athabascauraniuminc.

(An Exploration Stage Company)

Condensed Interim Financial Statements

Nine Months Ended May 31, 2014

(Expressed in Canadian Dollars)

(Unaudited – prepared by management)

NOTICE TO READER

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

The accompanying unaudited condensed interim financial statements have been prepared by and are the responsibility of management.

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

ATHABASCA URANIUM INC.
(An Exploration Stage Company)
Condensed Interim Statements of Financial Position
(Expressed in Canadian dollars - Unaudited)

	Notes		May 31, 2014		August 31, 2013
ASSETS					
Current assets					
Cash and equivalents		$	124,851	$	430,536
Receivables	4		9,482		22,028
Prepaids			12,673		11,340
Total current assets			147,006		463,904
Non-current assets					
Exploration and evaluation assets	5		7,912,883		8,918,931
TOTAL ASSETS		$	8,059,889	$	9,382,835
LIABILITIES					
Current liabilities					
Accounts payable and accrued liabilities		$	6,350	$	33,403
Other liabilities	6		-		-
Total current liabilities			6,350		33,403
Non-current liabilities					
Deferred tax liability			319,000		376,000
TOTAL LIABILITIES			325,350		409,403
SHAREHOLDERS' EQUITY					
Share capital			10,861,874		10,861,874
Reserves			950,784		950,784
Accumulated deficit			(4,078,119)		(2,839,226)
TOTAL SHAREHOLDERS' EQUITY			7,734,539		8,973,432
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		$	8,059,889	$	9,382,835

Nature and continuance of operations (Note 1)

On behalf of the Board:

"Gil Schneider" Director   *"D. Barry Lee"* Director

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

ATHABASCA URANIUM INC.
(An Exploration Stage Company)
Condensed Interim Statements of Loss and Comprehensive Loss
(Expressed in Canadian dollars - Unaudited)

	Notes	Three months ended May 31, 2014	Three months ended May 31, 2013	Nine months ended May 31, 2014	Nine months ended May 31, 2013
EXPENSES					
Bank charges and interest		$ 265	$ 309	$ 765	$ 1,224
Consulting	9	19,800	38,360	56,900	110,351
Investor relations		6,085	15,954	27,951	42,538
Management fees	9	25,900	38,125	100,900	113,125
Office and miscellaneous		6,156	8,815	25,064	25,720
Professional fees		3,336	6,133	7,159	21,929
Rent		9,000	9,150	27,000	29,150
Regulatory and filing fees		1,515	8,332	10,187	27,158
Share-based payments		-	60,060	-	60,060
Travel		912	14,930	2,194	20,224
		72,969	200,168	258,120	451,479
Loss before other items		(72,969)	(200,168)	(258,120)	(451,479)
OTHER ITEMS					
Flow-through premium recognized	6	-	21,988	-	71,617
Write-off of exploration and evaluation assets (Note 5)		(1,039,548)	-	(1,039,548)	-
Interest income		298	443	2,272	1,453
Other expense		-	-	(497)	(2,803)
		(1,039,250)	22,431	(1,037,773)	70,267
Loss for the period before income taxes		(1,112,219)	(177,737)	(1,295,893)	(381,212)
Deferred tax (expense) recovery		11,000	(54,000)	57,000	(92,000)
Net loss and comprehensive loss for the period		$ (1,101,219)	$ (231,737)	$ (1,238,893)	$ (473,212)
Basic and diluted loss per common share	7	$ (0.02)	$ (0.00)	$ (0.02)	$ (0.01)
Weighted average number of common shares		68,529,579	61,451,746	68,529,579	58,305,542

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

ATHABASCA URANIUM INC.
(An Exploration Stage Company)
Condensed Interim Statement of Changes in Shareholders' Equity
(Expressed in Canadian dollars - Unaudited)

