

TISDALE RESOURCES CORP.
(Formerly Senator Minerals Inc.)

Consolidated Interim Financial Statements

For the Nine Months Ended September 30, 2018 and 2017

(Unaudited - Expressed in Canadian Dollars)

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

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

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

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

TISDALE RESOURCES CORP. (Formerly Senator Minerals Inc.)

CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION

AS AT SEPTEMBER 30, 2018 AND DECEMBER 31, 2017

(Unaudited - Expressed in Canadian Dollars)

	Note	September 30, 2018	December 31, 2017
ASSETS			
Current assets			
Cash		\$ 69,112	\$ 179,302
Amounts receivable		23,252	18,533
		\$ 92,364	\$ 197,835
LIABILITIES AND DEFICIENCY			
Current liabilities			
Trade and other payables	6,11	\$ 120,141	\$ 256,174
Loan payable	8	199,630	-
		319,771	256,174
SHAREHOLDERS' DEFICIENCY			
Share capital	9	12,790,151	12,790,151
Warrants reserve	10	76,727	76,727
Share-based payments reserve	10	250,442	250,442
Deficit		(13,344,727)	(13,175,659)
		(227,407)	(58,339)
		\$ 92,364	\$ 197,835

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

Nature and Continuation of Operations (note 1)

Subsequent Events (note 12)

Approved on behalf of the Board:

"Richard Grayson"

Richard Grayson, Director

"Ryan Cheung"

Ryan Cheung, Director

TISDALE RESOURCES CORP. (Formerly Senator Minerals Inc.)

CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE LOSS
FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017
(Unaudited - Expressed in Canadian Dollars)

	Note	For the three months ended September 30,		For the nine months ended September 30,	
		2018	2017	2018	2017
Exploration expenditures: maintenance, exploration and geological consulting (Schedule)		\$ 1,001	\$ 279,905	\$ 9,223	\$ 281,998
General and administrative expenses					
Advertising and promotion		-	12,538	4,340	12,538
Consulting fees		15,000	160,000	45,000	167,017
Filing and listing fees		1,227	14,055	24,069	26,717
Interest	8	9,630	306	9,630	8,707
Management fees	11	14,500	15,500	43,500	26,500
Office and general (recovery)		(1,483)	373	1,176	693
Professional fees		5,329	10,184	32,130	15,216
Travel recovery		(4,938)	-	-	-
		39,265	212,956	159,845	257,388
Other item					
Gain on accounts payable reversal		-	-	-	19,337
Net and comprehensive loss		\$ (40,266)	\$ (492,861)	\$ (169,068)	\$ (520,049)
Loss per share - basic and diluted		\$ (0.00)	\$ (0.06)	\$ (0.02)	\$ (0.06)
Weighted average number of common shares outstanding - basic and diluted		10,369,904	8,559,612	10,369,904	8,429,533

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

TISDALE RESOURCES CORP. (Formerly Senator Minerals Inc.)

CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIENCY)

(Unaudited - Expressed in Canadian Dollars)

	Number of shares	Share capital	Warrants reserve	Share- based payments reserve	Deficit	Total shareholders' equity (deficiency)
Balance at January 1, 2017	8,364,134	\$ 7,423,151	\$ 76,727	\$ 250,442	\$ (7,956,990)	\$ (206,670)
Shares issued (note 9)	480,769	2,500,000	-	-	-	2,500,000
Net and comprehensive loss for the period	-	-	-	-	(520,049)	(520,049)
Balance at September 30, 2017	8,844,903	\$ 9,923,151	\$ 76,727	\$ 250,442	\$ (8,477,039)	\$ 1,773,281
Balance at January 1, 2018	10,369,904	\$ 12,790,151	\$ 76,727	\$ 250,442	\$ (13,175,659)	\$ (58,339)
Net and comprehensive loss for the period	-	-	-	-	(169,068)	(169,068)
Balance at September 30, 2018	10,369,904	\$ 12,790,151	\$ 76,727	\$ 250,442	\$ (13,344,727)	\$ (227,407)

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

TISDALE RESOURCES CORP. (Formerly Senator Minerals Inc.)

CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017
(Unaudited - Expressed in Canadian Dollars)

	For the nine months ended September 30,	
	2018	2017
Cash provided by (used for):		
Operating activities		
Net loss for the period	\$ (169,068)	\$ (520,049)
Item not involving cash:		
Accrued interest	9,630	-
Change in non-cash working capital items:		
Amounts receivable	(4,719)	(11,721)
Trade and other payables	53,967	130,579
	<u>(110,190)</u>	<u>(401,191)</u>
Investing activity		
Exploration and evaluation assets	-	(1,700,000)
	-	<u>(1,700,000)</u>
Financing activities		
Loan repayment	-	(160,033)
Shares issued	-	2,500,000
	-	<u>2,339,967</u>
Change in cash during the period	(110,190)	238,776
Cash, beginning of the period	179,302	822
Cash, end of the period	\$ 69,112	\$ 239,598

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

TISDALE RESOURCES CORP. (Formerly Senator Minerals Inc.)
NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017
(Unaudited - Expressed in Canadian Dollars)

1. Nature and Continuance of Operations

Tisdale Resources Corp. (formerly Senator Minerals Inc.) (the “Company”), listed on the TSX-Venture Exchange (“TSX-V”) as (“TRC”), is a corporation continued under the laws of the Province of British Columbia with its principal, registered and records office located at 2200 - 885 West Georgia Street, Vancouver, BC V6C 3E8.

On November 14, 2018, the Company has consolidated all its issued and outstanding share capital on a one-new-for-four-old basis. The name of the Company has also been changed to Tisdale Resources Corp. on the same date (note 12).

The Company is a junior exploration company engaged in the business of identification, acquisition and exploration of mineral interests in North America. At the date of the consolidated interim financial statements, the Company has not identified a known body of commercial grade minerals on any of its properties. The ability of the Company to realize the costs it has incurred to date on these properties is dependent upon the Company identifying a commercial mineral body, to finance its development costs and to resolve any environmental, regulatory or other constraints which may hinder the successful development of the property. To date, the Company has not earned any revenues and is considered to be in the exploration stage.

Management is targeting sources of additional financing through alliances with financial, exploration and mining entities, and other business and financial transactions which would assure continuation of the Company’s operations and exploration programs. In addition, management closely monitors commodity prices of precious and base metals, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company if favourable or adverse market conditions occur.

These consolidated interim financial statements have been prepared on a going concern basis which presumes the realization of assets and settlement of liabilities in the normal course of operations in the foreseeable future. The Company continues to incur operating losses and at September 30, 2018 had a cumulative deficit of \$13,344,727 and a working capital deficit of \$227,407. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future.

These consolidated interim financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence. The aforementioned factors indicate the existence of a material uncertainty which may cast significant doubt about the Company’s ability to continue as a going concern. Further discussion of liquidity risk is included in notes 3 and 4.

These consolidated interim financial statements were authorized for issue on November 28, 2018 by the directors of the Company.

TISDALE RESOURCES CORP. (Formerly Senator Minerals Inc.)
NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017
(Unaudited - Expressed in Canadian Dollars)

2. Significant Accounting Policies and Basis of Preparation

(a) Statement of compliance and basis of preparation

These consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) issued by the International Accounting Standards Board (“IASB”), in particular IAS 34, interim reporting, and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”). These consolidated interim financial statements do not include all the information required for full annual financial statements and should be read in conjunction with the Company’s audited consolidated financial statements for the year ended December 31, 2017, which have been prepared in accordance with IFRS.

The consolidated interim financial statements of the Company have been prepared on an accrual basis and are based on historical costs, modified where applicable. The presentation and functional currency of the Company is the Canadian dollar.

