

# CONSOLIDATED INTERIM FINANCIAL STATEMENTS

# FOR THE SIX MONTHS ENDED

May 31, 2017

(UNAUDITED - Expressed in Canadian Dollars)

# NOTICE OF NO AUDITOR REVIEW OF CONSOLIDATED INTERIM FINANCIAL STATEMENTS

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

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

Consolidated Interim Statements of Financial Position (Unaudited - Expressed in Canadian Dollars)

		May 31, 2017		November 30, 2016
ASSETS	•		•	
Current				
Cash	\$	7,694	\$	53,528
Amounts receivable (Note 4)		34,117		17,359
Prepaid expenses		4,637		9,932
Total Current Assets		46,448		80,819
Investment (Note 6)		1		1
<b>Exploration and Evaluation Assets</b> (Note 7)		2,052,049		2,008,737
Property and Equipment (Note 8)		37,234		41,371
	\$	2,135,732	\$	2,130,928
LIABILITIES				
Current				
Accounts payable and accrued liabilities	\$	91,992	\$	92,290
Advances from related parties (Notes 5 and 11)		50,342		275.005
		275,005		275,005
Total Liabilities		417,339		367,295
SHAREHOLDERS' EQUITY				
Share Capital (Note 9)		35,983,666		35,983,666
Share-based Payments Reserve		4,258,224		4,258,224
Accumulated Other Comprehensive Income		(24,999)		(24,999
Deficit		(38,498,498)		(38,453,258
Total Shareholders' Equity		1,718,393		1,763,633
	\$	2,135,732	\$	2,130,928

Nature of Operations and Going Concern (Note 1) Events After the Reporting Period (Note 16)

# On behalf of the Board:

"J. Graham Eacott"	"Nick DeMare"
J. Graham Eacott, Director	Nick DeMare, Director

Date of Board of Directors approval for issue: July 28, 2017

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

Consolidated Interim Statements of Comprehensive Loss For the three and six months ended (Unaudited – Expressed in Canadian Dollars)

		For the three	e m	onths ended	For the si	nonths ended		
	1	May 31, 2017		May 31, 2016		May 31, 2017	-	May 31, 2016
Expenses								
Depreciation	\$	28	\$	35	\$	56	\$	71
Exploration costs - general		2,963		3,238		5,380		6,145
Legal and audit		835		1,146		5,403		1,146
Licenses, taxes, insurance and fees		3,798		3,886		14,506		14,492
Office services and expenses		6,551		7,500		18,282		13,286
Shareholders' meetings and reports		-		-		-		214
Travel		-		-		407		
Operating loss		(14,175)		(15,805)		(44,034)	_	(35,354)
Other income (loss)								
Interest income		114		66		227		295
Interest expense (Note 5)		(1,233)		(796)		(1,433)		(981)
Write-off of exploration and evaluation		( ) )		(** *)		( ) )		( )
assets		-		(32,420)		-		(32,420)
		(1,119)		(33,150)		(1,206)		(33,106)
Net loss and comprehensive loss for the period	\$	(15,294)	\$	(48,955)	\$	(45,240)	\$	(68,460)
Loss per share - basic and diluted	\$	(0.000)	\$	(0.001)	\$	(0.001)	\$	(0.002)
Weighted average number of common shares outstanding - basic and diluted		35,484,738		35,484,738		35,484,738		35,484,738

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

Consolidated Interim Statements of Changes in Shareholders' Equity For the six months ended (Unaudited - Expressed in Canadian Dollars)

