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**QUANTUM COBALT CORP.  
(FORMERLY BRAVURA VENTURES CORP.)  
CONDENSED INTERIM FINANCIAL STATEMENTS  
FOR THE NINE MONTHS ENDED  
OCTOBER 31, 2017 AND 2016  
(EXPRESSED IN CANADIAN DOLLARS)**

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### **Notice of No Auditor Review of Interim Financial Statements**

The accompanying unaudited financial statements have been prepared by management and approved by the Audit Committee.

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

**QUANTUM COBALT CORP.**  
**(FORMERLY BRAVURA VENTURES CORP.)**  
**Condensed Interim Statements of Financial Position**  
*(Expressed in Canadian dollars)*

	October 31, 2017	January 31, 2017
<b>ASSETS</b>		
<b>CURRENT</b>		
Cash	\$ 1,120,065	\$ 571,833
Amounts receivable	64,896	23,556
Prepaid expenses (Note 5)	149,350	28,456
	1,334,311	623,845
<b>NON-CURRENT</b>		
Exploration and evaluation assets (Note 4)	4,570,851	761,394
	<b>\$ 5,905,162</b>	<b>\$ 1,385,239</b>
<b>LIABILITIES</b>		
<b>CURRENT</b>		
Accounts payable and accrued liabilities (Note 6)	\$ 345,943	\$ 84,854
Convertible debentures (Note 7)	442,667	-
	788,610	84,854
<b>EQUITY</b>		
Share capital (Note 9)	9,057,722	3,282,704
Subscriptions receivable (Note 9)	(59,167)	(142,500)
Reserves	2,598,547	1,514,850
Equity component of convertible debentures (Note 7)	11,739	-
Deficit	(6,492,289)	(3,354,669)
	5,116,552	1,300,385
	<b>\$ 5,905,162</b>	<b>\$ 1,385,239</b>

NATURE OF BUSINESS AND CONTINUING OPERATIONS (Note 1)  
SUBSEQUENT EVENTS (Note 13)

Approved and authorized for issue on behalf of the Board on December 29, 2017:

*"Quinn Field-Dyde"*  
\_\_\_\_\_  
Director

*"Greg Burns"*  
\_\_\_\_\_  
Director

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

**QUANTUM COBALT CORP.**  
**(FORMERLY BRAVURA VENTURES CORP.)**  
**Condensed Interim Statements of Comprehensive Loss**  
*(Expressed in Canadian dollars)*

	For the three months ended		For the nine months ended	
	October 31, 2017	October 31, 2016	October 31, 2017	October 31, 2016
<b>EXPENSES</b>				
Accretion on convertible debentures and interests (Note 7)	\$ 16,569	\$ -	\$ 24,674	\$ -
Advertising and promotion	126,905	211,454	408,388	211,454
Consulting fees (Note 8)	1,410,995	545,626	2,201,936	545,626
Geological Consulting	(40,000)	-	-	-
Management fees (Note 8)	176,524	15,000	290,524	45,000
Office and miscellaneous	28,885	13,254	47,974	16,436
Professional fees (recovery)	30,000	(45,832)	58,264	28,293
Rent	48,000	6,000	64,500	18,000
Stock-based compensation	-	121,940	-	121,940
Transfer agent and filing fees	27,067	51,345	41,360	73,283
<b>NET LOSS AND COMPREHENSIVE LOSS FOR THE PERIOD</b>	<b>(1,824,945)</b>	<b>(918,787)</b>	<b>(3,137,620)</b>	<b>(1,060,032)</b>
<b>LOSS PER SHARE – BASIC AND DILUTED</b>	<b>\$ (0.10)</b>	<b>\$ (0.53)</b>	<b>\$ (0.34)</b>	<b>\$ (0.85)</b>
<b>WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING – BASIC AND DILUTED</b>	<b>18,562,840</b>	<b>1,735,858</b>	<b>9,124,386</b>	<b>1,248,604</b>

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

**QUANTUM COBALT CORP.**  
**(FORMERLY BRAVURA VENTURES CORP.)**  
**Condensed Interim Statements of Changes in Equity**  
*(Expressed in Canadian dollars)*

