MAINSTREAM MINERALS CORPORATION
(An Exploration Company)

Consolidated Financial Statements

For the years ended November 30, 2018 and 2017

Expressed in Canadian Dollars

JONES & O'CONNELL LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

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Independent Auditor's Report

To the Shareholders of Mainstream Minerals Corporation

We have audited the accompanying financial statements of **Mainstream Minerals Corporation**, which comprise the consolidated statements of financial position as at November 30, 2018 and November 30, 2017 and the consolidated statements of operations and comprehensive loss, changes in equity and cash flows for the years then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of **Mainstream Minerals Corporation** as at November 30, 2018 and November 30, 2017, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 1 of the financial statements which indicates that Mainstream Minerals Corporation has incurred losses for the years ended November 30, 2018 and November 30, 2017. This fact, along with other matters as set forth in Note 1 indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Jones & O'Connell LLP

Jones & O'Connell LLP
Chartered Professional Accountants
Licensed Public Accountants

St. Catharines, Ontario
March 12, 2019

MAINSTREAM MINERALS CORPORATION

Consolidated Statements of Financial Position
As at November 30, 2018 and 2017
(Expressed in Canadian Dollars)

		2018		2017
Assets				
Current assets				
Cash and cash equivalents	$	16,460	$	-
Other receivables (Note 5)		14,833		4,629
Total assets	$	31,293	$	4,629
Liabilities				
Current liabilities				
Trade payables (Note 7)	$	273,594	$	75,756
Other payables (Note 8)		498,607		373,000
Demand promissory note payable (Note 9)		26,350		165,850
Total liabilities		798,551		614,606
Equity				
Share capital (Note 11)		7,355,074		7,355,074
Deficit		(8,122,332)		(7,965,051)
Total equity		(767,258)		(609,977)
Total liabilities and equity	$	31,293	$	4,629

Going concern of operations (Note 1)
Subsequent Event (Note 17)

Approved on behalf of the board:

Director *"Lisa McCormack"*(signed)

Director *"Kelly Malcolm"* (signed)

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

MAINSTREAM MINERALS CORPORATION

Consolidated Statements of Operations and Comprehensive Loss
For the years ended November 30, 2018 and 2017
(Expressed in Canadian Dollars)

		2018		2017
Expenses:				
Consulting fees (Note 14)	$	120,000	$	120,000
Exploration cost		256		-
Interest and bank charges		5,793		685
Office		894		-
Regulatory and filing fees		56,111		-
Professional fees		127,848		4,000
Net loss before other income (expense) and income taxes	$	(310,902)	$	(124,685)
Realized gain on sale of marketable securities (Note 6)		161,621		-
Loss on settlement of debt (Note 6)		(8,000)		-
Net loss and comprehensive loss for the year	$	(157,281)	$	(124,685)
Basic and diluted loss per share (Note 11 (c))	$	0.00	$	0.00

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

MAINSTREAM MINERALS CORPORATION

Consolidated Statements of Changes in Equity
For the years ended November 30, 2018 and 2017
(Expressed in Canadian Dollars)

		2018		2017
Share capital				
Balance, beginning of year	$	7,355,074	$	7,355,074
Balance, end of year	$	7,355,074	$	7,355,074
Share-based payments reserve				
Balance, beginning of year	$	-	$	-
Transfer of expired and forfeited amounts to retained earnings		-		-
Balance, end of year	$	-	$	-
Deficit				
Balance, beginning of year	$	(7,965,051)	$	(7,840,366)
Income (loss) and comprehensive income (loss) for the year		(157,281)		(124,685)
Balance, end of year	$	(8,122,332)	$	(7,965,051)
Total equity, end of year	$	(767,258)	$	(609,977)

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

MAINSTREAM MINERALS CORPORATION

Consolidated Statements of Cash Flows
For the years ended November 30, 2018 and 2017
(Expressed in Canadian Dollars)

	2018	2017
Operating activities		
Cash paid to suppliers	$ (3,156)	$ (765)
Cash received from sale of marketable securities	13,621	-
Cash received from other receivables	6,016	-
Interest and bank charges paid	(521)	(685)
	15,960	(1,450)
Investing activity		
Investment in exploration and evaluation assets	-	-
	-	-
Financing activity		
Change in demand promissory note payable	500	1,450
	500	1,450
Increase (decrease) in cash and cash equivalents	16,460	-
Cash and cash equivalents, beginning of year	-	-
Cash and cash equivalents, end of year	$ 16,460	$ -

Supplementary information:
The company did not pay any income taxes during the years ended November 30, 2018 and 2017.

