

**Fire River Gold Corp.**  
**Condensed Interim Financial Statements - Unaudited**  
**31 January 2015**  
(Expressed in Canadian dollars)

**FIRE RIVER GOLD CORP. (the “Company”)**

**The Company’s auditors have not reviewed or been involved in the preparation of these condensed interim financial statements.**

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

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

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

# Fire River Gold Corp.

## Condensed Statements of Financial Position - Unaudited

(Expressed in Canadian dollars)

	Notes	As at 31 January 2015 \$	As at 31 October 2014 \$
<b>ASSETS</b>			
<b>Current assets</b>			
Cash	4	72,585	115,486
Receivables	5	44,846	55,000
<b>Total assets</b>		<b>117,431</b>	<b>170,486</b>
<b>EQUITY (DEFICIENCY) AND LIABILITIES</b>			
<b>Current liabilities</b>			
Trade and other payables	6	176,782	202,811
Note payable	7	-	10,578
<b>Total liabilities</b>		<b>176,782</b>	<b>213,389</b>
<b>Equity (deficiency)</b>			
Common shares	8	39,172,995	39,172,995
Reserves		18,029,569	18,029,569
Deficit		(57,261,915)	(57,245,467)
<b>Total equity (deficiency)</b>		<b>(59,351)</b>	<b>(42,903)</b>
<b>Total equity (deficiency) and liabilities</b>		<b>117,431</b>	<b>170,486</b>

### APPROVED BY THE BOARD:

*"Blane Wilson"*

*"Brent Chamberlain"*

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

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

# Fire River Gold Corp.

## Condensed Statements of Loss and Comprehensive Loss - Unaudited

(Expressed in Canadian dollars)

	Notes	3 Months Ended 31 January	
		2015 \$	2014 \$
Administration expenses	9	16,220	76,802
		(16,220)	(76,802)
Finance costs		(83)	(44)
Foreign exchange		(145)	-
<b>Net and comprehensive loss for the quarter</b>		<b>(16,448)</b>	<b>(76,846)</b>
<b>Loss per share – basic and diluted</b>	10	<b>(0.00)</b>	<b>(0.00)</b>

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

**Fire River Gold Corp.**  
**Condensed Statements of Cash Flows – Unaudited**  
(Expressed in Canadian dollars)

	Notes	3 Months ended 31 January	
		2015 \$	2014 \$
<b>OPERATING ACTIVITIES</b>			
Loss for the period		(16,448)	(76,846)
Operating cash flows before movements in working capital			
Decrease (increase) in receivables		10,154	-
Decrease (increase) in prepaid expenses and deposits		-	12,305
Increase (decrease) in other payables		(26,029)	15,007
Increase (decrease) in note payable		(10,578)	-
<b>Cash used in operating activities</b>		<b>(42,901)</b>	<b>(49,534)</b>
<b>INVESTING ACTIVITIES</b>			
Disposal of fixed assets		-	42,465
<b>Cash used in investing activities</b>		<b>-</b>	<b>42,465</b>
<b>Increase (decrease) in cash</b>		<b>(42,901)</b>	<b>(7,069)</b>
Cash, beginning of period		115,486	12,003
<b>Cash, end of period</b>		<b>72,585</b>	<b>4,934</b>

**Supplemental cash flow information** (Note 14)

# Fire River Gold Corp.

## Condensed Statement of Change in Equity (Deficiency) - Unaudited

31 January 2015

(Expressed in Canadian dollars)