	Common Shares	Amount	Subscriptions Receivable	Reserves	Equity Component of Convertible Debentures	Deficit	Total
Balance at January 31, 2016	862,991	\$ 1,528,420	\$ -	\$ 252,906	\$ -	\$ (1,931,176)	\$ (149,850)
Private placement (Note 9)	1,180,783	1,074,898	-	1,026,114	-	-	2,101,012
Shares issued for mineral properties (Note 4)	150,000	757,500	-	-	-	-	757,500
Subscription receivable	-	(187,500)	-	-	-	-	(187,500)
Stock-based compensation	-	-	-	121,940	-	-	121,940
Net loss and comprehensive loss	-	-	-	-	-	(1,060,032)	(1,060,032)
<b>Balance at October 31, 2016</b>	<b>2,193,774</b>	<b>\$ 3,173,318</b>	<b>\$ -</b>	<b>\$ 1,400,960</b>	<b>\$ -</b>	<b>\$ (2,991,208)</b>	<b>\$ 1,583,070</b>
Balance at January 31, 2017	2,279,108	\$ 3,282,704	\$ (142,500)	\$ 1,514,850	\$ -	\$ (3,354,669)	\$ 1,300,385
Private placements (Note 9)	20,000,000	3,119,294	-	1,080,706	-	-	4,200,000
Share issuance costs (Note 9)	-	(436,699)	-	32,997	-	-	(403,702)
Shares issued for mineral properties (Note 4)	5,000,000	2,960,000	-	-	-	-	2,960,000
Issuance of convertible debentures (Note 7)	-	-	-	-	11,739	-	11,739
Exercise of warrants (Note 9)	205,834	132,423	(16,667)	(30,006)	-	-	85,750
Subscriptions received	-	-	100,000	-	-	-	100,000
Net loss and comprehensive loss	-	-	-	-	-	(3,137,620)	(3,137,620)
<b>Balance at October 31, 2017</b>	<b>27,484,942</b>	<b>\$ 9,057,722</b>	<b>\$ (59,167)</b>	<b>\$ 2,598,547</b>	<b>\$ 11,739</b>	<b>\$ (6,492,289)</b>	<b>\$ 5,116,552</b>

The number of shares reflect a share consolidation on a ten old common shares for one new common share basis completed on May 4, 2017. All share figures and references have been retroactively adjusted.

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

**QUANTUM COBALT CORP.**  
**(FORMERLY BRAVURA VENTURES CORP.)**  
**Condensed Interim Statements of Cash Flows**  
**(Expressed in Canadian dollars)**

	For the three months ended		For the nine months ended	
	October 31, 2017	October 31, 2016	October 31, 2017	October 31, 2016
<b>OPERATING ACTIVITIES</b>				
Net loss and comprehensive loss	\$ (1,824,945)	\$ (918,787)	\$ (3,137,620)	\$ (1,060,032)
Adjustment for non-cash items:				
Accretion on convertible debentures (Note 7)	2,959	-	4,406	-
Stock-based compensation	-	121,940	-	121,940
Changes in non-cash working capital items:				
Amounts receivable	(13,509)	4,698	(41,340)	(16,088)
Prepaid expenses	(105,950)	-	(120,894)	-
Accounts payable and accrued liabilities	109,552	45,823	261,089	(41,777)
Net cash used in operating activities	(1,831,893)	(746,326)	(3,034,359)	(995,957)
<b>INVESTING ACTIVITY</b>				
Mineral property acquisition and exploration costs (Note 4)	(849,457)	(57,334)	(849,457)	(57,334)
Net cash used in investing activity	(849,457)	(57,334)	(849,457)	(57,334)
<b>FINANCING ACTIVITIES</b>				
Proceeds from issuance of shares	3,000,000	1,271,262	4,200,000	1,913,512
Share issuance costs	(403,702)	-	(403,702)	-
Convertible debentures (Note 7)	-	-	450,000	-
Exercise of warrants	-	-	85,750	-
Repayments from loans payable	-	-	-	(19,789)
Subscriptions received	(3,000)	-	100,000	-
Net cash provided by financing activities	2,593,298	1,271,262	4,432,048	1,893,723
INCREASE (DECREASE) IN CASH	(88,052)	467,602	548,232	840,432
CASH, BEGINNING	1,208,117	378,402	571,833	5,572
CASH, ENDING	\$ 1,120,065	\$ 846,004	\$ 1,120,065	\$ 846,004
<b>NON-CASH TRANSACTIONS</b>				
Shares issued for property acquisition (Note 4)	\$ 2,960,000	\$ 757,500	\$ 2,960,000	\$ 757,500
Warrants issued as finder's fee	\$ 32,997	\$ 45,937	\$ 32,997	\$ 45,937

Supplementary cash flow information and non-cash transactions (Note 12)

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

## **1. NATURE OF BUSINESS AND CONTINUING OPERATIONS**

Quantum Cobalt Corp. (formerly Bravura Ventures Corp.) (the “Company”) was incorporated on August 6, 2010 under the British Columbia Business Corporations Act. On November 7, 2017, the Company changed its name to Quantum Cobalt Corp. to better reflect its direction and cobalt resource properties and begun trading under the stock symbol “QBOT”. (Note 13) The Company is domiciled in Canada and is a reporting issuer with its common shares publicly traded on the Canadian Securities Exchange (“CSE”). The Company is currently in the process of identifying, exploring and developing mineral properties. The address of its head office is 800-1199 West Hastings Street, Vancouver, British Columbia, Canada, V6E 3T5.

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. Different basis of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. As at October 31, 2017, the Company is not able to finance day to day activities through operations. Management is aware, in making its assessment, a material uncertainty exists that may cast significant doubt upon the Company’s ability to continue as a going concern.