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

1. Nature of operations and Going Concern

Mainstream Minerals Corporation (the "Company") was incorporated in Canada pursuant to *The Canada Business Corporations Act* on July 19, 2006. The mailing and office address of its executive office is: 400 - 365 Bay Street; Toronto, ON M5H 2V1.

The company is a mineral resource company in the development stage that is engaged in the acquisition of interests in, and in the exploration of, mineral resource properties.

As at November 30, 2018, the Company had a working capital deficiency of $767,258 (2017 – $609,977), had not yet achieved profitable operations, has accumulated losses of $8,122,332 (2017 - $7,965,051) and expects to incur future losses in the development of its business, all of which casts substantial doubt about the Company's ability to continue as a going concern. These financial statements have been prepared on the basis that the Company will continue as a going concern and do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classifications that would be necessary if the Company were unable to realize its assets and settle its liabilities as a going concern in the normal course of operations. Such adjustments could be material.

The business of mining and exploring for minerals involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The recoverability of the carrying value of interest in mineral properties and the Company's continued existence is dependent upon the preservation of its interest in the underlying properties, the discovery of economically recoverable reserves, the achievement of profitable operations, or the ability of the Company to raise additional financing, if necessary, or alternatively upon the Company's ability to dispose of its interests on an advantageous basis. Changes in future conditions could require material write-downs to the carrying values.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements, aboriginal claims, unregistered claims, and non-compliance with regulatory and environmental requirements.

When stock market conditions become favourable for mineral exploration companies to raise capital, management plans to secure the necessary financing through a combination of the exercise of existing warrants for the purchase of common shares, the issue of new equity or debt instruments and the entering into joint venture arrangements. Nevertheless, there is no assurance that these initiatives will be successful.

The Company will require substantial additional funds to further explore and, if warranted, develop its exploration properties. The Company has limited financial resources and no current source of recurring revenue, and there is no assurance that additional funding will be available to the Company to carry out the completion of its planned exploration activities. There can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in the delay or indefinite postponement of further exploration and property development. The terms of any additional financing obtained by the Company could result in substantial dilution to the shareholders of the Company.

2. Statement of compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

These consolidated financial statements for the years ended November 30, 2018 and 2017 were reviewed by the Audit Committee and approved and authorized for issue by the company's Board of Directors on March 12, 2019.

3. Summary of significant accounting policies

(a) Basis of consolidation

These consolidated financial statements include the accounts of the company and its wholly-owned subsidiary 2362907 Ontario Inc. All significant inter-company transactions have been eliminated on consolidation.

(b) Machinery and equipment

Recognition and measurement

Machinery and equipment are recorded at historical cost less accumulated depreciation and any impairment losses. Residual values, depreciation methods and useful economic lives are reviewed and adjusted as necessary at the end of each reporting period. Cost includes expenditures that are directly attributable to the acquisition of the asset. When components of machinery and equipment have different useful lives, they are accounted for as a separate item of machinery and equipment.

(c) Machinery and equipment (continued)

Subsequent costs

The cost of replacing a component of an item of machinery and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefit embodied within the component will flow to the company, and its costs can be reliably measured. The carrying amount of the replaced component is derecognized. The costs of servicing machinery and equipment are recognized in profit or loss as incurred.

Depreciation

Depreciation is based on the cost of an asset less its residual value. Depreciation methods and rates are applied consistently within each asset except where significant individual assets have been identified which have different depreciation patterns. Depreciation is recognized in profit or loss. The following rate and method is used:

	Rate	Method
Computer equipment	30%	Declining balance

In the year of acquisition, depreciation is provided at one-half the declining balance rate. Depreciation methods and useful lives are reviewed at each reporting date and adjusted as required.

An item of machinery and equipment is de-recognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal of the asset, determined as the difference between the net disposal proceeds and the carrying amount of the asset, is recognized in profit or loss.

(d) Exploration and evaluation expenditures

Costs incurred prior to obtaining the legal right to undertake exploration and evaluation activities on a project are expensed as incurred.

Capitalized costs

Exploration and evaluation expenditures are defined as costs incurred after having obtained the legal right to explore the property and before the technical and commercial viability of extracting resources are demonstrated.

