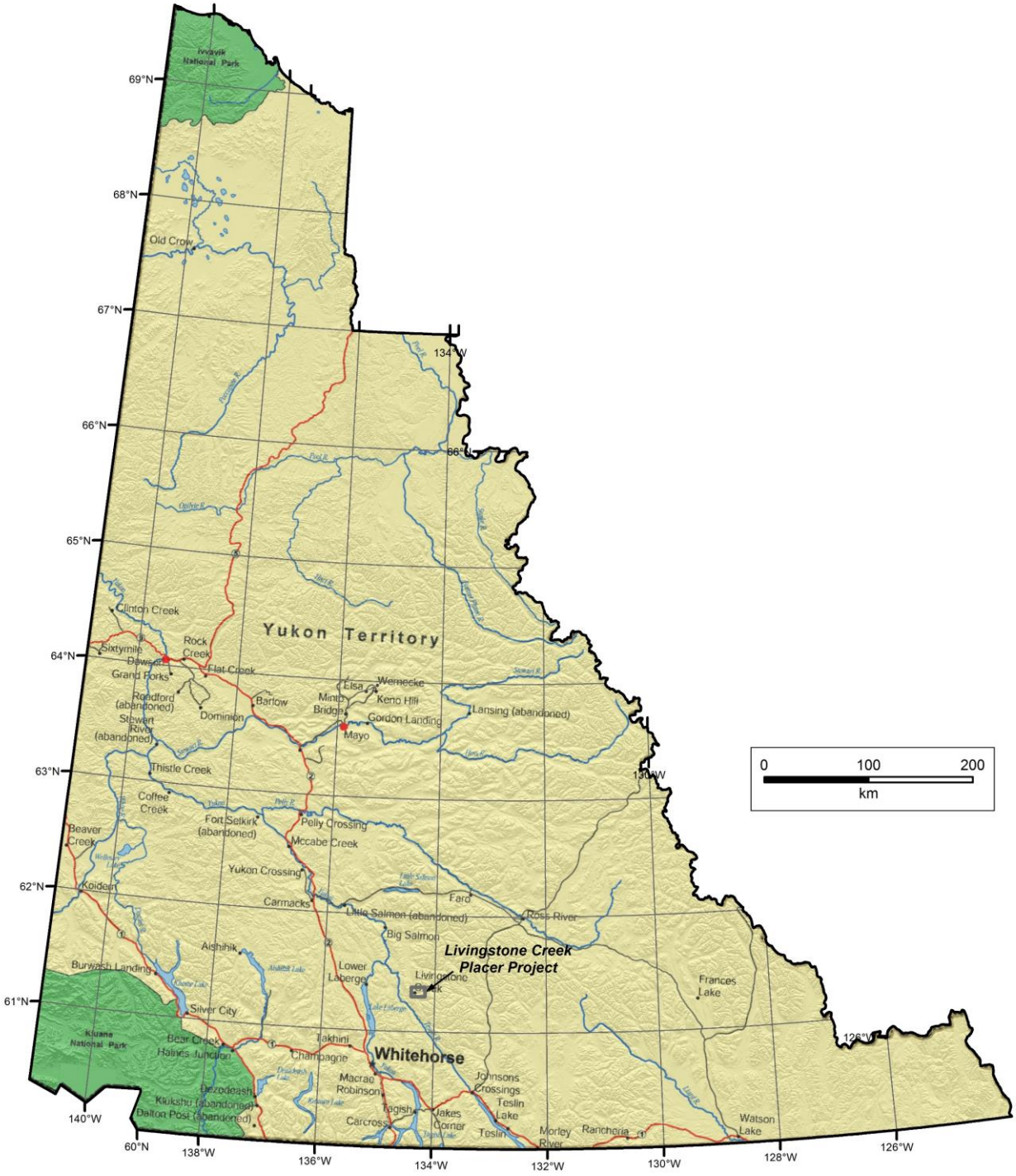

Figure 1 - Location of the Livingstone Creek Project, Yukon.

Placer Tenure

Table 1 details the status of the Livingstone Creek area claims and prospecting leases.

Table 1 –Claims and Prospecting Lease Status, Livingstone project.

Grant Number	Status	Length/Name	Claim Owner	Staking Date	Recording Date	Expiry Date
IW00733	Active	2 miles	Benjamin Sternbergh - 100%	2020-03-21	2020-03-26	2022-05-06
P 513276	Active	WADE 2	Benjamin Sternbergh - 100%	2020-04-12	2020-04-20	2022-04-20
P 513275	Active	WADE 1	Star Mountain Resources - 100%	2020-04-12	2020-04-20	2022-04-20
P 512938	Active	WADE	Star Mountain Resources - 100%	2019-08-12	2019-08-21	2021-08-21

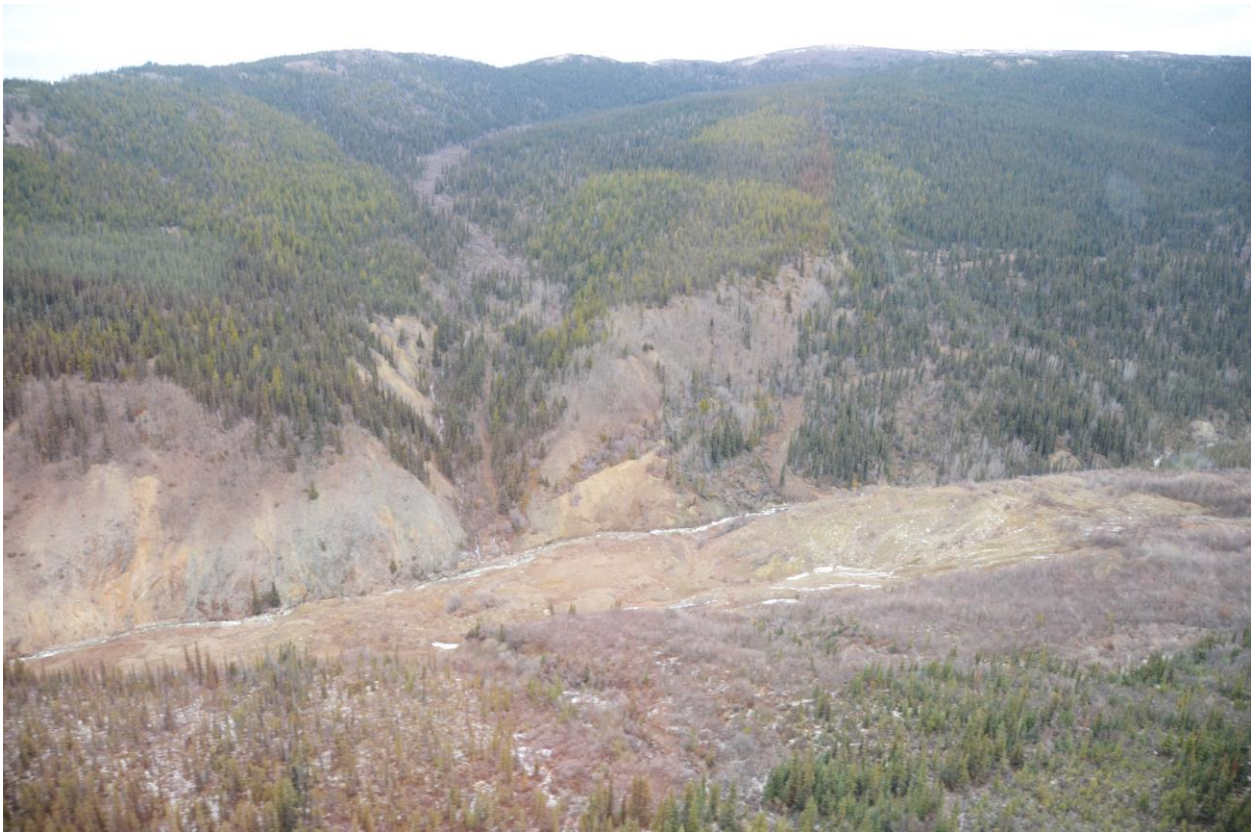

Plate 1 - View of Prospecting Lease IW00733 at the mouth of unnamed Livingstone Creek right limit tributary, looking north. Photo taken October 8, 2015.