	Share Capital				
	Number of Shares	**Amount**	**Reserves**	**Accumulated Deficit**	**Total**
Balance at August 31, 2012	56,706,365	$ 10,117,784	$ 869,553	$ (2,491,255)	$ 8,496,082
Issuance for Fisher River property	3,000,000	240,000	-	-	240,000
Issuance on private placement	8,823,214	617,625	-	-	617,625
Share issuance costs	-	(92,364)	-	-	(92,364)
Issuance costs for agents' warrants	-	(21,171)	21,171	-	-
Share-based payments	-	-	60,060	-	60,060
Net loss for the period	-	-	-	(473,212)	(473,212)
Balance at May 31, 2013	68,529,579	10,861,874	950,784	(2,964,467)	8,848,191
Net income for the period	-	-	-	125,241	125,241
Balance at August 31, 2013	68,529,579	10,861,874	950,784	(2,839,226)	8,973,432
Net loss for the period	-	-	-	(1,238,893)	(1,238,893)
Balance at May 31, 2014	**68,529,579**	**$ 10,861,874**	**$ 950,784**	**$ (4,078,119)**	**$ 7,734,539**

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

ATHABASCA URANIUM INC.
(An Exploration Stage Company)
Condensed Interim Statements of Cash Flows
(Expressed in Canadian dollars - Unaudited)

	Nine months ended May 31, 2014	Nine months ended May 31, 2013
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss for the period	$ (1,238,893)	$ (473,212)
Items not affecting cash		
Share-based payments	-	60,060
Deferred income tax expense (recovery)	(57,000)	92,000
Write-off of exploration and evaluation assets	1,039,548	-
Flow-through premium recognized	-	(71,617)
Changes in non-cash working capital items:		
Decrease in receivables	12,547	7,063
Increase in prepaids	(1,334)	(4,946)
Decrease in accounts payable and accrued liabilities	(27,053)	(27,984)
Net cash used in operating activities	(272,185)	(418,636)
CASH FLOWS FROM INVESTING ACTIVITIES		
Exploration and evaluation assets	(33,500)	(382,342)
Net cash used in investing activities	(33,500)	(382,342)
CASH FLOWS FROM FINANCING ACTIVITIES		
Issuance on private placement, net of share issuance costs	-	549,615
Net cash provided by investing activities	-	549,615
Change in cash and equivalents during the period	(305,685)	(251,363)
Cash and equivalents, beginning of period	430,536	804,703
Cash and equivalents, end of period	$ 124,851	$ 553,340

Cash and equivalents consist of:

	May 31, 2014	May 31, 2013
Cash on deposit	$ 124,851	$ 53,340
Guaranteed investment certificate	-	500,000
	$ 124,851	$ 553,340

Supplemental disclosure with respect to cash flows (Note 13)

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

1. Nature and continuance of operations

The Company was incorporated under the Business Corporations Act (BC) on June 6, 2007 and trades on the TSX Venture Exchange under the symbol 'UAX'. The principal offices of the Company are located at Suite 1200 - 570 Granville Street, Vancouver, BC V6C 3P1.

The Company is in the business of exploring and developing mineral properties in Canada, particularly uranium. It has not yet determined whether its current suite of exploration and evaluation assets contain economically recoverable ore reserves. The recovery of the amounts comprising of exploration and evaluation assets are dependent upon the confirmation of economically recoverable reserves, the ability of the Company to obtain necessary financing to successfully complete the exploration and development of those reserves and upon future profitable production or, alternatively, upon the Company's ability to dispose of its interest on an advantageous basis.

These financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. These financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and thus be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in these financial statements.

The Company has recently suspended its near- and long-term exploration and development plans due to the lack of funding as the challenges in the capital markets for junior exploration companies continues. The suspension of the 2014 exploration program is part of an overall fiscal restraint program instituted by the Company in an effort to reduce all of its expenses, including exploration costs and general and administrative expenditures, while waiting for the current markets to improve. Additionally, the continued low pricing for uranium on the global market has created an environment of uncertainty within the uranium sector as to the viability of economic development of any new uranium projects. The current market conditions and volatility may cast significant doubt upon the Company's ability to continue as a going concern given the need to both curtail expenditures and to raise additional funds. Management will continue to monitor the markets and remain vigilant with respect to maintaining the Company's corporate good standing.