	Share Capital # of Shares Amount (\$)		Share-based Payments Reserve	Accumulated Other Comprehensive Income	Deficit	Shareholders' Equity
Balance November 30, 2016 (Note 9)	35,484,738	\$ 35,983,666	\$ 4,258,224	\$ (24,999)	\$(38,453,258)	\$ 1,763,633
Net loss	-	-	-	-	(45,240)	(45,240)
Balance May 31, 2017	35,484,738	\$ 35,983,666	\$ 4,258,224	\$ (24,999)	\$(38,498,498)	\$ 1,718,393
	Share Capital # of Shares Amount (\$)		Share-based Payments Reserve	Accumulated Other Comprehensive Income	Deficit	Shareholders' Equity
Balance November 30, 2015	35,484,738	\$ 35,983,666	\$ 4,258,224	\$ -	\$(38,479,277)	\$ 1,762,613
Net loss	<del>-</del>	-	-	-	(68,460)	(68,460)
Balance May 31, 2016	35,484,738	\$ 35,983,666	\$ 4,258,224	<b>\$</b> -	\$(38,547,737)	\$ 1,694,153

Consolidated Interim Statements of Cash Flows For the six months ended

(Unaudited - Expressed in Canadian Dollars)

	<u>M</u>	Tay 31, 2017	M	ay 31, 2016
Cash flows from (used in) operating activities  Net income (loss) for the period  Adjustment for items not involving cash:	\$	(45,240)	\$	(68,460)
- depreciation of equipment - depreciation of exploration equipment - write-off of exploration and evaluation assets		56 4,081		71 5,101 32,420
		(41,103)		(30,868)
Change in non-cash working capital items: - amounts receivable - prepaid expenses - accounts payable and accrued liabilities		(16,758) 5,295 (12,278)		(2,164) 7,287 38,775
		(64,844)		13,030
Cash flows from (used in) financing activities Advances on bridge loan		50,342		
Cash flows from (used in) investing activities Additions to exploration and evaluation assets		(31,332)		(39,460)
Decrease in cash		(45,834)		(26,430)
Cash, beginning of period		53,528		33,591
Cash, end of period	\$	7,694	\$	7,161

See Note 14 Supplementary Cash Flow Information

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

Notes to Consolidated interim Financial Statements For the six months ended May 31, 2017 (Unaudited - Expressed in Canadian Dollars)

# 1. Nature of Operations and Going Concern

GGL Resources Corp. ("the Company") was incorporated on May 25, 1981 under the provisions of the Company Act (British Columbia). The Company is listed on the TSX Venture Exchange, (Tier 2) under the symbol "GGL". The Company's current mailing address is c/o #1305, 1090 West Georgia Street, Vancouver, BC V6E 3V7. The Company's records office and registered address is DLA Piper (Canada) LLP, 666 Burrard Street, Vancouver, BC, V6C 2Z7, Canada.

The Company is in the exploration stage and, on the basis of information to date, does not yet have economically recoverable reserves. The underlying value of the exploration and evaluation assets and related deferred costs are entirely dependent upon the existence of such reserves, the ability of the Company to obtain the necessary financing to develop the reserves and upon future profitable production.

As at May 31, 2017, the Company has a working capital deficiency of \$370,891 (November 30, 2016 - \$286,476) and a deficit of \$38,498,498 (November 30, 2016 - \$38,453,258).

These consolidated financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business operations for the foreseeable future. The Company's ability to continue as a going concern is dependent upon the ability of the Company to obtain the necessary financing to develop properties and to establish future profitable production. To date the Company has not consistently earned any revenues and is considered to be in the exploration stage. The Company's operations are funded primarily from equity financings which are dependent upon many external factors and it may be difficult to impossible to secure or raise additional funds when required. These material uncertainties may cast significant doubt upon the Company's ability to continue as a going concern.

The Company will continue to require additional funding to maintain its ongoing exploration programs, property maintenance payments and operations and administration for the next fiscal year. The Company also recognizes that exploration expenditures may change with ongoing results and, as a result, it may be required to obtain additional financing. In light of the Company's history of negative cash flows from operating activities, operating losses incurred in the past years and a working capital deficiency, the Company's ability to continue its exploration programs is dependent on its ability to secure additional financing. The Company intends to continue its exploration programs. Management is actively pursuing such additional sources of financing. While the Company has been successful in securing financings in the past, there can be no assurance that it will be able to do so in the future.

