

OLIVUT RESOURCES LTD. UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS AS AT AND FOR THE THREE MONTHS ENDED JANUARY 31, 2018 (expressed in Canadian dollars)

OLIVUT RESOURCES LTD. UNAUDITED CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION (expressed in Canadian dollars)

2018 2017 \$ \$ ASSETS CURRENT Cash 278,183 80,00 Amounts receivable (Note 4) 2.792 1,08 Prepaid expenses (Note 5) 22,930 16,55 Current portion of loan receivable (Note 8) 1,170 1,14 FOTAL CURRENT ASSETS 305,075 98,77 EQUIPMENT (Note 7) 20,138 21,20 LIABILITIES CURRENT Accounts payable and accrued liabilities (Notes 9 and 10) 610,029 598,84 Share options (Note 11(b)) 18,065,307 17,757,38 CURRENT CAPITAL STOCK (Note 11(b)) 18,065,307 17,757,38 Share options (Note 12) 3,272,832 3,258,79 DEFICIT (21,383,065) (21,254,84 FIGAT (24,926) (238,670 COTAL SHAREHOLDERS' (DEFICIENCY) (24,926) (238,670 COTAL LIABILITIES AND SHAREHOLDERS' (DEFICIENCY) (241,926) (238,670 <th>expressed in Canadian dollars)</th> <th></th> <th>Page 1 of 13</th>	expressed in Canadian dollars)		Page 1 of 13
CURRENT 278,183 80,00 Amounts receivable (Note 4) 2,792 1,08 Prepaid expenses (Note 5) 22,930 16,55 Current portion of loan receivable (Note 8) 1,170 1,14 FOTAL CURRENT ASSETS 305,075 98,77 EQUIPMENT (Note 7) 20,138 21,20 LOAN RECEIVABLE (Note 8) 239,890 40,19 FOTAL ASSETS 565,103 360,17 LIABILITIES 565,103 360,17 CURRENT 565,103 360,17 Accounts payable and accrued liabilities (Notes 9 and 10) 610,029 598,84 SHAREHOLDERS' (DEFICIENCY) 3,272,832 3,258,79 CAPITAL STOCK (Note 11(b)) 18,065,307 17,757,38 EQUITY RESERVES	As at:	2018	2017
Cash 278,183 80,00 Amounts receivable (Note 4) 2,792 1,08 Prepaid expenses (Note 5) 22,930 16,55 Current portion of loan receivable (Note 8) 1,170 1,14 FOTAL CURRENT ASSETS 305,075 98,77 EQUIPMENT (Note 7) 20,138 21,200 .OAN RECEIVABLE (Note 8) 239,890 240,19 .FOTAL ASSETS 565,103 360,17 LIABILITIES 565,103 360,17 CURRENT Accounts payable and accrued liabilities (Notes 9 and 10) 610,029 598,84 SHAREHOLDERS' (DEFICIENCY) 18,065,307 17,757,38 CURRENT 3,272,832 3,258,79 DEFICIT (21,383,065) (21,254,84 FOTAL SHAREHOLDERS' (DEFICIENCY)	ASSETS		
EQUIPMENT (Note 7) 20,138 21,20 LOAN RECEIVABLE (Note 8) 239,890 240,19 FOTAL ASSETS 565,103 360,17 LIABILITIES 140,029 598,84 CURRENT 610,029 598,84 Accounts payable and accrued liabilities (Notes 9 and 10) 610,029 598,84 SHAREHOLDERS' (DEFICIENCY) 18,065,307 17,757,38 EQUITY RESERVES 3,272,832 3,258,79 Share options (Note 12) 3,272,832 3,258,79 DEFICIT (21,383,065) (21,254,84 TOTAL SHAREHOLDERS' (DEFICIENCY) (44,926) (238,670) TOTAL LIABILITIES AND SHAREHOLDERS' (DEFICIENCY) 565,103 360,17 COMMITMENTS AND CONTINGENCIES (Notes 6 and 13) 565,103 360,17	Amounts receivable (Note 4) Prepaid expenses (Note 5)	2,792 22,930	80,000 1,080 16,553 1,142
LOAN RECEIVABLE (Note 8)239,890240,19TOTAL ASSETS565,103360,17LIABILITIESCURRENT Accounts payable and accrued liabilities (Notes 9 and 10)610,029598,84SHAREHOLDERS' (DEFICIENCY)CAPITAL STOCK (Note 11(b))18,065,30717,757,38EQUITY RESERVES Share options (Note 12)3,272,8323,258,79DEFICIT(21,383,065)(21,254,84TOTAL SHAREHOLDERS' (DEFICIENCY)(44,926)(238,670COMMITMENTS AND SHAREHOLDERS' (DEFICIENCY)565,103360,17COMMITMENTS AND CONTINGENCIES (Notes 6 and 13)	TOTAL CURRENT ASSETS	305,075	98,775
