(an Exploration Stage Enterprise)
Interim Financial Statements
(Unaudited – Prepared by Management)

Nine Months Ended April 30, 2014

Notice to Readers

Under National Instrument 51-102, Part 4.3(3)(a), if an auditor has not performed a review of the 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 interim financial statements of Zadar Ventures Ltd. for the Nine Months ended April 30, 2014 have been prepared in accordance with International Accounting Standard 34 for Interim Financial Reporting under International Financial Reporting Standards. These interim financial statements are the responsibility of the Company's management and have been approved by the Board of Directors. The Company's independent auditors have not performed an audit or review of these interim financial statements.

(an Exploration Stage Enterprise)
Interim Financial Statements
(Unaudited – Prepared by Management)

Nine Months Ended April 30, 2014

| Interim Statements of Financial Position | 4 |
|---|------|
| Interim Statements of Operations and Comprehensive Loss | 5 |
| Interim Statement of Changes in Equity | 6 |
| Interim Statements of Cash Flows | 7 |
| Notes to the Interim Financial Statements | 8_19 |

(an Exploration Stage Enterprise)

Interim Balance Sheets

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

| | | April 30 2014 | | July 31 2013 |
|---|-----|------------------|-----|-----------------|
| Assets | | | | |
| Current | | | | |
| Cash | \$ | 60,916 | \$ | 87,073 |
| Investments (Note 3) | | 856,694 | | - |
| Goods and services tax recoverable | | 26,406 | | 9,703 |
| Due from related parties (Note 9) | | 43,840 | | 24,539 |
| Prepaid expenses | _ | 3,000 | _ | |
| | | 990,856 | | 121,315 |
| Exploration advances | | 4 000 740 | | 7,000 |
| Exploration and evaluation assets (Note 4) | _ | 1,932,749 | _ | 724,128 |
| | \$_ | 2,923,605 | \$ | 852,443 |
| Liabilities | | | | |
| Current | | | _ | |
| Accounts payable and accrued liabilities (Note 9) | \$_ | 263,333 | \$_ | 140,078 |
| Shareholders' Equity | | | | |
| Share capital (Note 5) | | 4,456,827 | | 1,288,795 |
| Subscriptions received in advance | | 6,440 | | 97,500 |
| Subscriptions receivable | | (181,600) | | (37,500) |
| Contributed surplus | | 128,131 | | 106,442 |
| Deficit | | (1,749,526) | | (742,872) |
| | _ | 2,660,272 | | 712,365 |
| | _ | | | |
| | \$ | 2,923,605 | \$_ | 852,443 |
| | | | | |

Nature of operations and Going Concern (Note 1)

On behalf of the board:

| "Mark Tommasi" | , Director |
|----------------|------------|
| "Peter Wilson" | Director |

(an Exploration Stage Enterprise)
Interim Statements of Operations and Deficit
(Expressed in Canadian Dollars)
(Unaudited – Prepared by Management)

| | Three Months Ended April 30 | | | | Nine Mor Ap | | | |
|---|--------------------------------|------------|----|-----------|----------------|-------------|----|-----------|
| | | 2014 | | 2013 | | 2014 | | 2013 |
| Administrative expenses | | | | | | | | |
| Accounting and audit | \$ | 3,500 | \$ | 7,500 | \$ | 16,410 | \$ | 17,290 |
| Bank charges and interest | | 80 | | 188 | | 629 | | 399 |
| Consulting | | 15,300 | | 1,000 | | 140,718 | | 1,000 |
| Legal | | - | | 4,704 | | 14,761 | | 4,704 |
| Listing and filing fees | | (2,443) | | 11,897 | | 38,029 | | 37,711 |
| Management fees | | 12,300 | | 7,500 | | 40,900 | | 22,500 |
| Office and sundry | | 14,173 | | 15,152 | | 59,154 | | 33,091 |
| Promotion | | 58,776 | | 8,583 | | 259,876 | | 27,759 |
| Stock based compensation | | - | | - | | 44,871 | | |
| | _ | 101,686 | _ | 56,524 | _ | 615,348 | _ | 144,454 |
| Loss from impairment of investment | _ | (391,306) | _ | | _ | (391,306) | _ | |
| Net loss and comprehensive loss | \$_ | (101,686) | \$ | (56,524) | \$_ | (1,006,654) | \$ | (144,454) |
| Basic and diluted loss per share | \$_ | (0.00) | \$ | (0.01) | \$_ | (0.05) | \$ | (0.02) |
| Basic and diluted weighted average shares outstanding | _ | 24,910,174 | - | 9,670,393 | _ | 22,348,548 | _ | 9,424,121 |