#### 2. Basis of Preparation and Adoption of IFRS

Statement of Compliance and Conversion to International Financial Reporting Standards

These consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. Those accounting policies are based on the IFRS standards and International Financial Reporting Interpretations Committee ("IFRIC") interpretations that are in effect for May 31, 2017. The policies set out below were consistently applied to all the periods presented.

Notes to Consolidated interim Financial Statements For the six months ended May 31, 2017 (Unaudited - Expressed in Canadian Dollars)

# 2. Basis of Preparation and Adoption of IFRS, continued

The Company's consolidated interim financial statements have been prepared on a historical cost basis, except for financial instruments that have been measured at fair value. In addition, these consolidated interim financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

The preparation of financial statements in accordance with IFRS requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the review affects both current and future periods.

# 3. Significant Accounting Policies Not Yet Adopted

The following accounting standards have been issued, but are not effective until annual periods beginning on or after January 1, 2018, unless otherwise indicated, earlier application is permitted. As at the date of these consolidated financial statements, the following standards have not been applied in these consolidated financial statements.

- i) IFRS 9 Financial Instruments: This standard partially replaces IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 measures financial assets, after initial recognition, at either amortized cost or fair value. Existing IAS 39 classifies financial assets into four measurement categories. The standard is effective for annual periods beginning on or after January 1, 2018. In the year of adoption, the Company is required to provide additional disclosures relating to the reclassified financial assets and liabilities.
- ii) IFRS 15 Revenue from contracts with customers: IFRS 15 is effective for annual periods beginning on or after January 1, 2018. IFRS 15 specifies how and when to recognize revenue as well as requires entities to provide users of financial statements with more informative, relevant disclosures. The standard supersedes IAS 18, Revenue, IAS 11, Construction Contracts, and a number of revenue related interpretations. The new standard will apply to nearly all contracts with customers: the main exceptions are leases, financial instruments and insurance contracts.
- iii) IFRS 16 Leases: IFRS 16 is effective for reporting periods beginning on or after January 1, 2019. IFRS 16 specifies how to recognize, measure, present and disclose leases. The standard provides a single lease accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is 22 months or less or the underlying asset has a low value. Lessors continue to classify leases as operating or finance, with IFRS 16's approach to lessor accounting substantially unchanged from its predecessor IAS 17.

Management is currently assessing the impact of these new standards on the Company's accounting policies and financial statement presentation.

Notes to Consolidated interim Financial Statements For the six months ended May 31, 2017 (Unaudited - Expressed in Canadian Dollars)

#### 4. Amounts Receivable

	May 31, 2017	November 30, 2016
Goods and Services/Harmonized sales tax receivable Other	\$ 18,777 15,340	\$ 16,703 656
	\$ 34,117	\$ 17,359

# 5. Bridge Loan and Advances from Related Parties

During the year ended November 30, 2016, the Company negotiated a line of credit from certain shareholders to provide bridge loan funding to pay property tenure costs and other corporate overhead costs. One of the lenders is a private company, the officers of which are the brother and sister of one of the directors of the Company, and this director has guaranteed repayment of the loan provided by this private company. The Company has drawn down on this bridge loan financing in the amount of \$62,000 during the year ended November 30, 2016. The bridge loan bears interest at 8% per year and is secured by a general security agreement (GSA). The principal portion of the bridge loan was repaid in 2016 and interest of \$1,418 has been accrued in accounts payable (Note 11).

During the period ended May 31 2017, two directors and the wholly owned company of another director advanced the Company a total of \$50,342 to pay tenure costs and other corporate overhead costs. These loans bear interest at 8% per year. Interest of \$675 has been accrued in accounts payable (Note 11). See Note 16(a).

#### 6. Investment

In 2014 the Company concluded an agreement with Proxima Diamonds Corp. ("Proxima"), an arm's length private corporation in the process of going public, for the sale of a portion of the Company's Diamond database. The Company received \$100,000 cash and 500,000 common shares of Proxima. The 500,000 shares were originally recorded at an ascribed value of \$0.05 per common share. At November 30, 2016, the Company wrote down the investment to \$1. These shares will represent an ownership interest in Proxima of approximately 1%. See Note 7(f).