TOTAL ASSETS 565,103 360,17 LIABILITIES LIABILITIES CURRENT Accounts payable and accrued liabilities (Notes 9 and 10) 610,029 598,84 SHAREHOLDERS' (DEFICIENCY) 610,029 598,84 CAPITAL STOCK (Note 11(b)) SHAREHOLDERS' (DEFICIENCY) 18,065,307 17,757,38 EQUITY RESERVES Share options (Note 12) 3,272,832 3,258,79 DEFICIT (21,383,065) (21,254,84 TOTAL SHAREHOLDERS' (DEFICIENCY) (44,926) (238,670 TOTAL LIABILITIES AND SHAREHOLDERS' (DEFICIENCY) 565,103 360,17 COMMITMENTS AND CONTINGENCIES (Notes 6 and 13) 13	EQUIPMENT (Note 7)	20,138	21,20
LIABILITIES CURRENT Accounts payable and accrued liabilities (Notes 9 and 10) 610,029 598,84 SHAREHOLDERS' (DEFICIENCY) CAPITAL STOCK (Note 11(b)) 18,065,307 17,757,38 EQUITY RESERVES Share options (Note 12) 3,272,832 3,258,79 DEFICIT (21,383,065) (21,254,84 FOTAL SHAREHOLDERS' (DEFICIENCY) (44,926) (238,670 FOTAL LIABILITIES AND SHAREHOLDERS' (DEFICIENCY) 565,103 360,17 COMMITMENTS AND CONTINGENCIES (Notes 6 and 13)	LOAN RECEIVABLE (Note 8)	239,890	240,19
CURRENT Accounts payable and accrued liabilities (Notes 9 and 10) 610,029 598,84 SHAREHOLDERS' (DEFICIENCY) CAPITAL STOCK (Note 11(b)) 18,065,307 17,757,38 EQUITY RESERVES Share options (Note 12) 3,272,832 3,258,79 DEFICIT (21,383,065) (21,254,84 TOTAL SHAREHOLDERS' (DEFICIENCY) (44,926) (238,670) TOTAL LIABILITIES AND SHAREHOLDERS' (DEFICIENCY) 565,103 360,17 COMMITMENTS AND CONTINGENCIES (Notes 6 and 13)	TOTAL ASSETS	<u> </u>	360,172
Accounts payable and accrued liabilities (Notes 9 and 10)610,029598,84SHAREHOLDERS' (DEFICIENCY)CAPITAL STOCK (Note 11(b))18,065,30717,757,38EQUITY RESERVES Share options (Note 12)3,272,8323,258,79DEFICIT(21,383,065)(21,254,84FOTAL SHAREHOLDERS' (DEFICIENCY)(44,926)(238,670COMMITMENTS AND SHAREHOLDERS' (DEFICIENCY)565,103360,17COMMITMENTS AND CONTINGENCIES (Notes 6 and 13)	LIABILITIES		
CAPITAL STOCK (Note 11(b)) 18,065,307 17,757,38 EQUITY RESERVES Share options (Note 12) 3,272,832 3,258,79 DEFICIT (21,383,065) (21,254,84) FOTAL SHAREHOLDERS' (DEFICIENCY) (44,926) (238,670) FOTAL LIABILITIES AND SHAREHOLDERS' (DEFICIENCY) 565,103 360,17 COMMITMENTS AND CONTINGENCIES (Notes 6 and 13) 13	CURRENT Accounts payable and accrued liabilities (Notes 9 and 10)	610,029	598,842
EQUITY RESERVES Share options (Note 12) 3,272,832 3,258,79 DEFICIT (21.383,065) (21.254,84 FOTAL SHAREHOLDERS' (DEFICIENCY) (44,926) (238,670) FOTAL LIABILITIES AND SHAREHOLDERS' (DEFICIENCY) 565,103 360,17 COMMITMENTS AND CONTINGENCIES (Notes 6 and 13) 0 0	SHAREHOLDERS' (DEFICIENCY)		
Share options (Note 12) 3,272,832 3,258,79 DEFICIT (21,383,065) (21,254,84 FOTAL SHAREHOLDERS' (DEFICIENCY) (44,926) (238,670 FOTAL LIABILITIES AND SHAREHOLDERS' (DEFICIENCY) 565,103 360,17 COMMITMENTS AND CONTINGENCIES (Notes 6 and 13) 30 360,17	CAPITAL STOCK (Note 11(b))	18,065,307	17,757,380
FOTAL SHAREHOLDERS' (DEFICIENCY) (44,926) (238,670 FOTAL LIABILITIES AND SHAREHOLDERS' (DEFICIENCY) 565,103 360,17 COMMITMENTS AND CONTINGENCIES (Notes 6 and 13) 360,17	EQUITY RESERVES Share options (Note 12)	3,272,832	3,258,792
TOTAL LIABILITIES AND SHAREHOLDERS' (DEFICIENCY) 565,103 360,17 COMMITMENTS AND CONTINGENCIES (Notes 6 and 13) 565,103 360,17	DEFICIT	(21,383,065)	(21,254,848
COMMITMENTS AND CONTINGENCIES (Notes 6 and 13)	TOTAL SHAREHOLDERS' (DEFICIENCY)	(44,926)	(238,670
	TOTAL LIABILITIES AND SHAREHOLDERS' (DEFICIENCY)	565,103	360,172
	COMMITMENTS AND CONTINGENCIES (Notes 6 and 13) GOING CONCERN (Note 1)		