	Number of shares	Common shares \$	Stock options reserve \$	Warrants reserve \$	Foreign currency translation reserve \$	Deficit \$	Total \$
Balances, 31 October 2012	316,157,031	39,172,995	3,372,335	14,555,892	370,166	(67,320,001)	(9,848,613)
Share-based payments	-	-	101,342	-	-	-	101,342
Foreign currency translation adjustment	-	-	-	-	(370,166)	-	(370,166)
Net income for the year						10,380,718	10,380,718
Balances, 31 October 2013	316,157,031	39,172,995	3,473,677	14,555,892	-	(56,939,283)	263,281
<b>Net loss for 3 months ended 31 January 2014</b>						<b>(76,846)</b>	<b>(76,846)</b>
<b>Balances, 31 January 2014</b>	<b>316,157,031</b>	<b>39,172,995</b>	<b>3,473,677</b>	<b>14,555,892</b>		<b>(57,016,129)</b>	<b>186,435</b>
Net loss for 9 months ended 31 October 2014						(229,338)	(229,338)
Balances, 31 October 2014	316,157,031	39,172,995	3,473,677	14,555,892	-	(57,245,467)	(42,903)
<b>Net loss for 3 months ended 31 January 2015</b>						<b>(16,448)</b>	<b>(16,448)</b>
<b>Balances, 31 January 2015</b>	<b>316,157,031</b>	<b>39,172,995</b>	<b>3,473,677</b>	<b>14,555,892</b>		<b>(57,261,915)</b>	<b>(59,351)</b>

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

# Fire River Gold Corp.

## Notes to the Condensed Interim Financial Statements – Unaudited

31 January 2015

(Expressed in Canadian dollars)

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### 1 CORPORATE INFORMATION

Fire River Gold Corp. (the “Company”) was incorporated on 22 September 1997 under the laws of the Province of British Columbia and is a mineral exploration company focused on the acquisition, exploration and development of primarily gold, silver and base metal properties.

As of 31 January 2015 the Company had no mining or exploration projects or fixed assets. The cease trade orders from the British Columbia Securities Commission, the Alberta Securities Commission and the Ontario Securities Commission were revoked in January 2015 and the Company’s shares have been reinstated for trading on the NEX. On 24 February 2015 the NEX approved the 100:1 share consolidation as approved by the shareholders at the Annual General Meeting in November 2014 and the process is underway to notify all shareholders of their new share quantities. The Company will actively pursue project opportunities. The Company currently has minimal cash and will not be in a position to continue operating without a cash infusion. These material uncertainties may cast significant doubt on the Company’s ability to continue as a going concern.

The Company had cash of \$72,585 as at 31 January 2015 (31 October 2014: \$115,486) and working capital deficit of \$59,351 as at 31 January 2015 (working capital deficit of \$42,903 as at 31 October 2014).

### 2 BASIS OF PREPARATION

#### 2.1 Basis of presentation

The Company’s condensed interim financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair value, as explained in Note 12, and are presented in Canadian dollars except where otherwise indicated.

#### 2.2 Statement of compliance

These condensed interim financial statements have been prepared in accordance with International Accounting Standard 34 *Interim Financial Reporting* (“IAS34”) as issued by the International Accounting Standards Board (“IASB”). Selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the last annual financial statements as at and for the year ended 31 October 2014. These condensed interim financial statements do not include all of the information required for full annual financial statements prepared in accordance with International Financial Reporting Standards (“IFRS”).

#### 2.3 Adoption of new and revised standards and interpretations

At the date of authorization of these consolidated financial statements, the IASB and IFRIC have issued the following new and revised standard, amendment and interpretation which are not yet effective:

# Fire River Gold Corp.

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- IFRS 9 '*Financial Instruments: Classification and Measurement*' is a new financial instruments standard with a tentative effective date for annual periods beginning on or after 1 January 2018 that replaces IAS 39 and IFRIC 9 for classification and measurement of financial assets and financial liabilities.

The Company has not early adopted this standard, amendment and interpretation and anticipates that the application of this standard, amendment and interpretation will not have a material impact on the financial position and financial performance of the Company.

### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### 3.1 Significant accounting judgments, estimates and assumptions

The preparation of the Company's financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of income and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

Areas requiring a significant degree of estimation and judgment relate to the fair value measurements for financial instruments and share-based payments, the recognition and valuation of provisions for decommissioning liabilities, the recoverability and measurement of deferred tax assets and liabilities, inventory valuation and ability to continue as a going concern. Actual results may differ from those estimates and judgments.