3. Summary of significant accounting policies (continued)

(d) Exploration and evaluation expenditures (continued)

All costs associated with the acquisition, exploration and development of reserves are capitalized into cost centers from the time the company obtains legal right to undertake exploration and evaluation activities on a project. Such costs include land and lease acquisitions, geological and geophysical expenditures, drilling of productive and non-productive mines, production and gathering equipment and facilities, carrying costs directly related to unproven properties and corporate costs directly related to the acquisition. Amounts capitalized to these cost centers represent costs to date and are not intended to represent present or future values. The recoverability of the costs is dependent upon the discovery of economically recoverable reserves, confirmation of the company's interests in the underlying claims, the ability to obtain necessary financing to complete development and the development of future profitable production from the properties or realization of sufficient proceeds from the disposition of the properties.

If technical feasibility and commercial viability have been established, the carrying amount of the related exploration and evaluation asset is tested for impairment as discussed below. The carrying value, net of any impairment loss, is then reclassified to property and equipment as mineral exploration properties. If the company decides not to continue the exploration and evaluation activity, then the accumulated costs are expensed as impairment losses in the period in which the event occurs.

Impairment test

Exploration and evaluation assets are reviewed for impairment only when facts and circumstances suggest that the carrying amount may exceed the recoverable amount or when technical feasibility and commercial viability have been established. The recoverable amount of an asset or cash-generating unit is the higher of fair value less costs to sell and value in use. If the recoverable amount of an asset or cash-generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash-generating unit is reduced to its recoverable amount. An impairment loss is recognized immediately in the statement of comprehensive income.

When an impairment loss subsequently reverses, excluding impairment losses for exploration and evaluation assets reclassified to property and equipment as mineral properties, the carrying amount of the asset or cash-generating unit is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset or cash-generating unit in prior years.

(e) Borrowing costs

The company capitalizes borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset as part of the cost of that asset when it is probable that these costs will result in future economic benefits and when they can be reliably measured. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are expensed as incurred.

3. Summary of significant accounting policies (continued)

(f) Provisions

General

Provisions are recorded when a present legal or constructive obligation exists as a result of past events where it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. The expense relating to any provision is included in profit or loss net of any reimbursement.

Environmental rehabilitation provision

The company recognizes the fair value of a liability for environmental rehabilitation in the period in which the company is legally or constructively required to remediate, if a reasonable estimate of fair value can be made, based on an estimated future cash settlement of the environmental rehabilitation obligation, discounted at a pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. The environmental rehabilitation obligation is capitalized as part of the carrying amount of the associated long-lived asset and a liability is recorded. The environmental rehabilitation cost is amortized on the same basis as the related asset. The liability is adjusted for the accretion of the discounted obligation and any changes in the amount or timing of the underlying future cash flows. Significant judgments and estimates are involved in forming expectations of the amounts and timing of environmental rehabilitation cash flows. The company has assessed each of its exploration and evaluation assets and determined that no material environmental rehabilitations exist.

(g) Flow-through shares

Under Canadian income tax legislation, a company is permitted to issue shares whereby the company agrees to incur qualifying expenditures and renounce the related income tax deductions to the investors. To account for flow-through shares, the company allocates total proceeds from the issuance of flow-through shares between the offering of shares and the sale of tax benefits.

The total amount allocated to the offering of shares is based on the quoted price of the underlying shares. The remaining amount, which is allocated to the sale of tax benefits, is recorded as a liability and is reversed proportionately and recognized as after-tax income when the tax benefits are renounced. In situations where there is an absence of compelling evidence supporting a comparable value of the underlying shares, the company allocates management's estimate of the prevailing flow-through premium in market conditions at the time of issuance to the sale of tax benefits. The tax effect of the renunciation is recorded at the time the company makes the renunciation, which may differ from the effective date of renunciation and on renunciation the value of the tax assets renounced is recorded as a deferred tax expense.

(h) Joint arrangements

A portion of the company's exploration activities is conducted jointly with others whereby the company enters into agreements that provide for specified percentage interests in exploration and evaluation assets. These joint arrangements are classified as either a joint operation or a joint venture depending on the rights and obligations of the parties to the arrangement. Joint operations are accounted for by recognizing the company's proportionate share of any assets, liabilities, revenue and expenses of the joint operation and any joint ventures are accounted for using the equity method of accounting.