(b) Consolidation

The consolidated interim financial statements include the accounts of the Company and its controlled subsidiaries, after the elimination of all material intercompany balances and transactions. Control is achieved when the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. Subsidiaries are fully consolidated from the date of acquisition, being the date on which the Company obtains control, and continue to be consolidated until the date that such control ceases. The financial statements of the subsidiaries are prepared for the same reporting period as the parent company, using consistent accounting policies.

The Company’s controlled subsidiaries included in these consolidated interim financial statements are:

Name	Country of Incorporation	Ownership	
		September 30, 2018	December 31, 2017
515427 BC Ltd.	Canada	100%	100%
Gunnar Minerals Corp.	Canada	100%	100%
Keefe Lake Projects Inc.	Canada	100%	100%

515427 BC Ltd. had no commercial activities during the current or previous year.

On September 13, 2017, the Company acquired Gunnar Minerals Corp. which held the right to acquire a 100% interest in the Carter Lake Uranium Project.

On November 24, 2017, the Company acquired Keefe Lake Projects Inc. which held the right to acquire a 100% interest in the Keefe Lake Uranium Project.

2. Significant Accounting Policies and Basis of Preparation, continued

(c) Use of estimates and assumptions

The preparation of the Company's consolidated interim financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect events concerning the future. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. Estimates and assumptions where there is significant risk of material adjustments to assets and liabilities in future accounting periods include the recoverability and measurement of deferred tax assets and provisions for restoration and environmental obligations.

(d) Significant judgments

The preparation of consolidated interim financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgments applying to the Company's consolidated interim financial statements include:

- the assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty;
- the classification/allocation of expenditures as exploration and evaluation expenditures or operating expenses; and
- the classification of financial instruments.

(e) Impairment

At each reporting period, management reviews all assets for indicators of impairment. If such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction. In assessing value in use, the estimated future cash flows are discounted to their present value. If the recoverable amount of the asset is less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in the profit or loss for that period. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which that asset belongs.

2. Significant Accounting Policies and Basis of Preparation, continued

(e) Impairment, continued

Past impairments are also considered at each reporting period and where there is an indication that an impairment loss may have decreased, the recoverable amount is calculated as outlined above to determine the extent of the recovery. If the recoverable amount of the asset is more than its carrying amount, the carrying amount of the asset is increased to its recoverable amount and the impairment loss is reversed in the profit or loss for that period. The increased carrying amount due to reversal will not be more than what the depreciated historical cost would have been if the impairment had not been recognized.

(f) Share-based payments

Estimating fair value for granted stock options requires determining the most appropriate valuation model which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the option, volatility, dividend yield, and rate of forfeitures and making assumptions about them.

(g) Deferred tax assets and liabilities

The estimation of income taxes includes evaluating the recoverability of deferred tax assets based on an assessment of the Company's ability to utilize the underlying future tax deductions against future taxable income prior to expiry of those deductions. Management assesses whether it is probable that some or all of the deferred income tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income, which in turn is dependent upon the successful discovery, extraction, development and commercialization of mineral reserves. To the extent that management's assessment of the Company's ability to utilize future tax deductions changes, the Company would be required to recognize more or less deferred tax assets, and deferred income tax provisions or recoveries could be affected.

(h) Exploration and evaluation assets

Exploration and evaluation expenditures are expensed as incurred. If it is determined by management that probable future benefits, consisting of contributions to future cash inflows, had been identified and adequate financial resources were expected to be available to meet the terms of property acquisition and budgeted maintenance, exploration, and development expenditures, these costs would be capitalized. To date, these criteria have not been met on any of the Company's mineral properties.

2. Significant Accounting Policies and Basis of Preparation, continued

(h) Exploration and evaluation assets, continued

From time to time, the Company may acquire or dispose of a property pursuant to the terms of an option agreement. Due to the fact that property options are exercisable entirely at the discretion of the optionee, the amounts payable or receivable are not recorded. Option payments for acquired mineral properties are recorded as property costs and expensed. Proceeds of properties that are sold or optioned are recorded as revenues.