#### 3.2 Cash

Cash comprises cash at banks.

#### 3.3 Foreign currencies

The Company determined that the Company's functional currency is the Canadian dollar.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the period-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined. Exchange differences arising on the translation of monetary items or on settlement of monetary items are recognized in profit or loss in the period in which they arise, except where deferred in equity as a qualifying cash flow or net investment hedge. Exchange differences arising on the translation of non-monetary items are recognized in other comprehensive income (loss) in the statement of income (loss) and comprehensive income (loss) to the extent that gains and losses arising on those non-monetary items are also recognized in other comprehensive income. Where the non-monetary



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gain or loss is recognized in profit or loss, the exchange component is also recognized in profit or loss.

### **3.4 Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of that asset. Other borrowing costs not directly attributable to a qualifying asset are expensed in the period incurred.

### **3.5 Exploration and evaluation properties**

Exploration and evaluation costs and option maintenance payments are expensed as incurred. When it has been determined that a resource property can be economically developed as a result of establishing proven and probable reserves, costs incurred prospectively to develop the property are capitalized as incurred and are depreciated using the unit-of-production depreciation method over the estimated life of the ore body based on proven and probable reserves.

### **3.6 Decommissioning, restoration and similar liabilities**

The Company recognizes provisions for statutory, contractual, constructive or legal obligations associated with the reclamation of mineral properties and retirement of long-term assets, when those obligations result from the acquisition, construction, development or normal operation of the assets. The net present value of future cost estimates arising from the decommissioning of plant, site restoration work and other similar retirement activities is added to the carrying amount of the related asset, and depreciated on the same basis as the related asset, along with a corresponding increase in the provision in the period incurred. Discount rates using a pre-tax rate that reflect the current market assessments of the time value of money are used to calculate the net present value.

The Company's estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to the related asset with a corresponding entry to the provision.

Changes in the net present value, excluding changes in the Company's estimates of reclamation costs, are charged to profit or loss for the period. The net present value of reclamation costs arising from subsequent site damage that is incurred on an ongoing basis during production are charged to profit or loss in the period incurred. The costs of reclamation projects that were included in the provision are recorded against the provision as incurred. The costs to prevent and control environmental impacts at specific properties are capitalized in accordance with the Company's accounting policy for exploration and evaluation properties.

### **3.7 Share-based payments**

Share-based payments to employees are measured at the fair value of the instruments issued and recognized over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it

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is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to the stock options reserve. The fair value of options is determined using the Black-Scholes Option Pricing Model which incorporates all market vesting conditions. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that will eventually vest.

### 3.8 Taxation

Deferred tax is recorded by providing for temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on the tax rates that have been enacted or substantively enacted at the reporting date.

### 3.9 Financial assets

Financial assets are classified as financial assets at fair value through profit or loss (“FVTPL”), held-to-maturity, loans and receivables, available-for-sale financial assets, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. The Company determines the classification of its financial assets at initial recognition. Financial assets are recognized initially at fair value. The subsequent measurement of financial assets depends on their classification as follows:

#### *Financial assets at FVTPL*

Financial assets are classified as held for trading and are included in this category if acquired principally for the purpose of selling in the short term or if so designated by management. Derivatives, other than those designated as effective hedging instruments, are also categorized as held for trading. These assets are carried at fair value with gains or losses recognized in profit or loss. Transaction costs associated with financial assets at FVTPL are expensed as incurred. Cash is included in this category of financial assets.

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### *Held-to-maturity and loans and receivables*

Held-to-maturity and loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortized cost using the effective interest method if the time value of money is significant. Gains and losses are recognized in profit or loss when the financial assets classified in this category are derecognized or impaired, as well as through the amortization process. Transaction costs are included in the initial carrying amount of the asset. Receivables are classified as loans and receivables.