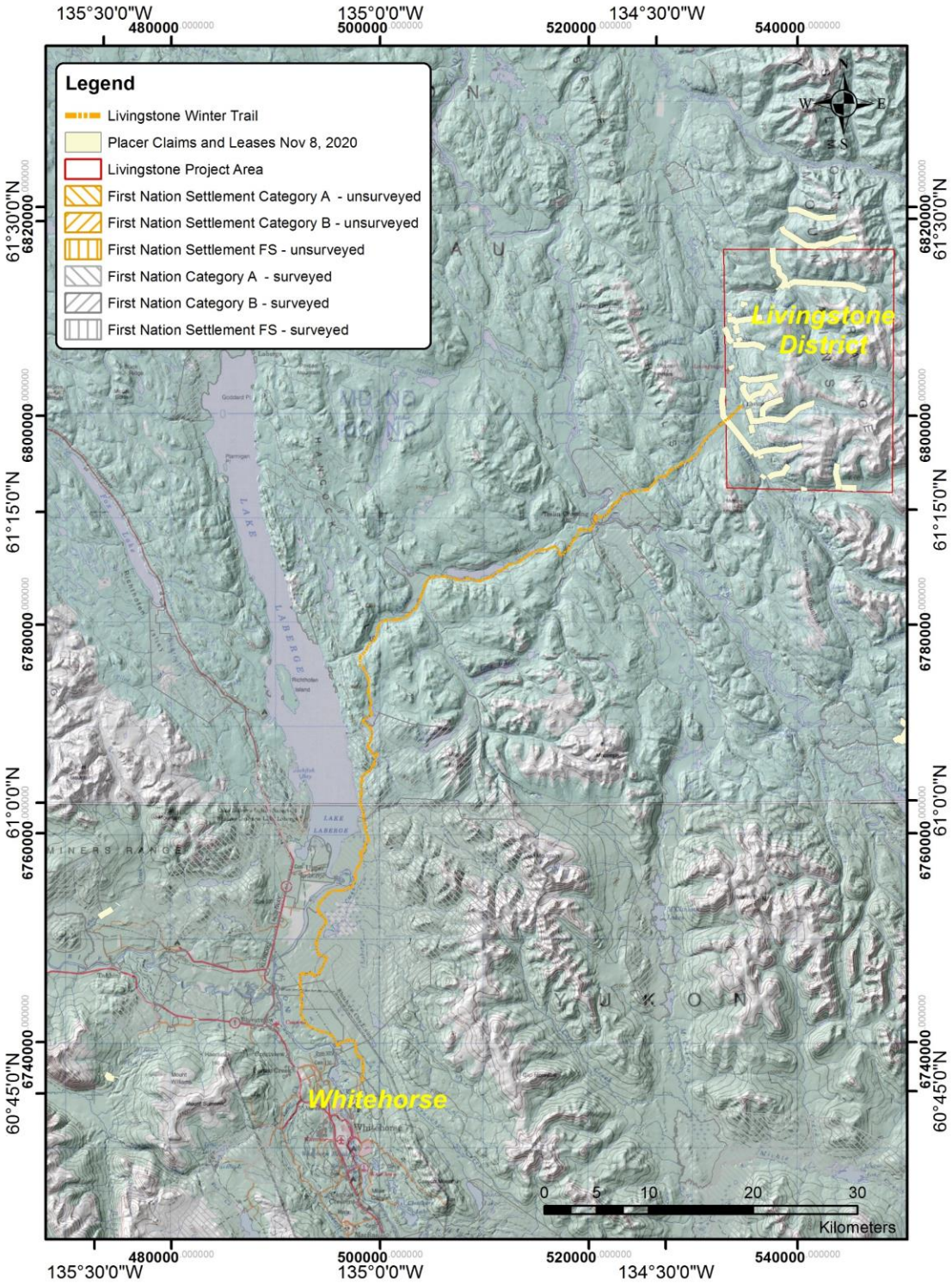

Figure 2 - Location of Livingstone Creek Placer Project (Livingstone District), 90 km northwest of Whitehorse.

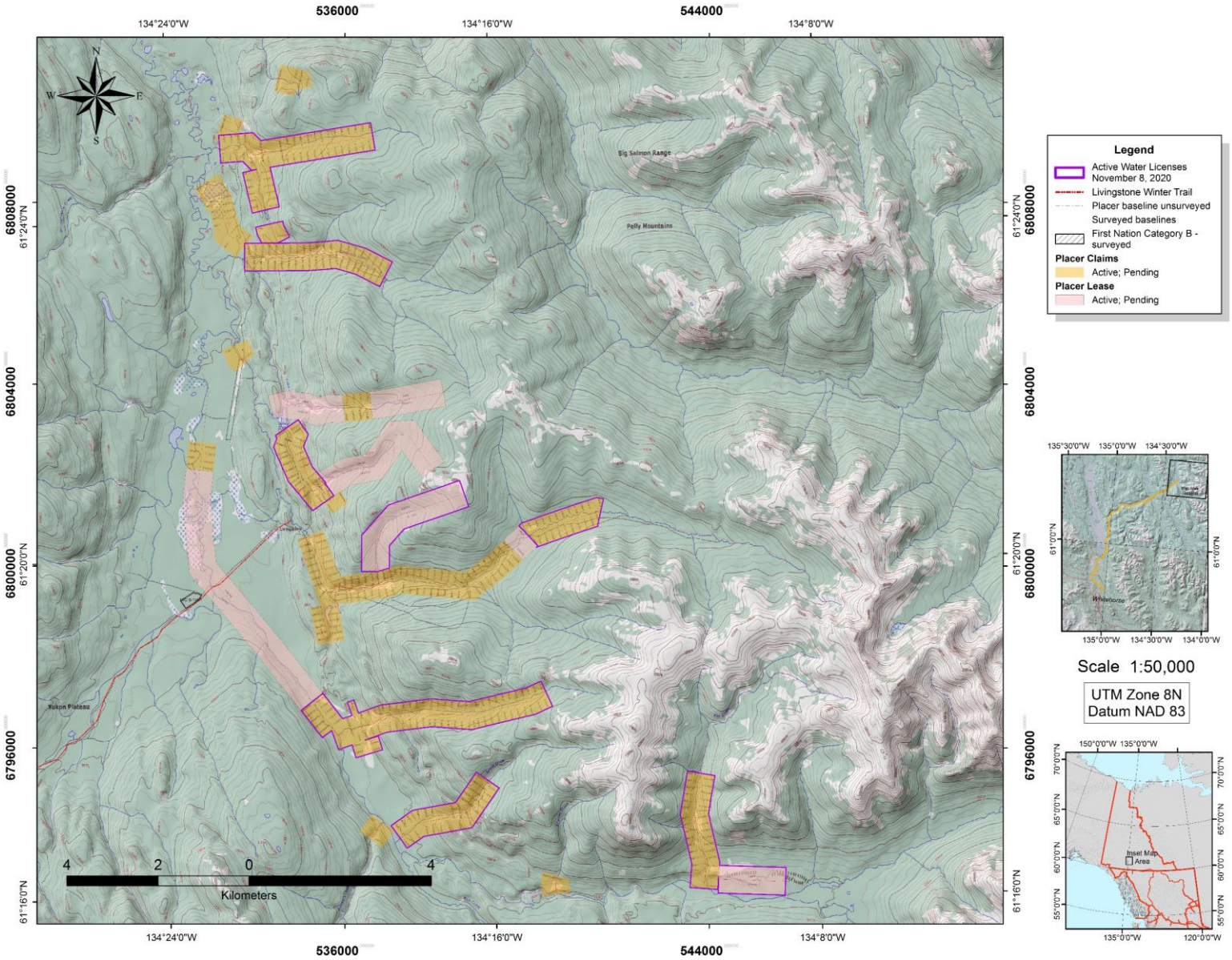

Figure 3 – Livingstone Creek area placer prospecting leases, placer claims and active water licenses, November 8, 2020.

History of Exploration and Mining

Although Yukon Government royalty records show only about 18,000 ounces credited from Livingstone area creeks to 2019 (Yukon Mining Recorder, 2019), the actual production is known to be several times higher. One of the reasons is that since most of the gold from Livingstone creeks is coarse, the modern market is mainly local jewelers and collectors, who would not be intending to export the raw gold out of the Yukon. Since placer gold which is sold for use within the Yukon is not required to have royalties paid, it is often not recorded in any government ledgers.