(an Exploration Stage Enterprise)
Interim Statement of Changes in Equity

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

| | Shares of common stock | | Share capital | Sı | ubscriptions received in advance | Sı | ubscriptions receivable | (| Contributed surplus | | Deficit | | Total |
|---------------------------------|------------------------|----|---------------------|----|--|----|----------------------------|-----|------------------------|----|-------------|----|---------------------|
| July 31, 2011 | 6,300,000 | \$ | 319,000 | \$ | _ | \$ | (22,500) | ¢ | _ | ¢ | (95,424) | ¢ | 201,076 |
| Issued for exercise of warrants | 505,000 | Ψ | 50,500 | Ψ | 2,500 | Ψ | (22,300) | Ψ | _ | Ψ | (33,424) | Ψ | 53,000 |
| Issued for cash | 2,200,000 | | 550,000 | | 2,300 | | _ | | _ | | _ | | 550,000 |
| Share issue costs | 2,200,000 | | | | - | | - | | 27 200 | | - | | |
| Issued for property | 300,000 | | (144,755) 19,500 | | - | | - | | 27,289 | | - | | (117,466) 19,500 |
| Stock based compensation | 300,000 | | 19,500 | | - | | - | | 21,196 | | - | | 21,196 |
| Net loss | - | | - | | - | | - | | 21,190 | | (2/1 011) | | |
| | | | | - | - | - | | _ | <u>-</u> | _ | (241,811) | _ | (241,811) |
| July 31, 2012 | 9,305,000 | | 794,245 | | 2,500 | | (22,500) | | 48,485 | | (337,235) | | 485,495 |
| Issued for exercise of warrants | 2,225,500 | | 222,550 | | - | | (15,000) | | - | | - | | 207,550 |
| Issued for cash | - | | - | | 95,000 | | - | | - | | - | | 95,000 |
| Issued for property | 995,000 | | 272,000 | | - | | - | | - | | - | | 272,000 |
| Stock based compensation | - | | - | | - | | - | | 57,957 | | - | | 57,957 |
| Net loss | | | | _ | - | _ | | | - | _ | (405,637) | | (405,637) |
| July 31, 2013 | 12,525,500 | | 1,288,795 | | 97,500 | | (37,500) | | 106,442 | | (742,872) | | 712,365 |
| Issued for exercise of warrants | 269,500 | | 26,950 | | _ | | - | | - | | - | | 26,950 |
| Issued for exercise of options | 150,000 | | 60,682 | | 3,940 | | - | | (23,182) | | - | | 41,440 |
| Issued for cash | 4,664,500 | | 932,900 | | (95,000) | | (144,100) | | - | | - | | 693,800 |
| Issued for property | 3,932,800 | | 899,500 | | - | | - | | - | | - | | 899,500 |
| Issued for investments | 4,160,000 | | 1,248,000 | | - | | - | | - | | - | | 1,248,000 |
| Stock based compensation | - | | - | | _ | | - | | 44,871 | | - | | 44,871 |
| Net loss | - | | - | | - | | - | | - | | (1,006,654) | | (1,006,654) |
| April 30, 2014 | 25,702,300 | \$ | 4,456,827 | \$ | 6,440 | \$ | (181,600) | \$_ | 128,131 | \$ | (1,749,526) | \$ | 2,660,272 |

(an Exploration Stage Enterprise)

Interim Statements of Cash Flows

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

| Nine Months Ended April 30 | | 2014 | | 2013 |
|---|----------|---------------------------------|----------|------------------------|
| Cash flows from operating activities Net loss Adjustments for: | \$ | (1,006,654) | \$ | (144,454) |
| Stock based compensation Loss from impairment of investment Changes in non-cash working capital | | 44,871 391,306 | | - |
| Goods and services tax recoverable Advances to related parties Prepaid expenses | | (16,703) (19,301) (3,000) | | 31,522 - (5,000) |
| Accounts payable and accrued liabilities | _ | 123,255 (486,226) | _ | (32,713) |
| Cash flows from investing activities Exploration and evaluation expenditures | _ | (302,121) | _ | (91,072) |
| Cash flows from financing activities Proceeds from issuance of common stock, net of issue costs | _ | 762,190 | _ | 110,000 |
| Decrease in cash | | (26,157) | | (131,717) |
| Cash at beginning of the period | _ | 87,073 | _ | 226,525 |
| Cash at end of the period | \$ | 60,916 | \$_ | 94,808 |
| Supplemental disclosure with respect to cash flows Interest paid Income taxes paid | \$ \$ | <u>-</u> | \$ \$ | - - |
| Non cash investing and financing activities Shares issued for exploration and evaluation expenditures | \$ | 899,500 | \$ | |