(i) Asset retirement obligations

The fair value of a liability for an asset retirement or environmental obligation is recognized when a reasonable estimate of fair value can be made. The asset retirement or environmental obligation is recorded as a liability with a corresponding increase to the carrying amount of the related long-lived asset. Subsequently, the asset retirement or environmental cost is charged to operations using a systematic and rational method and the resulting liability is adjusted to reflect period-to-period changes in the liability resulting from the passage of time and revisions to either the timing or the amount of the original estimate of undiscounted cash flow. As of September 30, 2018, the Company does not have any asset retirement or environmental obligations.

(j) Foreign currency translation

Items included in the financial statements of each of the Company's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The functional currency of the Company and its subsidiaries is the Canadian dollar. The consolidated interim financial statements are presented in Canadian dollars.

On initial recognition, foreign currency transactions are translated into the functional currency at the exchange rate in effect at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at period end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the statement of comprehensive loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency, are translated using the exchange rate at the date of the transaction, whereas non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition, are recognized in the statement of comprehensive loss in the period in which they arise.

2. Significant Accounting Policies and Basis of Preparation, continued

(j) Foreign currency translation, continued

When a gain or loss on a non-monetary item is recognized in other comprehensive income, any exchange component of that gain or loss shall be recognized in other comprehensive income. Conversely, when a gain or loss on a non-monetary item is recognized in the statement of comprehensive loss, any exchange component of that gain or loss is also recognized in the statement of comprehensive loss.

(k) Financial instruments

The Company adopted all of the requirements of IFRS 9 *Financial Instruments* ("IFRS 9") as of January 1, 2018. IFRS 9 replaces IAS 39 *Financial Instruments: Recognition and Measurement* ("IAS 39"). IFRS 9 utilizes a revised model for recognition and measurement of financial instruments and a single, forward-looking "expected loss" impairment model. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward in IFRS 9, so the Company's accounting policy with respect to financial liabilities is unchanged.

As a result of the adoption of IFRS 9, management has changed its accounting policy for financial assets retrospectively, for assets that continued to be recognized at the date of initial application. The change did not impact the carrying value of any financial assets or financial liabilities on the transition date. The main area of change is the accounting for equity securities previously classified as fair value through profit and loss. As the Company has no equity securities classified as fair value through profit and loss, the change had no impact on the Company's consolidated interim financial statements.

The following is the Company's new accounting policy for financial instruments under IFRS 9.

Classification

The Company classifies its financial instruments in the following categories: at fair value through profit and loss ("FVTPL"), at fair value through other comprehensive income (loss) ("FVTOCI") or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or the Company has opted to measure them at FVTPL.

The Company completed a detailed assessment of its financial assets and liabilities as at January 1, 2017. The following table shows the original classification under IAS 39 and the new classification under IFRS 9:

TISDALE RESOURCES CORP. (Formerly Senator Minerals Inc.)
NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017
(Unaudited - Expressed in Canadian Dollars)

2. Significant Accounting Policies and Basis of Preparation, continued

(k) Financial instruments, continued

Classification, continued

Financial assets/ liabilities	Original classification IAS 39	New classification IFRS 9
Cash	Amortized cost	Amortized cost
Amounts receivables	Amortized cost	Amortized cost
Trade and other payables	Amortized cost	Amortized cost
Loan payable	Amortized cost	Amortized cost

Measurement

Financial assets at FVTOCI

Elected investments in equity instruments at FVTOCI are initially recognized at fair value plus transaction costs. Subsequently they are measured at fair value, with gains and losses recognized in other comprehensive income (loss).

Financial assets and liabilities at amortized cost

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment.

Financial assets and liabilities at FVTPL

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the consolidated statements of net (loss) income. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the consolidated statements of net (loss) income in the period in which they arise. Where management has opted to recognize a financial liability at FVTPL, any changes associated with the Company's own credit risk will be recognized in other comprehensive income (loss).

Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost.

