IDAHO CHAMPION GOLD MINES LTD.

Condensed Interim Consolidated Financial Statements

Unaudited

Three Months Ended March 31, 2018 and 2017

(Expressed in Canadian Dollars)

NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the condensed interim consolidated financial statements, the statements must be accompanied by a notice indicating that the condensed interim consolidated financial statements have not been reviewed by the auditor. The Company's independent auditor has not performed a review of these condensed interim consolidated financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of condensed interim consolidated financial statements by an entity's auditor.

"Signed"

Jonathan Buick

Jonathan Buick
Chief Executive Officer

Julio DiGirolamo

Julio DiGirolamo CPA,CA
Chief Financial Officer

IDAHO CHAMPION GOLD MINES LTD.

Condensed Interim Consolidated Statements of Financial Position (unaudited)

Expressed in Canadian dollars

		March 31, 2018		**December 31, 2017**
ASSETS				
Current assets				
Cash	**$**	**186,115**	$	338,115
Accounts receivable and prepaids		**130,804**		30,945
Subscription receivable		**47,708**		87,815
	$	**364,627**	$	456,875
LIABILITIES AND SHAREHOLDERS' (DEFICIENCY) EQUITY				
Current liabilities				
Accounts payable and accrued liabilities (*Notes 10 and 12)*	**$**	**106,534**	$	171,658
		106,534		171,658
Shareholders' (deficiency) equity				
Share capital *(Note 7)*		**2,138,113**		1,886,022
Shares to be issued *(Note 7)*		**49,347**		94,359
Deficit		**(1,929,812)**		(1,695,164)
		258,093		285,217
	$	**364,627**	$	456,875

Going Concern *(Note 1)*
Commitments and Contingencies *(Note 12 and 13)*

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

On behalf of the Board,

"Signed"	"Signed"
Jonathan Buick	Bruce Reid
Jonathan Buick	Bruce Reid
Director	Director

IDAHO CHAMPION GOLD MINES LTD.

Interim Condensed Consolidated Statements of Loss and Comprehensive Loss (unaudited)

For the three months ended March 31,

Expressed in Canadian dollars

	2018	2017
Expenses		
Project costs *(Note 6)*	**$ 185,399**	$ 40,841
Shareholder and investor relations	**14,296**	1,650
Management fees *(Note 10)*	**52,739**	---
Professional fees and consulting	**6,083**	591
General administrative costs	**6,831**	103
Foreign exchange (gain)	**(31,145)**	---
Net loss and comprehensive loss for the period	**$(234,203)**	$ (43,185)
Loss per common share *(Note 11)*	**$ (0.01)**	$ (43.19)
Weighted average number of shares outstanding during the period – basic and diluted	**20,199,444**	1,000

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

IDAHO CHAMPION GOLD MINES LTD.

Condensed Interim Consolidated Statements of Changes in Shareholders' (Deficiency) Equity

(unaudited)

For the three months ended March 31, 2018 and 2017

Expressed in Canadian dollars

	Shares Outstanding	Share Capital	Shares to be issued	Deficit	Total
Balance at December 31, 2016	**1,000**	**$ 20**	**$ ---**	**$ (457,118)**	**$(457,098)**
Net loss for the period	**---**	**---**	**---**	**(43,185)**	**(43,185)**
Issue of share capital – performance shares *(Note 7(ii))*	**---**	**---**	**447,669**	**---**	**447,669**
Balance at March 31, 2017	**1,000**	**$20**	**$ 447,669**	**$ (500,303)**	**$ (52,614)**
Balance at December 31, 2017	**19,025,000**	**$1,886,022**	**$ 94,359**	**$(1,695,164)**	**$ 285,217**
Net loss for the period	**---**	**---**	**---**	**(234,203)**	**(234,203)**
Issue of share capital – property payment *(Note 7(v))*	**250,000**	**64,470**	**---**	**---**	**64,470**
Issue of share capital – performance shares *(Note 7(ii))*	**1,850,000**	**46,747**	**(45,012)**	**---**	**1,735**
Issue of share capital – private placement *(Note 7(iii))*	**550,000**	**140,874**	**---**	**---**	**140,874**
Balance at March 31, 2018	**21,675,000**	**$2,138,113**	**$ 49,347**	**$(1,929,367)**	**$ 258,093**

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

IDAHO CHAMPION GOLD MINES LTD.