(an Exploration Stage Enterprise)

Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2014

1. Nature of Operations

Zadar Ventures Ltd. ("Zadar" or the "Company") was incorporated on August 6, 2008 under the Business Corporations Act of British Columbia and its principal activity is the exploration of mineral properties. Zadar is a public company with shares listed on the TSX Venture Exchange. The head office, principal address and records office of the Company are located at 888 Dunsmuir Street, Suite 1500, Vancouver, British Columbia, Canada V6C 3K4.

Going concern of operations

These financial statements have been prepared assuming the Company will continue on a going concern basis. The Company has incurred losses since its inception and the ability of the Company to continue as going-concern depends on its ability to raise adequate financing and to develop profitable operations. This raises substantial doubt about the Company's ability to continue as a going concern.

Management is actively targeting sources of additional financing. Although the Company has been successful in past financings, there is no assurance that future financings will be successful. As the Company is in the exploration and evaluation stage, the Company has not identified a known body of commercial grade mineral on any of its properties. The ability of the Company to realize the costs it has incurred to date on these properties is dependent upon the Company identifying a commercial mineral body, to finance its development costs and to resolve any environmental, regulatory or other constraints which may hinder the successful development of the property.

2. Basis of Preparation

These interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. The interim financial statements should be read in conjunction with the annual financial statements for the year ended July 31, 2013, which have been prepared in accordance with IFRS as issued by the IASB.

The accounting policies adopted are consistent with those of the previous financial year. The interim financial statements were approved by the Board of Directors on June 30, 2014.

All dollar amounts are presented in Canadian dollars unless otherwise specified.

3. Investments

Investments comprise 652,293 ordinary shares of Global Resource Investments Trust Plc.

(an Exploration Stage Enterprise)

Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2014

4. Exploration and Evaluation Assets

Whiskey Gap

The Company entered into an option agreement with 1177129 Alberta Ltd., (the "Optionor"), a company controlled by a company having an officer in common with Zadar, in April 2010, subsequently amended May 30, 2011, September 30, 2011 and June 1, 2012, to acquire up to a 75% interest in certain mineral interests located in Alberta, known as the Whiskey Gap Project.

To earn a 60% interest, the Company must make payments and issue shares as follows:

- a) \$12,500 (paid) and issue and allot to the Optionor 100,000 shares of the Company (issued);
- b) on or before the first anniversary of the execution of the Agreement, a further \$12,500 (paid) and issue and allot to the Optionor a further 200,000 shares (issued);
- c) on or before the second anniversary of the execution of the Agreement, a further \$25,000 (paid) and issue and allot to the Optionor a further 300,000 shares (issued);
- d) on or before September 30, 2010, the Company shall expend not less than \$100,000 on Exploration Expenditures on the Property; (incurred)
- e) on or before June 30, 2012, the Company shall pay \$100,000 to the Optionor (paid);
- f) on or before December 31, 2012, the Company shall pay a further \$50,000 (paid) and issue and allot to the Optionor a further 500,000 shares (issued).

The Company has a further option to acquire an additional 15% interest in the Property by issuing the Optionor an additional 1,000,000 shares (issued) and expending an additional \$500,000 for Exploration Expenditures on or before September 30, 2013. The Optionor has extended the payment terms until completion of the private placement being undertaken by the Company (Note 10).

Upon earning either a 60% or 75% interest, the Company and the Optionor will form a joint venture with standard dilution clauses.

Bullrun Uranium Project

On April 12, 2013, the Company entered into a purchase agreement with an arm's length vendor to acquire a 100% interest in the Bullrun uranium project, located in the southwestern Athabasca Basin in Saskatchewan, Canada.

To earn the 100% interest, the Company must make payments and issue shares as follows:

a) \$5,000 non-refundable due diligence deposit (paid);

(an Exploration Stage Enterprise)

Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2014

4. Exploration and Evaluation Assets (continued)

- \$10,000 cash payment (paid) and issue 100,000 shares (issued, fair value \$26,000) by May 20, 2013;
- c) Issue 200,000 shares by April 12, 2014;
- d) Issue 250,000 shares by April 12, 2015; and
- e) \$250,000 cash payment by April 12, 2019.