At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company shall recognize in the consolidated statements of net (loss) income, as an impairment gain or loss, the amount of expected

2. Significant Accounting Policies and Basis of Preparation, continued

- (k) Financial instruments, continued

Impairment of financial assets at amortized cost, continued

credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

Derecognition

Financial assets

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity. Gains and losses on derecognition are generally recognized in the consolidated statements of net (loss) income. However, gains and losses on derecognition of financial assets classified as FVTOCI remain within accumulated other comprehensive income (loss).

Financial liabilities

The Company derecognizes financial liabilities only when its obligations under the financial liabilities are discharged, cancelled or expired. Generally, the difference between the carrying amount of the financial liability derecognized and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognized in the consolidated statements of net (loss) income.

- (l) Accounting standards issued adopted during the period

IFRS 15 - Revenue from Contracts with Customers

IFRS 15 will replace IAS 18 *Revenue*, IAS 11 *Construction Contracts*, and related interpretations on revenue. IFRS 15 establishes a single five-step model for determining the nature, amount, timing and uncertainty of revenue and cash flows arising from a contract with a customer. Application of the standard is mandatory for annual periods beginning on or after January 1, 2018, with early application permitted. As the Company has no revenue, no impact on the Company's consolidated interim financial statements is expected.

- (m) Accounting standards issued but not yet applied

IFRS 16 - Leases

IFRS 16 will replace IAS 17 *Leases*. IFRS 16 specifies how to recognize, measure, present and disclose leases. The standard provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. Application of the standard is mandatory for annual periods beginning on or after January 1, 2019, with early application permitted.

2. Significant Accounting Policies and Basis of Preparation, continued

(m) Accounting standards issued but not yet applied, continued

IFRS 16 – Leases, continued

IFRS 16 will result in an increase in assets and liabilities as fewer lease payments will be expensed. The Company does not expect a significant impact from adopting this standard.

3. Capital Management

The Company's objectives for the management of capital are to safeguard the Company's ability to continue as a going concern, including the preservation of capital, and to achieve reasonable returns on invested cash after satisfying the objective of preserving capital.

The Company considers its cash to be its manageable capital. The Company's policy is to maintain sufficient cash and deposit balances to cover operating and exploration costs over a reasonable future period. The Company accesses capital markets as necessary and may also acquire additional funds where advantageous circumstances arise.

The Company currently has no externally-imposed capital requirements. There have been no changes in the Company's approach to capital management during the period.

4. Financial Instruments and Risk Management

As at September 30, 2018, the Company's financial instruments consist of cash, amounts receivable, trade and other payables and loan payable.

In management's opinion, the Company's carrying values of cash, amounts receivable, trade and other payables and loan payable approximate their fair values due to the immediate or short-term maturity of these instruments.

The Company's financial instruments are exposed to the following risks:

Credit Risk

The Company's primary exposure to credit risk is the risk of illiquidity of cash amounting to \$69,112 at September 30, 2018. As the Company's policy is to limit cash holdings to instruments issued by major Canadian banks, or investments of equivalent or better quality, the credit risk is considered by management to be negligible.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to pay financial liabilities as they come due. The Company's only liquidity risk from financial instruments is its need to meet trade and other payables requirements. The Company tries to achieve this by maintaining sufficient cash to cover current liabilities as they mature. As at September 30, 2018, the

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NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017
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4. Financial Instruments and Risk Management, continued

Liquidity Risk, continued

Company had a working capital deficiency of \$227,407 (December 31, 2017 - \$58,339). Liquidity risk is assessed as high.

Price Risk

The Company is not exposed to price risk.

Foreign Exchange Risk

The Company's functional and reporting currency is the Canadian dollar as most major expenditures and costs are made from Canada for the advancement of the Company's exploration projects located in the United States. As at September 30, 2018 and December 31, 2017, the Company had a negligible balance of cash on deposit for future expenditures in United States currency. The Company does not hedge foreign currency transactions. Management believes the foreign currency exchange risk derived from currency conversion to be negligible at this time.

Interest Rate Risk

The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institution. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks.