Condensed Interim Consolidated Statements of Cash Flows (unaudited)

For the three months ended March 31, 2018 and 2017

Expressed in Canadian dollars

	2018	2017
CASH PROVIDED BY (USED IN):		
OPERATING ACTIVITIES		
Net loss for the period	**$ (237,648)**	$ (43,185)
Foreign currency translation	**3,445**	---
Net change in non-cash working capital balances:		
Accounts receivable and prepaids	**(99,859)**	---
Accounts payable and accrued liabilities	**65,124**	41,312
	(399,186)	(1,873)
FINANCING ACTIVITIES		
Issuance of common shares	**252,091**	---
Shares to be issued	**(6,544)**	---
	247,186	---
Net decrease in cash	**(152,000)**	(1,873)
Cash, beginning of the year	**338,115**	4,362
Cash, end of the year	**$ 186,115**	$ 2,489

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

1. Nature of Operations and Going Concern

Idaho Champion Gold Mines Ltd. (the "**Company**" or "**Champion**") was incorporated under the laws of the Province of Ontario on June 16, 2016. The Company is engaged in the acquisition, exploration and development of natural resources. The address of the registered office is Suite 2702, 401 Bay Street Toronto, Ontario, M5H 2Y4. At March 31, 2018, the Company was private and not listed on any stock exchange.

On September 18, 2018, Champion and GoldTrain Resources Inc. ("GoldTrain") completed a reverse takeover transaction pursuant to which a wholly-owned subsidiary of GoldTrain amalgamated with Champion and continued as one company, Idaho Champion Gold Mines Ltd., with the shareholders of Champion receiving shares of GoldTrain and acquiring control of GoldTrain, which had changed its name to Idaho Champion Gold Mines Canada Inc. The Company is listed on the Canadian Securities Exchange ("CSE") under the symbol ITKO.

These unaudited condensed interim consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern which assumes the realization of assets and discharge of liabilities in the normal course of business. Accordingly, they do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and liquidate its liabilities and commitments in other than the normal course of business and at amounts different from those in the accompanying consolidated financial statements; such adjustments could be material.

Mineral exploration projects, even when successful, require large amounts of exploration investment to prove mineable reserves, generally over long periods of time, prior to commencement of production. The ability of the Company to continue as a going concern is dependent upon, among other things, being able to obtain additional financing, the continued support of its existing shareholders, and the outlining and development of commercial deposits of metals at its project to generate positive cash flows from operations. While the Company has been successful in securing financing and identifying suitable properties to date, there is no assurance that the Company will continue to be successful in achieving these objectives.

The ability of the Company to realize the costs it has incurred to date on its properties is dependent upon the Company being able to identify economically recoverable reserves, to finance their development costs and to resolve any environmental, regulatory or other constraints, which may hinder the successful development of the reserves. Although the Company has taken steps to verify title to the properties on which it is conducting exploration and development activities and in which it has an interest, in accordance with industry standards for the current stage of exploration and development of such properties, these procedures do not guarantee the Company's title. Property title may be subject to government licensing requirements or regulations, unregistered prior agreements, unregistered claims, and non-compliance with regulatory and environmental requirements.

The unaudited condensed interim consolidated financial statements of the Company for the periods ended March 31, 2018 and 2017 were authorized for issue in accordance with a resolution of the directors dated March 13, 2019.

2. Basis of Presentation

Statement of compliance:

These unaudited condensed interim consolidated financial statements, including comparatives, have been prepared in accordance with International Accounting Standards ("IAS") 34 'Interim Financial Reporting' ("IAS 34") using accounting policies consistent with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). Except as noted below, the accounting policies followed by these unaudited condensed interim consolidated financial statements were applied on a consistent basis as those applied in the Company's audited annual consolidated financial statements for the year ended December 31, 2017 and should be read in conjunction with those statements.

Basis of Measurement:

These unaudited condensed interim consolidated financial statements were prepared on a going concern basis, under the historical cost convention.

Use of Estimates and Judgments:

The preparation of unaudited condensed interim consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated 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 consolidated financial statements are disclosed in Note 4. These financial statements are presented in Canadian dollars, which is the Company's functional currency.

3. Summary of Significant Accounting Policies

Basis of Consolidation

These unaudited condensed interim consolidated financial statements include the accounts of Champion and its wholly-owned subsidiaries: Idaho Champion Gold Mines USA, Inc. and Idaho Champion Gold Mines LLC. Control is achieved when Champion has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The results of subsidiaries acquired or disposed of during the period are included in the Condensed Interim Consolidated Statements of Loss and Comprehensive Loss from the effective date of acquisition or to the date of disposal. Intergroup balances and transactions are eliminated on consolidation.