The Company’s continuation as a going concern is dependent upon the successful identification of mineral reserves at its mineral properties and generating funds there from and/or raise equity capital or borrowings sufficient to meet current and future obligations. Management intends to finance operating costs over the next 12 months with cash on hand and if required, loans from related parties and/or private placements of common shares.

There is, however, no assurance that the sufficient sources of funding described above will be available to the Company, or that they will be available on terms and timely basis that are acceptable to the Company. Accordingly, these financial statements do not reflect the adjustments to the carrying values of assets and liabilities, the reported expenses and the statement of financial position classifications used that would be necessary should the Company be unable to continue as a going concern. These adjustments could be material.

At October 31, 2017, the Company had a positive working capital of \$545,701 (January 31, 2017 - \$538,991). The Company has incurred losses since its inception and has an accumulated deficit of \$6,492,289 as of October 31, 2017 (January 31, 2017 - \$3,354,669) which has been funded primarily by the issuance of shares and loans.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### **a) Statement of compliance**

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”). These financial statements comply with International Accounting Standards (“IAS”) 34 (“Interim Financial Reporting”).

The financial statements were authorized for issue in accordance with a resolution from the Board of Directors on December 29, 2017.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

### b) Basis of presentation

The financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair value, as explained in the accounting policies set out in Note 2(l). In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The comparative figures presented in these financial statements are in accordance with IFRS.

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

### c) Significant accounting estimates and judgments

The preparation of these financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the financial position reporting date, that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

#### *Critical accounting estimates*

- i. The measurement of deferred income tax assets and liabilities;
- ii. The discount rate used to determine the fair value of loans payable; and
- iii. The valuation of share-based payments.

#### *Critical accounting judgments*

- i. The determination of categories of financial assets and financial liabilities;
- ii. The evaluation of the Company's ability to continue as a going concern; and
- iii. The impairment of exploration and evaluation assets.

### d) Exploration and evaluation assets

All costs related to the acquisition, exploration and development of mineral properties are capitalized. Upon commencement of commercial production, the related accumulated costs are amortized against projected income using the units of production method over estimated recoverable reserves. Management annually assesses carrying values of non-producing properties and properties for which events and circumstances may indicate possible impairment. Impairment of a property is generally considered to have occurred if the property has been abandoned, there are unfavourable changes in the property economics, there are restrictions on development, or when there has been an undue delay in development, which exceeds three years. In the event that estimated discounted cash flows expected from its use or eventual disposition is determined by management to be insufficient to recover the carrying value of the property, the carrying value is written-down to the estimated recoverable amount.



## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

### d) Exploration and evaluation assets (continued)

The recoverability of mineral properties and exploration and development costs is dependent on the existence of economically recoverable reserves, the ability to obtain the necessary financing to complete the development of the reserves, and the profitability of future operations. The Company has not yet determined whether or not any of its future mineral properties contain economically recoverable reserves. Amounts capitalized to mineral properties as exploration and development costs do not necessarily reflect present or future values.

When options are granted on mineral properties or properties are sold, proceeds are credited to the cost of the property. If no future capital expenditure is required and proceeds exceed costs, the excess proceeds are reported as a gain.

### e) Income taxes

Income tax on the profit or loss for the periods presented comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at year end, adjusted for amendments to tax payable with regards to previous years.

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings. The tax rate used is the rate that is enacted or substantively enacted.

Deferred tax is provided using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the financial position reporting date applicable to the period of expected realization or settlement.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized.

### f) Decommissioning, restoration and similar liabilities

An obligation to incur restoration, rehabilitation and environmental costs arises when environmental disturbance is caused by the exploration or development of a mineral property interest. Such costs arising from the decommissioning of plant and other site preparation work, discounted to their net present value, are provided for and capitalized at the start of each project to the carrying amount of the asset, along with a corresponding liability as soon as the obligation to incur such costs arises. The timing of the actual rehabilitation expenditure is dependent on a number of factors such as the life and nature of the asset, the operating license conditions and, when applicable, the environment in which the mine operates.

Discount rates using a pre-tax rate that reflects the time value of money are used to calculate the net present value. These costs are charged against profit or loss over the economic life of the related asset, through amortization using either the unit-of-production or the straight line method. The corresponding liability is progressively increased as the effect of discounting unwinds creating an expense recognized in profit or loss.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

### f) Decommissioning, restoration and similar liabilities (continued)

Decommissioning costs are also adjusted for changes in estimates. Those adjustments are accounted for as a change in the corresponding capitalized cost, except where a reduction in costs is greater than the unamortized capitalized cost of the related assets, in which case the capitalized cost is reduced to Nil and the remaining adjustment is recognized in profit or loss.

The operations of the Company have been, and may in the future be, affected from time to time in varying degree by changes in environmental regulations, including those for site restoration costs. Both the likelihood of new regulations and their overall effect upon the Company are not predictable.

The Company has no material restoration, rehabilitation and environmental obligations as the disturbance to date is insignificant.