The Livingstone Creek area was first prospected in 1894 by Joseph E. Peters (LeBarge, 2007). In 1898, Mr. Peters returned to the area with Mr. George Black and together they discovered gold on the Livingstone Creek itself, naming it after Black's friend M. Livingstone. That year, in the four weeks before freeze-up, they mined about 200 ounces. Bostock (1957) mentions that that production between 1898 and 1920 produced over $1,000,000 in placer gold, which roughly calculates to 46,000 troy crude ounces using a gold price of $19/ounce and a fineness of 880. Cairnes (1910) stated that the claims on the “old channel” on Livingstone Creek had produced, on the average, about $25,000 (1157 troy crude ounces) each. The total production in 1906 was about $90,000 (4168 troy crude ounces). Discovery Claim is stated to have yielded $11,000 (509 troy crude ounces) in 1900.

Interest in the Livingstone area was revived by T. Kerruish's new discovery on Lake Creek in 1930; and during the 1930's there were 10 to 15 men on Livingstone Creek each year involved in mining a buried left limit channel and "sniping" on the worked over ground in the canyon (Bostock and Lees, 1938).

During the 1940's, J. Stenbraten held much ground on Livingstone Creek, but most of his work was preparatory in nature and little gold was produced (LeBarge, 2007).

During the late 1950s and early 1960s L. Engle and C. Emminger prospected on Discovery Claim. In 1961 G. Murdock and J. Ballentine prospected on the creek. In 1967 M. Fuerstner and E. Kreft staked a one mile lease. Max Fuerstner Jr. took over the mining from Max Sr. in the 1980's. Mining has been intermittent since then, with the most recent mining activity on Livingstone Creek taking place in the late 1990's. Seismic refraction was attempted on some placer leases upstream of the canyon in 1981, but was unsuccessful due to attenuation by permafrost (LeBarge, 2007).

Bedrock Geology

The bedrock geology of the Livingstone Creek area is shown in Figure 4. East and north of the South Big Salmon River lie five successions of metasedimentary and metavolcanic rocks: the Snowcap complex, and the Livingstone Creek, Mendocina, Last Peak and Dycer Creek successions (Colpron, 2006, 2017). These occur in two structural domains separated by d'Abbadie fault. The Dycer Creek succession occurs east of the fault while all other successions occur west of the fault (Colpron, 2017).

Figure 4 shows that the area between the upper reaches of Livingstone Creek and the middle reaches of May Creek is dominated by metasedimentary rocks of the Snowcap complex; which are in turn intruded by strongly foliated and locally gneissic Early Mississippian tonalite to granodiorite. Along a north-south trend between the upper-most reaches of Livingstone Creek and the South Big Salmon River, lays metavolcanics, metasediments and marble of the Livingstone Creek succession; and serpentinized peridotite and greenstone of the Mendocina succession (Colpron, 2006; 2017).

Several bedrock mineral occurrences are noted in the area. These are given in Table 2, below.

Mineral Occurrences

Several bedrock mineral occurrences are noted in the area. These are given in Table 2, below.

Table 2 - Mineral Occurrences (MINFILE) of the Livingstone Creek area, YGS 2018.

MINFILE NUMBER	NAME	DEPOSIT TYPE	STATUS	PRODUCER	COMMODITY
105E 001	**LIVINGSTON**	**Vein Polymetallic Ag-Pb-Zn+/-Au**	**Showing**	**N**	**Copper, Silver, Lead, Gold**
105E 020	**SYLVIA**	**Vein Polymetallic Ag-Pb-Zn+/-Au**	**Showing**	**N**	**Copper, Gold, Zinc, Silver, Lead**
105E 042	**LAKE**	**Vein Au-Quartz**	**Showing**	**N**	**Gold**
105E 043	**GERM**	**Unknown**	**Anomaly**	**N**	**Gold**
105E 047	**MAYBE**	**Unknown**	**Anomaly**	**N**	**Gold, Lead**
105E 053	**DEET**	**Vein Polymetallic Ag-Pb-Zn+/-Au**	**Showing**	**N**	**Antimony, Gold, Arsenic, Lead, Silver, Zinc**
105E 049	**LITTLE VIOLET**	**Unknown**	**Unknown**	**N**	
105E 063	**NICKELINE**	**Ultramafic - Nickel**	**Showing**	**N**	**Antimony, Cobalt, Nickel, Arsenic**
105E 054	**TRERICE**	**Unknown**	**Unknown**	**N**	
105E 056	**BRENDA**	**Unknown**	**Unknown**	**N**	

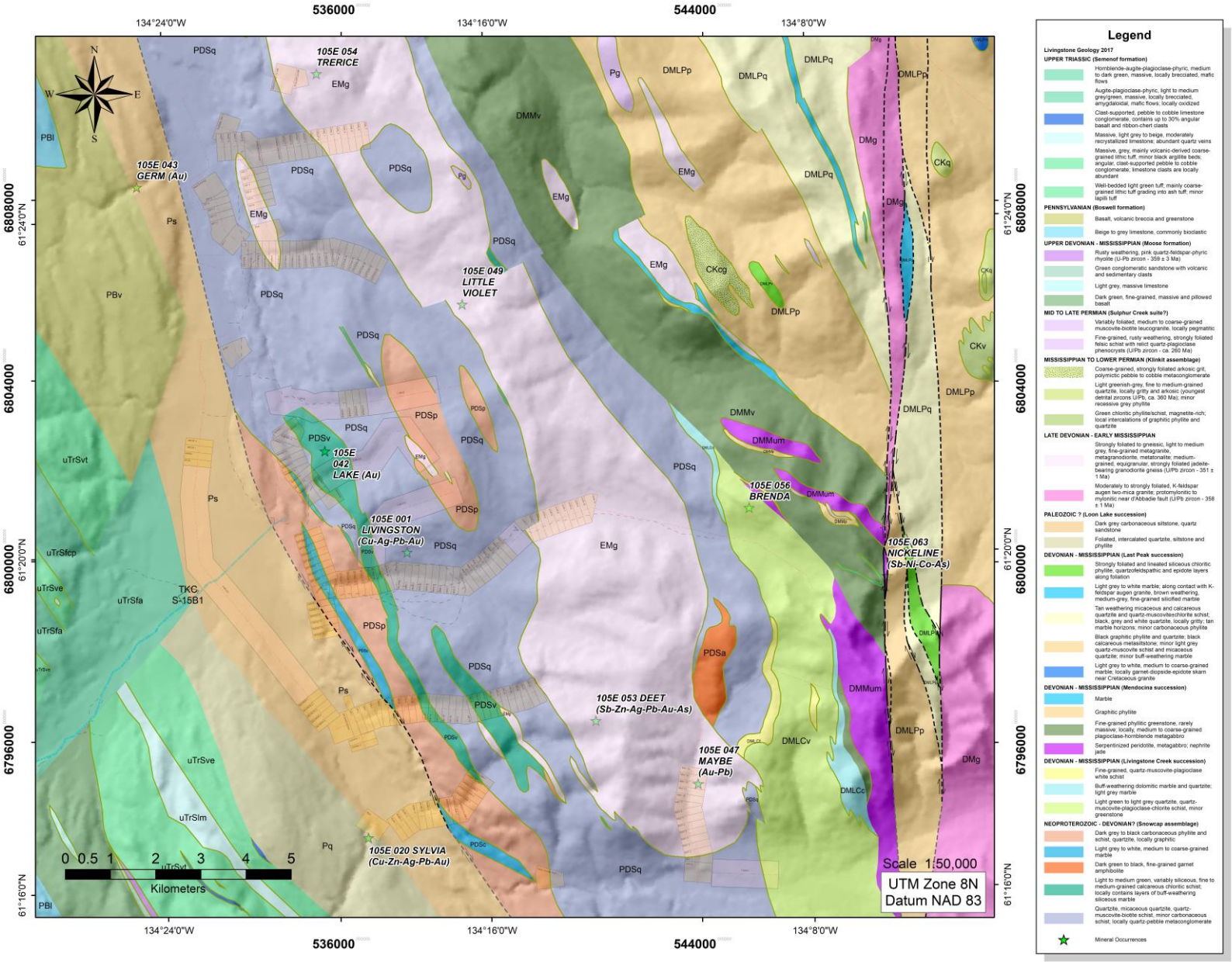

Figure 4 - Bedrock Geology of Livingstone District, modified after Colpron, (2017) and Yukon Geological Survey, (2018).

Regional Surficial Geology and Glacial History

The Livingstone District lies well within the late Wisconsinan McConnell glaciation (Duk-Rodkin, 1999) and the most obvious glacial features are of that age. Older glaciations certainly would have blanketed the area, however all features of those earlier episodes have been overprinted by the most recent glacial advance.

Figure 5 shows the glacial features and surficial deposits in the Livingstone District, which were mapped by Hughes et al (1969) and Klassen and Morison (1987); and later updated by Bond and Church (2006).