Functional and Presentation Currency

These unaudited condensed interim consolidated financial statements are presented in Canadian dollars, which is the Company's presentation currency. Champion's functional currency is the Canadian dollar. See Note 4.

Monetary assets and liabilities are translated at the closing rate at the date of the balance sheet. Non-monetary assets are translated at historical rates. Income and expenses are translated at the exchange rates at the dates of the transactions. All resulting exchanges differences are recognized in income (loss).

4. Critical Judgments and Accounting Estimates

Measurement Uncertainty

The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of the accounting policies to financial information presented. Actual results may differ from the estimates, assumptions and judgments made. Estimates and underlying assumptions are reviewed on an ongoing basis. Changes made to estimates are reflected in the period the changes are made.

The key sources of estimation uncertainty that have a significant risk of causing material adjustment to the amounts recognized in the consolidated financial statements are:

Significant accounting judgments

The critical judgments that the Company's management has made in the process of applying the Company's accounting policies, apart from those involving estimations that have the most significant effect on the amounts recognized in the Company's financial statements, are related to the functional currency assessment, related parties, the provision for reclamation and obligation, when and if deferred taxes are recoverable and the assumption that the Company will continue as a going concern.

The Company made a determination that its functional currency and that of its subsidiaries is the Canadian dollar. Management considered all of the relevant primary and secondary factors in making this determination.

5. New Accounting Standards

Certain new standards, interpretations, amendments and improvements to existing standards were issued by the IASB or IFRIC. Some updates that are not applicable or are not consequential to the Company may have been excluded from the list below. None of these is expected to have a significant effect on the Consolidated Financial Statements of the Company.

The IASB has issued IFRS 9 Financial Instruments ("IFRS 9") which replaced IAS 39 Financial Instruments Recognition and Measurement. The replacement standard has the following significant components: establishes two primary measurement categories for financial assets — amortized cost and fair value; establishes criteria for classification of financial assets within the measurement category based on business model and cash flow characteristics; and eliminates existing held-to-maturity, available-for-sale and loans and receivable categories. The Company adopted IFRS 9 effective January 1, 2018 and it did not have a material impact on the financial statements.

IFRS 15 Revenue from Contracts with Customers ("IFRS 15") was issued by the IASB in May 2014. IFRS 15 provides a comprehensive framework for recognition, measurement and disclosure of revenue from contracts with customers, excluding contracts within the scope of the standards on leases, insurance contracts and financial instruments. IFRS 15 was adopted January 1, 2018 and, as the Company does not have any revenues, it did not have a material impact on the financial statements.

IFRS 16 Leases ("IFRS 16") was issued by the IASB in January 2016 and will replace IAS 17 Leases ("IAS 17"). Under IFRS 16, a lease will exist when a customer controls the right to use an identified asset as demonstrated by the customer having exclusive use of the asset for a period of time. IFRS 16 introduces a single accounting model for lessees and all leases will require an asset and liability to be recognized on the statement of financial position at inception. The accounting treatment for lessors will remain largely the same as under IAS 17. The standard is effective for the annual periods beginning on or after January 1, 2019 with early adoption permitted. The Company has not yet assessed the impact of this standard.

Expressed in Canadian dollars unless otherwise indicated

6. Exploration Properties

In August 2016, the Company signed an agreement to acquire 100% of the Baner Property in Idaho, USA. Pursuant to this agreement, a US$250,000 payment was made in October 2016 and a final US$250,000 payment was made in October 2017. With the October 2017 payment, Champion now owns 100% of the Baner property.

Champion staked 113 claims totalling 945 hectares, comprising the Champagne property in February 2018. The property hosts the past-producing Champagne mine, which was in production from 1990 to 1993.

7. Share Capital

Authorized

Unlimited number of common shares

Common Shares Issued:	**Number of Shares**		**Amount**
Balance, June 16, 2016 and December 31, 2016 *(Note 7(i))*	**1,000**	**$**	**20**
Issued on settlement of debt *(Note 7 (ii) and Note (13))*	9,999,000		533,645
Issued as performance shares *(Note 7 (ii)*	4,500,000		219,687
Issued on private placements *(Note 7 (iii))*	4,525,000		1,140,670
Share issue costs	---		(8,000)
Balance, December 31, 2017	**19,025,000**	**$**	**1,886,022**
Issued as performance shares *(Note 7 (ii))*	1,850,000		46,747
Issued on private placements *(Note 7(iv))*	550,000		140,874
Issued on property purchase *(Note 7(v))*	250,000		64,470
Balance, March 31, 2018	**21,675,000**	**$**	**2,138,113**

(i) At the time of incorporation on June 16, 2016, the Company issued 1,000 shares for a nominal value of $20, or $0.02 per share.