A finder's fee comprising \$1,500 in cash and 10,000 shares (fair value \$3,000) was paid/issued.

Bullrun Blocks D and E

On May 10, 2013, pursuant to a purchase agreement with an unrelated party, the Company acquired a 100% interest in certain mineral claims known as the Bullrun Blocks D and E properties, in exchange for issuance of 250,000 common shares of the Company (issued, fair value \$75,000), and reservation to the vendor of a 2% net smelter revenue royalty. A finder's fee of 25,000 shares was issued (fair value \$7,500).

Upper Poulton Lake

On April 22, 2013 and as amended on October 10, 2013, the Company entered into an option agreement with an arm's length vendor (the "Vendor"), whereby the Company can earn a 100% interest in the Upper Poulton Lake Property located in the Athabasca Basin in Saskatchewan, Canada.

To earn a 100% interest, the Company must make payments, issue shares and incur exploration expenditures as follows:

- a) \$10,000 non-refundable due diligence deposit (paid);
- b) \$40,000 cash payment (paid) and issuance of 100,000 shares (issued, fair value \$28,000) by April 20, 2013;
- c) \$50,000 cash payment by January 18, 2014;
- d) \$25,000 cash payment and issuance of 300,000 shares by April 10, 2014;
- e) \$50,000 cash payment and issuance of 250,000 shares by April 10, 2015;
- f) \$50,000 cash payment and issuance of 250,000 shares by April 10, 2016;
- g) \$1,000,000 cash payment by April 10, 2017; and
- h) \$2,000,000 in exploration expenditures by April 17, 2017.

(an Exploration Stage Enterprise)

Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2014

4. Exploration and Evaluation Assets (continued)

The Vendor will retain a 1% NSR, of which 0.5% can be purchased by the Company for a cash payment of \$1 million. A finder's fee of \$10,000 and 10,000 shares (fair value \$2,500) was paid/issued.

Pasfield Lake Project

On September 25, 2013, the Company entered into an agreement to acquire a 100% interest in certain mineral claims located in the Athabasca Basin, Saskatchewan, Canada, for consideration comprising \$25,000 in cash (\$6,000 paid) and issuance of 1,745,000 shares of the Company (issued).

The Vendors will retain a 2% NSR on each project, which can be purchased by the Company at any time for a cash payment of \$1 million for each 1% of NSR, per project.

Patterson Northeast

The Company entered into an option agreement with Basin Minerals Ltd. ("Basin"), on May 31, 2013 and as amended on July 9, 2013 to acquire a 100% interest in certain mineral interests located in Saskatchewan, known as the Patterson Northeast Property.

To earn a 100% interest, the Company must make payments, issue shares and incur exploration expenditures as follows:

- a) \$5,000 non-refundable due diligence deposit (paid);
- b) \$125,000 cash payment 160 days after signing, of which \$100,000 will be invested in the private placement being undertaken by the Company;
- c) \$100,000 cash payment by February 9, 2014;
- d) \$150,000 cash payment by May 9, 2014;
- e) \$150,000 cash payment within 18 months of regulatory approval (not yet received);
- f) \$250,000 cash payment by May 31, 2015;
- g) \$725,000 cash payment by May 31, 2016;
- h) \$1,500,000 cash payment by May 31, 2017; and
- i) \$2,000,000 in exploration expenditures by May 31, 2017.

Basin will retain a NSR of 1%, of which 0.5% may be purchased by the Company at any time for \$1,000,000, less all amounts previously paid to Basin as NSR payments.

(an Exploration Stage Enterprise)

Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2014

4. Exploration and Evaluation Assets (continued)

Highrock/Riverlake Projects

On November 20, 2013, the Company entered into an agreement to acquire a 100% interest in certain mineral claims located in the Athabasca Basin, Saskatchewan, Canada known as the Highrock and Riverlake Projects, in exchange for issuance of 330,000 common shares of the Company.

Stony Road Project

On November 20, 2013, the Company entered into an agreement to acquire a 100% interest in certain mineral claims located in the Athabasca Basin, Saskatchewan, Canada known as the Stony Road Project, in exchange for issuance of 40,000 common shares of the Company. The vendor will retain a NSR of 2%, of which 1% may be purchased the Company for \$1,000,000.

West Carswell Project

The Company entered into an agreement to acquire a 100% interest in certain mineral claims located in the Athabasca Basin, Saskatchewan, Canada known as the West Carswell Project, in exchange for issuance of 385,000 common shares of the Company. The vendor will retain a NSR of 2%, of which 1% may be purchased the Company for \$1,000,000.