(i) Loss per share

Diluted loss per share is calculated using the treasury stock method which assumes all common share equivalents, such as options and warrants, had been exercised at the beginning of the reporting period of issue and that the funds obtained therefrom were used to purchase common shares of the company at the estimated average trading price of the common shares during the year.

3. Summary of significant accounting policies (continued)

(j) Revenue recognition

Revenue from sales of precious metals will be recognized when the significant risks and rewards of ownership are transferred to the buyer, which is when legal title passes to the buyer, and when collectability is reasonably assured.

Interest income is recognized as accrued.

(k) Income taxes

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in profit or loss except to the extent that the tax relates to items recognized directly in equity or in other comprehensive income or loss.

(i) Current income tax

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustments to tax payable or receivable in respect of previous years.

(ii) Deferred income tax

Deferred tax is recognized in respect of temporary differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax is measured at the enacted or substantially enacted tax rates expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in earnings in the period that includes the date of enactment or substantive enactment.

A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

(l) Share-based payments

The company has implemented a stock option plan to allow the company to grant options to directors, officers, employees and service providers. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, including directors and officers of the company. The maximum number of common shares which may be issued pursuant to the stock option plan is limited to 10% of the issued and outstanding common shares. In addition, the number of common shares which may be reserved for issuance to any one individual may not exceed 5% of the issued common shares on a yearly basis.

The company uses the fair value-based approach to account for share-based payments under their stock option plan. Compensation expense is recognized for these stock options over their vesting period based on their estimated fair values on the date of grant as determined by the Black-Scholes option-pricing model.

The fair values of the options issued, if any, are credited to share-based payments reserve in the period they vest. Upon exercise of the share purchase options, consideration paid together with the amount previously recognized in share-based payments reserve is recorded as an increase in share capital. Charges to share purchase options that are forfeited before vesting are reversed from share-based payments reserve. For those share purchase options that expire or are forfeited after vesting, the amount previously recorded in share-based payments reserve is transferred to retained earnings or deficit.

3. Summary of significant accounting policies (continued)

(l) Share-based payments (continued)

Share-based payments granted to non-employees are measured at the fair value of the goods or services received. In the event the company cannot reasonably estimate the fair value of goods or services received, the transaction is recorded at the estimated value of the share-based payment.

(m) Financial instruments

(i) Non-derivative financial assets

All financial assets are recognized on the trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the financial asset within the time frame established by the market concerned, and are initially measured at fair value, plus transaction costs, except for those financial assets classified at fair value through profit or loss which are initially measured at fair value. Financial assets are classified into the following categories: financial assets at fair value through profit or loss ("FVTPL"), held-to-maturity, available-for-sale financial assets and loans and receivables. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

Financial assets at fair value through profit or loss

A financial asset is classified at fair value through profit or loss if it is classified as held-for-trading or is designated as such upon initial recognition. Financial assets are designated at fair value through profit or loss if the company manages such investments and makes purchase and sale decisions based on their fair value in accordance with the company’s risk management or investment strategy. Upon initial recognition, attributable transaction costs are recognized in profit or loss as incurred. Financial assets at fair value through profit or loss are measured at fair value, and changes therein are recognized in profit or loss.

Held-to-maturity

A financial asset is classified as held-to-maturity if the asset has fixed or determinable payments and fixed maturities that the company's management has the intention and ability to hold to maturity. These assets are measured at amortized cost using the effective interest method. Any changes to the carrying amount of the asset, including impairment losses, are recognized in other comprehensive income or loss.

Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets that are designated as available-for-sale and that are not classified as loans and receivables, held-to-maturity or financial assets at fair value through profit or loss. Subsequent to initial recognition, they are measured at fair value and changes therein, other than impairment losses, are recognized in other comprehensive income or loss and presented within equity in the fair value reserve. Equity instruments that do not have an active market are recorded at cost. When an investment is derecognized, the cumulative gain or loss in other comprehensive income or loss is transferred to profit or loss.

Loans and receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortized cost using the effective interest method, less any impairment losses. The effect of discounting on these financial instruments is not considered to be material.

3. Summary of significant accounting policies (continued)

(m) Financial instruments (continued)

De-recognition of financial assets

The company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred.

(ii) Non-derivative financial liabilities

All financial liabilities are recognized on the trade date where the incurrence or issuance of a financial liability is under a contract whose terms require payment of the financial liability within the time frame established by the market concerned, and are initially measured at fair value, plus transaction costs, except for those financial liabilities classified at fair value through profit or loss which are initially measured at fair value and except for those financial liabilities with related parties, which are initially measured at the exchange amounts agreed to between the related parties.