APPROVED ON BEHALF OF THE BOARD:

Signed "Leni Keough", Director

Signed "Craig Reith", Director

OLIVUT RESOURCES LTD. UNAUDITED CONDENSED INTERIM STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS (expressed in Canadian dollars)

		Page 2 of 13
	Three months ended January 31, 2018 \$	Three months ended January 31, 2017 \$
Exploration expenses (Notes 6 and 10) Administrative and general expenses (Note 10) Share-option amortization expense (Notes 10 and 12) Other amortization	10,743 110,660 14,040 <u>1,063</u>	5,830 113,534 - 1,322
Loss before the under-noted	(136,506)	(120,686)
Interest income from loans and receivables	4,289	4,188
Loss before income taxes	(132,217)	(116,498)
Deferred income tax recovery (Note 11(b))	4,000	
NET LOSS AND COMPREHENSIVE LOSS FOR THE PERIOD	(128,217)	<u>(116,498)</u>
NET LOSS PER SHARE - basic and diluted	<u>(\$0.00)</u>	<u>(\$0.00)</u>
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING	40 770 044	40.040.070
- basic and diluted	<u>43,773,944</u>	<u>40,946,672</u>

OLIVUT RESOURCES LTD. UNAUDITED CONDENSED INTERIM STATEMENTS OF CASH FLOWS (expressed in Canadian dollars)