The financial statements were authorized for issue on July 11, 2014 by the Board of Directors of the Company.

2. Basis of presentation

Statement of compliance

These condensed interim financial statements have been prepared in accordance with IAS 34, "Interim Financial Reporting" ("IAS 34") as issued by the International Financial Accounting Standards Board ("IASB"). Accordingly, certain information and footnote disclosure normally included in annual financial statements prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the IASB, have been omitted or condensed.

The preparation of financial statements in accordance with IAS 34 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies.

Basis of measurement

The condensed interim financial statements have been prepared using the same accounting policies and methods as those used in the audited financial statements for the year ended August 31, 2013, except for the impact of the adoption of the accounting standards described below in Note 3. These financial statements have been prepared on a historical cost basis, except for financial instruments classified at fair value through profit and loss, which are stated at their fair value and are presented in Canadian dollars, which is also the Company's functional currency, unless otherwise indicated. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information.

These condensed interim financial statements should be read in conjunction with the Company's audited financial statements for the year ended August 31, 2013.

(Expressed in Canadian dollars - Unaudited)

3. New standards, amendments and interpretations not yet effective

Certain new standards, interpretations and amendments to existing standards have been issued by the IASB or the International Financial Reporting Interpretations Committee ("IFRIC") that are mandatory for accounting periods noted below. Some updates that are not applicable or are not consequential to the Company may have been excluded from the list below

i) IFRS 9 '*Financial Instruments: Classification and Measurement*' – effective for annual periods beginning on or after January 1, 2015, with early adoption permitted, introduces new requirements for the classification and measurement of financial instruments.

ii) IFRS 32 '*Financial Instruments: Presentation*' - effective for annual periods beginning on or after January 1, 2014, is amended to provide guidance on the offsetting of financial assets and financial liabilities.

The Company has not yet begun the process of assessing the impact that the new and amended standards, that are effective for annual periods beginning on or after January 1, 2013, will have on its financial statements or whether to early adopt any of the new requirements. The Company does not expect the impact of such changes on the financial statements to be material.

4. Receivables

		May 31, 2014		**August 31, 2013**
Interest receivable	$	-	$	1,988
GST receivable		9,482		18,560
Miscellaneous receivable		-		1,480
	$	9,482	$	22,028

(Expressed in Canadian dollars - Unaudited)

5. Exploration and evaluation assets

The Company has investigated ownership of its mineral interests and, to the best of its knowledge, ownership of its interests is in good standing. Ownership in exploration and evaluation assets involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from difficulties in obtaining conveyance in mineral interests.

The recoverability of the amount shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain financing to complete development, and future profitable production or disposition thereof.

The Company's exploration and evaluation assets consist of:

	McCarthy Lake	McGregor Lake	Keefe Lake	East Key Lake	Fisher River	Total
Balance, August 31, 2012	$ 1,296,276	$ 1,006,508	$ 5,455,296	$ 494,146	$ -	$ 8,252,226
Interest in property	-	-	-	-	250,000	250,000
Assay	-	-	2,369	-	-	2,369
Consulting	-	33,040	242,186	-	46,610	321,836
Drilling	-	-	92,105	-	-	92,105
Geological	-	-	395	-	-	395
Total additions	-	33,040	337,055	-	296,610	666,705
Balance, August 31, 2013	1,296,276	1,039,548	5,792,351	494,146	296,610	8,918,931
Consulting	-	-	33,500	-	-	33,500
Less: write-off of exploration and evaluation assets	-	(1,039,548)	-	-	-	(1,039,548)
Balance, May 31, 2014	**$ 1,296,276**	**$ -**	**$ 5,825,851**	**$ 494,146**	**$ 296,610**	**$ 7,912,883**

McCarthy Lake Project

The Company entered into a mineral property option agreement pursuant to which the Company obtained an option to acquire a 50% interest in and to the mineral rights underlying the prospective uranium property known as the McCarthy Lake Property located in the Athabasca Basin region of northeast Saskatchewan. The Company paid initial consideration of $300,000 to an arm's length vendor, consisting of $100,000 cash and 2,000,000 common shares of the Company issued at a value of $200,000. The Company incurred the minimum of $200,000 in exploration expenditures on the McCarthy Lake Property within the first year of the agreement, satisfying the final condition to exercise the option and thereby acquiring the initial 50% of the McCarthy Lake Property. McCarthy Lake is subject to a 2.5% net smelter return royalty ("NSR"), 80% of which the Company has the option to purchase from the vendor at any time for $500,000.