### *Available-for-sale*

Available-for-sale financial assets are those non-derivative financial assets that are not classified as loans and receivables. After initial recognition, available-for-sale financial assets are measured at fair value, with gains or losses recognized within other comprehensive income. Accumulated changes in fair value are recorded as a separate component of equity until the investment is derecognized or impaired. Transaction costs are included in the initial carrying amount of the asset.

The fair value is determined by reference to bid prices at the close of business on the reporting date. Where there is no active market, fair value is determined using valuation techniques. Where fair value cannot be reliably measured, assets are carried at cost.

### *Derivatives designated as hedging instruments in an effective hedge*

The Company does not hold or have any exposure to derivative instruments.

## **3.10 Financial liabilities**

Financial liabilities are classified as financial liabilities at FVTPL, derivatives designated as hedging instruments in an effective hedge, or as financial liabilities measured at amortized cost, as appropriate. The Company determines the classification of its financial liabilities at initial recognition. The measurement of financial liabilities depends on their classification, as follows:

### *Financial liabilities at FVTPL*

Financial liabilities at FVTPL has two subcategories, including financial liabilities held for trading and those designated by management on initial recognition. Transaction costs on financial liabilities at FVTPL are expensed as incurred. These liabilities are carried at fair value with gains or losses recognized in profit or loss.

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### *Financial liabilities measured at amortized cost*

All other financial liabilities are initially recognized at fair value, net of transaction costs. After initial recognition, other financial liabilities are subsequently measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any issue costs, and any discount or premium on settlement. Gains and losses arising on the repurchase, settlement or cancellation of liabilities are recognized respectively in interest, other revenues and finance costs. Trade and other payables and loans payable are included in this category of financial liabilities.

### *Derivatives designated as hedging instruments in an effective hedge*

The Company does not hold or have any exposure to derivative instruments.

### **3.11 Impairment of financial assets**

Financial assets, other than financial assets at FVTPL, are assessed for indicators of impairment at each period end.

#### *Assets carried at amortized cost*

If there is objective evidence that an impairment loss on assets carried at amortized cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced, with the amount of the loss recognized in profit or loss.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed to the extent that the carrying value of the asset does not exceed what the amortized cost would have been had the impairment not been recognized. Any subsequent reversal of an impairment loss is recognized in profit or loss.

#### *Available-for-sale*

If an available-for-sale financial asset is impaired, the cumulative loss previously recognized in equity is transferred to profit or loss. Any subsequent recovery in the fair value of the asset is recognized within other comprehensive income.

### **3.12 De-recognition of financial assets and liabilities**

Financial assets are derecognized when the rights to receive cash flows from the assets expire or, the financial assets are transferred and the Company has transferred substantially all the risks and rewards of ownership of the financial assets. On de-recognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized directly in equity is recognized in profit or loss.

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## **Notes to the Condensed Interim Financial Statements – Unaudited**

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For financial liabilities, they are derecognized when the obligation specified in the relevant contract is discharged, cancelled or expires. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

### **3.13 Impairment of non-financial assets**

The carrying amount of the Company's assets is reviewed for an indication of impairment at the end of each reporting period. If an indication of impairment exists, the Company makes an estimate of the asset's recoverable amount. Individual assets are grouped for impairment assessment purposes at the lowest level at which there are identifiable cash flows that are largely independent of the cash flows of other groups of assets. Recoverable amount of an asset group is the higher of its fair value less costs to sell and its value in use. In assessing value in use, the estimated future cash flows are adjusted for the risks specific to the asset group and are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money.

Where the carrying amount of an asset group exceeds its recoverable amount, the asset group is considered impaired and is written down to its recoverable amount. Impairment losses are recognized in profit or loss.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognized.

