

Condensed Interim Consolidated Financial Statements of

BLACKHAWK RESOURCE CORP.

For the three and six month periods ended December 31, 2017 and 2016

(Unaudited)

BLACKHAWK RESOURCE CORP.

Condensed Interim Consolidated Statement of Financial Position

As at	December 31, 2017	June 30, 2017
	(Unaudited)	(Audited)
Assets		
Cash and cash equivalents	\$ 14,075	\$ 30,707
Trade and other receivables (note 13(a))	15,711	11,700
Prepaid expenses and deposits	18,328	32,465
Investments at fair value – Short term loans (note 4)	–	162,561
Investments at fair value – Equity (note 4)	4,973,500	5,356,298
Property and equipment (note 5)	44,509	44,509
Lease reclamation deposits	123,836	123,126
	\$ 5,189,959	\$ 5,761,366
Liabilities and Shareholders' Equity		
Trade and other payables (note 13(b))	\$ 162,374	\$ 93,125
Decommissioning liabilities (note 6)	191,444	189,467
	353,818	282,592
Shareholders' equity		
Share capital (note 7)	7,492,253	7,492,253
Contributed surplus	846,680	846,680
Deficit	(3,502,792)	(2,860,159)
	4,836,141	5,478,774
	\$ 5,189,959	\$ 5,761,366

Subsequent event (note 16)

See accompanying notes to the condensed interim consolidated financial statements.

Approved for issuance by the Board of Directors on February 15, 2018

Signed "*Raymond Antony*" _____
Director

Signed "*Mike Smith*" _____
Director

BLACKHAWK RESOURCE CORP.Condensed Interim Consolidated Statements of Comprehensive Loss
(Unaudited)

December 31,	3 months		6 months	
	2017	2016	2017	2016
Revenues				
Net investment gain (losses)				
Net realized gain (loss) on disposal of investments	\$ 22,500	\$ (16,751)	\$ 5,992	\$ 33,569
Net change in unrealized loss on investments	(509)	(286,951)	(361,245)	(441,509)
Interest revenue	945	38,422	5,149	80,877
	22,936	(265,280)	(350,104)	(327,063)
Net revenue from oil and gas properties (note 9)	14,925	11,480	26,570	24,715
	37,861	(253,800)	(323,534)	(302,348)
Expenses				
General and administrative	92,403	98,778	183,073	192,121
Professional fees	33,840	22,029	55,179	24,891
Stock based compensation (note 7(c))	–	–	–	1,483
Transaction costs	–	1,210	560	1,580
Finance costs (note 8)	3,473	236	3,639	472
Oil and natural gas expenses (note 9)	46,145	24,247	76,648	52,984
	175,861	146,500	319,099	273,531
Net loss and comprehensive loss	\$ (138,000)	\$ (400,300)	\$ (642,633)	\$ (575,879)
Net loss per share (note 10):				
Basic and diluted	\$ (0.00)	\$ (0.01)	\$ (0.02)	\$ (0.01)

See accompanying notes to the condensed interim consolidated financial statements.

BLACKHAWK RESOURCE CORP.Condensed Interim Consolidated Statements of Changes in Equity
(Unaudited)

	Six month period	Year ended	Six month period
As at	December 31,	June 30,	December 31,
	2017	2017	2016
Share capital			
Balance, beginning of period	\$ 7,492,253	\$ 7,492,253	\$ 7,492,253
Balance, end of period	7,492,253	7,492,253	7,492,253
Contributed surplus			
Balance, beginning of period	846,680	845,197	845,197
Stock based compensation	–	1,483	1,483
Balance, end of period	846,680	846,680	846,680
Deficit			
Balance, beginning of period	(2,860,159)	(4,912,447)	(4,912,447)
Net income (loss) and comprehensive income (loss)	(642,633)	2,153,219	(575,879)
Dividend declared	–	(100,931)	(100,931)
Balance, end of period	(3,502,792)	(2,860,159)	(5,589,257)
Shareholders' equity	\$ 4,836,141	\$ 5,478,774	\$ 2,749,676

See accompanying notes to the condensed interim consolidated financial statements.