5. Exploration and Evaluation Properties

Ownership of mineral property interests may involve certain risks due to difficulties in determining the validity of certain claims as well as the potential for problems arising from the ambiguous conveyancing history characteristic of some mineral properties. The Company had investigated ownership of the mineral properties in which it has an interest and, to the best of its knowledge, all properties are in good standing.

It is the Company's policy to expense exploration and evaluation expenditures as incurred. As at September 30, 2018, the Company owned or had royalty interests or lease options on the following mineral property interests:

5. Exploration and Evaluation Properties, continued

Patterson North East (PNE) Uranium Project, Northern Saskatchewan

On February 7, 2017, the Company entered into an option agreement to acquire a 100% interest in the Patterson North East (PNE) Uranium Project, located on the east side of the Athabasca Basin in Northern Saskatchewan.

The Company can earn a 100% interest in the PNE project by making payments of \$150,000 to the vendor at various times in year one, a further \$250,000 on the first anniversary and a final payment of \$500,000 on the second anniversary of the agreement. As at December 31, 2017, the Company has paid \$115,000 to the optionor, and has spent a total of \$80,550 for claim maintenance and exploration costs on the project. Total acquisition and exploration costs related the project was recognized in the consolidated statement of comprehensive loss.

Carter Lake Uranium Project, South-western Saskatchewan

On September 13, 2017, the Company entered into a share purchase agreement with Gunnar Minerals Corp. ("Gunnar") pursuant to which it acquired 100% of the shares of Gunnar in consideration for a cash payment of \$1,700,000. Gunnar holds the rights to acquire the Carter Lake Uranium Project, located in the southwestern corner of the Athabasca basin, Saskatchewan after signing an agreement with Doctors Investment Group Ltd. ("Doctors") to acquire 100% interest in and to the property on April 8, 2017. The project covers approximately 1,113 hectares on the Carter Lake corridor. The Carter Lake Uranium Project is subject to a 2% net smelter return royalty, one-half of which can be purchased in consideration for a cash payment of \$2,000,000.

In consideration of the grant of the right by Doctors to purchase 100% undivided interest in the Property, Gunnar shall pay:

- (a) \$100,000 in cash within 5 days of Gunnar entering into an assignment or other material agreement for an interest in the Property with an issuer with shares trading on a recognized stock exchange (September 13, 2017) but in any event no later than 90 days after the signing of this agreement (paid July 5, 2017);
- (b) A further \$100,000 in cash and completing no less than \$250,000 in qualified exploration expenditures on the Property, on or before September 13, 2018;
- (c) A further \$100,000 in cash and completing no less than \$500,000 in qualified exploration expenditures on the Property, on or before September 13, 2019;
- (d) A further \$100,000 in cash and completing no less than \$1,000,000 in qualified exploration expenditures on the Property, on or before September 13, 2020; and
- (e) At Gunnar's election, cash payments can be paid to Doctors in lieu of completing qualified exploration expenditures on the Property.

TISDALE RESOURCES CORP. (Formerly Senator Minerals Inc.)
NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017
(Unaudited - Expressed in Canadian Dollars)

5. Exploration and Evaluation Properties, continued

Keefe Lake Projects, North-eastern Saskatchewan

On November 24, 2017, the Company acquired 100% of the shares of Keefe Lake Projects Inc. Subject to existing royalty rights, Keefe Lake Projects Inc. holds a 100% interest in the Keefe Lake Uranium Project, an advanced exploration project that covers an area of approximately 15,400 hectares, on the eastern side of the Athabasca Basin, in Northeastern Saskatchewan, Canada.

6. Trade and Other Payables

	September 30, 2018	December 31, 2017
Trade	\$ 119,976	\$ 248,344
Other payables - accrued liabilities	165	7,830
	\$ 120,141	\$ 256,174

7. Acquisition of Subsidiaries

Gunnar Minerals Corp.

On September 13, 2017, the Company completed the acquisition of the Carter Lake Uranium Project through the purchase of Gunnar Minerals Corp. ("Gunnar"). Gunnar holds the right to acquire a 100% interest in the Carter Lake Uranium Project.