### **3.14 Related party transactions**

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

# Fire River Gold Corp.

## Notes to the Condensed Interim Financial Statements – Unaudited

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(Expressed in Canadian dollars)

### 4 CASH

The Company's cash is denominated in the following currencies:

	As at 31 January 2015 \$	As at 31 October 2014 \$
Denominated in Canadian dollars	71,119	113,308
Denominated in U.S. dollars	1,466	2,178
<b>Total cash</b>	<b>72,585</b>	<b>115,486</b>

### 5 RECEIVABLES

	As at 31 January 2015 \$	As at 31 October 2014 \$
Waterton Global Value L.P.	44,846	55,000
<b>Total receivables</b>	<b>44,846</b>	<b>55,000</b>

This receivable is the remainder of the funds due to the Company as part of the final settlement with Waterton Global Value in October 2013 that resulted in the change of ownership of the former subsidiary of the Company, Mystery Creek Resources, to Waterton.

### 6 TRADE AND OTHER PAYABLES

The Company's trade and other payables are broken down as follows:

	As at 31 January 2015 \$	As at 31 October 2014 \$
Trade payables	156,358	143,155
Accrued liabilities	20,424	59,656
<b>Total trade and other payables</b>	<b>176,782</b>	<b>202,811</b>

Included in trade and other payables are amounts due to related parties which are disclosed in Note 13.

# Fire River Gold Corp.

## Notes to the Condensed Interim Financial Statements – Unaudited

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(Expressed in Canadian dollars)

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### 7 NOTE PAYABLE

There was a note payable to Waterton at 31 October 2014.

	As at 31 January 2015 \$	As at 31 October 2014 \$
Balance, beginning of year	10,578	-
Amounts advanced	-	10,154
Accrued interest	-	424
Balance, current note payable	10,578	10,578
Forgiveness of debt	(10,578)	-
Less: Current portion	-	10,578
Long term portion	-	-

### 8 SHARE CAPITAL

#### 8.1 Authorized share capital

The Company has authorized an unlimited number of common shares with no par value. At 31 January 2015, the Company had 316,157,031 common shares outstanding (31 October 2014: 316,157,031).

#### 8.2 Shares issuances

No new shares were issued in the quarter ended 31 January 2015 or in the year ended 31 October 2014.

# Fire River Gold Corp.

## Notes to the Condensed Interim Financial Statements – Unaudited

31 January 2015

(Expressed in Canadian dollars)

### 8.3 Share purchase warrants

The following is a summary of the changes in the Company's share purchase warrants for the quarter ended 31 January 2015 and for the year ended 31 October 2014:

	Number of warrants	Weighted average exercise price \$
Outstanding, 31 October 2013 and 2014	<b>231,635,721</b>	<b>0.10</b>
Granted	-	-
Expired	-	-
<b>Outstanding, 31 January 2015</b>	<b>231,635,721</b>	<b>0.10</b>

The following table summarizes information regarding share purchase warrants outstanding as at 31 January 2015.

Date issued	Number of warrants	Exercise price \$	Expiry date
30 March 2012 – Warrants	8,250,000	0.23575	30 March 2015
9 August 2012 – Warrants	88,417,458	0.10	9 August 2017
9 August 2012 – Compensation options	2,080,320	0.065	9 August 2017
31 August 2012 – Warrants	16,602,709	0.10	31 August 2017
31 August 2012 – Compensation options	1,328,216	0.065	31 August 2017
19 September 2012 – Warrants	108,694,492	0.10	19 September 2017
19 September 2012 – Compensation options	6,262,526	0.065	19 September 2017
	<b>231,635,721</b>	<b>0.10</b>	

### 8.4 Stock options

The Company has established a share purchase option plan whereby the Board may from time to time grant stock options to directors, officers, employees or consultants up to 10,244,237 shares at any time. Options granted must be exercised no later than ten years from date of grant or such lesser period as determined by the Company's board of directors. The exercise price of an option will be set by the Board of Directors at the time such option is granted and cannot be less than the closing market price on the TSX Venture Exchange ("TSX-V") on the last trading day preceding the grant date, less any allowable discounts that may be permitted under applicable exchange policies.