Financial liabilities at fair value through profit or loss

A financial liability is classified at fair value through profit or loss if it is either held-for-trading or is designated as such upon initial recognition. Upon initial recognition, attributable transaction costs are recognized in profit or loss as incurred. Financial liabilities at fair value through profit or loss are measured at fair value, and changes therein are recognized in profit or loss.

De-recognition of financial liabilities

The company derecognizes financial liabilities when, the company's obligations are discharged, cancelled or they expire.

(iii) The company's financial instruments consist of the following:

Financial instrument	Classification	Measurement
Cash and cash equivalents	FVTPL	Fair value
Other receivables	Loans and receivables	Amortized cost
Bank indebtedness	Other financial liabilities	Amortized cost
Trade payables	Other financial liabilities	Amortized cost
Other payables	Other financial liabilities	Amortized cost
Advance payable	Other financial liabilities	Amortized cost
Demand promissory note payable	Other financial liabilities	Amortized cost

Cash and cash equivalents includes cash.

3. Summary of significant accounting policies (continued)

(n) Impairment of long-lived assets

(i) Financial assets

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on estimated future cash flows.

Financial assets measured at amortized cost

An impairment loss in respect of a financial asset measured at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the original effective interest rate. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Financial assets carried at cost

An impairment loss of a financial asset carried at cost, where its fair value cannot be reliably measured, is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the current market rate of similar financial assets. Such impairment losses are not reversed.

Available-for-sale financial assets

An impairment loss of an available-for-sale investment security is recognized by transferring the cumulative loss that has been recognized in other comprehensive income or loss, and presented in the fair value reserve in equity, to profit or loss. The cumulative loss that is removed from other comprehensive income or loss and recognized in profit or loss is the difference between acquisition cost, net of any principal repayment and amortization, and the current fair value, less any impairment loss previously recognized in profit or loss.

If, in a subsequent period, the fair value of an impaired available-for-sale debt security increases, the impairment loss is reversed, with the amount of the reversal recognized in profit or loss. If, however, the fair value of an impaired available-for-sale equity security increases, the amount of reversal is recognized in other comprehensive income or loss.

(ii) Non-financial assets

At each reporting date, the company assesses whether there is any indication that its tangible and intangible assets may be impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash generating unit to which the assets belong.

Exploration and evaluation assets, however, are reviewed for impairment only when facts and circumstances suggest that the carrying amount may exceed the recoverable amount.

The recoverable amount of an asset or cash-generating unit is the higher of fair value less costs to sell and value in use. If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset or cash-generating unit is reduced to its recoverable amount. An impairment loss is recognized immediately in the statement of comprehensive income or loss.

3. Summary of significant accounting policies (continued)

(n) Impairment of long-lived assets (continued)

When an impairment loss subsequently reverses, the carrying amount of the asset or cash-generating unit is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset or cash-generating unit in prior years.

(o) Use of estimates and judgments

The preparation of financial statements in accordance with IFRS requires management to make accounting estimates and assumptions requiring judgment in applying the company's accounting policies. These estimates and assumptions may affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Significant areas requiring the use of management estimates relate to the valuation of exploration and evaluation assets, determination of valuation allowances for deferred income tax liabilities and assumptions used in determining the fair value of non-cash share-based payments. Actual amounts may differ from such estimates.

Significant areas requiring the use of management estimates are as follows:

Valuation of exploration and evaluation assets

The value of exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves which in turn is dependent on future petroleum and natural gas prices, future capital expenditures and environmental and regulatory restrictions. The decision to transfer assets from exploration and evaluation assets to machinery and equipment is based on estimated proven and probable reserves which are in part used to determine a project’s technical feasibility and commercial viability.

Deferred income taxes

The amounts recorded for deferred income taxes are based on estimates as to the timing of the reversal of temporary differences and tax rates currently substantively enacted. They are also based on estimates of the probability of the company utilizing certain tax pools and assets which, in turn, is dependent on estimates of proven and probable reserves, production rates, future precious metals and mineral prices and changes in legislation, tax rates and interpretations by taxation authorities. The availability of tax pools is subject to audit and further interpretations by taxation authorities. To the extent assumptions regarding future profitability change, there can be an increase or decrease in the amounts recognized in respect of deferred tax assets as well as the amounts recognized in profit or loss in the period in which the change occurs.