On March 14, 2012, the Company completed the acquisition of the remaining 50% interest in its McCarthy Lake Project by paying $20,000 in cash and issuing 3,000,000 common shares at a value of $600,000 to the vendor. As a result, the Company owns 100% (subject to a 2.5% NSR) of the McCarthy Lake Project.

5. Exploration and evaluation assets (cont'd)

McGregor Lake Project

On October 20, 2010, the Company entered into a mineral property option agreement pursuant to which the Company has an option to acquire a 100% interest (subject to a 1% NSR) in and to the mineral rights underlying the prospective uranium property known as the McGregor Lake Property located in the Athabasca Basin region of northeast Saskatchewan. The Company paid consideration of $510,000 to an arm's length vendor, consisting of $60,000 cash and 1,500,000 common shares at a fair value of $450,000, fulfilling the initial commitment under the McGregor Lake Property option agreement. Additional commitments in order to exercise the McGregor Lake option include the Company making cash payments totalling $750,000 within 42 months and filing $3,500,000 in qualified exploration expenditures on the McGregor Lake Property within four years. The 1% NSR may be purchased by the Company from the vendor for $1,500,000.

As part of the McGregor Lake Project, on April 7, 2011, the Company entered into a mineral property option agreement to acquire a 100% interest (subject to a 1% NSR) in and to the mineral rights underlying the prospective uranium property known as the Hodges Lake Property, adjacent to the McGregor Lake Property. The Company paid consideration of $163,000, consisting of $25,000 cash and 600,000 common shares at a fair value of $138,000, fulfilling the initial commitment under the Hodges Lake Property option agreement. Additional commitments in order to exercise the Hodges Lake option include the Company filing $3,500,000 in qualified exploration expenditures within four years on any properties within the McGregor Lake Project area. The 1% NSR may be purchased by the Company from the vendor for $1,500,000.

Subsequent to the quarter, the Company gave notice that it was terminating its option on the McGregor Lake properties; accordingly, $1.039,548 was written down to $nil as of May 31, 2014.

Keefe Lake Project

As the Volhoffer Lake, Webb River and Hamilton Lake properties are contiguous with the Company's Keefe Lake property, these four properties are considered to be one cash-generating unit, the Keefe Lake Project, described as follows:

On September 14, 2010, the Company entered into a mineral property option agreement pursuant to which the Company has an option to acquire a 100% interest (subject to a 1% NSR) in and to the mineral rights underlying the prospective uranium property known as the Webb River Property located in the Athabasca Basin region of northeast Saskatchewan. The Company paid consideration of $507,500 to an arm's length vendor, consisting of $50,000 cash and 1,500,000 common shares at a fair value of $475,500, fulfilling the initial commitment under the Webb River Property option agreement. Additional commitments in order to exercise the Webb River option include the Company making cash payments totalling $600,000 within 42 months and filing $2,500,000 in qualified exploration expenditures on the Webb River Property within four years. The 1% NSR may be purchased by the Company from the vendor for $1,500,000.

On May 13, 2011, the Company entered into a mineral property option agreement to acquire a 100% interest (subject to a 1% NSR) in and to the mineral rights underlying the prospective uranium property known as the Hamilton Lake Property, adjacent to the Webb River Property. The Company paid consideration of $121,000, consisting of $25,000 cash and 600,000 common shares at a fair value of $96,000, fulfilling the initial commitment under the Hamilton Lake Property option agreement. Additional commitments in order to exercise the Hamilton Lake option include the Company filing $3,000,000 in qualified exploration expenditures within four years on any properties within the Webb River Project area. The 1% NSR may be purchased by the Company from the vendor for $1,500,000.