		Page 3 of 13
	Three months ended January 31, 2018 \$	Three months ended January 31, 2017 \$
CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES		
Net loss for the period Adjustments for charges (credits) not involving cash: Share-option amortization expense Other amortization	(128,217) 14,040 <u>1,063</u>	(116,498) - 1,322
Changes in non-cash working capital balances: Amounts receivable Prepaid expenses Accounts payable and accrued liabilities	(113,114) (1,712) (6,377) 7,187	(115,176) (1,850) (4,362) 52,097
Cash flows used in operating activities	(114,016)	(69,291)
CASH FLOWS FROM INVESTING ACTIVITIES Loan receivable	278_	493
CASH FLOW FROM FINANCING ACTIVITIES Issue of common shares Issue of flow through shares Cost of issue	300,000 15,000 <u>(3,079)</u>	-
	311.921	
Increase (Decrease) in cash	198,183	(68,798)
Cash, beginning of period	80,000	250,802
Cash, end of period	278,183	182,004

OLIVUT RESOURCES LTD. UNAUDITED CONDENSED INTERIM STATEMENTS OF CHANGES IN (DEFICIENCY) EQUITY (expressed in Canadian dollars)

	Shares	Capital Stock	Equity Reserves Share Options	Deficit	Total
	# (Note 11(b))	\$ (Note 11(b))	\$ (Note 12)	\$	\$
Balance, October 31, 2016	40,946,672	17,757,386	3,261,876	(20,861,751)	157,511
Options expired Share-option amortization expense Net loss for the year		-	(4,000) 916 -	4,000 - (397,097)	- 916 (397,097)
Balance, October 31, 2017	40,946,672	17,757,386	3,258,792	(21,254,848)	(238,670)
Common shares issued Flow-through shares issued Share issue costs Share-option amortization expense Net loss for the period	2,727,272 100,000 - - - -	300,000 11,000 (3,079) - -	- - 14,040 -	- - - - (128,217)	300,000 11,000 (3,079) 14,040 (128,217)
Balance, January 31, 2018	43,773,944	18,065,307	3,272,832	(21,383,065)	(44,926)

OLIVUT RESOURCES LTD. NOTES TO THE UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS JANUARY 31, 2018 (expressed in Canadian dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN

Olivut Resources Ltd. (the "Company" or "Olivut") is engaged in the acquisition, exploration and evaluation of mineral properties for the purpose of mining diamonds and other precious and base minerals. The Company's shares are listed on the TSX Venture Exchange ("TSXV"). The head office is located at 27010 Hwy 16, 14 Mountain Park Properties, Jasper East, Alberta. These financial statements were reviewed, approved and authorized for issue by the Board of Directors on March 26, 2018.

The Company is in the process of exploring properties for mineral resources and has not determined whether the properties contain economically recoverable reserves. The business of mining and exploring for minerals involves a high degree of risk and there can be no assurance that current or future exploration programs will result in profitable mining operations. The Company's continued existence is dependent upon the ability of the Company to obtain financing, the preservation and confirmation of its interest in the underlying properties, the discovery of economically recoverable reserves, the achievement of profitable operations, or alternatively upon the Company's ability to dispose of its interests on an advantageous basis. The outcome of these matters cannot be predicted at this time. These financial statements do not include any adjustments to the carrying values and classification of assets and liabilities that would be necessary if the Company were unable to realize its assets or discharge its liabilities in anything other than the ordinary course of operations. Such adjustments could be material.

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

The Company needs equity capital financing in order to explore and evaluate its properties and for working capital requirements (Note 15(a)). Because of limited working capital and continuing operating losses, the Company's continuance as a going concern is dependent upon its ability to obtain adequate financing and/or to reach profitable levels of operation. There is no assurance that funds will be available on terms acceptable to the Company or at all. All of these indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

2. BASIS OF PRESENTATION

These unaudited condensed interim financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

The accounting policies followed in these unaudited condensed interim financial statements are the same as those applied in the Company's most recent audited annual financial statements for the year ended October 31, 2017 except as described in Note 3. These unaudited condensed interim financial statements do not include all note disclosures required by IFRS for annual financial statements. Accordingly these unaudited condensed interim financial statements should be read in conjunction with the audited annual financial statements for the year ended October 31, 2017.

In the opinion of management, all adjustments considered necessary for fair presentation of the Company's financial position, results of operations and cash flows have been included. Operating results for the three month period ended January 31, 2018 are not necessarily indicative of the results that may be expected for the year ending October 31, 2018.