Share-based payments

The amounts recorded relating to the fair value of stock options and warrants issued are based on estimates of the future volatility of the company’s share price, market price of the company's shares at grant date, expected lives

(Expressed in Canadian dollars)

3. Summary of significant accounting policies (continued)

(p) Recent accounting announcements

Standards issued but not yet effective up to the date of issuance of the company's financial statements are listed below. This listing includes the standards and interpretations issued which the company reasonably expects to be applicable at a future date. The company intends to adopt those standards when they become effective. The company does not expect the impact of such changes on its financial statements to be significant.

IFRS 9 *Financial Instruments*

IFRS 9, as issued, addresses the classification and measurement of the company's financial assets and liabilities and requires them to be classified into one of three measurement categories. The measurement categories are: (1) fair value through profit and loss; (2) fair value through other comprehensive income or loss; and (3) amortized cost. Investments in equity instruments must be measured at fair value through profit or loss; however, there is an irrevocable option to present the changes in fair value in other comprehensive income or loss. For financial liabilities, the majority of the requirements from IAS 39 have been retained. The main difference is where the fair value option is chosen for financial liabilities, the portion of the fair value change relating to an entity's own credit risk is recorded in other comprehensive income or loss as opposed to profit or loss. The July 2014 publication of the standard is the completed version, which replaces earlier versions. The standard is effective for annual periods beginning on or after January 1, 2018.

IFRS 1*5 Revenue from Contracts with Customers*

IFRS 15 requires entities to follow a five-step model for the recognition of revenue upon the transfer of control of a good or service to the customer. The five steps are: (1) contract is identified with the customer; (2) performance obligations are identified; (3) transaction price is determined; (4) transaction price is allocated; and (5) revenue is recognized when the performance obligation is satisfied. In addition, there are enhanced revenue disclosures to provide investors with a more comprehensive understanding of the nature, amount, timing and uncertainty of revenue and cash flows from contracts. This standard replaces IAS 18 *Revenue*, IAS 11 *Construction Contracts* and related interpretations on revenue recognition. This standard is effective for annual periods beginning on or after January 1, 2018.

4. Evaluation and exploration expenses

During the period ending November 30, 2018, the company has directly expensed evaluation and exploration costs in the amount of $256 (2017 - $nil).

5. Other receivables

The company's other receivables at November 30 are comprised of the following:

	2018	2017
Goods and services tax recoverable	$ 14,833	$ 4,629

6. Marketable securities

The Company held 2,750,000 common shares of Champagne Resources Limited. This financial asset was initially recognized at a fair value of $nil based on the fact that no consideration was paid for them and there was a negative equity position of Champagne Resources Limited upon issuance of such common shares.

(Expressed in Canadian dollars)

6. Marketable securities (continued)

On February 8, 2018, 1,028,634 shares of War Eagle Mining Company Inc. ("WEMC") were received in exchange for 2,750,000 Champagne Resources Limited common shares the Company held. At that time, WEMC common shares were valued at $0.18 each common share. Therefore, the Company recorded an unrealized gain of $185,153.

On May 3, 2018, the Company, as part of settlement agreement with the demand promissory note holder, transferred 925,000 WEMC common shares to settle $140,000 of debt. At the time of transfer, the common shares were valued at $0.16 per common share. As a result, the company recorded a loss on settlement of debt of $8,000, recorded a reversal of unrealized gain of $166,500 and recorded a realized gain of $148,000. Furthermore, on June 13, 2018, the Company sold the remaining 103,634 WEMC shares. As a result, the company recorded a reversal of unrealized gain of $18,653 and recorded a realized gain of $13,821.

7. Trade payables

Included in trade payables is $nil (2017 - $4,218) owing on a revolving credit card account, with total approved credit limit of $10,000, interest at 19.99%, monthly minimum payments of principal and interest required as per credit card agreement, payable on demand, and unsecured. The credit card has been canceled during the current fiscal year.

8. Other payables

The company's other payables at November 30 are comprised of the following:

	2018	2017
Accrued liabilities	$ 498,607	$ 373,000

9. Demand promissory note payable

The demand promissory note has a non-revolving credit limit of $140,000, is non-interest bearing, has no fixed terms of repayment, is due on demand and is unsecured. During the year, the Company transferred some of its marketable securities as payment to decrease the balance of this note (see Note 6). The balance as at November 30, 2018 was $26,350 (2017 - $165,850).