### g) Share-based compensation

Share-based compensation to employees and others providing similar services are measured at the estimated fair value of the instruments issued on the grant date and amortized over the vesting periods. Share-based compensation to non-employees are measured at the fair value of the goods or services received or the fair value of the equity instruments issued if it 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 amount recognized as an expense is adjusted to reflect the number of awards expected to vest. The offset to the recorded cost is to equity settled share-based payments reserve.

Consideration received on the exercise of stock options is recorded as share capital and the related equity settled share-based payments reserve is transferred to share capital. Charges for options that are forfeited before vesting are reversed from equity settled share-based payment reserve.

Share-based compensation expense relating to deferred share units is accrued over the vesting period of the units based on the quoted market price. As these awards can be settled in cash, the expense and liability are adjusted each reporting period for changes in the underlying share price.

### h) Loss per share

Basic loss per share is computed by dividing net loss available to common shareholders by the weighted average number of common shares outstanding during the period. The Company applies the treasury stock method in calculating diluted loss per share. Diluted loss per share excludes all dilutive potential common shares if their effect is anti-dilutive.

### i) Flow-through shares

Current Canadian tax legislation permits a company to issue securities referred to as flow-through shares whereby the Company assigns the tax deductions arising from the related resource expenditures to the shareholders. The issue of flow-through shares is in substance an issue of ordinary shares and the sale of tax deductions. At the time the Company issues flow-through shares, the sale of tax deductions is deferred and presented as other liabilities in the statement of financial position to recognize the obligation to incur and renounce eligible resource exploration and evaluation expenditures. The tax deduction is measured as the difference between the current market price of the Company's common shares and the issue price of the flow-through share. Upon incurring and renouncing eligible resource exploration and evaluation expenditures, the Company recognizes the sale of tax deductions as a tax deduction recovery on the statement of comprehensive loss and reduces the other liability.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

### **i) Flow-through shares (continued)**

To the extent that the Company has deferred tax assets in the form of tax loss carry-forwards and other unused tax credits as at the reporting date, the Company may use them to reduce its deferred tax liability relating to tax benefits transferred through flow-through shares.

### **j) Impairment of non-financial assets**

At the end of each reporting period, the Company assesses each cash generating unit to determine whether there is any indication that those assets are impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a discounted rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss for the period. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

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

### **k) Cash and cash equivalents**

Cash and cash equivalents consist of cash and liquid investments which are readily convertible into cash with maturities of three months or less when purchased. The Company's cash and cash equivalents are invested with major financial institutions and are not invested in any asset-backed deposits or investments. As of October 31, 2017, the Company only held cash.

### **l) Financial instruments**

#### **i) Financial assets**

Financial assets are initially recorded at fair value and designated upon inception into one of the following four categories: at fair value through profit or loss ("FVTPL"), loans and receivables, held-to-maturity, or available-for-sale.

Financial assets classified as FVTPL are measured at fair value with unrealized gains and losses recognized through profit or loss. The Company has classified its cash as FVTPL.

Financial assets classified as loans and receivables are measured at amortized cost less impairment. The Company has no amounts classified as loans and receivables.

Financial assets classified as held-to-maturity are measured at amortized cost. The Company has no financial assets classified as held-to-maturity.

Financial assets classified as available-for-sale are measured at fair value with unrealized gains and losses recognized in other comprehensive income (loss) except for losses in value

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

### **l) Financial instruments (continued)**

#### **i) Financial assets (continued)**

that are considered other than temporary. The Company has no financial assets classified as available-for-sale.

Transaction costs associated with FVTPL financial assets are expensed as incurred, while transaction costs associated with all other financial assets are included in the initial carrying amount of the asset.

#### **ii) Financial liabilities**

Financial liabilities are initially recorded at fair value and designated upon inception as FVTPL or classified as other financial liabilities.

Financial liabilities classified as FVTPL include financial liabilities held-for-trading and financial liabilities designated upon initial recognition as FVTPL. Fair value changes on financial liabilities classified as FVTPL are recognized through the statement of comprehensive income or loss. The Company has no financial liabilities classified as FVTPL.

Financial liabilities classified as other financial liabilities are initially recognized at fair value less directly attributable transaction costs. Subsequently, they are measured at amortized cost using the effective interest rate method. The Company has classified its accounts payable and loans payable as other financial liabilities.

### **m) 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 or common significant influence. 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, services or obligations between related parties.

## **3. RECENT ACCOUNTING PRONOUNCEMENTS**

### **a) New accounting standards issued and effective**

The Company has not adopted any new standards, amendments to standards or interpretations during the nine months ended October 31, 2017 as there were none which the Company was required to adopt.