Surficial deposits in the area are mainly till and colluvium, while an irregular glaciofluvial complex occurs in the South Big Salmon Valley near the mouth of Martin Creek (Klassen and Morison, 1987). The prominent valley that diverts the westerly flow of Livingstone and Summit Creeks is an ice-marginal channel (Hughes et al, 1969).

Indicators of former ice flow direction, mapped by Hughes et al (1969) and Klassen and Morison (1987) suggest that glaciers flowed north along the low valleys that cross the Semenof Hills into the South Big Salmon River Valley in the Livingstone Creek area.

Bond and Church (2006) proposed a four-phase ice-flow history for the Big Salmon Range. This is briefly summarized as following:

Phase 1, a locally derived ice advance, marks the initial accumulation of ice at the onset of glaciation. Geological evidence of this phase is either eroded or buried by later glacial phases. General zones of ice accumulation are inferred from well-developed cirques.

Phase 2 occurred when Cordilleran ice advanced northwest and overtopped the Big Salmon Range at its glacial maximum. High-elevation ice-flow indicators suggest the Cassiar lobe of the Cordilleran ice sheet moved across the range virtually unobstructed by the underlying topography.

Phase 3 occurred when the Cassiar lobe retreated from the Big Salmon Range. With reduced ice thickness during glacial recession the Cassiar lobe became increasingly directed by underlying topography. East-flowing drainages in the Big Salmon Range experienced up-valley ice-flow as the Cassiar lobe maintained a regional northwest flow, while westward- oriented drainages would have been glaciated by down-valley flowing ice. Retreat of the Cassiar lobe to the east of the north-south trending drainage divide resulted in ponding of meltwater in the eastern drainages. This meltwater drained westward across mountain passes and flowed down the western drainages shortly after these were deglaciated. Meltwater erosion was significant enough in some valleys to erode through the surficial deposits and into bedrock, which would have completely reworked pre-existing placer deposits.

A late glacial re-advance of local alpine glaciers (Phase 4) was mapped in the Pelly Mountains further east, however in the Big Salmon Range; the glaciers are less abundant and generally restricted to less than 1 km in extent.

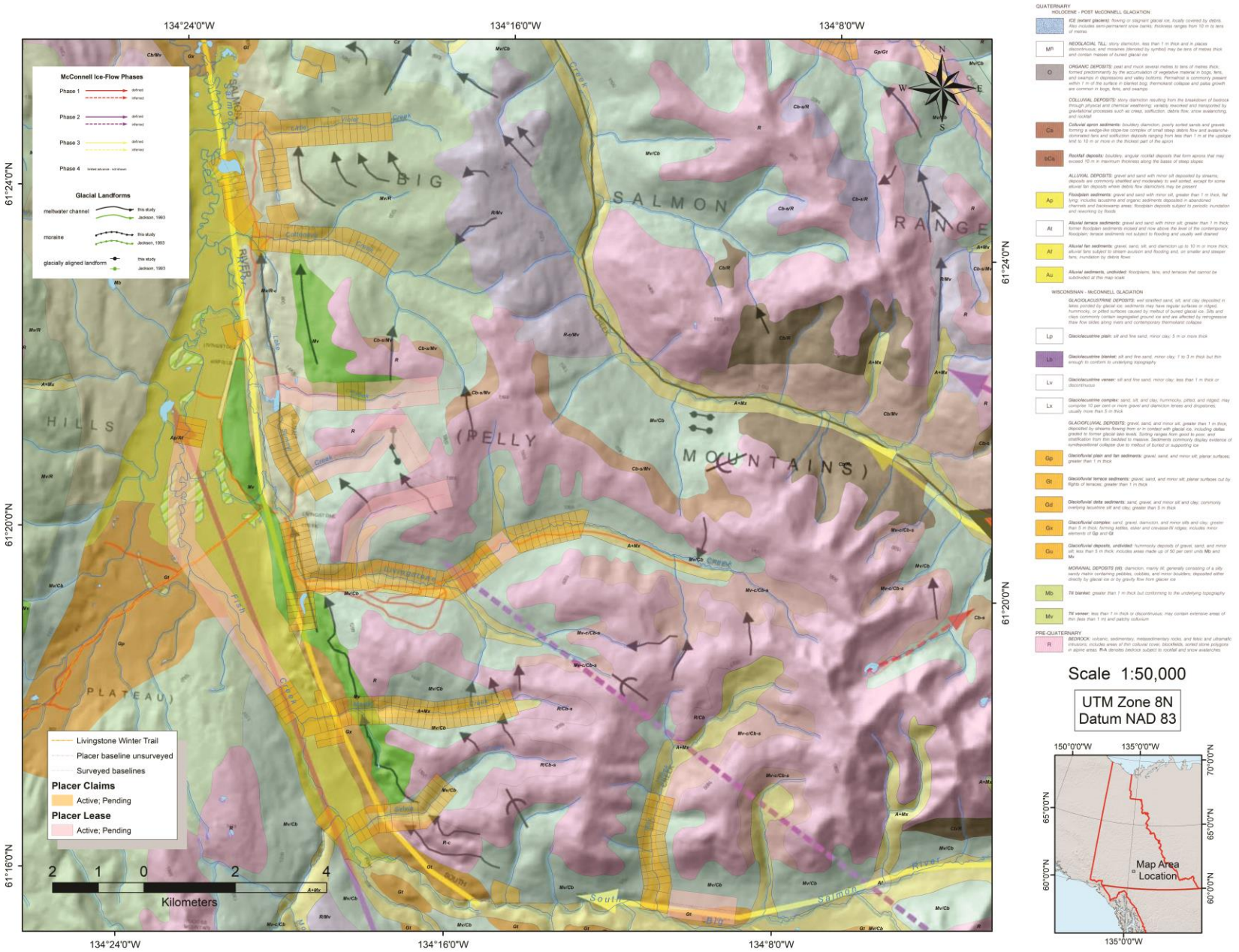

Figure 5 - Surficial geology and glacial features, Livingstone Creek area; after Klassen and Morison, (1987); and Bond and Church, (2006).

Placer Geology and Stratigraphy

Overall, the placer gold-bearing creeks in the Livingstone area are characterized by a sequence of interglacial stream gravels which are overlain by McConnell-age glaciolacustrine silts, glaciofluvial deltaic sandy gravel and boulder-rich glacial till (Levson, 1992). Within the interglacial gravels, concentrated fluvial and debris flow sedimentation likely occurred in response to unusually high storm or spring runoff events. The advance of a glacier down the South Big Salmon River valley resulted in damming of the channelized flows that deposited the underlying gravels. Ice-marginal lakes formed in each of the tributary valleys, and parallel-laminated clays, silts and sands were deposited in the ice-dammed lakes along with debris flow deposits derived mainly from the ice margin. At Summit Creek, a thick glaciofluvial delta complex developed in the lake ponded in that valley. As the glacier in the South Big Salmon River valley expanded, the lakes diminished in size and debris flow sedimentation increased until the area was overridden by ice. Subsequently, a thick till was deposited at the base of the glacier. During deglaciation, a glaciofluvial complex developed along the ice margin. The series of meltwater channels that extend from south of Martin Creek to well north of Summit Creek, formed along the side of the South Big Salmon Valley in association with the ice-marginal deposits. Post-glacial river erosion incised through all of the overlying glacial deposits and re-exposed the placer gold bearing interglacial gravels.

The stratigraphy of Livingstone Creek in the lower reaches as described by Levson (1992) consists of approximately 5 metres (15 feet) locally-derived, coarse-grained, crudely-stratified, poorly-sorted and clast-supported gravels immediately overlying the bedrock. This is the main pay unit, and is interpreted as an interglacial (pre-McConnell) high energy stream channel and gulch sediments deposited by channelized fluvial flows and gravelly debris flows. This unit is overlain by up to 5 metres (15 feet) of parallel-laminated silts and clays with numerous erratic dropstones and pebble intrabeds. This unit is interpreted as proximal glaciolacustrine sediment, which would have formed when a glacier, flowing down the South Big Salmon River valley, blocked Livingstone Creek and other tributaries, causing small ice-marginal lakes to form. A thick, 15 metre (50 feet) matrix-supported diamicton with numerous striated clasts caps the sequence. This is interpreted as a glacial till, deposited directly by ice during the glacial maximum.