#### 7. Exploration and Evaluation Assets

	Nov	Balance vember 30, 2016	2017 Mineral Interests Additions	2017 Net Exploration cost additions	2017 Written Off	Balance May 31, 2017
Fishback Lake	\$	58,061	\$ -	\$ 1,709	\$ -	\$ 59,770
СН		624,126	-	57,513	-	681,639
Providence Greenstone Belt		639,549	-	(15,910)*	-	623,639
McConnell Creek		687,001	-	-	-	687,001
	\$ 2	2,008,737	\$ -	\$ 43,312	\$ -	\$ 2,052,049

<sup>\*</sup> See Note 7(d)

Notes to Consolidated interim Financial Statements For the six months ended May 31, 2017 (Unaudited - Expressed in Canadian Dollars)

# 7. Exploration and Evaluation Assets, continued

	Balance November 30, 2016	2017 Net Additions	2017 Written off	Balance May 31, 2017
Acquisition costs	\$ 155,088	\$ -	\$ -	\$ 155,088
Deferred exploration costs	1,853,649	43,312	-	1,896,961
	\$ 2,008,737	\$ 43,312	\$ -	\$ 2,052,049

			2016	2016 Net		
	Nove	Balance mber 30, 2015	Mineral Interests Additions	Exploration cost additions	2016 Written Off	Balance May 31, 2016
Doyle Lake	\$	11,964	\$ -	\$ 10,460	\$ -	\$ 22,424
Fishback Lake		56,352	-	1,709	-	58,061
CH		604,772	-	15,704	(32,420)	588,056
Providence Greenstone Belt		634,291	-	35,669*	-	669,960
McConnell Creek		687,001	-		-	687,001
	\$ 1	,994,380	\$ -	\$ 63,542	\$(32,420)	\$ 2,025,502

	Balance November 30, 2015	vember 30, Net 2016		Balance May 31, 2016
Acquisition costs	\$ 164,680	\$ -	\$ (1,426)	\$ 163,254
Deferred exploration costs	1,829,700	63,542	(30,994)	1,862,248
	\$ 1,994,380	\$ 63,542	\$(32,420)	\$ 2,025,502

Included in exploration and evaluation assets are reclamation bonds held in the name of the Ministry of Energy, Mines and Petroleum Resources of BC and the Government of the Northwest Territories (for Northwest Territories claims) in the amount of \$76,400 (November 30, 2016 - \$76,400).

Notes to Consolidated interim Financial Statements For the six months ended May 31, 2017 (Unaudited - Expressed in Canadian Dollars)

# 7. Exploration and Evaluation Assets, continued

Exploration costs incurred during the six months ended:

	May 31, 2017	May 31, 2016	
	2017	2010	
Aircraft	\$ -	\$ 6,338	
Geophysics	-	18,150	
Licenses, recording fees and lease payments	43,295	39,054	
Project supplies	17	<u> </u>	
	\$ 43,312	\$ 63,542	

# (a) Doyle Lake, Northwest Territories, Canada

During the year ended November 30, 2016, the Company sold its interest in the remaining four claims and two fractional claims (4,233 hectares) to Kennady Diamonds Inc. for \$200,000. The Company will retain a 0.75% royalty interest (the "Royalty") on all mineral products produced from the property. Kennady has the right at any time prior to commencement of production from the property to purchase one-third (1/3) of the Royalty, being 0.25%, for the sum of \$1,000,000.

#### (b) Fishback Lake, Northwest Territories, Canada

The Company owns one claim (692 hectares). This claim is a mining lease.

# (c) CH, Northwest Territories, Canada

The Company owns 34 claims (27,617 hectares), north-northeast of Yellowknife, acquired by staking during the years 2000 to 2003. These claims include the Courageous, Starfish, Winterlake North, Winterlake South, BP, Zip and Mill claims. All of these claims are leases.