5. Exploration and evaluation assets (cont'd)

Keefe Lake Project (cont'd)

On July 27, 2011, the Company entered into an agreement with an arm's-length vendor by which the Company has the option to earn a 100% interest (subject to a 1% NSR) in and to the mineral rights underlying the prospective uranium property known as the Keefe Lake Property, a 12,832-hectare prospective uranium property in the Athabasca Basin region of Saskatchewan. The Company paid consideration of $660,000 to the vendor, consisting of $65,000 cash and 3,500,000 common shares at a fair value of $595,000, fulfilling the initial commitment under the Keefe Lake Property option agreement. Additional commitments in order to exercise the Keefe Lake option include the Company making cash payments totalling $1,500,000 on or before the fifth anniversary of the agreement and filing $5,000,000 in qualified exploration expenditures on the Keefe Lake Property within five years. 1% of the NSR may be purchased by the Company for $1,500,000.

On September 15, 2011, the Company entered into an agreement with an arm's-length vendor by which the Company has the option to earn a 100% interest (subject to a 2% NSR) in and to the mineral rights underlying the prospective uranium property known as the Volhoffer Lake Property, comprised of two contiguous claims on the eastern margin of the Athabasca Basin. The Company paid consideration of $555,000, consisting of $55,000 cash and 2,500,000 common shares at a fair value of $500,000, fulfilling the initial commitment under the Volhoffer Lake Property option agreement. Additional commitments in order to fully exercise the option include the Company completing $5,000,000 in qualified exploration work on the Property on or before the fifth anniversary of the agreement and by making an additional cash payment of $1,200,000 within five years. One-half of the 2% NSR may be purchased by the Company from the vendor for $1,200,000.

East Key Lake Project

On February 7, 2011, the Company entered into a mineral property option agreement pursuant to which the Company has an option to acquire a 100% interest (subject to a 1% NSR) in and to the mineral rights underlying the prospective uranium property known as the East Key Lake Property located in the Athabasca Basin region of northeast Saskatchewan. The Company paid consideration of $430,000 to an arm's length vendor, consisting of $40,000 cash and 1,000,000 common shares at a fair value of $390,000, fulfilling the initial commitment under the East Key Lake Property option agreement. Additional commitments in order to exercise the East Key Lake option include the Company making cash payments totalling $750,000 within 42 months and filing $3,000,000 in qualified exploration expenditures on the East Key Lake Property within four years. The 1% NSR may be purchased by the Company for $1,500,000.

Fisher River Project

On May 7, 2013, the Company entered into a mineral property option agreement pursuant to which the Company has the option to purchase a 100% interest (subject to a 1% NSR) in the mineral rights underlying the prospective uranium property known as the Fisher River Property located in the Athabasca Basin region of northeast Saskatchewan. The Company paid consideration of $250,000 to an arm's length vendor, consisting of $10,000 cash and 3,000,000 common shares at a fair value of $240,000, fulfilling the initial commitment under the Fisher River option agreement. Additional commitments in order to fully exercise the option to purchase 100% of Fisher River include the Company making an additional cash payment of $500,000 on or before the fourth anniversary of the Agreement. One-half of the 1% NSR may be purchased by the Company for $1,000,000.

(Expressed in Canadian dollars - Unaudited)

6. Other liabilities

Other liabilities include the liability resulting from the premium received for flow-through shares issued. The following is the continuity schedule of this liability:

Flow-through Shares

		Issued on August 24, 2012
Balance August 31, 2012	$	71,617
Settlement of flow-through share liability on incurring expenditures		(71,617)
Balance, August 31, 2013 and May 31, 2014	$	-

On August 24, 2012, the Company completed a private placement consisting of the issue and sale of 3,200,000 flow through shares at a price of $0.15 per flow-through share for aggregate gross proceeds of $480,000.