### **b) New accounting standards issued but not yet effective**

A number of new standards, amendments to standards and interpretations applicable to the Company are not yet effective for the nine months ended October 31, 2017 and have not been applied in preparing these financial statements. The Company is currently considering the possible effects of the new and revised standards which will be effective to the Company's financial statements later:

**QUANTUM COBALT CORP.**  
**(FORMERLY BRAVURA VENTURES CORP.)**  
**Notes to Condensed Interim Financial Statements**  
**For the nine months ended October 31, 2017 and 2016**  
**(Expressed in Canadian dollars)**

**3. RECENT ACCOUNTING PRONOUNCEMENTS (continued)**

b) New accounting standards issued but not yet effective (continued)

i) IFRS 9 – Financial Instruments: Classification and Measurement

Classification and measurement applies to classification and measurement of financial assets and liabilities as defined in IAS 39. This amendment is effective for annual periods beginning on or after January 1, 2018 with early adoption permitted. The Company does not expect any effect on its financial statements from the adoption of this standard.

ii) IFRS 7 – Financial Instruments: Disclosures

Disclosures amended to require additional disclosure on transition from IAS 39 to IFRS 9. The Company does not expect any effect on its financial statements from the adoption of this standard.

iii) IFRS 16 – Leases

Leases specifies the recognition, measurement, presentation and disclosure of leases. This standard is effective for annual periods beginning on or after January 1, 2019. The Company is currently assessing any effect on its financial statements from the adoption of this standard.

**4. EXPLORATION AND EVALUATION ASSETS**

	<b>Musgrove Creek Property</b>	<b>Grew Creek Property</b>	<b>Rabbit Cobalt Property</b>	<b>Kahuna Cobalt Property</b>	<b>Total</b>
Balance, January 31, 2017	\$ 606,394	\$ 155,000	\$ -	\$ -	\$ 761,394
Property acquisition and staking costs	-	50,000	2,585,000	1,091,500	3,726,500
Geological consulting	9,757	51,067	11,067	11,067	82,957
Balance, October 31, 2017	\$ 616,151	\$ 256,067	\$ 2,596,067	\$ 1,102,567	\$ 4,570,851

**Grew Creek Property**

On October 24, 2016, the Company closed an option agreement with Golden Predator Mining Corp. (“Golden Predator”) to acquire up to a 90% in and to certain mineral properties together with the surface rights, mineral rights, personal property and permits associated therewith (“Grew Creek Property”), located in the Watson Lake mining district in southeast Yukon. The Company has the option to acquire 90 per cent of the Grew Creek Property in consideration for payment to Golden Predator of an aggregate amount of \$950,000 in cash, of which \$35,000 is to be paid upon the closing date (paid); issuance to Golden Predator of an aggregate amount of 200,000 common shares, of which 50,000 common shares are to be issued upon the closing date (issued); and if during the term, the Company receives a technical report that complies with National Instrument 43-101 and defines a resource on the claims, the Company shall, within 30 days of receipt of such report, pay to Golden Predator an additional \$50,000 (paid) and issue an additional 50,000 common shares. If, during the term but after its receipt of the first report, Golden Predator receives a second technical report that increases the resource estimate by 100% or more over the estimate contained in the first report, the Company shall issue to Golden Predator such number of common shares as is equal to 2% of the issued and outstanding common shares of the Company on the date that is 10 business days prior to the date of receipt of the second report.

#### **4. EXPLORATION AND EVALUATION ASSETS (continued)**

##### **Musgrove Creek Property**

On September 14, 2016, the Company entered into an agreement with Soleil Gold Corp. ("Soleil") to acquire an undivided 100% interest in and to certain mineral property leases, together with the surface rights, mineral rights, personal property and permits associated therewith ("Musgrove Creek Property"), located in Lemhi County, Idaho. In connection with the option agreement, the Company has paid \$20,000 cash to Soleil and issued 100,000 common shares. Beginning September 1, 2020, the Company has to pay advance royalty payments. The property is subject to a 2% net smelter royalty on future gold production which includes advance royalty payments of \$50,000 annually.

##### **Rabbit Cobalt Property**

On August 16, 2017, the Company closed its acquisition of 1033602 Canada Inc. (the target) pursuant to a share exchange agreement, dated July 28, 2017, among the Company, the target and the shareholders of the target. The target holds the approximately 1,000-hectare Rabbit cobalt gold-nickel-silver property located 55 kilometers south of Cobalt, Ontario.

Pursuant to the share exchange agreement, the Company paid a cash payment of \$350,000 and issued a total of 4,000,000 common shares in the capital of the Company, to the shareholders of the target in exchange for 1,000,000 Class A common shares in the capital of the target. A finder's fee in the amount of \$35,000 was paid in connection with the acquisition.

##### **Kahuna Cobalt Property**

On October 5, 2017, the Company closed and signed the definitive agreement with Friday Mines Ltd. dated August 10, 2017 to acquire 100% of the approximately 1,200-hectare Kahuna cobalt-silver property, located 37 kilometers south of Cobalt, Ontario. Pursuant to the share exchange agreement, the Company paid a cash payment of \$300,000 and issued a total of 1,000,000 common shares in the capital of the Company. A finder's fee in the amount of \$31,500 was paid in connection with the acquisition. The properties are subject to a 0.5% net smelter return royalty on cobalt-gold production, which includes advance royalty payments of \$25,000 annually on December 31, beginning in 2020. The Company has the option at any time to purchase 0.5% of the royalty on payment of \$500,000. The original vendors of the property will retain a 1% NSR on the properties. The Company will have the right to purchase the 1% for \$1,000,000.