Early workers (Cairnes, 1910; Bostock and Lees, 1938) describe an “old boulder channel” on the south side of Livingstone creek, which was quite rich in placer gold. The “old channel” is described as being lower in gradient than the present channel, and within “half a mile” upstream of the canyon (800 m) is about 40 feet (12 metres) lower than the present channel and 1000 feet (300 metres) to the south. The present channel and the paleochannel are separated by a reef of bedrock which was tunneled through by the old timers. The placer gold was reported to lie on bedrock and in the crevices in it.

Cairnes (1910) reported that at some distance up the present creek channel, at a point across from the higher workings in the old, buried channel, a second buried channel is reported to have been discovered on the north side of the creek. An adit was run along it, but the results of that work were not known.

Subsequent placer miners are believed to have worked various parts of the south paleochannel, and gravels adjacent and north of the present creek by sniping under the overburden on the north bank.

September 2020 Placer Exploration Program

Resistivity Surveys

Overview

A program of resistivity geophysical surveys was conducted between September 17 and 19, 2020. Two lines totalling 545 metres were conducted on a right limit tributary of Livingstone Creek, and in the South Big Salmon valley. Figures 6 and 8 show the location of the resistivity surveys and Table 3 shows the coordinates and other details of the survey lines.

Table 3 - Geographic coordinates and lengths of resistivity lines, Livingstone Creek area, September, 2020.

Livingstone Creek area Resistivity Surveys, September 2020						
			Start Point		End Point	
Name	**Claim or Lease**	**Length (m)**	**Latitude**	**Longitude**	**Latitude**	**Longitude**
RES20-LIV2M-01	IW00733	210	61.342278	-134.29453	61.34390	-134.29536
RES20-SBS-01	WADE 2	335	61.366609	-134.37764	61.36602	-134.38324

Personnel and Methodology

The geophysical surveys were conducted, processed and interpreted by William LeBarge of Geoplacer Exploration Ltd., with field assistance by Adam Sternbergh. The Lippmann 4-Point Light Resistivity System was used, and this technique injects an electrical current into the subsurface through stainless steel spikes and then measures the remaining voltage at various distances away from the injection point. Ground materials have different resistances to the current, and give data points in a cross section of the subsurface. With the data points, a tomogram or pseudo section can be created representing changes of resistivity in the ground. Data was collected using Geotest software, while the inversion and data filtering was completed with RES2DINV software. Data points with poor contact resistance were exterminated and noisy data was filtered statistically with root mean squared data trimming. Two-dimensional tomograms were produced using least squares damped inversion parameters to display the resistivity properties and to display potential contacts.

Limitations and Disclaimer

The interpreted sections provide an estimate of the conditions beneath the surface to the depths conducted and are within the accuracy of the system and methods. The data becomes more uncertain with depth and are more accurate toward the surface and is further complicated if there is permafrost present in the region. The materials are interpreted based upon local geology observed, as well as geologic knowledge of the area. Certain materials may be similar in composition and result in uncertain results. The accuracy of the information presented is not guaranteed and all mine development is the client's responsibility. William LeBarge of Geoplacer Exploration Ltd. accepts no liability for any use or application of these data by any and all authorized or unauthorized parties.

Results

Figures 7 and 9 show the interpreted resistivity profiles from the two surveys. Overall, contact resistance was low and resulting data quality was good.

Resistivity survey line RES20-LIV2M-01 was conducted about mid-way up the unnamed right limit Livingstone tributary where prospecting lease IW00733 is located. Glacial till, boulder gravel and bedrock are interpreted in the profile with significant contacts at the target location at 6 m and 15 m below surface. A possible south-dipping fault shows in the profile, which may be the subsurface expression of a fault shown on Figure 4 approximately 1 km to the north of the survey line. Bedrock rising to the north is consistent with surficial mapping shown on Figures 5 and 6.

Resistivity survey line RES20-SBS-01 was surveyed on the WADE 2 placer claim in the South Big Salmon river valley. Interpreted units in the profile include a surface layer of boulder-rich gravel overlying a less resistive layer which may be a glacial till and glacial silt. Two potential target areas were chosen, with significant contacts at 8-10 m and 12-13 m below surface. Bedrock is somewhat undulating and interpreted at between 8 m and 14 m below surface.

The coordinates and depths of the targets of the resistivity surveys are shown in Table 4.

Table 4 - Coordinates of targets from 2020 Resistivity surveys, Livingstone project.

Resistivity Line	Claim/Lease	Target name	Depth (m)	Latitude DD	Longitude DD
RES20-SBS-01	WADE 2	RES20-SBS-01-01	10	61.36661	-134.378293
RES20-SBS-01	WADE 2	RES20-SBS-01-02	8	61.366121	-134.381005
RES20-LIV2M-01	IW00733	RES20-LIV2M-01-01	6	61.343043	-134.295325

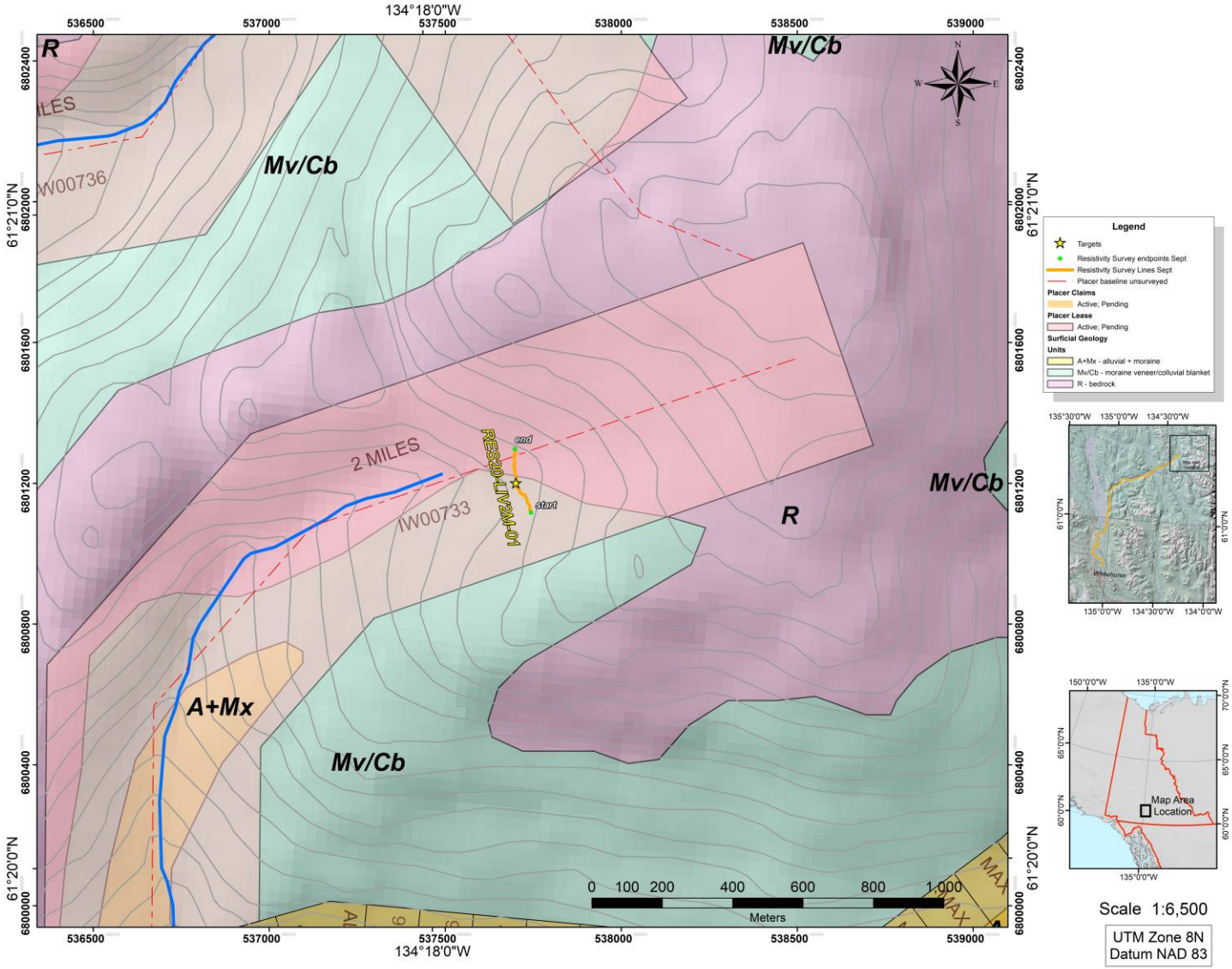

Figure 6 – Location of the resistivity survey RES20-LIV2M-01 conducted on an unnamed right limit Livingstone Creek tributary, on prospecting lease IW00733, in September 2020.