(ii) Champion had a total of 18 million shares reserved for issuance to persons instrumental in the establishment of the Company and managing the start-up process ("Performance Shares"). These shares were issuable at either US$0.02 or US$0.10 at the discretion of Management. As at December 31, 2017, a total of 14,500,000 of these Performance Shares had been issued at an average price of $0.05 per share. At December 31, 2017, the Company had received subscription agreements for the remaining 3,500,000 Performance Shares but consideration therefor was not received. Consequently, these are noted as "Shares to be issued" on the Statement of Financial Position. During the first quarter of 2018, an additional 1,850,000 Performance Shares were issued for proceeds of $46,747.

(iii) Pursuant to its ongoing financing, as at December 31, 2017, the Company issued a total of 4,525,000 common shares for proceeds of $1,140,670.

(iv) Pursuant to its ongoing financing, from January 1, 2018 through March 31, 2018, the Company issued a total of 550,000 common shares for proceeds of $140,874.

(v) On November 13, 2017, the Company signed an agreement to purchase geologic data owned by a third party ("Bill of Sale"). Pursuant to this Bill of Sale, Champion has to make certain cash payments and issue, before March 31, 2018, 250,000 shares at a price of US$0.20 per share at total value of US$50,000. These shares were issued in March 2018. See Note 12.

Expressed in Canadian dollars unless otherwise indicated

8. Capital Management

The Company's objective when managing capital is to safeguard its ability to continue as a going concern, so that it can continue to provide returns to shareholders and benefits for other stakeholders. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying natural resource properties. The Company's objective is met by retaining adequate equity to guard against the possibility that cash flows from assets will not be sufficient to meet future cash flow requirements. The Company considers its capital structure to include cash and working capital. In order to maintain or adjust the capital structure, the Company may from time to time issue shares and adjust its capital spending to manage current and projected debt levels. To assess capital and operating efficiency and financial strength, the Company continually monitors its net cash and working capital.

9. Financial Instruments and Risk Management

Set out below is a comparison, by category, of the carrying amounts and fair values of all of the Company's financial instruments that are carried in the financial statements and how the fair value of financial instruments is measured.

Fair values

Fair value represents the price at which a financial instrument could be exchanged in an orderly market, in an arm's length transaction between knowledgeable and willing parties who are under no compulsion to act.

The Company classifies the fair value of the financial instruments according to the following hierarchy based on the amount of observable inputs used to value the instrument.

The following table provides an analysis of the financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in the active market for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices that are observable for the asset or liability, either directly (i.e. prices) or indirectly (derived from prices).
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

As at March 31, 2018 and December 31, 2017, the Company did not have any financial instruments measured at fair value.

Categories of Financial Instruments	March 31, 2018	December 31, 2017
Financial Assets—other receivables		
Cash	**$ 186,115**	$ 338,115
Accounts receivable and prepaids	**130,804**	30,945
Financial Liabilities—other financial liabilities		
Accounts payable and accrued liabilities	**$ 106,534**	$ 171,658

The fair values of all the Company's financial instruments approximate the carrying value due to the short-term nature of the financial instruments. The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk (currency fluctuations, interest rates and commodity prices). The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance.

9. Financial Instruments and Risk Management (Cont'd)

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they come due. The Company has established a standard of ensuring that it has enough resources available to withstand any downturn in the industry. As the Company's industry is very capital intensive, the majority of its spending is related to its capital programs. The Company prepares periodic capital expenditure budgets, which are regularly monitored and updated as considered necessary. Further, the Company utilizes authorizations for expenditures on both operated and non-operated projects to further manage capital expenditures. The Company's goal is to prudently spend its capital while maintaining its credit reputation amongst its suppliers. The Company also mitigates liquidity risk by maintaining an insurance program to minimize exposure to insurable losses.

Market Risk

Market risk is the risk that changes in interest rates, foreign exchange rates and commodity and equity prices will affect the Company's net earnings or loss or the value of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable limits, while maximizing returns.

Interest rate risk

The Company has cash balances and no interest-bearing debt. The Company's current policy is to invest excess cash in certificates of deposit issued by a Canadian chartered bank with which it keeps its bank accounts. The Company periodically monitors the investments it makes and is satisfied with the creditworthiness of the Canadian chartered bank.