3. RECENT ACCOUNTING PRONOUNCEMENTS

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting annual periods beginning on or after November 1, 2017 or later periods. Many are not applicable or do not have a significant impact to the Company and have been excluded. The following have not yet been adopted and are being evaluated to determine their impact on the Company.

IFRS 2 – Share-based Payment ("IFRS 2") was amended by the IASB in June 2016 to clarify the accounting for cash-settled share-based payment transactions that include a performance condition, the classification of share-based payment transactions with net settlement features and the accounting for modifications of share-based payment transactions from cash-settled to equity-settled. The amendments are effective for annual periods beginning on or after January 1, 2018, with earlier application permitted.

IFRS 9 – Financial Instruments ("IFRS 9") was issued by the IASB as a complete standard in July 2014 and will replace IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9, except that an entity choosing to measure a financial liability at fair value will present the portion of any change in its fair value due to changes in the entity's own credit risk in other comprehensive income, rather than within profit or loss. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. Earlier adoption is permitted.

IFRS 16 – Leases ("IFRS 16") was issued in January 2016 and replaces IAS 17 – Leases as well as some lease related interpretations. With certain exceptions for leases under twelve months in length or for assets of low value, IFRS 16 states that upon lease commencement a lessee recognizes a right-of-use asset and a lease liability. The right-of-use asset is initially measured at the amount of the liability plus any initial direct costs. After lease commencement, the lessee shall measure the right-of-use asset at cost less accumulated depreciation and accumulated impairment. A lessee shall either apply IFRS 16 with full retrospective effect or alternatively not restate comparative information but recognize the cumulative effect of initially applying IFRS 16 as an adjustment to opening equity at the date of initial application. IFRS 16 requires that lessors classify each lease as an operating lease or a finance lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. Otherwise it is an operating lease. IFRS 16 is effective for annual periods beginning on or after January 1, 2019. Earlier adoption is permitted if IFRS 15 has also been applied.

During 2017, the Company adopted a number of new IFRS standards, interpretations, amendments and improvements of existing standards including IAS1. These new standards and changes did not have any material impact on the Company's financial statements.

4. AMOUNTS RECEIVABLE

	January 31, 2018 \$	October 31, 2017 \$
GST input tax credit	2,792	1,080

OLIVUT RESOURCES LTD. NOTES TO THE UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS JANUARY 31, 2018 (expressed in Canadian dollars)

5. PREPAID EXPENSES

PREPAID EXPENSES	January 31, 2018 \$	October 31, 2017 \$
Insurance premiums Deposit for future conference	17,913 5,017	16,553
	22,930	16,553

6. MINERAL PROPERTY AND EXPLORATION EXPENDITURES

The Company has a 100% interest in the HOAM Project located in the Mackenzie Region, Northwest Territories, Canada (the "HOAM Project"). This interest is subject to a 1.5% net smelter return royalty ("NSR"), 50% of which is held by a director and officer of the Company.

During the three months ended January 31, 2018, the Company incurred 10,743 (2017 - 5,830) on exploration expenditures. Cumulative exploration expenditures made by the Company as at January 31, 2018 total 15,879,952 (at October 31, 2017 - 15,869,209). This cumulative total represents 14,930,864 spent on the HOAM Project (October 31, 2017 - 14,920,121) and 949,088 spent on other projects where the Company's interests have been terminated (October 31, 2017 - 949,088).

During 2017 certain of the HOAM Project claims were allowed to expire.

7. EQUIPMENT

Drill

	Jan	uary 31, 2018		0	ctober 31, 2017	
		Accumulated Amortization	Net	Cost	Accumulated Amortization	Net
	\$	\$	\$	\$	\$	\$
l rig	91,288	71,150	20,138	91,288	70,087	21,201

8. LOAN RECEIVABLE

On May 25, 2007, the Company loaned \$250,000 to an unrelated corporation that is providing services to the Company. The loan bears interest at 7% per annum and is secured by a general security agreement covering all assets of the borrower. Repayment terms include monthly payments of interest and principal of \$1,500. On May 25, 2017, the Company entered into a loan extension agreement with the borrower extending the loan receivable for a period of three years to May 25, 2020. All other terms and conditions remain unchanged.

9. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	January 31, 2018 \$	October 31, 2017 \$
Corporate payables and accrued liabilities (Note 10) Exploration expense payables	606,534 3,495	594,972 3,870
	610,029	598,842

10. RELATED PARTY TRANSACTIONS

The remuneration of directors and key management personnel during the period was as follows:

	Three months ended January 31	
	2018 \$	2017 \$
Salaries and remuneration	55,000 ⁽¹⁾	56,500 ⁽¹⁾
Benefits	7,953	4,390
Share-option amortization expense	8,845	-
Total remuneration	71,798	60,890

Note 1: Salaries and remuneration expense includes a net accrued expense of \$12,756 (2017 - \$55,000) for salary earned by the President and CEO, which the President and CEO has elected to defer and which was unpaid as at January 31, 2018.

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.

No bonuses were paid in the three months ended January 31, 2018 and 2017. Independent non-executive directors are not remunerated other than the benefits received, if any, from the granting of share options.

In addition to salaries and benefits, during the three months ended January 31, 2018 a total of \$Nil (2017 - \$Nil) for exploration consulting expenditures, and \$2,400 (2017 - \$2,400) for administrative and general expenses included in the statements of operations were accrued or paid to directors and officers of the Company or persons or companies related to or controlled by them. The directors and officers of the Company or persons or companies related to or controlled by them were also reimbursed at cost for expenses incurred on behalf of the Company.

In addition, there is a management contract with the President and CEO (Note 13(b)) and an NSR agreement (Note 6).

Amounts included in accounts payable and accrued liabilities owed to directors and officers of the Company or persons or companies related to or controlled by them are as follows:

	Amounts owed to related parties, as at	
	<u>January 31, 2018</u>	October 31, 2017
	\$	\$
Officers and directors	590,817	576,740

Included in the amount owing to officers and directors as at January 31, 2018 is \$576,603 (October 31, 2017 - \$563,847) representing unpaid salary and vacation pay owing to the Company's President and CEO. During the quarter ended January 31, 2018 salary of \$55,000 was accrued and a payment of \$42,244 was made resulting in an increase in the amount payable of \$12,756.

Amounts owing to the related parties are unsecured and non-interest bearing with no fixed terms of repayment.

11. CAPITAL STOCK

The capital stock is as follows:

a) Authorized

Unlimited number of common shares without par value

b) Issued

43,773,944 common shares

A summary of changes during the three months ended January 31, 2018 are as follows:

	Common Shares #	Amount \$
Balance, October 31, 2017 Private placement of common shares Premium for flow-through tax benefits Share issue costs	40,946,672 2,827,272 - -	17,757,386 315,000 (4,000) (3,079)
Balance, January 31, 2018	43,773,944	18,065,307

On December 22, 2017, the Company issued a total of 2,827,272 common shares through a non-brokered private placement for aggregate gross proceeds of \$315,000. The private placement comprised the placements of (i) 100,000 common shares with flow-through tax benefits to the shareholders ("flow-through shares") for proceeds of \$15,000 at a price of \$0.15 per flow-through share and (ii) 2,727,272 common shares for proceeds of \$300,000 at a price of \$0.11 per common share. The \$0.04 per share premium on the flow-through shares gives rise to a deferred income tax recovery of \$4,000.