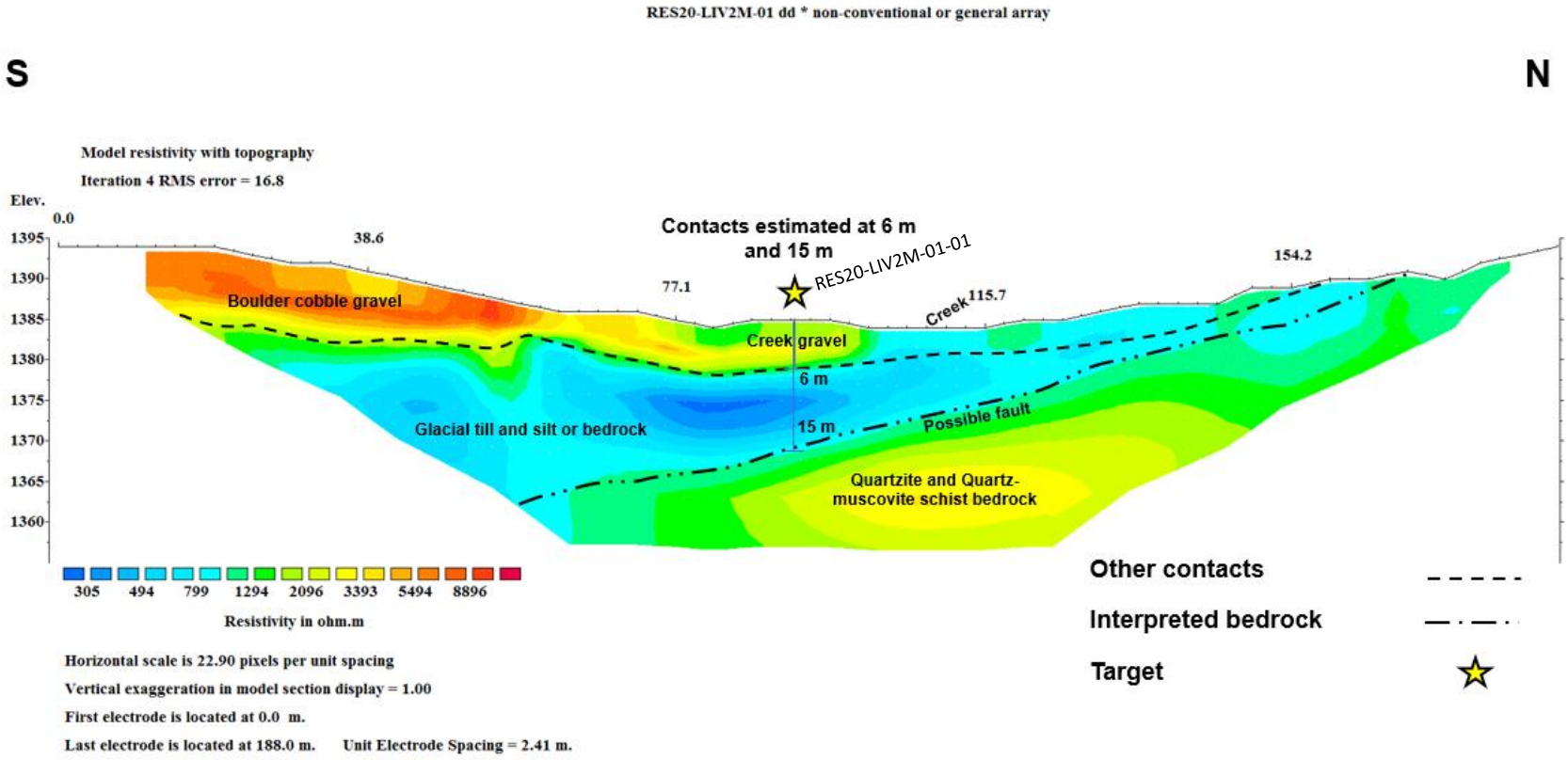

Figure 7 – Resistivity survey line RES20-LIV2M-01 was conducted about mid-way up the unnamed right limit tributary where prospecting lease IW00733 is located. Glacial till, boulder gravel and bedrock are interpreted in the profile with significant contacts at 6 m and 15 m below surface.

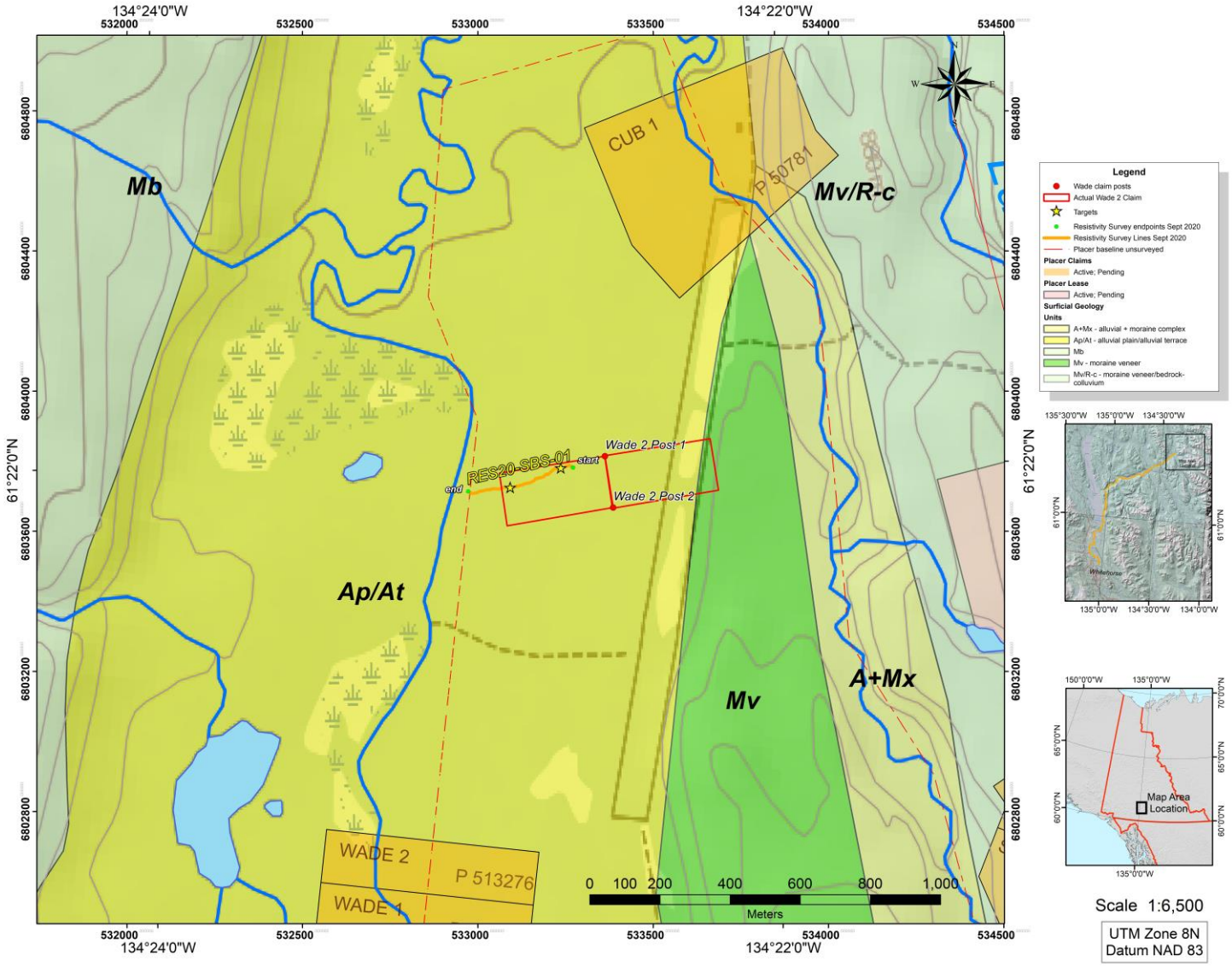

Figure 8 - Location of the resistivity survey RES20-SBS-01 conducted in the South Big Salmon river valley, on placer claim WADE 2, September 2020. Note that the actual location of claim WADE 2 is different than that shown on the Yukon Government map.