BLACKHAWK RESOURCE CORP.Condensed Interim Consolidated Statements of Cash Flows
(Unaudited)

Six month period ended December 31,	2017	2016
Cash provided by (used in):		
Operations:		
Net loss from continuing operations	\$ (642,633)	\$ (575,879)
Items not affecting cash:		
Net change in unrealized loss on investments	361,245	441,509
Stock based compensation	–	1,483
Accretion (note 9)	1,159	691
Revision of estimates in decommissioning liabilities (note 9)	818	1,164
Change in non-cash operating working capital:		
Trade and other receivables	(4,011)	(3,231)
Proceeds on disposal of investments, net of realized gain	218,314	419,846
Purchase of investments	(34,200)	(128,300)
Prepaid expenses and deposits	13,427	16,638
Trade and other payables	69,249	(93,478)
	(16,632)	80,443
Finance:		
Dividends paid	–	(100,931)
	–	(100,931)
Net change in cash and cash equivalents	(16,632)	(20,488)
Cash and cash equivalents, beginning of period	30,707	64,594
Cash and cash equivalents, end of period	\$ 14,075	\$ 44,106
Supplemental cash flow information:		
Interest received	\$ 3,405	\$ 80,877

See accompanying notes to the condensed interim consolidated financial statements.

BLACKHAWK RESOURCE CORP.

Notes to the Condensed Interim Consolidated Financial Statements, page 1
For the periods ended December 31, 2017 and 2016
(Unaudited)

1. General information:

Blackhawk Resource Corp. (the "Corporation") was incorporated under the Business Corporations Act (Alberta) on March 25, 1986.

The Corporation invests in equity and debt instruments of companies to generate positive returns for shareholders. The Corporation's current strategy is focused on investing mainly in the e-Sports industry throughout North America.

The Corporation's registered office is located at Suite 650, 816 7th Ave SW, Calgary, Alberta, T2P 1A1.

2. Basis of preparation:

The condensed interim consolidated financial statements for the three and six month periods ended December 31, 2017 and 2016 have been prepared in accordance with International accounting standard ("IAS") 34 - Interim Financial Reporting and are in accordance with International Financial Reporting Standards ("IFRS"). The condensed interim consolidated financial statements are presented in Canadian dollars. These condensed interim consolidated financial statements do not include all disclosure required for fair presentation and should be read in conjunction with the Corporation's June 30, 2017 yearend consolidated financial statements.

Statement of compliance

The preparation of financial statements in conformity with IFRS requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates. Areas where estimates are significant to the interim consolidated financial statements are disclosed in the Corporation's June 30, 2017 yearend consolidated financial statements.

The condensed interim consolidated financial statements have been prepared on a historical cost basis with some exceptions in accordance with IFRS, as detailed in the accounting policies set out in the Corporation's June 30, 2017 yearend financial statements. These policies have been applied consistently for all periods presented in these condensed interim consolidated financial statements.

3. Future accounting standards:

Certain new standards, interpretations, amendments and improvements to existing standards were issued by the IASB or International Financial Reporting Interpretations Committee ("IFRIC") that are mandatory for accounting periods beginning after October 1, 2017 or later periods. The standards impacted that are applicable to the Corporation are as follows:

a) IFRS 9, "Financial Instruments" final version was issued in July 2014, which reflects all phases of the financial instruments project and replaces IAS 39 'Financial Instruments: Recognition and Measurement' and all previous versions of IFRS 9. IFRS 9 introduces new requirements for classifying and measurement, impairments and hedge accounting for financial assets. IFRS 9 is effective for reporting periods beginning on or after January 1, 2018, with early application permitted. Retrospective application is required, but comparative information is not compulsory. The Corporation is currently assessing the impact of this standard.

b) IFRS 15, "Revenue from Contracts with Customers" was issued in May 2014 to replace IAS 18 "Revenue" and IAS 11 "Construction Contracts", and several revenue related interpretations. The new standard establishes a control-based revenue recognition model and provides additional guidance in many areas not covered in detail under existing IFRSs, including how to account for arrangements with multiple performance obligations, variable pricing, customer refund rights, supplier repurchase options and other common complexities. IFRS 15 is effective for reporting periods beginning on or after January 1, 2018. The Corporation is currently assessing the impact of this standard.

