

(Formerly Athabasca Uranium Inc) (An Exploration Stage Company)

# **Condensed Interim Financial Statements**

Three months ended November 30, 2014

(Expressed in Canadian Dollars)

# 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.

(Formerly Athabasca Uranium Inc.) (An Exploration Stage Company) Statements of Condensed Interim Financial Position (Expressed in Canadian dollars) AS AT

	Notes		November 30, 2014		August 31 2014
ASSETS					
Current assets					
Cash		\$	8,420	\$	47,922
Receivables	4		2,863		13,137
Prepaids			12,507		24,499
Total current assets			23,790		85,558
Non-current assets					
Exploration and evaluation assets	5		6,530,430		7,912,883
TOTAL ASSETS		\$	6,554,220	\$	7,998,441
LIABILITIES Current liabilities					
Accounts payable and accrued liabilities		\$	246,302	\$	28,578
Non-current liabilities					
Deferred tax liability			6,000		13,000
TOTAL LIABILITIES			252,302		41,578
SHAREHOLDERS' EQUITY					
Share capital			10,861,874		10,861,874
Reserves			950,784		950,784
Accumulated deficit			(5,510,740)		(3,855,795)
TOTAL SHAREHOLDERS' EQUITY			6,301,918		7,956,863
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		\$	6,554,220	\$	7,998,441
		Ψ	0,551,220	Ψ	7,770,111
Nature and continuance of operations (Note 1) Subsequent event (Note 14)					

# **On behalf of the Board of Directors:**

"Gil Schneider"

Director

"D. Barry Lee"

Director

(Formerly Athabasca Uranium Inc.) (An Exploration Stage Company) Condensed Interim Statements of Loss and Comprehensive Loss (Expressed in Canadian dollars - Unaudited)

	Notes		Three Months Ended November 30, 2014		ree Months Ended ovember 30, 2013
EXPENSES					
Bank charges and interest		\$	265	\$	228
Consulting	9	ψ	12,000	Ψ	7,800
Investor relations	-		1,424		21,594
Management fees	9		22,400		37,500
Office and miscellaneous			8,699		10,446
Professional fees			895		2,947
Rent			9,000		9,000
Regulatory and filing fees			8,850		2,619
Travel			-		670
			(63,533)		(92,804)
Interest income Other expense			-		1,164
Write-off of exploration and evaluation assets	5		(1,382,453)		-
Termination costs of exploration and evaluation assets	5		(215,959)		-
			(1,598,412)		1,164
Loss for the period before income taxes			(1,661,945)		(91,640)
Deferred tax recovery			7,000		26,000
Net loss and comprehensive loss for the period		\$	(1,654,945)	\$	(65,640)
Basic and diluted loss per common share	6	\$	(0.24)	\$	(0.01)
Basic and diluted weighted average number of common shares outstanding			6,852,958		6,852,958

(Formerly 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, 2013	6,852,958	\$	10,861,874	\$	950,784	\$	(2,839,226) \$	8,973,432
Net loss for the period	-		-		-		(65,640)	(65,640)
Balance at November 30, 2013	6,852,958		10,861,874		950,784		(2,904,866)	8,907,792
Net loss for the period							(950,929)	(950,929)
Balance at August 31, 2014	6,852,958		10,861,874		950,784		(3,855,795)	7,956,863
Net loss for the period	-		-		-		(1,654,945)	(1,654,945)
Balance at November 30, 2014	6,852,958	\$	10,861,874	\$	950,784	\$	(5,510,740) \$	6,301,918

(Formerly Athabasca Uranium Inc.) (An Exploration Stage Company) Condensed Interim Statements of Cash Flows (Expressed in Canadian dollars - Unaudited)

	Three Months Ended November 30, 2014		ree Months Ended vember 30, 2013
CASH FLOWS FROM OPERATING ACTIVITIES			
Loss for the period	\$	(1,654,945)	\$ (65,640)
Items not affecting cash			
Deferred income tax recovery		(7,000)	(26,000)
Write-off of exploration and evaluation assets		1,382,453	-
Termination costs of exploration and evaluation assets		215,959	-
Changes in non-cash working capital items:			
Decrease in receivables		10,274	12,144
Decrease in prepaids		11,992	5,254
Increase in accounts payable and accrued liabilities		1,765	967
Net cash used in operating activities		(39,502)	(73,275)
CASH FLOWS FROM INVESTING ACTIVITIES			
Exploration and evaluation assets		-	(19,500)
Net cash used in investing activities		_	(19,500)
Change in cash during the period		(39,502)	(92,775)
Cash, beginning of period		47,922	430,536
Cash, end of period	\$	8,420	\$ 337,761

Cash and equivalents consist of:

	November 30,	November 30,
	2014	2013
Cash on deposit	8,420	(12,239)
Guaranteed investment certificate	-	350,000
	8,420	337,761

Supplemental disclosure with respect to cash flows (Note 13)

#### 1. Nature and continuance of operations

The Company was incorporated under the Business Corporations Act (BC) on June 6, 2007. On November 18, 2014 the Company changed its name from Athabasca Uranium Inc. to Atom Energy Inc and trades on the TSX Venture Exchange under the symbol 'AGY'. 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 condensed interim 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 condensed interim 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 condensed interim 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 condensed interim financial statements were authorized for issue on January 26, 2015 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 condensed interim 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, 2014, except for the impact of the adoption of the accounting standards described below in Note 3. These condensed interim 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 condensed interim financial statements have been prepared using the accrual basis of accounting except for cash flow information.