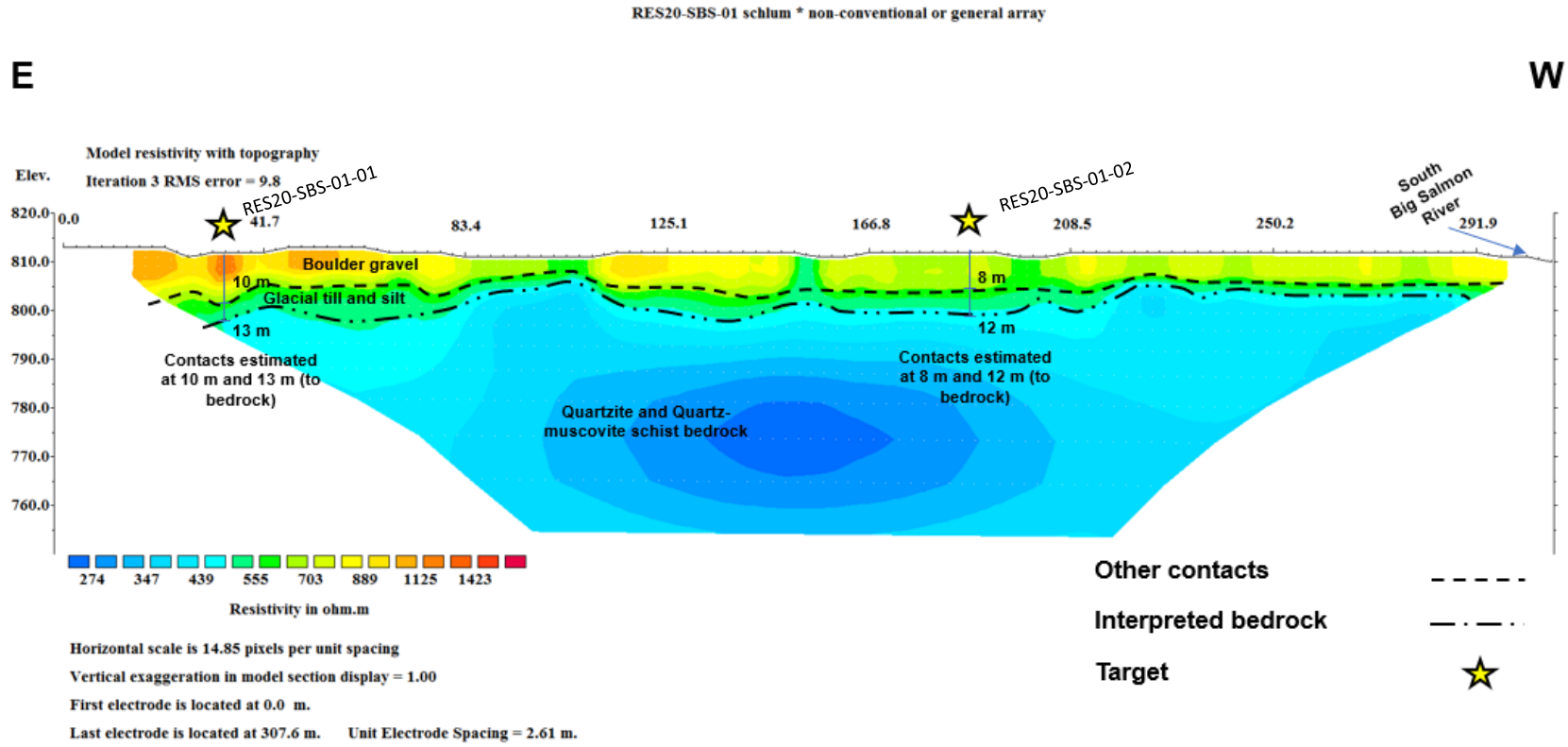

Figure 9 – Resistivity survey line RES20-SBS-01 was surveyed on the WADE 2 placer claim in the South Big Salmon river valley. Interpreted units in the profile include a surface layer of boulder-rich gravel overlying a less resistive layer which may be a glacial till and glacial silt. Two potential target areas are shown, with significant contacts at 8-10 m and 12-13 m below surface. Bedrock is somewhat undulating and interpreted at between 8 m and 14 m below surface.

Conclusions and Recommendations

Overall, contact resistance was low in the resistivity surveys and resulting data quality was good.

On resistivity survey line RES20-LIV2M-01, glacial till, boulder gravel and bedrock are interpreted with significant contacts at 6 m and 15 m below surface. A possible south-dipping contact may be the subsurface expression of a fault shown on the bedrock map as approximately 1 km to the north of the survey line.

On resistivity survey line RES20-SBS-01 in the South Big Salmon river valley, interpreted units in the profile include a surface layer of boulder-rich gravel overlying a less resistive layer which may be a glacial till and glacial silt. Two potential target areas were chosen, with significant contacts at 8-10 m and 12-13 m below surface. Bedrock is somewhat undulating and interpreted at between 8 m and 14 m below surface.

In both surveyed areas, the target zones lie between 6 m and 10 m below surface, which is within reach of a medium to large excavator. Testing of the targets by a series of excavator pits along the lines is therefore recommended to these depths.

Additional cross-valley resistivity surveys are recommended in both areas, in order to better delineate the orientation, depth and extent of any potential buried gravel channels.

If possible, a drill should be brought in to confirm interpreted depths and sample the gold content of the deeper targets. Given the boulder-rich nature of the ground, the drill should either be a cased reverse circulation (R/C) drill (which has an inside diameter of 6 inches or greater) or a similarly-sized sonic drill.

The project area would also benefit from updated areal imagery from a UAV drone survey.

Statement of Qualifications

William LeBarge

I, William LeBarge, of 13 Tigereye Crescent, Whitehorse, Yukon, Canada, DO HEREBY CERTIFY THAT:

1. I am a Consulting Geologist with current address at 13 Tigereye Crescent, Whitehorse, Yukon, Canada, Y1A 6G6.
2. I am a graduate of the University of Alberta (B.Sc., 1985, Geology) and the University of Calgary (M.Sc., 1993, Geology – Sedimentology)
3. I am a Practicing Member in Good Standing (#37932) of the Association of Professional Engineers and Geoscientists of British Columbia (APEGBC).
4. I have practiced my Profession as a Geologist continuously since 1985.
5. I am President and sole shareholder of Geoplacer Exploration Ltd., a Yukon Registered Company.

Dated this 18th day of January, 2021

William LeBarge, P. Geo.

References

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Appendix B: YMEP FORMS AND INVOICES

YMEP Final Submission Form
YMEP Expense Claim
Geoplacer Exploration Ltd. Invoice No. 2021-001
Flight Invoices 1-6 (Tintina Air)

YMEP FINAL SUBMISSION FORM

		Date submitted: January 28, 2021	
submit by January 31st to: *(winter placer projects may submit at pre-approved date)*	YMEP- EMR/ YTG Street address: 102-300 Main Street Mailing address: Box 2703, K-102 Whitehorse, Yt, Y1A 2C6	YMEP@gov.yk .ca phone: 867-456-3828 fax: 867-667-3198	
CONTACT INFO Star Mountain Resources Ltd.		***PROJECT INFO***	
Name:	Benjamin Sternbergh	YMEP no:	YMEP2020-043
Address:	Attn: Ben Sternbergh	Project name:	Livingstone Exploration
	PO Box 40167 Stn Main, Whitehorse YT	Project type:	regional focused placer
email	smresourcesltd@gmail.com	Project module:	01
Phone:	867.334.7869		

Is the final report enclosed? ☑ yes ☐ no

☐ hard copy ☑ pdf copy ☐ digital spreadsheet of station location data

Comment:

PROJECT SUMMARY

Total project expenditures: 66,666.66

Number of new claims since March 31st: 0

Has an option resulted since March 31? ☐ yes ☑ no ☐ in negotiation

Number of calendar field days: 37

Number of person-days of employment: _____ paid 82 days of unpaid work

Total no. of samples: _____ rocks _____ silts 4 _____ soils _____ other

Total length/volume of trenching/ shafting: 413

Total number of line-km of geophysics 0.545

Total meters drilled _____ diamond drill _____ RC drill _____ auger/percussion drill

Other products (provide details):

This is not an expense claim form.To request reimbursement of expenses, please submit a separate detailed expense claim form.