c.) IFRS 16 "Leases", was issued in January 2016, which provides guidance on accounting for leases. The new standard replaces IAS 17 "Leases" and related interpretations. IFRS 16 eliminates the distinction between operating leases and financing leases for lessees. The new standard is effective January 1, 2019 with earlier adoption permitted providing that IFRS 15 has been adopted. The new standard is required to be applied retrospectively, with a policy alternative of restating comparative prior periods or recognizing the cumulative adjustment in opening retained earnings at the date of adoption. The Corporation is assessing the impact of this standard.

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For the periods ended December 31, 2017 and 2016

4. Investments at fair value and financial instruments hierarchy:

Financial hierarchy:

The fair value measurements use a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The level in the hierarchy within which the fair value measurement is categorized is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety. The fair value hierarchy has the following levels:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1).
- Inputs other than quoted prices included within Level 1 that are observable for the asset or liability either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

Equity investments by sector consist of the following as at December 31, 2017:

Sector	Cost	Level 1	Level 2	Level 3	Total fair value	% of total fair value
Mining	\$508,166	\$ –	\$ –	\$178,000	\$178,000	4%
Technology and other	1,813,268	–	–	4,795,500	4,795,500	96%
Total	\$2,321,434	\$ –	\$ –	\$4,973,500	\$4,973,500	100%

Equity investments by sector consist of the following as at June 30, 2017:

Sector	Cost	Level 1	Level 2	Level 3	Total fair value	% of total fair value
Mining	\$508,166	\$3,000	\$ –	\$508,166	\$511,166	10%
Technology and other	1,834,822	17,410	32,222	4,795,500	4,845,132	90%
Total	\$2,342,988	\$20,410	\$32,222	\$5,303,666	\$5,356,298	100%

Level 1 instruments include shares and warrants actively traded in an active market, level 2 instruments include warrants held in public companies and, level 3 instruments include common shares held in private companies.

The fair value of warrants granted is estimated using the Black-Scholes pricing model, taking into account amounts that are believed to approximate the volatility of the trading price of the company's shares, the expected lives of the warrants, the fair value of the company's stock and the risk-free interest rate, as determined at the grant date. A 25% change in the volatility used to measure these instruments will result in a corresponding \$Nil (June 30, 2017 - \$4,960) change in the value of the investment.

The fair value of the level 3 investments of \$4,973,500 (June 30, 2017 - \$5,303,666) are subject to market risk, commodity risk and change in demand in the mining and technology industry. A 5% change in the stock price used to fair value these instruments will result in a corresponding \$248,675 (June 30, 2017 - \$265,183) change in the value of the investment.

The sensitivity analysis is intended to reflect the uncertainty inherent in the valuation of these investments under current market conditions. The analysis does not indicate a probability of such changes occurring and it does not necessarily represent the Corporation's view of expected future changes in the fair value of these investments. Any management actions that may be taken to mitigate the inherent risks are not reflected in this analysis.

In accordance with IFRS 10, the fair value of the Corporation's investments includes the fair value of an entity that is controlled by the Corporation.

The fair value of the common shares included in level 3 of \$4,973,500 (June 30, 2017 - \$5,303,666) consists of two separate related party investments, Redwing Energy Services Ltd. ("Redwing") and UMG Media Corp. ("UMG"). Each investment has been evaluated based on available data from the corporations involved.

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Notes to the Condensed Interim Consolidated Financial Statements, page 3
For the periods ended December 31, 2017 and 2016

4. Investments at fair value and financial instruments hierarchy (continued):

Since June 30, 2017, the Corporation has incurred a write down of its holdings in Redwing. As at December 31, 2017, the Corporation held 50% of the common shares of Redwing and incurred a \$330,166 unrealized loss for the three-month period. Redwing is a shallow drilling company focused in the mining industry and has a related director and officer. Blackhawk's holdings in Redwing have a cost of \$508,166 and were acquired as a transfer of shares for the settlement of a short-term loan with an unrelated party on June 1, 2017.