# 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.

The Company does not expect the impact of such changes on the condensed interim financial statements to be material.

## 4. Receivables

As at November 30, 2014, the Company's amount receivable of \$2,863 (August 31, 2014 - \$13,137) is comprised of Goods and Services Tax / Harmonized Sales Tax ("GST/HST") receivable due from the government taxation authorities.

# 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	Keefe Lake	East Key Lake	Fisher River	McGregor Lake	Total
Balance, August 31, 2013 Consulting	\$ 1,296,276 -	\$ 5,792,351 33,500	\$ 494,146 -	\$ 296,610	\$ 1,039,548	\$ 8,918,931 33,500
Less: write-off of exploration and evaluation assets	-	_	-	-	(1,039,548)	(1,039,548)
Balance, August 31, 2014	1,296,276	5,825,851	494,146	296,610	\$ -	7,912,883
Less: write-off of exploration and evaluation assets	_	(888,307)	(494,146)	_	-	(1,382,453)
Balance, November 30, 2014	\$ 1,296,276	\$4,937,544	<b>\$</b> -	\$ 296,610	\$-	\$ 6,530,430

# 5. **Exploration and evaluation assets** (cont'd)

# McCarthy Lake Project

The Company owns a 100% 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, after exercising options to purchase the property pursuant to two property option agreements which constituted the Company's qualifying transaction to list on the TSX Venture Exchange. The McCarthy Lake Property is subject to a 2.5% net smelter return royalty ("NSR"), 80% of which may be purchased from the royalty holder at any time for \$500,000.

# Keefe Lake Project

The Keefe Lake Project comprises the Keefe Lake, Volhoffer Lake, Webb River and Hamilton Lake properties, contiguous claims under option in the Athabasca Basin region as described below. Under agreement, exploration expenditures on Keefe Lake Project area properties are aggregated and credited towards the Project's total exploration commitment.

On July 27, 2011, the Company entered into an agreement by which the Company has the option to acquire a 100% interest (subject to a 1% NSR) in and to the mineral rights underlying the Keefe Lake Property, a prospective uranium property located in the Athabasca Basin region of northeast Saskatchewan. The Company paid initial consideration of \$660,000, consisting of \$65,000 cash and 350,000 common shares at a fair value of \$595,000. Additional commitments in order to exercise the Keefe Lake option include the Company making cash payments totaling \$1,500,000 and filing \$5,000,000 in qualified exploration expenditures on any properties within the Keefe Lake Project area 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 a mineral property option agreement to acquire a 100% interest (subject to a 2% NSR) in and to the mineral rights underlying the Volhoffer Lake Property, comprised of two contiguous claims south of the Keefe Lake Property. The Company paid initial consideration of \$555,000, consisting of \$55,000 cash and 250,000 common shares at a fair value of \$500,000. Additional commitments in order to fully exercise the option include the Company completing \$5,000,000 in qualified exploration work on any properties within the Keefe Lake Project area and by making an additional cash payment of \$1,200,000 within five years of the agreement. One-half of the 2% NSR may be purchased from the royalty holder by the Company for \$1,200,000.

On September 14, 2010 and May 13, 2011, the Company entered into mineral property option agreements to acquire 100% interests (subject to 1% NSRs) in the mineral rights underlying the Webb River and Hamilton Lake Properties, adjacent to and contiguous with the Volhoffer Lake Property. The Company paid aggregate initial consideration of \$628,500, consisting of \$75,000 cash and 210,000 common shares at a fair value of \$571,500. Additional terms of the agreements included commitments for aggregate cash payments of \$700,000 and exploration expenditures totaling \$5,500,000 within five years.

On November 25, 2014, the Company terminated its agreements on both the Webb River and the Hamilton Lake Property mineral claims in order to reduce its exploration commitments and preserve cash; accordingly, \$888,307 in associated exploration and evaluation expenditures have been written down to \$nil.

# 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 on the north margin of the Keefe Lake Project. The Company paid initial consideration of \$250,000 to the vendor, consisting of \$10,000 cash and 300,000 common shares at a fair value of \$240,000. Additional commitments in order to fully exercise the option to purchase 100% of Fisher River include the Company making 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.

# 5. Exploration and evaluation assets (cont'd)

# 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 initial consideration of \$430,000 to the vendor, consisting of \$40,000 cash and 100,000 common shares at a fair value of \$390,000. Additional terms of the agreement included commitments for cash payments of \$850,000 and exploration expenditures of \$3,000,000 within four years.