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The following is a summary of the changes in the Company's stock option plan for the quarter ended 31 January 2015 and year ended 31 October 2014:

	Quarter ended 31 Jan 2015		Year ended 31 Oct 2014	
	Number of options	Weighted average exercise price \$	Number of options	Weighted average exercise price \$
Outstanding, beginning	2,236,636	0.175	3,756,636	0.21
Cancelled	(200,000)	0.11	(1,520,000)	0.28
<b>Outstanding, end of period</b>	<b>2,036,636</b>	<b>0.175</b>	2,236,636	0.175

No options were granted during the quarter ended 31 January 2015 and 200,000 options were cancelled.

The following table summarizes information regarding stock options outstanding and exercisable as at 31 January 2015.

Exercise price	Number of options outstanding	Weighted-average remaining contractual life (years)	Weighted average exercise price \$
<b>Options outstanding</b>			
\$0.10 - \$0.19	1,736,636	2.67	0.11
\$0.50 - \$0.59	300,000	0.75	0.55
<b>Total options outstanding</b>	<b>2,036,636</b>	<b>2.38</b>	<b>0.175</b>
<b>Options exercisable</b>			
\$0.10 - \$0.19	1,736,636	2.67	0.11
\$0.50 - \$0.59	300,000	0.75	0.55
<b>Total options exercisable</b>	<b>2,036,636</b>	<b>2.38</b>	<b>0.175</b>

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### 9 ADMINISTRATION EXPENSES

The administration expenses for the Company are broken down as follows:

	Qtr ended 31 Jan 2015 \$	Qtr ended 31 Jan 2014 \$
Accounting	(5,013)	-
Annual general meeting	6,804	-
Asset write-off	-	42,465
Consulting and director fees	6,566	4,455
Couriers	184	-
Filing fees	6,639	-
Insurance	-	5,348
Bank service charges	352	388
Legal	(8,830)	12,306
Office expenses	2,437	5,082
Rent	-	7,322
Shareholder relations	3,582	436
Travelling	3,499	-
Wages and benefits	-	(1,000)
<b>Total administration expenses</b>	<b>16,220</b>	<b>76,802</b>

### 10 EARNINGS (LOSS) PER SHARE

The calculation of basic and diluted loss per share is based on the following data:

	Qtr ended 31 Jan 2015	Qtr ended 31 Jan 2014	Year ended 31 Oct 2014
Net income (loss) for the quarter/year	(16,448)	(76,845)	(306,184)
Weighted average number of shares – basic and diluted	316,157,031	316,157,031	316,157,031
<b>Earnings (loss) per share, basic and diluted</b>	<b>\$(0.00)</b>	<b>\$(0.00)</b>	<b>\$(0.00)</b>

The basic loss per share is computed by dividing the net loss by the weighted average number of common shares outstanding during the period. The diluted loss per share reflects the potential dilution of common share equivalents, such as outstanding stock options and share purchase

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warrants, in the weighted average number of common shares outstanding during the period, if dilutive. All of the stock options and the share purchase warrants were anti-dilutive for the quarters ended 31 January 2015 and 31 January 2014 and the year ended 31 October 2014.

### 11 CAPITAL RISK MANAGEMENT

The Company's objectives are to safeguard the Company's ability to continue as a going concern in order to support the Company's normal operating requirements. Then management will evaluate opportunities in the marketplace for financing and mineral property acquisition.

The Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for general administration costs, the Company may issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

As 31 January 2015, the Company's capital structure consists of the equity (deficiency) of the Company. The Company is not subject to any externally imposed capital requirements. In order to maximize ongoing development efforts, the Company does not pay dividends.