Following completion of the acquisition, Gunnar became a wholly-owned subsidiary of the Company. In consideration for the acquisition of Gunnar, the Company paid \$0.227 per share for the 7,500,000 outstanding common shares of Gunnar, which includes a \$100,000 commitment fee advanced to Gunnar in June 2017. As of closing of the acquisition, the Company has paid a total of \$1,700,000 (including the commitment fee) as purchase consideration.

The Company was considered the acquirer, and Gunnar was considered the acquiree in the transaction. Gunnar was incorporated in April 2017 and did not constitute an operating business; therefore, the transaction was not accounted for as a business combination under IFRS 3. The consideration paid in excess of net liabilities acquired was expensed to exploration expenditures.

TISDALE RESOURCES CORP. (Formerly Senator Minerals Inc.)
NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017
(Unaudited - Expressed in Canadian Dollars)

7. Acquisition of Subsidiaries, continued

Gunnar Minerals Corp., continued

The following table summarizes the consideration paid and the fair value of the identifiable liabilities assumed as of the date of acquisition:

Cash paid	\$ 1,700,000
Total consideration paid	1,700,000
Liabilities	(1,164)
Total value	(1,164)
Exploration expenditures	\$ 1,701,164

Keefe Lake Projects Inc.

On November 24, 2017, the Company acquired Keefe Lake Projects Inc. ("Keefe Lake"). Pursuant to a purchase agreement entered into by the Company, Keefe Lake and its shareholders, Urania Resource Corp. and Doctors, whereby the Company acquired all of the issued and outstanding share capital of Keefe Lake for 1,525,000 common shares of the Company. The shares were valued at \$1.88 per common share, based on the fair value of the shares on the date of TSX-V acceptance of this transaction.

The Company was considered the acquirer, and Keefe Lake was considered the acquiree in the transaction. Keefe Lake was incorporated in November 2017 and did not constitute an operating business; therefore, the transaction was not accounted for as a business combination under IFRS 3. The consideration paid in excess of net liabilities acquired was expensed to exploration expenditures.

The following table summarizes the consideration paid and the fair value of the identifiable liabilities assumed as of the date of acquisition:

Number of shares issued	1,525,000
Fair value of shares at acquisition date	\$ 1.88
Total consideration paid	\$ 2,867,000
Assets/Liabilities	-
Total value	-
Exploration expenditures	\$ 2,867,000

TISDALE RESOURCES CORP. (Formerly Senator Minerals Inc.)
NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017
(Unaudited - Expressed in Canadian Dollars)

8. Loan Payable

On March 29, 2018, the Company entered into a debt modification agreement with Apollo Innovative Solutions Inc. (the "Creditor"). The Creditor agreed to extend the term of the Company's outstanding debt of \$190,000 to July 1, 2019 and the Company agreed to pay 10% interest on the outstanding balance, payable on maturity of the note. As of September 30, 2018, the Company accrued \$9,630 in interest.

9. Share Capital

(a) Authorized:

Unlimited number of common shares without par value
Unlimited number of special shares issuable in series without par value

(b) Consolidation

Subsequent to period ended September 30, 2018, the Company has consolidated all its issued and outstanding share capital on a one-new-for-four-old basis (note 12). All figures as to the number of common shares, stock options, warrants, and loss-per-share in these consolidated interim financial statements have been retroactively restated to reflect the consolidation.

(c) Common shares issued:

On August 24, 2017, the Company completed a non-brokered private placement by issuing 480,769 common shares, at a price of \$5.20 per share, for total gross proceeds of \$2,500,000.

On November 24, 2017, pursuant to a share purchase agreement with Keefe Lake (note 7), the Company issued 1,525,000 common shares valued at \$2,867,000 or \$1.88 per common share issued.

(d) Warrants

The Company had no share purchase warrants outstanding as of September 30, 2018 and December 31, 2017.