#### (d) Providence Greenstone Belt, Northwest Territories, Canada

The Company owns 11 claims (7,259 hectares) in the Providence Greenstone Belt ("PGB") area of the Northwest Territories. These claims lie within an extensive belt of rocks previously identified by a mapping project funded by the Geological Survey of Canada and reported as having the potential for hosting magmatic nickel mineralization.

Included in exploration costs for the period ended May 31, 2017 are refunds totalling \$15,910 in extension deposits paid in previous years (Note 16(b)).

#### (e) McConnell Creek, British Columbia, Canada

The Company owns 2 mineral claims (4,878 hectares) in the Omineca Mining Division of British Columbia.

Notes to Consolidated interim Financial Statements For the six months ended May 31, 2017 (Unaudited - Expressed in Canadian Dollars)

# 7. Exploration and Evaluation Assets, continued

#### (f) Diamond database

Proxima Diamonds Corp. has purchased a portion of the area of the GGL Diamond database in the Northwest Territories of Canada (the "Target Area Database"). Under the terms of the agreement, the Company received cash payments in 2014 totalling \$100,000 and 500,000 treasury shares (written down to \$1, Note 6) of Proxima (held in escrow, subject to TSXV approval). Proxima had exclusive use of the Target Area Database until November 30, 2014 and non-exclusive use thereafter. The Company shall have the right to select five targets that may be acquired by Proxima as royalty targets. With respect to each royalty target, the Company shall be entitled to receive and Proxima shall pay the Company a 1.5% NSR type royalty from production, subject to Proxima having the right to prior to production to purchase one third of the Royalty for \$1,000,000 and a further third (0.5%) for \$5,000,000.

#### 8. Property and Equipment

		Office Furniture		Exploration Equipment		Total
Cost	_		_			
Balance as at November 30, 2015 and 2016 and May 31, 2017	\$	17,879	\$	390,845	\$	408,724
Accumulated Depreciation						
Balance as at November 30, 2015	\$	16,951	\$	340,059	\$	357,010
Depreciation		186		10,157		10,343
Balance as at November 30, 2016	\$	17,137	\$	350,216	\$	367,353
Depreciation		74		4,063		4,137
Balance as at May 31, 2017	\$	17,211	\$	354,279	\$	371,490
Carrying Amounts		000		<b>70.70</b> 6	Φ.	-1 -11
At November 30, 2015	\$	928	\$	50,786	\$	51,714
At November 30, 2016	\$	742	\$	40,629	\$	41,371
At May 31, 2017	\$	668	\$	36,566	\$	37,234

At May 31, 2017 depreciation is recorded on the Statement of Comprehensive Loss as \$56 (May 31, 2016 - \$71) in depreciation and \$4,081 (May 31, 2016 - \$5,101) is recorded as part of general exploration costs.

Notes to Consolidated interim Financial Statements For the six months ended May 31, 2017 (Unaudited - Expressed in Canadian Dollars)

# 9. Share Capital

- (a) Authorized: unlimited common shares without par value;
- (b) Changes in warrants for each of the six months ended May 31, 2017 and 2016:

	May 31, 2017		May 31, 2016	
	Number of warrants	Weighted average exercise price	Number of warrants	Weighted average exercise price
Outstanding, beginning of period	3,115,000	\$0.34	3,355,000	\$0.35
Expired	-	-	(240,000)	\$0.50
	3,115,000	\$0.34	3,115,000	\$0.34

(c) The Company has the following warrants outstanding and exercisable as at May 31, 2017:

Number of warrants	Exercise Price	Expiry Date
480,000	\$0.50	August 17, 2017
1,510,000	\$0.50	May 8, 2018
1,125,000	\$0.05	November 25, 2018
3,115,000		

#### 10. Stock Options

In 2006, the Company amended its Stock Option Plan to a 10% rolling plan whereby the Company may grant stock options to purchase up to 10% of the issued capital of the Company at the time of the grant of any option. Under the policies of the TSX Venture Exchange, options granted under the 10% rolling plan will not be required to include the mandatory vesting provisions required by the Exchange for a fixed number stock option plan, except for stock options granted to investor relations consultants which vest over 12 months. Awarded stock options are exercisable over a period not exceeding five years at exercise prices determined by the Board of Directors based on the most recent trading prices and subject to the TSX Venture Exchange policies.