10. Income taxes

a. Canadian exploration and development expenditures:

As at November 30, 2018, the Company has $853,535 (2016 - $853,535) of unused Canadian exploration and development expenses available to offset future taxable income of the company. The tax benefits of these expenses carry forward indefinitely.

(Expressed in Canadian dollars)

10. Income taxes (continued)

b. Losses:

The company has non-capital losses available for carryforward to reduce future years' taxable income totaling $4,995,000, which expire as follows:

2027	$ 627,000
2028	716,000
2029	752,000
2030	665,000
2031	557,000
2032	660,000
2033	252,000
2034	94,000
2035	182,000
2036	129,000
2037	126,000
2038	235,000
Total non-capital losses available for carryforward	$ 4,995,000

The company has not recorded the potential income tax benefit that may be derived from the tax losses due to the uncertainty that the benefits will be realized.

(c) The Company’s income tax recovery (expense) differs from the amounts computed by applying the basic current rates to income (loss) for the year before taxes, as shown in the following table::

	2018	2017
Statutory rate at 26.5% applied to loss for the year before income taxes	$ 41,680	$ 33,042
Increase (reduction) in taxes resulting from:		
Temporary and permanent differences	20,487	133
Tax loss not benefited	(62,167)	(33,175)
Income tax recovery	$ -	$ -

The components of the company's net deferred income tax asset (liability) at November 30, 2018 and 2017 are as follows:

	2018	2017
Deferred income tax assets:		
Operating loss carryforwards	$ 1,324,000	$ 1,261,000
Share issue costs	-	-
Exploration and evaluation assets	226,000	226,000
	1,550,000	1,487,000
Valuation allowance	(1,550,000)	(1,487,000)
Net deferred income tax (liability)	$ -	$ -

(Expressed in Canadian dollars)

10. Income taxes (continued)

In assessing the realizability of deferred tax assets, management considers whether it is more likely than not that some portion or all of the future tax benefits will be realized. The realization of deferred tax assets is dependent upon the Company having future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversal of deferred tax liabilities, projected future taxable income and tax planning strategies in making this assessment.

The Company provides a valuation allowance equal to the future tax assets as it is not presently more likely than not that they will be realized.

11. Share Capital

a. Authorized

Authorized share capital consists of an unlimited number of common shares.

b. Changes in issued common shares during the years ended November 30, 2018 and 2017 are as follows:

	Number of common shares	Amount
Balance, November 30, 2018 and 2017	67,102,130	$ 7,355,074

c. Loss per share

The calculation of basic and diluted loss per share, for the years ended November 30, 2018 and 2017 is based on the following losses and number of shares:

	2018	2017
Net loss and comprehensive loss for the year	$ (157,281)	$ (124,685)
Weighted average number of shares	67,102,130	67,102,130

All of the outstanding stock options and warrants were anti-dilutive for the relevant periods.

12. Share purchase warrants

No share purchase warrants are outstanding as at November 30, 2018 and 2017.

13. Share-based payments

No options are outstanding as at November 30, 2018 and 2017.

(Expressed in Canadian dollars)

14. Related party transactions

(a) Key management personnel compensation

The company did not pay employment based remuneration to directors, officers or other members of key management for the years ended November 30, 2018 and 2017. However, the Company did pay contract based remuneration to directors, officers and other members of key management as disclosed in Note 14(b).

(b) Other related party transactions

Included in these consolidated financial statements are the following related party transactions, which have been determined by negotiation amongst the related parties. These transactions are in the normal course of operations and are measured at the same value as if the transactions had occurred with non-related parties.

	2018	2017
Lisa McCormack, an officer for consulting services relating to a position of office for the Company	$ 40,000	$ -
Arvin Ramos, an officer for consulting services relating to a position of office for the Company	30,000	-
Chris Hopkins, an officer, for consulting services relating to a position of officer for the Company	30,000	60,000
Dave Reid, an officer, for consulting services relating to a position of officer for the Company	20,000	60,000

(c) Related party balances

Included in trade payables and other payables at November 30, 2018 is $70,000 (2017 – $360,000) due to related parties. Such amounts are due on demand, non-interest bearing and are unsecured.

15. Financial instruments

(a) Risk management and hedging activities

In the normal course of operations the company is exposed to various financial risks. Management's close involvement in the operations allows for the identification of risks and variances from expectations. The company does not meaningfully participate in the use of financial instruments to control these risks. The company has no designated hedging transactions. The financial risks and management's risk management objectives and policies are as follows:

(i) Currency risk

The company does not hold any assets or liabilities denominated in a foreign currency. Therefore, the Company is not exposed to currency risk.