Foreign exchange risk

The Company engages in transactions and activities in currencies other than its reported currency. The Company's exploration activities are in the United States of America. Ongoing exploration expenses, assets and liabilities are exposed to foreign exchange fluctuations. The Company's exploration expenses are primarily transacted in US dollars.

Commodity and equity risk

The Company is exposed to price risk with respect to commodity and equity prices. Commodity price risk is the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. Equity price risk is the potential adverse impact on the Company's comprehensive earnings due to movements in individual equity prices or general movements in the level of the stock market. The Company closely monitors commodity prices to determine the appropriate course of action to be taken by the Company. Commodity price risk could adversely affect the Company. In particular, the Company's future profitability and viability of development depend upon the world market price of certain precious and base metals. Precious and base metal prices have fluctuated widely in recent years. There is no assurance that, even if commercial quantities of precious and base metals are produced in the future, a profitable market will exist for them.

10. Related Party Transactions

Related party transactions conducted in the normal course of operations are measured at the exchange value (the amount established and agreed to by the related parties). The following is a summary of the Company's related party transactions for the periods ended March 31, 2018 and 2017.

Effective June 1, 2017, the Company signed a five-year lease, with a company with which it has common management and directors. During the three months ended March 31, 2018, the Company paid $1,728 in rent charges (three months ended March 31, 2017 - $NIL).

Expressed in Canadian dollars unless otherwise indicated

10. Related Party Transactions (Cont'd)

Compensation of key management personnel and directors for the period was as follows:

	Three Months Ended March 31, 2018	2017
Cash compensation	$ 35,000	$ ---

During the three months ended March 31, 2018, the Company paid its CEO $35,000 (three months ended March 31, 2017 - $NIL).

During the three months ended March 31, 2018, a director of the Company purchased a total of 250,000 shares for $6,283.

11. Loss Per Share

The calculation of basic loss per share for the periods ended March 31, 2018 and 2017 was based on total loss attributable to common shareholders of $234,203 (2017 - $43,185) and a weighted average number of common shares outstanding of 20,199,444 (2017 – 1,000).

12. Commitments

On November 13, 2017, the Company signed an agreement to purchase geologic data owned by a third party ("Bill of Sale"). Pursuant to this Bill of Sale, Champion paid US$10,000 upon signing of this agreement and agreed to issue, before March 31, 2018, 250,000 shares at a price of US$0.20 per share at total value of US$50,000. These shares were issued in March 2018. Furthermore, Champion was committed to pay an additional US$40,000 in four equal payments due on March 30, 2018, June 29, 2018, September 29, 2018 and December 31, 2018. The March and June 2018 payments were made, with the remaining two payments being deferred by mutual agreement. At March 31, 2018, this US$30,000 obligation is included in accounts payable on the condensed interim consolidated statement of financial position.

13. Environmental Contingencies

The Company has exploration and evaluation properties in the United States and has conducted exploration activities. Management maintains that no material damage has been done to the land, and on that basis, management has not recorded a provision for an asset retirement obligation or for property reclamation.

14. Subsequent Events

Acquisition

On November 20, 2017, Old Champion signed a binding letter agreement with GoldTrain relating to a reverse takeover transaction (the "Transaction"), pursuant to which GoldTrain proposed to acquire all of the issued and outstanding securities of Old Champion. The Transaction was to be effected by way of a three-cornered amalgamation, pursuant to which a wholly-owned Ontario-incorporated subsidiary of GoldTrain was to amalgamate with Old Champion, with the resulting amalgamated company being a wholly-owned subsidiary of GoldTrain. GoldTrain would continue as the parent corporation (the "Resulting Company").

On September 18, 2018, GoldTrain announced the completion of the reverse takeover transaction previously announced, on the terms set out in the business combination agreement outlining the Transaction. Prior to the completion of the Transaction, GoldTrain changed its name to Idaho Champion Gold Mines Canada Inc. and completed a consolidation of common shares on a 1 for 3 basis. Pursuant to the amalgamation, all issued and outstanding securities in the capital of Old Champion were converted into like issued and outstanding securities of the Company on a one-for-one basis. The Transaction was approved at shareholder meetings of GoldTrain and Old Champion. This Transaction resulted in 3,545,935 shares being issued to GoldTrain's pre-consolidation shareholders, creditors and private placees.