12. EQUITY RESERVES

Share options	Number of Options #	Weighted Average Exercise Price \$	Estimated Amortized Grant Date Fair Value of Options \$
October 31, 2016	3,462,500	0.979	3,261,876
Options granted	650,000	0.075	-
Options expired	(40,000)	(0.110)	(4,000)
Share-option amortization expense on options granted	<u> </u>		916
October 31, 2017	4,072,500	0.979	3,258,792
Share-option amortization expense on options granted			14,040
January 31, 2018	4,072,500	0.989 _	3,272,832

12. EQUITY RESERVES (Continued)

The Company's share option plan (the "Plan") provides for the granting of share options to independent directors (who receive no other compensation from the Company), officers, employees and consultants of the Company. Share options are granted for a term not to exceed ten years at exercise prices not less than the closing sale price of the Company's shares on the TSXV on the trading day immediately preceding the date the options are granted, and are not transferable. The Plan is administered by the Board of Directors, which determines individual eligibility under the Plan, number of shares reserved for optioning to each individual (not to exceed 5% of issued and outstanding shares to any one individual) and the vesting period. The maximum number of shares of the Company that are issuable pursuant to the Plan is limited to 10% of the issued shares.

The fair value attributed to the options when granted is charged to share-option amortization expense and added to equity reserves over the period the options vest. \$14,040 was charged to share-option amortization expense during the three months ended January 31, 2018 (2017 - \$Nil).

Expiry Date	Outstanding	Exercisable	Estimated Grant	Exercise
	Share Options	Share Options	Date Fair Value	Price
	#	#	\$	\$
June 26, 2022	2,332,500	2,332,500	3,148,876	1.400
December 15, 2024	1,090,000	1,090,000	109,000	0.110
October 25, 2027	650,000	_ (1)	45,500	0.075
Total January 31, 2018	4,072,500	3,422,500	3,303,376	

The following is a summary of share options outstanding at January 31, 2018:

Note 1: Options vest in three installments: 1/3 vest on April 25, 2018, 1/3 vest on October 25, 2018 and the remaining 1/3 vest on April 25, 2019.

The estimated grant date fair value is calculated using the Black-Scholes option pricing model. Options granted in the year ended October 31, 2017 were valued using the following assumptions:

Expected dividend yield	0%
Risk-free interest rate	1.92%
Expected volatility	99.7%
Expected life	10 years

The share price used in the calculation is \$0.075, the market price on the day prior to the granting of the options. The volatility used in the calculation is based on the historic volatility of the Company's shares on the TSXV.

The weighted average remaining contractual life of options as of January 31, 2018 is 5.9 years (October 31, 2017 – 6.2 years). The weighted average exercise price of options exercisable as at January 31, 2018 is \$0.9892 (October 31, 2017 - \$0.9892).

13. COMMITMENTS AND CONTINGENCIES

a) Environmental Contingencies

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

13. COMMITMENTS AND CONTINGENCIES (Continued)

b) Management Contracts

The Company is party to a management contract. Minimum contract commitments remaining under the agreement are approximately \$660,000, including \$220,000 due within one year. Upon the occurrence of certain events such as a change in control, the contract requires payment of up to \$1,000,000. As a triggering event has not taken place, the contingent payment has not been reflected in these financial statements.

c) Flow-Through Shares

Pursuant to the issuance of 100,000 flow-through shares on December 22, 2017, the Company has renounced \$15,000 of qualified exploration expenditures with an effective date of December 31, 2017.

The Company is required to expend this amount on qualified exploration expenditures by December 31, 2018. As of January 31, 2018, the Company has expended \$3,255 of this amount on qualified exploration expenditures. The amount remaining to be expended is \$11,745.

The Company has indemnified the subscribers of current and previous flow-through share offerings against any tax related amounts that may become payable by the subscribers as a result of the Company not meeting the expenditure commitment.

d) Operating Lease

The Company committed to an operating lease for equipment rental, which expires on July 1, 2021. Minimum lease payments for successive fiscal years ending October 31 are as follows:

Year	Amount \$
2018 2019 2020 2021	2,079 2,772 2,772 1,386
	9,009

14. CAPITAL MANAGEMENT

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of exploration properties. The capital of the Company consists of capital stock and equity reserves. The Board of Directors does not establish quantitative return on capital criteria for the Company's management, but rather relies on the expertise of management to sustain future development of the business.