Since June 30, 2017, the Corporation has been informed of significant changes to the operations at the mine in which the investment operates, including the cancellation of the contract under which Redwing operated, and has reduced the fair value of the investment to equal the net value of the equipment held by the investment which the Corporation believes represents its fair value at this time. The fair value of Redwing at December 31, 2017, was \$178,000. The Corporation is reviewing options available to recover additional amounts from the previous note holder.

UMG, an e-Sports company that is involved in both live tournament events and online match play, with two related directors and officers in common, had an unrealized gain on investment of \$3,437,500 as at June 30, 2017 with a cost of \$1,358,000, giving it a fair value of \$4,795,500 at December 31, 2017, which the Corporation determined based on the most recent private placements completed in 2017.

In May, 2016, the Corporation participated in a private placement of UMG in the amount of \$1,250,000 at \$0.40 per share giving the Corporation approximately 63% ownership in UMG. The Corporation also entered into a loan agreement with UMG for a maximum of \$100,000, incurring 15% interest and due in full by March 31, 2017. This loan and accrued interest of \$8,000 was converted into additional shares of UMG in February 2017, at a price of \$1.50 per share, resulting in the Corporation owning 3,197,000 common shares. Since the initial purchase, UMG closed additional private placements at \$0.40 per share in July, 2016, and at \$1.50 per share in several private placements throughout 2017, diluting the Corporations ownership to 21.7% as at December 31, 2017 (June 30, 2017 – 29%). These shares are unrestricted, common shares.

On February 2, 2018, the Corporation announced it had entered into a letter of intent dated January 21, 2018 with respect to a business combination with UMG (see note 16).

Short term loan investments consist of the following:

	December 31, 2017	June 30, 2017
Short term loans	\$ –	\$162,561
Total loan investments	\$ –	\$162,561

In June, 2017, the Corporation settled one of its short term loans for shares of Redwing in the amount of \$508,166 for 400 common shares, which gave the Corporation 50% ownership in Redwing, a shallow drilling company focused in the mining industry in Alberta.

The carrying value of the Corporation's short term loans approximates their fair value due to the short term nature of these loans and would be included in level 3 of the financial instruments hierarchy. Short term loans include loans issued for a period of 12 months or less at an average interest rate of Nil (June 30, 2017 – 21%).

On September 30, 2017, the Corporation wrote down \$25,000 (June 30, 2017 - \$181,864) worth of short term loans as they were deemed uncollectable. On December 21, 2017, the Corporation was able to collect on \$22,500 of the short term loans written down. The Corporation had begun the process to enforce collection on \$Nil (June 30, 2017 - \$155,617) of the short term loans written down.

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5. Property, and equipment:

The Corporation's property, and equipment are composed of the following:

	December 31, 2017	June 30, 2017
Provost Area GORR	\$44,509	\$44,509
Total property, and equipment	\$44,509	\$44,509

The Corporation's oil and gas properties at December 31, 2017 and June 30, 2017 consisted of 2 CGUs, the Greencourt Area and the Wood River Area. These CGUs have a total cost of \$518,740 (June 30, 2017 - \$518,740) and accumulated depletion and impairment of \$518,740 (June 30, 2017 - \$518,740).

6. Decommissioning liabilities:

	December 31, 2017	June 30, 2017
Balance, beginning of period	\$189,467	\$194,357
Accretion	1,159	1,374
Decommissioning costs incurred	—	(535)
Revision of estimates	818	(5,729)
Balance, end of period	\$191,444	\$189,467

The Corporation estimates the total undiscounted amount of cash flow required to settle its decommissioning liabilities as at December 31, 2017 is approximately \$200,400 (June 30, 2017 - \$196,400) expected to be incurred over the next 10 years. An inflation factor of 3% per annum (June 30, 2017 - 3% per annum) was applied to determine the expected future costs and an average risk free rate of 1.73% was used to calculate the present value of the estimated future decommissioning liabilities at December 31, 2017 (June 30, 2017 - 0.74%).