Expressed in Canadian dollars unless otherwise indicated

14. Subsequent Events

These financial statements, as a result of it being a reverse takeover, are a continuation of Old Champion's historical disclosures, combining GoldTrain's assets and liabilities as of September 30, 2018 and including GoldTrain transactions that flow through the Statements of Loss and Comprehensive Loss from September 18, 2018 through September 30, 2018.

After evaluating all the facts surrounding this Transaction, Management determined that IFRS 3, *Business Combinations*, is not applicable and that the Transaction was accounted for as an asset acquisition with Old Champion as the acquirer for accounting purposes.

The issued and outstanding common shares of GoldTrain are included in the identified assets acquired by Old Champion, with each valued as of September 18, 2018. The difference between these combined values, net costs associated with the acquisition, and the value of net assets as of September 18, 2018, is accounted for as Listing Costs on the Condensed Interim Consolidated Statement of Loss and Comprehensive Loss.

The following table summarizes the fair value of the total consideration transferred to GoldTrain shareholders and the provisional fair value of identified assets acquired, and liabilities assumed, based on preliminary estimates of fair value.

Purchase Price	
Common shares issued	**$ 886,484**
	$ 886,484
Net Assets Acquired	
Cash	**$ 447,424**
Receivables	**53,525**
Accounts payable and accrued liabilities	**(483,646)**
	$ 17,303
Net Listing costs	**$ 869,181**

<u>Exploration Properties</u>

On May 11, 2018, Idaho Champion Cobalt USA, Inc. ("Champion Cobalt") was incorporated as a wholly-owned Idaho corporation. This subsidiary was incorporated to acquire cobalt assets pursuant to a purchase and sale agreement with American Cobalt Corp. American Cobalt Corp. will earn up to 4,000,000 common shares with shares transferred as mining claims are transferred to Champion Cobalt. On November 7, 2018, the Company announced that it completed the purchase of 822 federal US mining claims in four blocks (approximately 6,871 hectares) in Lemhi County, Idaho from American Cobalt Corp. in the Idaho Cobalt Belt, collectively known as the "Champion Projects." Champion received notice from American Cobalt and the Bureau of Land Management (BLM) that the claims have been registered to Idaho Champion Cobalt. As compensation for the Champion Projects, the Company has issued 3,000,000 common shares of the Company and will issue an additional 1,000,000 common shares of the Company on January 20, 2019. Idaho Champion Cobalt USA now owns 822 claims, a total of approximately 6,871 Hectares.

October 15, 2018, the Company announced that it purchased six claims (total of 1,036 acres or 422 hectares) in Idaho County, Idaho within the BC Claim Block. The cost of the acquisition was 1,000,000 common shares shares of the Company. These six claims aligned an extension of the Orogrande shear zone within the Baner claim block and includes the Black Lady and Lucky Strike historical underground gold mines. Title to these claims was transferred in November 2018 and the 1,000,000 common shares will be issued once direction from the seller is received regarding registration of the common shares.

Expressed in Canadian dollars unless otherwise indicated

14. Subsequent Events (Cont'd)

Warrants

On September 18, 2018, the Company issued a total of 500,000 warrants to a director of the Company as compensation for past services. These warrants have a five-year life, an exercise price of $0.50 and vest immediately. The $46,800 value of these options was calculated using the Black-Scholes option pricing model under the following weighted average assumptions: share price – $0.24; risk free rate of return – 2.28% annualized volatility – 100%; expected life – 5 years; dividend yield – 0%. The Company recognized an expense of $46,800 during the quarter in relation to these warrants.

Stock Options and Stock-Based Compensation

Champion established a stock option plan which provides for granting of incentive stock options up to a maximum of 10% of the Company's issued and outstanding common shares. Terms of the options granted are subject to the determination and approval by the Board of Directors. All options granted are subject to a four-month hold period from the date of grant as required by the Canadian Securities Exchange.

	Number of stock options	Weighted average exercise price	Weighted average remaining contractual life (years)
Balance, December 31, 2017	**---**	**---**	**---**
Granted	300,000	$ 0.24	4.97
Balance, September 30, 2018	**300,000**	**$ 0.24**	**4.97**

On September 18, 2018, the Company issued a total of 300,000 stock options to a director and two former directors. These options have a five-year life, an exercise price of $0.24 and vest immediately. The $54,000 value of these options was calculated using the Black-Scholes option pricing model under the following weighted average assumptions: share price – $0.24; risk free rate of return – 2.28% annualized volatility – 100%; expected life – 5 years; dividend yield – 0%. The Company recognized stock-based compensation expense of $54,000 during the quarter in relation to the vesting of these options.