#### **5. PREPAID EXPENSES**

Included in prepaid are \$149,350 (January 31, 2017 - \$28,456) which comprise of prepaid consulting fees of \$21,850 and prepaid rent of \$127,500.

#### **6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES**

Included in accounts payable and accrued liabilities are \$167,345 (January 31, 2017 - \$53,495) due to related parties. (Note 8)

#### **7. CONVERTIBLE DEBENTURES**

On June 16, 2017, the Company closed its non-brokered private placement of secured convertible debentures. The private placement consisted of proceeds of up to \$450,000, and the debentures are expected to mature 12 months from the date of issue, accrue interest at a rate of 12% per year and are convertible into units of the Company at a per-unit conversion price equal to \$0.15. Each unit comprises one common share and one common share purchase warrant of the Company. Each warrant entitles the holder to acquire one additional common share of the Company at an exercise price \$0.20.

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**7. CONVERTIBLE DEBENTURES (continued)**

As the convertible debentures each contain a liability component and an equity component, the Company has split the proceeds of the secured convertible debentures and have presented the two components separately in the statement of financial position. The Company has calculated the initial fair value of the liability component as \$438,261, using a discount rate of 15%. The fair value of the equity component of \$11,739 was calculated by deducting the fair value of the liability component from the total fair value of the convertible promissory notes.

As at October 31, 2017, the Company has convertible debentures issued and outstanding as follows:

	<b>October 31, 2017</b>
<b>Principal</b>	
Beginning balance	\$ -
Gross proceeds received	450,000
Gross proceeds received	450,000
Equity component	(11,739)
Liability component initially recognized	438,261
Accretion expense	4,406
Ending balance	\$ 442,667
<b>Equity</b>	
Beginning balance	\$ -
Equity component recognized	11,739
Ending balance	\$ 11,739

**8. RELATED PARTY TRANSACTIONS AND BALANCES**

All transactions with related parties have occurred in the normal course of operations. Key management is comprised of directors and executive officers. The following compensation was paid to key management or companies controlled by key management during the nine months ended October 31, 2017 and 2016:

	<b>2017</b>	<b>2016</b>
Consulting fees	\$ -	\$ 3,000
Management fees	290,524	45,000
Professional fees	-	8,625
	\$ 290,524	\$ 56,625

As at October 31, 2017, the Company has included in accounts payable and accrued liabilities a total of \$21,995 (January 31, 2017 - \$53,495), which are payable to former directors, former officers, and companies controlled by former officers.

As at October 31, 2017, the Company has included in accounts payable and accrued liabilities a total of \$145,350 (January 31, 2017 - \$Nil), which are payable to directors, officers, and companies controlled by officers.

Accounts payable and accrued liabilities as of January 31, 2016 included \$9,674 payable to former officers and companies controlled by former officers. The amounts owing are non-interest bearing and unsecured, with no stated terms of repayment.

During the year ended January 31, 2015, the Company received a series of loans from former officers, officers and companies controlled by officers totalling \$18,828 for working capital purposes. As at January 31, 2017, all outstanding loans were repaid.

## **8. RELATED PARTY TRANSACTIONS AND BALANCES (continued)**

On January 23, 2015, the Company received a loan from a company with directors in common, totalling \$180,000 for working capital purposes. As at January 31, 2015, the principal balance of \$180,000 was outstanding and included in loans payable. During the year ended January 31, 2016, the Company repaid the \$180,000.

## **9. SHARE CAPITAL**

### a) Authorized

Unlimited number of common shares without par value.

### b) Issued and outstanding: 27,484,942 (January 31, 2017 - 2,279,108). Total of 25,205,834 common shares were issued during the nine months ended October 31, 2017.

#### During the nine months ended October 31, 2017:

On May 4, 2017, the Company consolidated all of the issued and outstanding common shares on a ten for one basis. The consolidation has reduced the common shares issued and outstanding to 2,279,108 post-consolidated common shares.

On May 5, 2017, the Company issued 122,500 common shares related to the exercise of 122,500 share purchase warrants at an exercise price of \$0.70 per share.

On June 16, 2017, the Company closed a non-brokered private placement of 6,930,000 non-flow-through units at a price of \$0.15 per unit for gross proceeds of \$1,039,500. Each unit comprise one common share, and one-half of one common share purchase warrant exercisable into a common share at an exercise price of \$0.20 for a period of twelve months.

On the same date, the Company closed another non-brokered private placement of 1,070,000 flow-through units at a price of \$0.15 per unit for gross proceeds of \$160,500. Each unit comprise one flow-through share, and one common share purchase warrant exercisable into a common share at an exercise price of \$0.20 for a period of twelve months. In connection with the private placements, the Company incurred \$148,950 share issuance costs.