### 12 FINANCIAL INSTRUMENTS

#### 12.1 Categories of financial instruments

	As at 31 January 2015 \$	As at 31 October 2014 \$
<b>FINANCIAL ASSETS</b>		
<b>FVTPL, at fair value</b>		
Cash	72,585	115,486
<b>Loans and receivables, at amortized cost</b>		
Receivables	44,846	55,000
<b>Total financial assets</b>	<b>117,431</b>	170,486
<b>FINANCIAL LIABILITIES</b>		
<b>Other liabilities, at amortized cost</b>		
Trade and other payables	176,782	202,811
Note payable	-	10,578
<b>Total financial liabilities</b>	<b>176,782</b>	213,389

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### 12.2 Fair value

The following table provides an analysis of the Company's financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to 3 based on the degree to which the inputs used to determine the fair value are observable.

- Level 1 fair value measurements are those derived from quoted prices in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1, that are observable either directly or indirectly.
- Level 3 fair value measurements are those derived from valuation techniques that include inputs that are not based on observable market data. As at 31 January 2015, the Company does not have any Level 3 financial instruments.

	<b>As at 31 January 2015 \$</b>	<b>As at 31 October 2014 \$</b>
<b>LEVEL 1</b>		
<b>Financial assets at fair value</b>		
Cash	72,585	115,486
<b>Total financial assets at fair value</b>	<b>72,585</b>	<b>115,486</b>

There were no transfers between Level 1 and 2 in the quarter ended 31 January 2015.

### 12.3 Management of financial risks

The financial risk arising from the Company's operations are credit risk, liquidity risk, interest rate risk, currency risk and commodity price risk. These risks arise from the normal course of operations and all transactions undertaken are to support the Company's ability to continue as a going concern. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

#### Credit risk

Credit risk is the risk of an unexpected loss if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises primarily from the Company's cash and receivables. The Company manages its credit risk relating to cash by dealing only with highly-rated Canadian and United States financial institutions. As at 31 January 2015, amounts

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receivable was comprised of a receivable from Waterton of \$44,846 (Receivable from Waterton: 31 October 2014: \$55,000). As a result, credit risk is considered insignificant.

### 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 manages liquidity risk by continuously monitoring actual and projected cash flows and matching the maturity profile of financial assets and liabilities.

### Interest rate risk

The Company currently is not exposed to significant interest rate risk.

### Currency risk

Foreign currency risk is limited to the portion of the Company's business transactions denominated in currencies other than the Canadian dollar. The Company has insignificant levels of cash held in US dollars.

The following tables provide an indication of the Company's significant foreign currency exposures as at the quarters ended 31 January 2015 and the year ended 31 October 2014:

	As at 31 January 2015 US\$	As at 31 October 2014 US\$
Cash	1,112	2,178

## 13 RELATED PARTY TRANSACTIONS

The remuneration of directors and other members of key management are as follows:

	Qtr ended 31 Jan 2015 \$	Year ended 31 Oct 2014 \$
Short-term benefits	1,983	28,212
<b>Total key management personnel compensation</b>	<b>1,983</b>	<b>28,212</b>

Included in accounts payable and accrued liabilities at 31 January 2015 is \$77,294 (at 31 October 2014: \$79,569) owing to current and former officer and directors.

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### 14 SUPPLEMENTAL CASH FLOW INFORMATION

The Company made the following cash payments for interest and income taxes:

	Qtr ended 31 Jan 2015 \$	Qtr ended 31 Jan 2014 \$	Year ended 31 Oct 2014 \$
Income taxes	-	-	-
Interest paid	83	44	44
<b>Total cash payments</b>	<b>83</b>	<b>44</b>	<b>44</b>

### 15 SUBSEQUENT EVENTS

The Company's registered transfer agent, Computershare, is in the process of notifying all shareholders of their new post-consolidation share amounts.

### 16 APPROVAL OF THE FINANCIAL STATEMENTS

The condensed financial statements of the Company for the quarter ended 31 January 2015 were approved and authorized for issue by the Board of Directors on 11 March 2015.