Under this plan, the number of shares available for grant increases as the issued capital of the Company increases.

Notes to Consolidated interim Financial Statements For the six months ended May 31, 2017 (Unaudited - Expressed in Canadian Dollars)

# 10. Stock Options, continued

	# of Options Outstanding	Weighted Average Exercise Price
Options outstanding as at November 30, 2015	ovember 30, 2015 2,250,000	
Granted in 2016	-	-
Options outstanding as at November 30, 2016 and May 31, 2017	2,250,000	\$0.05
	May 31, 20	17 May 31, 2016
Weighted average remaining contractual life	3.51 yea	ars 4.51 years
Weighted average fair value of options granted during the period	N	N/A N/A

The stock options granted in 2015 have an exercise price of \$0.05 per common share and expire on November 30, 2020.

The fair value of each option granted to an employee is estimated as of the date of grant using the *Black-Scholes option pricing model* with the following assumptions: risk-free interest rate, dividend yield, volatility, expected life and estimated forfeiture rate.

Option-pricing models require the use of highly subjective estimates and assumptions including the expected stock price volatility. Changes in the underlying assumptions can materially affect the fair value estimates and therefore, existing models do not necessarily provide a reliable measure of the fair value of the Company's stock options.

#### 11. Related Party Disclosures

In accordance with IAS 24, key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including any directors (executive and non-executive) of the Company.

There are debts owing to two former related parties, one being Mr. Ray Hrkac, a former director and a former officer (prior to November 16, 2016) and the other being Mr. Chris Hrkac, the son of Mr. Ray Hrkac, and a consultant who has provided services to the Company. The debt to related parties is a current liability and is past due. The debts are non-interest bearing.

See Note 5 regarding Advances from related parties.

A wholly owned management company of one of the directors provided some administrative and accounting services to the Company during 2015 and 2016. The fees charged for those services totaled \$4,100 (none of the fees charged were for the services of the director to the Company). The Company was not billed until 2017.

Notes to Consolidated interim Financial Statements For the six months ended May 31, 2017 (Unaudited - Expressed in Canadian Dollars)

# 11. Related Party Disclosures, continued

May 31, 2017	Consulting Fees	Technical and professional services	Consulting Fees Payable	Interest Expense	Advances from related parties
Management Non-management	\$ 4,100 \$ -	\$ - \$ -	\$ - \$ -	\$ 464 \$ 307	\$ 30,342 \$ 20,000
Total	\$ 4,100	\$ -	\$ -	\$ 771	\$ 50,342
May 31, 2016	Consulting Fees	Technical and professional services	Consulting Fees Payable	Interest Expense	Advances from related parties
Management Non-management Total	\$ - \$ - \$ -	\$ - \$ - \$ -	\$ 100,000 \$ 161,554 \$ 261,554	\$ - \$ - \$ -	\$ 20,000 \$ 12,000 \$ 32,000

# 12. Segmented Information

The Company is involved in mineral exploration and development activities, which are conducted in Canada. The Company is in the exploration stage and, accordingly, has no reportable segment revenues or operating results for each of the six months ended May 31, 2017 and 2016.

#### 13. Financial Instruments

The Company classifies all financial instruments as fair value through profit or loss ("FVTPL"), held-to-maturity, available for sale, loans and receivables, or other financial liabilities. The carrying values of the Company's financial instruments are classified into the following categories:

# Financial instruments - Disclosures

IFRS establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The three levels of the fair value hierarchy are:

Level 1 - unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 - inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and

Level 3 - inputs that are not based on observable market data.