On November 25, 2014, the Company gave notice that it was terminating its agreement on the East Key Lake Property mineral claim in order to reduce its exploration commitments and preserve cash; accordingly, \$494,146 in associated exploration and evaluation expenditures have been written down to \$nil.

# McGregor Lake Project

On October 20, 2010, the Company entered into mineral property option agreements pursuant to which it had an option to acquire 100% interests (subject to a 1% NSR) in and to the mineral rights underlying the properties known as McGregor Lake and Hodges Lake, both located in the Athabasca Basin region. Aggregate initial consideration of \$85,000 cash and 210,000 common shares at a fair value of \$588,000 was paid for the properties. Additional terms of the agreement included commitments for cash payments of an aggregate \$750,000 and exploration expenditures of \$3,500,000 within four years.

On July 11, 2014, the Company gave notice of termination of the McGregor Lake Project option in order to reduce its exploration commitments and preserve cash; accordingly, \$1,039,548 in associated exploration and evaluation expenditures were written down to \$nil during the year ended August 31, 2014. During the interim period ended November 30, 2014, the Company negotiated a reduction in payments associated with the termination of the option to \$215,959, which amount is recorded as expensed.

# 6. Basic and diluted loss per share

The calculation of basic and diluted loss per share for the three months ended November 30, 2014 and 2013 were based on the loss attributable to common shareholders of \$0.24 (2013 - \$0.01) and the weighted average number of common shares outstanding of 6,852,958 (2013 - 6,852,958).

Diluted loss per share did not include the effect of 432,500 stock options as the effect would be anti-dilutive.

# 7. 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 November 30, 2014 and August 31, 2014, there were 6,852,958 issued and fully paid common shares and nil preferred shares.

On September 19, 2014, the Company consolidated its common share capital on the basis of 10 pre-consolidated shares for 1 post-consolidated share basis.

All references to the issuance, granting and exercising of common stock, stock options and warrants and loss per share amounts in the financial statements have been adjusted to reflect the retro-active effect of the 10-for-1 share consolidation.

Please refer to the Condensed Interim Statement of Changes in Shareholders' Equity for a summary of changes in share capital and reserves for the three months ended November 30, 2014. Reserves relates to stock options, agent's unit options, and compensatory warrants that have been issued by the Company.

# Warrants

The warrants outstanding and transactions are as follows:

	Number of warrants		
Balance, August 31, 2013	509,746	\$	1.20
Expired	(509,746)		(1.20)
Balance, August 31, 2014 and November 30, 2014	-	\$	-

# 8. Share-based payments

#### 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.

For the three month period ended November 30, 2014 and the year ended August 31, 2014, there were 432,500 options outstanding at a weighted average exercise price of \$1.88.

The stock options outstanding and exercisable at November 30, 2014 and August 31, 2014 are as follows:

Number of Options – outstanding	Number of Options - exercisable	Exercise Price	Expiry Date
60,000	60,000	2.50	August 4, 2015
97,500	97,500	2.60	January 20, 2016
55,000	55,000	2.00	August 22, 2016
25,000	25,000	2.40	November 23, 2016
20,000	20,000	2.00	May 2, 2017
50,000	50,000	1.50	July 10, 2017
125,000	125,000	1.00	May 28, 2018
432,500	432,500		

# 9. Related party transactions

The Company entered into the following transactions with related parties:

	Three months			
	Nov	ember 30, 2014	Nov	ember 30, 2013
Management fees paid or accrued to the CEO	\$	5,000	\$	-
Management fees paid or accrued to a company controlled by the CFO		12,000		22,500
Management fees paid to a company controlled by the former CEO		5,400		15,000
Consulting fees paid to a company controlled by an officer of the Company		-		4,500
Fees paid to a director of the Company		-		3,000
	\$	22,400	\$	45,000

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 three month periods ended November 30, 2014 and 2013 is as follows:

	2014	2013
Fees paid or accrued to the CEO	\$ 5,000	\$ -
Fees paid or accrued to a company controlled by the CFO	12,000	22,500
Fees paid to a company controlled by the former CEO	5,400	15,000
Fees paid to a director	-	3,000
	\$ 22,400	\$ 40,500

# 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 period ended November 30, 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 cash equivalents are classified as Level 1.

As at November 30, 2014, the carrying values of cash and cash 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 cash 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 November 30, 2014, the Company's exposure to credit risk is minimal.

# 11. Financial 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 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 November 30, 2014, the Company had a cash balance of \$8,420 (August 31, 2014 - \$47,922) to settle accounts payable and accrued liabilities of \$246,302 (August 31, 2014 - \$28,578). 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.

## 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 at November 30, 2014 and August 31, 2014, the Company has \$nil 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

	Three mo	Three months ended				
	November 30 2014		November 30 2013			
Cash paid for income taxes	\$ -	\$	-			
Cash paid for interest	\$ -	\$	-			

There were no significant non-cash transactions during the periods ended November 30, 2014 and 2013.