7. Share capital:

a.) Authorized:

Unlimited number of common voting shares and preferred shares

b.) Issued:

	Number of Shares	Amount
Balance, December 31, 2017 and June 30, 2017	41,196,374	\$7,492,253

c.) Stock options:

The Corporation has implemented a stock option plan for Directors, Officers, employees, and consultants. The exercise price of each option approximates the market price for the common shares on the date the option was granted. Options granted under the plan generally vest over an eighteen month period from the date of the grant and expire five years after the grant date. The maximum number of common shares to be issued upon the exercise of options granted under the plan is 4,119,637 (June 30, 2017 - 4,119,637) common shares. The details of this plan are as follows:

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7. Share capital (continued):

	<u>December 31, 2017</u>		<u>June 30, 2017</u>	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Options outstanding, beginning of period	2,400,000	\$0.10	3,266,666	\$0.15
Expired	–	–	(866,666)	\$0.30
Options outstanding, end of period	2,400,000	\$0.10	2,400,000	\$0.10
Exercisable, end of period	2,400,000	\$0.10	2,400,000	\$0.10

The following table summarizes information about stock options outstanding and exercisable at December 31, 2017 and June 30, 2017:

Exercise Prices	Number	Weighted Average Remaining Life	Weighted Average Exercise Price
\$0.10	600,000	0.97 years	\$0.10
\$0.10	300,000	1.17 years	\$0.10
\$0.10	1,500,000	2.60 years	\$0.10
	2,400,000	2.01 years	\$0.10

For the three and six month period ended December 31, 2017, the Corporation recorded stock based compensation expense of \$Nil (2016 - \$1,483) relating to options granted in 2016. The fair value of each option granted is estimated on the date of grant using the Black-Scholes option pricing model with weighted average assumptions for grants as follows:

	2016
Risk-free interest rate	0.72%
Expected life of options	5 years
Expected volatility	137.69%
Forfeiture rate	0.00%
Dividend per option	0.0042
Weighted average fair value per option	\$0.04

8. Finance costs:

The Corporation's finance costs consist of the following:

Three months ended December 31,	2017	2016
Bank fees	\$89	\$166
Interest expenses	3,384	70
Finance costs	\$3,473	\$236

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For the periods ended December 31, 2017 and 2016

8. Finance costs (continued):

Six months ended December 31,	2017	2016
Bank fees	\$255	\$368
Interest expenses	3,384	104
Finance costs	\$3,639	\$472

9. Oil and natural gas revenues and expenses:

The Corporation's oil and natural gas revenues and expenses consist of the following:

Three months ended December 31,	2017	2016
Net revenue from oil and natural gas properties:		
Oil and natural gas revenue	\$14,925	\$11,480
Less royalties	—	—
Net revenue from oil and natural gas properties	\$14,925	\$11,480
Oil and natural gas expenses:		
Accretion	583	347
Revision of estimates in decommissioning liabilities	(958)	(2,530)
Field operating costs	46,520	26,430
Oil and natural gas expenses	\$46,145	\$24,247
Six months ended December 31,		
Net revenue from oil and natural gas properties:		
Oil and natural gas revenue	\$26,570	\$24,715
Less royalties	—	—
Net revenue from oil and natural gas properties	\$26,570	\$24,715
Oil and natural gas expenses:		
Accretion	1,159	691
Revision of estimates in decommissioning liabilities	818	1,164
Field operating costs	74,671	51,129
Oil and natural gas expenses	\$76,648	\$52,984

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For the periods ended December 31, 2017 and 2016

10. Per share amounts:

Net loss per share on a diluted weighted average basis is the same as that presented for basic as all factors are anti-dilutive. The number of shares that have been included in the computation of basic and diluted loss per share are as follows:

December 31,	2017	2016
Weighted average shares outstanding, basic and diluted	41,196,374	41,196,374

11. Key management compensation and related party transactions:

a.) Key management compensation

Key management personnel are composed of the Corporation's Directors and Officers.

For the three month period ended December 31, 2017, the Corporation incurred consulting fees of \$56,250 (2016 - \$52,500), and directors fees of \$6,250 (2016 - \$6,250), paid to companies which are controlled by key management of the Corporation, which are included in general and administrative expenses on the consolidated statement of comprehensive loss. The Corporation also incurred \$Nil (2016 - \$1,384) in stock based compensation for options issued to key management. At December 31, 2017, \$6,250 in directors fees remained outstanding (2016 - \$6,250).