On August 16, 2017, the Company issued 4,000,000 common shares pursuant to Rabbit Cobalt Property share exchange agreement. (Note 4)

On September 26, 2017, the Company closed a non-brokered private placement of 12,000,000 units at a price of \$0.25 per unit for gross proceeds of \$3,000,000. Each unit comprise of one common share and one-half of one common share purchase warrant exercisable into a common share at an exercise price of \$0.50 for a period of twelve months. Share issuance costs include cash payment of \$254,752 and issuance of 528,010 agents' warrants having the same terms as the warrants.

On October 5, 2017, the Company issued 1,000,000 common shares pursuant to Kahuna Cobalt Property share exchange agreement. (Note 4)

In October 2017, the Company issued 83,334 common shares related to the exercise of 83,334 share purchase warrants at an exercise price of \$0.20 per share amounting to \$16,667. As of October 31, 2017 the proceeds remained receivable.



**9. SHARE CAPITAL (continued)**

b) Issued and outstanding: (continued)

During the year ended January 31, 2017:

In October 2016, the Company closed a non-brokered private placement of 506,517 units at a price of \$3.00 per unit for gross proceeds of \$1,519,550. Each Unit is comprised of one common share of the Issuer and one-half of one common share purchase warrant. Each Warrant is exercisable into one common share for a period of 24 months at an exercise price of \$4.00 during the two years. In connection with the private placement, the Company paid a finders' fee of \$35,788 and issued 12,186 finders' warrants at an exercise price of \$4.00 expiring in 24 months. All shares issued pursuant to this private placement are subject to a four month plus one day hold period in accordance with applicable securities laws and, if required, the policies of the CSE. In connection to the private placement, there are \$42,500 subscription receivable still outstanding as at October 31, 2017.

In July 2016, the Company closed a non-brokered private placement of 432,600 units at a price of \$1.25 per share for gross proceeds of \$540,750. Each unit is comprised of one common share and one common share purchase warrant. Each Warrant will be exercisable into a common share of the Company for a period of 24 months at an exercise price of \$2.00 during the two years. In connection with the private placement, the Company paid a finders' fee of \$23,500 and issued 18,800 finders' warrants at an exercise price of \$2.00 expiring in 24 months. All shares issued pursuant to this private placement are subject to a four month hold period in accordance with applicable securities laws and, if required, the policies of the CSE.

In May 2016, the Company closed a non-brokered private placement of 250,000 units at a price of \$0.50 per share for gross proceeds of \$125,000. Each unit is comprised of one common share and one common share purchase warrant. Each warrant will be exercisable into one common share of the Company for a period of 60 months at an exercise price of \$0.70.

c) Share options

The Company has implemented a stock option plan ("the Plan") to be administered by the Board of Directors. Pursuant to the Plan, the Board of Directors has discretion to grant options for up to a maximum of 10% of the issued and outstanding common shares of the Company at the date the options are granted. The option price under each option shall not be less than the discounted market price on the grant date. The expiry date of an option shall be set by the Board of Directors at the time the option is awarded, and shall not be more than 10 years after the grant date.

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**9. SHARE CAPITAL (continued)**

c) Share options (continued)

The Company's stock option transactions are summarized as follows:

	<b>Number of options</b>	<b>Weighted average exercise price</b>
Balance, January 31, 2017 and October 31, 2017	50,000	\$ 3.00

During the nine months ended October 31, 2017, no options expired unexercised.

During the year ended January 31, 2017, the Company granted 50,000 options to directors, officers and consultants at an exercise price of \$3.00 per share. These options expire on July 14, 2018.

The fair value of these options were valued at \$140,716. The fair value of option at the date of grant was estimated using the Black-Scholes Option Pricing Model, assuming a risk-free interest rate of 0.53%, an expected life of options of 2 years, an expected volatility of 236.70%, forfeiture rate of 0%, and no expected dividends.

The following table summarizes the options outstanding and exercisable at October 31, 2017.

<b>Options outstanding and exercisable</b>	<b>Exercise price</b>	<b>Expiry date</b>
50,000	\$ 3.00	July 14, 2018

The weighted average life of share options outstanding at October 31, 2017 is 0.70 years.

d) Share purchase warrants

A summary of share purchase warrant activities are as follows:

	<b>Number of warrants</b>	<b>Weighted average exercise price</b>
Outstanding and exercisable at January 31, 2017	889,844	\$ 2.16
Issuance of warrants	11,063,010	0.38
Exercise of warrants	(205,834)	0.50
Outstanding and exercisable at October 31, 2017	11,747,020	\$ 0.49

The fair value of the warrants granted was \$1,113,703. The fair value of warrant at the date of grant was estimated using the Black-Scholes Option Pricing Model, assuming a risk-free interest rate of 0.90% to 1.59%, an expected life of warrants of 1 year, an expected volatility of 161.97% to 185.37%, and no expected dividends. The fair value of warrants granted in conjunction with the private placement units was determined using the relative fair value method.