FINANCIAL SUMMARY

Total daily field allowance	$8,200.00	Total contractor costs	$6,300.00
Total field air transportation costs (helicopter/plane)	$5,906.25	Total excavating/ heavy equipment costs	$5,906.25
Total truck/ mileage costs	$500.00	Total assay/analyses costs	
Total wages paid	30,350.00	Total reclamation costs	
Total light equipment rental costs	4,504.00	Total report writing cost	$5,000.00
Other (please specify)		Total staking costs	
Other (please specify)			

(see reverse)

Your feedback on any aspect of the program:

The Department of Energy, Mines and Resources may verify all statements related to and made on this form, in any previously submitted reports, interim claims and in the Summary or Technical Report which accompanies it.

I certify that;

1. I am the person, or the representative of the company or partnership, named in the Application for Funding and in the Contribution Agreement under the Yukon Mining Incentives Program.

2. I am a person who is nineteen years of age or older, and I have complied with all the requirements of the said program.

3. I hereby apply for the final payment of a contribution under the Yukon Mineral Exploration Program (YMEP) and declare the information contained within the Summary or Technical Report and this form to be true and accurate.

Date January 28, 2020

Signature of Applicant Benjamin Sternbergh Digitally signed by Benjamin Sternbergh Date: 2021.01.28 18:14:26 -07'00'

Name (print) Ben Sternbergh

(see reverse)

YMEP Expense Claim - Client Copy

YMEP no: **20-043**	*project name:* **Livingstone Exploration**			*applicant name:* **Star Mountain Resources Ltd.**	
expense claim no:	*program type:* **placer**			*program module:* **focused regional**	
date submitted: **28-Jan-21**	*phone:* **867.334.2992**			*email:* **smresourcesltd@gmail.com**	
address: **Attn. Ben Sternbergh. PO Box 40167 Stn Main, Whitehorse, YT**					
start/end dates of fieldwork for this claim:	**19-Jun-20** *start*	**31-Dec-20** *end*		*no. of field days/this claim:* **37**	

eligible expenses	*Please refer to rate guidelines. Provide photocopy of receipts.*			
item		unit/days	rate	total
daily field expenses	no persons: 4	82	$100/day	$8,200.00
personnel	*Name (supply statement of qualifications)*			
	Ben Sternbergh	20	350	$7,000.00
	Adam Sternbergh	21	350	$7,350.00
	Sarah Sternbergh	21	500	$10,500.00
	Lydia Veillette	20	275	$5,500.00

equipment (rental)	private or commercial	unit/days	rate	total
ATV	private	76	40	$3,040.00
ATV Trailer	private	40	10	$400.00
EX 270 Hoe	private	35	168.75	$5,906.25
Pickup Truck	private	10	50	$500.00
Truck Trailer	private	4	16	$64.00
Reporting	private	1	5000.16	$5,000.16
Snowmobile	private	3	40	$120.00
Chainsaw	private	4	10	$40.00
2" pump	private	2	10	$20.00
Generator	private	82	10	$820.00
	private			
other	*Please provide details.*			
Geophysics Survey	B. Lebarge	1	6300.00	$6,300.00
Flights (206)	Tintina	3	1212.75	$3,638.25
Fligths (Caravan)	Tintiana	4	567.00	$2,268.00
			Total this claim:	$66,666.66

TINTINA AIR INC.

100 Condor Road
Whitehorse, Yukon Y1A 0M7
Canada

INVOICE

Invoice No.: 4887
Date: Jun 19, 2020

PAID

Sold to:
Ben Sternberg

Ship to:
Ben Sternberg

Business No.: 834264269 RT0001

Description	Tax	Amount
Flight in the C206 on June 19 - Whitehorse - Livingston - Whitehorse	G	540.00
G - GST 5% On Top of Price GST		27.00

Shipped By: Tracking Number:

Comment: Please pay invoices 30 days after invoice date. Interest charged @ 2% per mo on inv. over 30 days

Sold By:

Total Amount	567.00
Amount Paid	567.00
Amount Owing	**0.00**

TINTINA AIR INC.

100 Condor Road
Whitehorse, Yukon Y1A 0M7
Canada

INVOICE

Invoice No.: 4967
Date: Jul 17, 2020

PAID

Sold to:
Ben Sternberg

Ship to:
Ben Sternberg

Business No.: 834264269 RT0001

Description	Tax	Amount
Flight in July 17 in the Grand Caravan - Whitehorse - Livingston - Whitehorse	G	1,155.00
G - GST 5% On Top of Price GST		57.75

Shipped By: Tracking Number:

Comment: Please pay invoices 30 days after invoice date. Interest charged @ 2% per mo on inv. over 30 days

Sold By:

Total Amount	1,212.75
Amount Paid	1,212.75
Amount Owing	**0.00**

TINTINA AIR INC.

100 Condor Road
Whitehorse, Yukon Y1A 0M7
Canada

INVOICE

Invoice No.: 5143
Date: Aug 29, 2020

PAID

Sold to:
Adam and Ben Sternberg

Ship to:
Adam and Ben Sternberg

Business No.: 834264269 RT0001

Description	Tax	Amount
Flight in the Supervan on Aug. 29 - Whitehorse - Livingston - Whitehorse	G	1,155.00
G - GST 5% On Top of Price GST		57.75

Shipped By: Tracking Number:

Comment: Please pay invoices 30 days after invoice date. Interest charged @ 2% per mo on inv. over 30 days

Sold By:

Total Amount	1,212.75
Amount Paid	1,212.75
Amount Owing	**0.00**

TINTINA AIR INC.

100 Condor Road
Whitehorse, Yukon Y1A 0M7
Canada

INVOICE

Invoice No.: 5070
Date: Sep 04, 2020

PAID

Sold to:
Adam and Ben Sternberg

Ship to:
Adam and Ben Sternberg

Business No.: 834264269 RT0001

Description	Tax	Amount
Flight in the C206 on Sept. 4 - Whitehorse - Livingston - Whitehorse	G	540.00
G - GST 5% On Top of Price GST		27.00

Shipped By:	Tracking Number:	Total Amount	567.00
Comment:	Please pay invoices 30 days after invoice date. Interest charged @ 2% per mo on inv. over 30 days	Amount Paid	567.00
Sold By:		**Amount Owing**	**0.00**

TINTINA AIR INC.

100 Condor Road
Whitehorse, Yukon Y1A 0M7
Canada

INVOICE

Invoice No.: 5186
Date: Sep 16, 2020

PAID

Sold to:

Adam and Ben Sternberg
Star Mountain
Whitehorse, YT

Ship to:

Adam and Ben Sternberg
Star Mountain
Whitehorse, YT

Business No.: 834264269 RT0001

Description	Tax	Amount
Flight in the Grand Caravan on Sept. 16 - Whitehorse - Livingston - Whitehorse	G	1,155.00
G - GST 5% On Top of Price GST		57.75

Shipped By: Tracking Number:

Comment: Please pay invoices 30 days after invoice date. Interest charged @ 2% per mo on inv. over 30 days

Sold By:

Total Amount	1,212.75
Amount Paid	1,212.75
Amount Owing	**0.00**

TINTINA AIR INC.

100 Condor Road
Whitehorse, Yukon Y1A 0M7
Canada

INVOICE

Invoice No.: 5073
Date: Sep 17, 2020

PAID

Sold to:

Adam and Ben Sternberg
Star Mountain
Whitehorse, YT

Ship to:

Adam and Ben Sternberg
Star Mountain
Whitehorse, YT

Business No.: 834264269 RT0001

Description	Tax	Amount
Flight in the C206 on Sept. 17 - Whitehorse - Livingston - Whitehorse	G	540.00
G - GST 5% On Top of Price GST		27.00

Shipped By: Tracking Number:

Comment: Please pay invoices 30 days after invoice date. Interest charged @ 2% per mo on inv. over 30 days

Sold By:

Total Amount	567.00
Amount Paid	567.00
Amount Owing	**0.00**

TINTINA AIR INC.

100 Condor Road
Whitehorse, Yukon Y1A 0M7
Canada

INVOICE

Invoice No.: 5203
Date: Oct 09, 2020

PAID

Sold to:

Adam and Ben Sternberg
Star Mountain
Whitehorse, YT

Ship to:

Adam and Ben Sternberg
Star Mountain
Whitehorse, YT

Business No.: 834264269 RT0001

Description	Tax	Amount
Flight in the C206 on Sept 24 - Whitehorse - Livingston - Whitehorse	G	540.00
1 drum of Jet A (205 litres @ $1.00 per litre)	G	205.00
G - GST 5% On Top of Price		
GST		37.25

Shipped By: Tracking Number:

Comment: Please pay invoices 30 days after invoice date. Interest charged @ 2% per mo on inv. over 30 days

Sold By:

Total Amount	782.25
Amount Paid	782.25
Amount Owing	**0.00**