For the six month period ended December 31, 2017, the Corporation incurred consulting fees of \$108,750 (2016 - \$106,800), and directors fees of \$12,500 (2016 - \$12,500), paid to companies which are controlled by key management of the Corporation, which are included in general and administrative expenses on the consolidated statement of comprehensive loss. The Corporation also incurred \$Nil (2016 - \$1,384) in stock based compensation for options issued to key management. At December 31, 2017, \$6,250 in directors fees remained outstanding (2016 - \$6,250).

b.) Related party transactions (not mentioned elsewhere in the financial statements - see Note 4)

During the three month period ended December 31, 2017, the Corporation incurred legal costs of \$9,984 (2016 - \$5,300) with a law firm in which the Corporate secretary is a Partner. The legal costs incurred were in the normal course of operations and were based on the exchange value of the service provided. Of the legal services provided, \$475 was included in trade and other payables at December 31, 2017 (2016 - \$Nil).

During the six month period ended December 31, 2017, the Corporation incurred legal costs of \$14,568 (2016 - \$5,858) with a law firm in which the Corporate secretary is a Partner. The legal costs incurred were in the normal course of operations and were based on the exchange value of the service provided. Of the legal services provided, \$475 was included in trade and other payables at December 31, 2017 (2016 - \$Nil).

For the three and six month period ended December 31, 2017, the Corporation owned common shares in a certain publicly traded companies that had a former common director with a total fair value of \$Nil (2016 - \$153,986) as at December 31, 2017. For the year ended June 30, 2017, the Corporation recognized \$76,625 in realized losses and \$291,858 in unrealized investment losses on former related parties. The investments were entered into under the same terms as other non-related investments.

12. Financial instruments:

The carrying values of the Corporation's financial instruments by category were as follows:

December 31, 2017	Fair value through profit or loss	Loans and receivables at amortized cost	Financial liabilities at amortized cost
Asset (liability)			
Cash and cash equivalents	\$ -	\$14,075	\$ -
Trade and other receivables	-	15,711	-
Investments at fair value - Equity	4,973,500	-	-
Trade and other payables	-	-	(162,374)
	\$4,973,500	\$29,786	\$(162,374)

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12. Financial instruments (continued):

June 30, 2017			
Asset (liability)	Fair value through profit or loss	Loans and receivables at amortized cost	Financial liabilities at amortized cost
Cash and cash equivalents	\$ -	\$30,707	\$ -
Trade and other receivables	-	11,700	-
Investments at fair value – Equity	5,356,298	-	-
Investments at fair value – Short term loans	162,561	-	-
Trade and other payables	-	-	(93,125)
	\$5,518,859	\$42,407	\$(93,125)

The carrying value of the Corporation's financial instruments, excluding investments at fair value (note 4), approximate their fair value due to the short term nature of these instruments.

13. Risk Management:

Financial instruments risks:

The use of financial instruments can expose the Corporation to several risks including credit, liquidity, and market risks. A discussion of the Corporation's use of financial instruments and their associated risks is provided below.

a.) Credit risk:

The Corporation is subject to credit risk on its cash and cash equivalents, trade and other receivables, short term loans at fair value and equity investments at fair value.

Cash and cash equivalents, when outstanding, consist of cash bank balances and short-term deposits maturing in 90 days or less. The Corporation manages the credit exposure related to short term investments by selecting counter parties based on credit ratings and monitors all investments to ensure a stable return. The maximum credit risk exposure associated with the Corporation's financial assets is the carrying value.

At December 31, 2017, the Corporation's trade and other receivables of \$15,711 (June 30, 2017 - \$11,700) consisted of \$Nil (June 30, 2017 - \$2,400) due from joint venture partners, \$15,711 (June 30, 2017 - \$4,305) from refundable GST and \$Nil (June 30, 2017 - \$4,995) of other receivables.

The Corporation's receivables are normally collected within a 60-90 day period.