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**9. SHARE CAPITAL (continued)**

d) Share purchase warrants (continued)

A summary of the share purchase warrants issued at October 31, 2017 is as follows:

	<b>Warrants issued and exercisable</b>	<b>Exercise price</b>	<b>Expiry date</b>
		\$	
Share purchase warrants	62,500	0.70	May 19, 2021
Share purchase warrants	432,600	1.25	July 13, 2018
Agents' warrants	6,800	2.00	July 13, 2018
Share purchase warrants	253,258	4.00	October 5, 2018
Agents' warrants	12,186	4.00	October 5, 2018
Share purchase warrants	4,451,666	0.20	June 15, 2018
Share purchase warrants	6,000,000	0.50	September 26, 2018
Agents' warrants	528,010	0.50	September 26, 2018
	<b>11,747,020</b>		

The weighted average life of warrants outstanding at October 31, 2017 is 0.80 years.

**10. MANAGEMENT OF CAPITAL**

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 sourcing and development of various businesses. The Company does not have any externally imposed capital requirements to which it is subject.

As at October 31, 2017, the Company considers the aggregate of its equity accounts as capital. 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 common shares or dispose of assets or adjust the amount of cash on hand.

**11. FINANCIAL INSTRUMENTS**

Fair Values

The Company's financial instruments consist of cash, accounts payable and loans payable. The fair values of cash and accounts payable approximate their carrying values because of their current nature.

The following table summarizes the carrying values of the Company's financial instruments as at October 31, 2017:

	<b>Fair value</b>	<b>Carrying value</b>
FVTPL (i)	\$ 1,120,065	\$ 1,120,065
Other financial liabilities (ii)	\$ 788,610	\$ 788,610

- (i) Cash
- (ii) Accounts payable and convertible debentures

**11. FINANCIAL INSTRUMENTS (continued)**

Fair Values (continued)

The Company classifies its fair value measurements in accordance with the three level fair value hierarchy as follows:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices 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 that are not based on observable market data

The following table sets forth the Company's financial assets measured at fair value as at October 31, 2017 by level within the fair value hierarchy as follows:

	Level 1	Level 2	Level 3	Total
Cash	\$ 1,120,065	\$ -	\$ -	\$ 1,120,065

Credit Risk

Credit risk is the risk of loss associated with the counterparty's inability to fulfill its payment obligations. Financial instruments that potentially subject the Company to concentrations of credit risks consist principally of cash. To minimize the credit risk the Company places these instruments with a high quality financial institution.

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 through the management of its capital structure and financial leverage as outlined above. The Company monitors its ability to meet its short-term exploration and administrative expenditures by raising additional funds through share issuance when required. The Company's accounts payable and private loans have contractual maturities of 30 days or are due on demand and are subject to normal trade terms. The Company does not have investments in any asset backed deposits.

Foreign Exchange Risk

The Company does not have significant foreign exchange risk as all of its transactions are in Canadian dollars.

Interest Rate Risk

The Company is not exposed to significant interest rate risk.

**12. SUPPLEMENTARY CASH FLOW INFORMATION**

During the nine months ended October 31, 2017, the Company did not pay any interest expense or income taxes in cash.

### **13. SUBSEQUENT EVENTS**

On November 6, 2017, the Company entered in an agreement with Haywood Securities Inc. ("Haywood") as an adviser to the Company. Under the terms of the agreement, the Company will pay Haywood a fee of \$25,000 for its services, which include the following:

1. Providing advice on financing options available to the Company;
2. Assisting on an amalgamation, merger, arrangement, spinoffs, reverse takeover, joint venture, strategic alliance, licensing agreement or arrangement, or other business combination or transaction involving a third party, either alone or in combination with others, and the Company;
3. Assisting in the development and review of strategic opportunities and alternatives for the Company;
4. Reviewing information related to the business, operations and financial performance of the Company, its peer group, and any other party which the adviser considers to be relevant;
5. Reviewing such financial, market and industry information and conducting such other analyses as the adviser considers relevant and appropriate in the circumstances;
6. Assisting with investor communication initiatives, including but not limited to investor presentations, news releases and marketing efforts;
7. Written reports related to the adviser's services as requested by the Company.

On November 7, 2017, the Company changed its name to Quantum Cobalt Corp. to better reflect its direction and cobalt resource properties and begun trading under the stock symbol "QBOT".

On November 14, 2017, the Company announced that further to the news release dated October 11, 2017 with respect to the Company's \$1,000,000 private placement, investor interest in the \$1 per unit financing has been well received. The Company expects to exceed the previously announced \$1,000,000 offering and anticipates closing on an oversubscribed basis.

On November 30, 2017, the Company closed its previously announced acquisition of 1142674 B.C. Ltd. (the target) pursuant to a share exchange agreement, dated November 29, 2017, among the Company, the target and the shareholders of the target. The Nipissing Lorrain cobalt project is located 26 kilometers southeast of Cobalt, Ontario. The property consists of two separate claims and is adjacent to First Cobalt's Silver Centre claims. Six separate underground workings have been historically mined for cobalt, silver and nickel.