The properties in which the Company currently has an interest are in the exploration stage. Accordingly, the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for its administrative costs, the Company will spend its existing working capital and raise additional amounts as needed and if reasonably available. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

14. CAPITAL MANAGEMENT(Continued)

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

There were no changes in the Company's approach to capital management during the three months ended January 31, 2018 or 2017. The Company is not subject to any capital requirements imposed by a lending institution or regulatory body, other than of the TSXV which requires adequate working capital or financial resources of the greater of (i) \$50,000 and (ii) an amount required in order to maintain operations and cover general and administrative expenses for a period of six months. As of January 31, 2018, the Company is compliant with these policies of the TSXV.

15. FINANCIAL RISK FACTORS

There were no changes in the three months ended January 31, 2018 or 2017 that occurred that were attributed to financial risk. The Company's financial risk exposures and the impact on the Company's financial instruments are summarized below:

a) Liquidity Risk

As at January 31, 2018, the Company had a cash balance of \$278,183 (October 31, 2017 - \$80,000) to settle accounts payable and accrued liabilities of \$610,029 (October 31, 2017 - \$598,842) which includes \$576,603 (October 31, 2017 - \$563,847) of unpaid salary and vacation pay owing to the Company's President and CEO that she has elected to defer and that is non-interest bearing with no fixed terms of repayment. As at January 31, 2018, all of the Company's financial liabilities have contractual maturities of less than one year, with the exception of the equipment lease as described in Note 13(d). The Company's ability to continue operations and fund its business is dependent on management's ability to secure additional financing and the continued deferral of some or all of the President and CEO's salary. Although the Company has been successful in the past in obtaining financing, there can be no assurance that additional funding will be available, or available under terms favourable to the Company will need to rely on new sources of equity financing, if available, to meet its ongoing working capital requirements. Failure to obtain additional financing would result in delay or the indefinite postponement of further exploration and the development of the Company's properties, as well as the loss of prospecting permits and mineral claims and the risk of the Company failing to continue as a going concern.

b) Credit Risk

The Company's credit risk is primarily attributable to cash, amounts receivable and a loan receivable. The Company has no significant credit risk arising from operations. Cash consists of bank deposits with Canadian chartered banks. The loan receivable as described in Note 8 is secured by all assets of the borrower.

c) Market Risk

(i) Interest Rate Risk

The Company's current policy is to invest its cash balances in interest bearing accounts with its banking institution. The Company periodically monitors the investments it makes and is satisfied with the credit rating of its banks. The Company considers interest rate risk to be minimal. The loan receivable is at a fixed interest rate and it is expected that future financings, if any, would be secured from equity placements rather than debt obligations.

15. FINANCIAL RISK FACTORS (Continued)

c) Market Risk

(ii) Foreign Currency Risk

The Company's functional currency is the Canadian dollar and major purchases are transacted in Canadian dollars. Management believes that the foreign exchange risk from currency conversions is negligible.

(iii) Price Risk

The Company is exposed to price risk with respect to commodity prices. Although the Company has no influence on commodity prices, it closely monitors commodity prices to determine appropriate courses of action.

d) Fair Value

Cash, amounts receivable, and loan receivable are classified as loans and receivables, which are measured at amortized cost. Accounts payable and accrued liabilities are classified as other financial liabilities, which are measured at amortized cost.

The carrying amounts for amounts receivable, accounts payable and accrued liabilities on the statements of financial position approximate fair value because of the limited terms of these instruments. The fair value of the loan receivable approximates carrying value as the interest rate approximates the current rate for similar instruments.

At January 31, 2018 and 2017 the Company had no financial instruments that are carried at fair value.

e) Sensitivity to Financial Risks

The Company considers interest rate risk to be minimal. The loan receivable (Note 8) has a fixed interest rate of 7% and the Company does not carry interest bearing debt. It is expected that future financings, if any, would be secured from equity placements rather than debt obligations. Based on the cash held by the Company as at January 31, 2018, a 1% increase or decrease in the interest rate would generate a respective increase or decrease in interest income of approximately \$28,000 annually.

The Company does not hold any balances in foreign currencies to give rise to foreign exchange risk.

Price risk is remote since the Company is not a producing entity.