The Corporation manages its credit risk on equity and loan investments through thoughtful planning, significant due diligence of investment opportunities and by conducting activities in accordance with the investment policies that are approved by the Board of Directors. Management review the financial conditions of its investee companies regularly.

b.) Liquidity risk:

Liquidity risk is the risk that the Corporation will not be able to meet its financial obligations as they are due. The Corporation's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due, without incurring unacceptable losses or risking harm to the Corporation's reputation.

The following are the contractual maturities of financial liabilities as at December 31, 2017:

Financial Liabilities	< One Year	> One Year
Trade and other payables	\$162,374	\$ -
Total	\$162,374	\$ -

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13. Risk Management (continued):

The following are the contractual maturities of financial liabilities as at June 30, 2017:

Financial Liabilities	< One Year	> One Year
Trade and other payables	\$93,125	\$ –
Total	\$93,125	\$ –

c.) Market risk:

Market risk is the risk that the fair value of, or future cash flows from, the Corporation's financial instruments will significantly fluctuate due to changes in market prices. The value of the financial instruments can be affected by changes in equity and commodity prices. The Corporation is exposed to market risk in trading its investments and unfavourable market conditions could result in dispositions of investments at less than favourable prices.

Additionally the Corporation is required to fair value its investments held for trading at the end of each reporting period. This process could result in significant write-downs of the Corporation's investments over one or more reporting periods, particularly during periods of overall market instability, which would have a significant unfavourable effect on the Corporation's financial position.

- Equity price risk is defined as the potential adverse impact on the Corporation's loss due to movements in individual equity prices or general movements in the level of stock market on traded investments. The Corporation has a concentration of equity price risk due to two of its investments being worth 99% of its portfolio. The Corporation sets thresholds on purchases of investments over which approval of the Board of Directors is required.

During periods of significant broader market volatility or volatility experienced by the resource or commodity markets, the value of the Corporation's investment portfolio can be quite vulnerable to market fluctuations. A 5% change in the closing trade price of the Corporation's held for trading investments would result in a \$248,675 (June 30, 2017 - \$267,815) change in unrealized gain (loss) on investments.

- Commodity price risk is the risk that the fair value or future cash flows will fluctuate as a result of changes in commodity prices. Commodity prices for petroleum and natural gas are impacted by not only the relationship between the Canadian and United States dollar, but also world economic events that dictate the levels of supply and demand.

14. Capital disclosures:

As at December 31, 2017, in the definition of capital, the Corporation includes shareholders' equity of \$4,836,141 (June 30, 2017 - \$5,478,774). The Corporation's objectives when managing capital is to safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders.

The Corporation sets the amount of capital in proportion to risk. The Corporation manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Corporation may issue new shares, or engage in debt financing. The Corporation is not exposed to externally imposed capital requirements.

15. Commitments:

As at December 31, 2017, the Corporation had the following outstanding commitments:

December 31,	2018	2019	2020	Total
Office lease	\$47,440	\$63,253	\$47,440	\$158,133
Number of months	9	12	9	30

BLACKHAWK RESOURCE CORP.

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16. Subsequent event:

On February 2, 2018, the Corporation announced it had entered into a letter of intent dated January 21, 2018 with respect to a business combination with UMG (the "Transaction"), whereby the Corporation will acquire all of the issued and outstanding common shares of UMG. As of February 2, 2018, the Corporation owns approximately 19.2% of the common shares of UMG.

The Transaction will be undertaken by means of a plan of arrangement (the "Arrangement") under the *Business Corporations Act* (British Columbia). Following completion of the Transaction, the Corporation will issue approximately 220,000,000 common shares to UMG shareholders, at a deemed price of \$0.12 per common share for aggregate deemed consideration of \$26,400,000, excluding any common shares issuable on exercise of existing UMG warrants and options, which will constitute approximately 84% of the then outstanding common shares.

As of the effective date of the Transaction, all outstanding UMG warrants and options will remain outstanding and will continue to be governed by the terms and provisions of the warrant certificates and option commitments, respectively; however, the holder will be entitled upon the exercise thereof to receive common shares of the Corporation based on the above noted exchange ratio. The Transaction will be considered a Change of Business and a Reverse Takeover of Blackhawk in accordance with Policy 5.2 of the TSX Venture Exchange (the "TSXV").