7. Basic and diluted loss per share

The calculation of basic and diluted loss per share for the nine months ended May 31, 2014 was based on the loss attributable to common shareholders of $1,238,893 (2013 - $473,212) and the weighted average number of common shares outstanding at May 31, 2014 of 68,529,579 (2013 - 58,305,542).

Diluted loss per share did not include the effect of 4,325,000 stock options as the effect would be anti-dilutive.

8. Share capital

Authorized share capital

Unlimited number of common shares without par value.

Unlimited number of preferred shares without par value.

Issued share capital

At August 31, 2013 and May 31, 2014, there were 68,529,579 issued and fully paid common shares.

Please refer to the Statement of Changes in Shareholders' Equity for a summary of changes in share capital and reserves for the period ended May 31, 2014. Reserves relates to stock options, agent's options, and compensatory warrants that have been issued by the Company.

(Expressed in Canadian dollars - Unaudited)

8. Share capital (cont'd)

Private placements

Nine month period ended May 31, 2014

During the nine month period ended May 31, 2014, there were no share issuances.

Year ended August 31, 2013

On April 19, 2013, the Company completed a private placement of 8,823,214 units at a price of $0.07 per unit for gross proceeds of $617,625. Each unit consists of one common share and one half of one common share purchase warrant. Each whole warrant entitles the holder to purchase one common share at a price of $0.13 per share for a period of one year from the date of closing.

In connection with the placement, the Company paid certain finders an aggregate cash commission of $92,364 and issued 685,857 finder's warrants. Each finder's warrant entitles a finder to purchase a common share of the Company at an exercise price of $0.08 per share until April 19, 2014.

The fair value of the finders' warrants, being $21,171 was determined using the Black Scholes option pricing model weighted average assumptions with a volatility of 76.3%, average risk free interest rate of 0.97%, expected life of 1 year and a dividend rate of 0%.

Warrants

The warrants outstanding and transactions are as follows:

	Number of Warrants	**Weighted Average Exercise Price**
Balance, August 31, 2012	2,981,103	$ 0.39
Granted	5,097,464	0.12
Expired	(2,981,103)	(0.39)
Balance, August 31, 2013	5,097,464	$ 0.12
Expired	(5,097,464)	(0.12)
Balance, May 31, 2014	-	$ -

(Expressed in Canadian dollars - Unaudited)

8. Share capital (cont'd)

Stock options

The Company has adopted a "rolling" stock option plan (the "Plan"), pursuant to which a maximum of 10% of the issued and outstanding common shares of the Company, less any outstanding stock options previously granted, will be reserved for issuance as options and will be granted at the discretion of the Board of Directors to eligible optionees under the Plan. While the Plan is in effect there can never be more than 10% of the Company's issued and outstanding common shares reserved for issuance. Stock options granted vest at the discretion of the Board of Directors. The options can be granted for a maximum term of 5 years.

The stock options outstanding and transactions are as follows:

	Number of Options	Weighted Average Exercise Price
Balance, August 31, 2012	4,325,000	$ 0.22
Granted	1,250,000	0.10
Expired	(400,000)	(0.10)
Cancelled	(850,000)	(0.24)
Balance, August 31, 2013 and May 31, 2014	4,325,000	$ 0.19

The stock options outstanding and exercisable at May 31, 2014 are as follows:

Number of Options – outstanding	Number of Options - exercisable	Exercise Price	Expiry Date
600,000	600,000	$ 0.25	August 4, 2015
975,000	975,000	$ 0.26	January 20, 2016
550,000	550,000	$ 0.20	August 22, 2016
250,000	250,000	$ 0.24	November 23, 2016
200,000	200,000	$ 0.20	May 2, 2017
500,000	500,000	$ 0.15	July 10, 2017
1,250,000	1,250,000	$ 0.10	May 28, 2018
4,325,000	4,325,000		

(Expressed in Canadian dollars - Unaudited)

9. Related party transactions

The Company entered into the following transactions with related parties:

	Nine months ended May 31, 2014	Nine months ended May 31, 2013
Management fees paid to a company controlled by the CEO	$ 40,400	$ 45,250
Management fees paid to a company controlled by the CFO	60,500	67,875
Consulting fees paid to a company controlled by an officer of the Company	9,500	12,000
Fees paid to a director of the Company	8,200	12,000
Consulting fees paid to an officer of the company which have been capitalized to exploration costs	-	1,500
Share-based payments to officers(i)	-	21,622
Share-based payments to directors(i)	-	19,219
	$ 118,600	$ 179,466

The remuneration of key management personnel, being those persons determined as having authority and responsibility for planning, directing and controlling the activities of the Company during the periods ended May 31, 2014 and 2013 is as follows:

	Nine months ended May 31, 2014	Nine months ended May 31, 2013
Management fees paid to companies controlled by the CEO and CFO	$ 100,900	$ 113,125
Fees paid to a director	8,200	-
Share-based payments(i)	-	19,219
	$ 109,100	$ 132,344

(i) Share-based payments are the fair value of options granted.

10. Management of capital

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

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the exploration and development of its exploration and evaluation assets, acquire additional mineral property interests and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk. In the management of capital, the Company includes its components of shareholders' equity. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt, acquire or adjust the amount of cash and equivalents and investments.

At this stage of the Company's development, in order to maximize ongoing development efforts, the Company does not pay out dividends. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

There were no changes in the Company's approach to capital management during the nine months ended May 31, 2014. The Company is not subject to externally imposed capital requirements.

11. Financial risk management

International Financial Reporting Standards 7, Financial Instruments: Disclosures, establishes a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 - inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Cash and equivalents are classified as Level 1.

As at May 31, 2014, the carrying values of cash and equivalents, receivables and accounts payable and accrued liabilities approximate their fair values due to their short terms to maturity.

The Company has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

Credit risk

The Company's credit risk is primarily attributable to cash and equivalents and receivables. The Company has no significant concentration of credit risk arising from operations. Cash consists of accounts at a reputable financial institution, from which management believes the risk of loss to be remote. Federal deposit insurance covers balances of up to $100,000 in Canada. Financial instruments included in receivables consist of amounts due from government agencies. The Company limits its exposure to credit loss for cash by placing its cash with a high quality financial institution. At May 31, 2014, the Company's exposure to credit risk is minimal.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company ensures that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations and its holdings of cash.

As at May 31, 2014, the Company had a cash balance of $124,851 (August 31, 2013 - $430,536) to settle accounts payable and accrued liabilities of $6,350 (August 31, 2013 - $33,403). All of the Company's financial liabilities have contracted maturities of less than 30 days and are subject to normal trade terms.

Historically, the Company's sole source of funding has been the issuance of equity securities for cash, primarily through private placements. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding.

(Expressed in Canadian dollars - Unaudited)

11. Financial risk management (cont'd)

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

a) Interest risk

The Company has cash balances and no interest-bearing debt. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. As of May 31, 2014, the Company has $nil (August 31, 2013 - $200,000) in investment-grade short-term deposit certificates.

b) Foreign currency risk

Foreign currency risk is the risk that variation in exchange rates between the Canadian dollar and a foreign currency will affect the Company's operating and financial results. The Company does not have any balances or transactions denominated in a foreign currency.

c) Price risk

The Company is exposed to price risk with respect to equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. The Company closely monitors individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

12. Segment information

The Company has one reportable operating segment, being the acquisition and exploration of mineral properties. The Company conducts all of its operations in Canada, and the Company's property is located in Canada.

13. Supplemental disclosure with respect to cash flows

	Nine months ended	
	May 31, 2014	**May 31, 2013**
Cash paid for income taxes	$ -	$ -
Cash paid for interest	$ -	$ -

There were no significant non-cash transactions during the nine months ended May 31, 2014.

The significant non-cash transactions during the nine months ended May 31, 2013 were as follows:

a) Issued 3,000,000 shares with a fair value of $240,000 for the acquisition of an interest in exploration and evaluation assets.

b) Included in issue costs is $13,000 which is included in accounts payable and accrued liabilities.

c) Granted 685,857 finders' warrants with a fair value of $21,171 which was recorded as share issuance costs.