(e) Stock options

The Company has a rolling incentive stock option plan that can reserve a maximum of 10% of the issued shares of the Company at the time of the stock option grant with no vesting provisions, but including the following terms:

- Each incentive share purchase option is personal to the grantee and may be neither assigned nor transferred to anyone else;

TISDALE RESOURCES CORP. (Formerly Senator Minerals Inc.)
NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017
(Unaudited - Expressed in Canadian Dollars)

9. Share Capital, continued

(e) Stock options, continued

- Individual incentive share purchase options will have no more than a maximum term of five (5) years from the date of their grant;
- Incentive share purchase options granted to any one individual in any 12-month period cannot exceed 5% of the issued and outstanding shares of the Company;
- Individual incentive share purchase options granted to any one consultant in any 12-month period shall not exceed 2% of the issued and outstanding shares of the Company; and
- Individual incentive share purchase option agreements granted to an employee or consultant conducting investor relations activities will not exceed an aggregate of 2% of the issued and outstanding shares of the Company in any 12-month period.

As at September 30, 2018 and December 31, 2017, the Company had no stock options outstanding.

10. Reserves

(a) Warrants reserve

This reserve records the incremental increase in the fair value of previously outstanding warrants resulting from a re-pricing.

(b) Share-based payments reserve

This reserve records items recognized as share-based compensation expense until such time that the stock options are exercised, at which time the corresponding amount will be transferred to share capital. If the options expire unexercised, the amounts recorded could potentially be transferred to deficit but the Company has elected to maintain them in the share-based payments reserve account.

11. Related Party Transactions and Balances

Related Party Transactions

Key management compensation for the nine months ended September 30, 2018 consisted of the following:

- Management fees in the amount of \$43,500 (2017 - \$26,500) were paid to companies controlled by directors of the Company.

TISDALE RESOURCES CORP. (Formerly Senator Minerals Inc.)
NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017
(Unaudited - Expressed in Canadian Dollars)

11. Related Party Transactions and Balances, continued

Related Party Balances

At September 30, 2018, included in trade payables was \$16,800 (December 31, 2017 - \$5,775) owing to companies controlled by directors of the Company.

As of September 30, 2018, included in amounts receivable was \$4,938 (December 31, 2017 - \$Nil) due from related party.

12. Subsequent Events

On February 5, 2018, the Company entered into an agreement to acquire all of the outstanding share capital of Uranium City Resources Inc. ("Uranium City"). Subject to existing royalty rights, Uranium City holds a 100% interest in the Crackingstone Uranium Project, which covers an area of approximately 2,407 hectares on the northeastern shore of Lake Athabasca in northeastern Saskatchewan, Canada.

In consideration for the outstanding share capital of Uranium City, the Company will issue 4,000,000 common shares. Completion of the transaction remains subject to approval of the TSX-V.

As at September 30, 2018, this transaction is not yet completed.

On November 14, 2018, pursuant to a directors' resolution passed on October 31, 2018, the Company has consolidated its capital on a one-new-for-four-old basis. At the date of consolidation, the Company had 10,369,904 common shares issued and outstanding and Nil escrow shares. The name of the Company has also been changed to Tisdale Resources Corp. and has a new trading symbol in the TSX-V as ("TRC").

Effective at the opening, November 15, 2018, the common shares of the Tisdale Resources Corp. will commence trading on the TSX-V and the common shares of Senator Minerals Inc. will be delisted.

TISDALE RESOURCES CORP. (Formerly Senator Minerals Inc.)
NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017
(Unaudited - Expressed in Canadian Dollars)

Schedule – Exploration and Evaluation Expenditures

Nine months ended September 30,	Property	Acquisition \$	Maintenance \$	Exploration \$	Total expended \$
2018					
	PNE	-	4,638	-	4,638
	Carter Lake	-	585	4,000	4,585
		-	5,223	4,000	9,223

Nine months ended September 30,	Property	Acquisition \$	Maintenance \$	Exploration \$	Total expended \$
2017					
	PNE	115,000	850	79,700	195,550
	Carter Lake	-	-	86,448	86,448
		115,000	850	166,148	281,998