(ii) Price risk

The company is exposed to price risk with respect to commodity prices. As the company is not a producing entity, this risk does not currently affect earnings; however, the risk could affect the completion of future equity transactions. The company monitors commodity prices of precious metals and the stock market to determine the timing, nature and extent of equity transactions.

(iii) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the company. The company is exposed to credit risk on its

(Expressed in Canadian dollars)

15. Financial instruments (continued)

financial assets. Cash is held with an established Canadian financial institution and the company's other receivables are from Canadian government entities, from which management believes the risk of loss to be remote. The company does not have any derivatives or similar instruments that mitigate the maximum exposure to credit risk.

The carrying amount of financial assets recorded in the consolidated financial statements in the amount of $31,293 (2017 - $4,629) represents the maximum exposure to credit risk at the reporting date.

(iv) Liquidity risk

Liquidity risk is the risk that arises when the maturity of assets and liabilities does not match. Management monitors the company's liquidity by assessing forecast and actual cash flows and by maintaining adequate cash on hand. It is management's opinion that it is unlikely that the company will encounter difficulty in raising funds to meet commitments associated with financial instruments. As at November 30, 2018, the company has a working capital deficiency in the amount of $767,258 (2017 - deficiency of $609,977).

The contractual maturities of financial liabilities at November 30, 2018 and 2017, based on the earliest date on which payment can be required, were as follows:

As at November 30, 2018	Total amount	Six month or less	More than six months
Trade payables	$ 273,594	$ 273,594	$ -
Other payables	498,607	498,607	-
Demand promissory note payable	26,350	26,350	
	$ 798,551	$ 798,551	$ -

As at November 30, 2017	Total amount	Six month or less	More than six months
Trade payables	$ 75,756	$ 76,756	$ -
Other payables	373,000	373,000	-
Demand promissory note payable	165,850	165,850	-
	$ 614,606	$ 614,606	$ -

(v) Interest rate risk

The company is not exposed to any meaningful interest rate risk due to the short term nature of its interest generating assets.

(b) Sensitivity analysis

As at year end the company has cash and cash equivalents subject to interest rate risk of $16,460 (2017 -$nil). A 1% change in the primary interest rate would affect the reported net income on an annualized basis by approximately $165 (2017 - $nil).

(c) Fair values, carrying amounts and changes in fair value

The fair values of the company's financial instruments approximate their carrying value due to their short-term nature. Fair value amounts represent point-in-time estimates and may not reflect fair value in the future. The measurements are subjective in nature, involve uncertainties and are a matter of judgment. The methods and assumptions used to develop fair value measurements, for those financial instruments where fair value is recognized in the statement of financial position, have been prioritized into the following three levels:

(Expressed in Canadian dollars)

15. Financial instruments (continued)

Level 1 includes quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2 includes inputs that are observable other than quoted prices included in Level 1.
Level 3 includes inputs that are not based on observable market data.

The company's financial instruments within the fair value hierarchy as at November 30, 2018 are as follows:

	Level 1	Level 2	Level 3
Cash and cash equivalents	$ 16,460	$ -	$ -

The company's financial instruments within the fair value hierarchy as at November 30, 2017 are as follows:

	Level 1	Level 2	Level 3
Cash and cash equivalents	$ -	$ -	$ -

16. Capital management

As the company is in the exploration stage, its principal source of capital is from the issuance of common shares. The company's capital management objective is to obtain sufficient capital to maintain its activities for the benefit of its stakeholders. To meet the objectives, management monitors the company's ongoing capital requirements against unrestricted net working capital and assesses additional capital requirements on specific exploration properties on a case by case basis. The company is not subject to externally imposed capital requirements or restrictions. Management is of the opinion that the amounts and changes in the company's capital is readily determinable from information included in these consolidated financial statements.

17. Subsequent Event

On December 11, 2018, the Company announced that it was successful in its application to the Manitoba Securities Commission, Ontario Securities Commission and British Columbia Securities Commission (collectively, the “Commissions”) to revoke cease trade orders issued by each of the above mentioned Commissions.

On January 16, 2019, the Company closed a private placement for aggregate gross proceeds of $500,000 through the issuance of 50,000,000 common shares of the Company at a price of $0.01 per common share.