Notes to Consolidated interim Financial Statements For the six months ended May 31, 2017 (Unaudited - Expressed in Canadian Dollars)

### 13. Financial Instruments, continued

#### (a) Fair Value

The fair value of financial instruments at May 31, 2017 and May 31, 2016 is summarized as follows:

	May 3	1, 2017	May 31, 2016		
·	Carrying	Carrying	Carrying		
	Amount	Amount	Amount	Fair Value	
Financial Assets					
FVTPL					
Cash	\$ 7,694	\$ 7,694	\$ 7,161	\$ 7,161	
Loans and receivables					
Amounts receivable	\$ 34,117	\$ 34,117	\$ 14,910	\$ 14,910	
Available for sale					
Investment	\$ 1	\$ 1	\$ 25,000	\$ 25,000	
Financial Liabilities					
Other Financial liabilities					
Accounts payable and accrued					
liabilities	\$ 91,992	\$ 91,992	\$ 122,016	\$ 122,016	
Advances from related parties*	\$ 50,342	\$ 50,342	\$ 32,000	\$ 32,000	
Consulting fees payable*	\$ 275,005	\$ 275,005	\$ 276,034	\$ 276,034	

<sup>\*</sup> See Note 11 for amounts owed to related parties.

The recorded amounts for cash, amounts receivable, accounts payable and accrued liabilities, consulting fees payable and loan payable approximate their fair value due to their short-term nature. The Company's fair value of cash under the fair value hierarchy is measured using Level 1 inputs. The fair value of investment is measured using Level 3 inputs.

Financial assets classified as available for sale are measured at fair value with unrealized gains and losses recognized in other comprehensive income (loss) except for losses in value that are considered other than temporary. Investments in common shares are classified as available for sale.

#### (b) Financial Risk Management

The Company's activities potentially expose it to a variety of financial risks, including credit risk, foreign exchange (currency) risk and liquidity risk.

#### Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Financial instruments that potentially subject the Company to credit risk consist of cash and amounts receivable. The maximum credit risk represented by the Company's financial assets is represented by their carrying amounts. The Company deposits the majority of its cash with high credit quality financial institutions in Canada.

Notes to Consolidated interim Financial Statements For the six months ended May 31, 2017 (Unaudited - Expressed in Canadian Dollars)

# 13. Financial Instruments, continued

# (b) Financial Risk Management, continued

Currency risk

The Company operates in Canada and transacts business with foreign vendors and is therefore exposed to foreign exchange risk arising from transactions denominated in foreign currencies. The Company has not entered into any agreements or purchased any instruments to hedge possible currency risk. Currency risk is not considered significant.

Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in raising funds to meet commitments associated with financial liabilities. The Company manages liquidity by carefully monitoring its operating requirements.

# 14. Supplementary Cash Flow Information

Non-cash operating and investing activities were conducted by the Company during the six months ended:

		May 31, 2017	 May 31, 2016
Operating activities Accounts payable for exploration and evaluation assets	\$_	237,308	\$ 243,505
Investing activities  Additions to exploration and evaluation assets	\$_	(237,308)	\$ (243,505)
Other supplementary cash flow information:			
Cash paid for interest charges (Note 5)	\$_	1,433	\$ 981

## 15. Management of Capital

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern in order to pursue the development of its exploration and evaluation assets and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

In the management of capital, the Company includes the components of shareholders' equity as well as cash and cash reserved for exploration.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may attempt to issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash.

In order to maximize ongoing development efforts, the Company does not pay dividends.

Notes to Consolidated interim Financial Statements For the six months ended May 31, 2017 (Unaudited - Expressed in Canadian Dollars)

# 16. Events After the Reporting Period

Subsequent to the period ending May 31, 2017:

- (a) an additional \$21,000 was advanced to the Company by the wholly owned company of one of the directors which previously provided the bridge loan funding. See Notes 5 and 11; and
- (b) the Company received \$15,182 in refunds of extension deposits. See Note 7(d).