Exploration and Evaluation Expenditures

Details of exploration and evaluation expenditures for the nine months ended April 30, 2014 are as follows:

| Nine Months Ended April 30 | Α | cquisition Costs 2014 | E | Exploration Costs 2014 | | Total 2014 | | Total 2013 |
|--|--------|-----------------------------|----|------------------------------|------------|-----------------------|----------|--------------------|
| Whisky Gap Acquisition costs - cash | \$ | 7,000 | \$ | - | \$ | 7,000 | \$ | 80,000 |
| Acquisition costs - shares Assaying (recovery) Geological consulting | · _ | 250,000 - - | | - - 2,500 | . <u> </u> | 250,000 - 2,500 | · _ | 130,000 (3,928) |
| Mineral property costs for the period Balance, beginning of period | _ | 257,000 363,500 | | 2,500 131,128 | . <u> </u> | 259,500 494,628 | <u> </u> | 206,072 321,556 |
| Balance, end of period | _ | 620,500 | | 133,628 | _ | 754,128 | _ | 527,628 |
| BullRun Acquisition costs - cash | _ | - | | - | _ | - | <u> </u> | 5,000 |
| Mineral property costs for the period Balance, beginning of period | _ | - 45,500 | _ | - | | - 45,500 | _ | 5,000 - |
| Balance, end of period | | 45,500 | | - | | 45,500 | | 5,000 |

(an Exploration Stage Enterprise)

Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2014

4. Exploration and Evaluation Assets (continued)

| BullRun Blocks D and E | | | | |
|--|----------|-----------------|-----------------|-------------|
| Balance, beginning of period | 82,500 | | 82,500 | |
| Balance, end of period | 82,500 | | 82,500 | - |
| Upper Poulton Lake | | | | |
| Acquisition costs - cash | - | - | - | 10,000 |
| Acquisition costs - shares Geophysics | <u>-</u> | 2,000 | 2,000 | 27,500 - |
| Mineral property costs for the period | _ | 2,000 | 2,000 | 37,500 |
| Balance, beginning of period | 90,500 | <u> </u> | 90,500 | <u> </u> |
| Balance, end of period | 90,500 | 2,000 | 92,500 | 37,500 |
| Pasfield Lake | | | | |
| Acquisition costs - cash | 75,000 | - | 75,000 | - |
| Acquisition costs - shares | 436,250 | - | 436,250 | - |
| Geophysics | | 10,158 | 10,158 | |
| Mineral property costs for the period | 511,250 | 10,158 | 521,408 | - |
| Balance, beginning of period | 6,000 | | 6,000 | |
| Balance, end of period | 517,250 | 10,158 | 527,408 | - |
| Patterson Northeast | | | | |
| Acquisition costs - cash | 141,400 | - | 141,400 | - |
| Acquisition costs - shares | 14,000 | - | 14,000 | - |
| Equipment Geophysics | - | 9,985 38,034 | 9,985 38,034 | - |
| Helicopter | - | 16,598 | 16,598 | - |
| Travel and living costs | | 6,446 | 6,446 | - |
| Mineral property costs for the period | 155,400 | 71,063 | 226,463 | |
| Balance, beginning of period | 5,000 | <u> </u> | 5,000 | |
| Balance, end of period | 160,400 | 71,063 | 231,463 | - |
| Highrock/Riverlake | | | | |
| Acquisition costs - cash | - | - | - | - |
| Acquisition costs - shares | 82,500 | | 82,500 | |
| Mineral property costs for the period | 82,500 | - | 82,500 | - |
| Balance, beginning of period | | | <u> </u> | - |
| Balance, end of period | 82,500 | | 82,500 | - |

(an Exploration Stage Enterprise)

Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2014

4. Exploration and Evaluation Assets (continued)

| Stony Road | | | | | |
|---|--------------|------------|--------------|------------|---------|
| Acquisition costs - cash | - | - | - | | - |
| Acquisition costs - shares | 12,800 | | 12,800 | | |
| Mineral property costs for the period | 12,800 | - | 12,800 | | - |
| Balance, beginning of period | | <u> </u> | | | - |
| Balance, end of period | 12,800 | | 12,800 | | |
| West Carswell | | | | | |
| Acquisition costs - cash Acquisition costs - shares | 103,950 | <u> </u> | 103,950 | | |
| Mineral property costs for the period | 103,950 | - | 103,950 | | - |
| Balance, beginning of period | | | | · <u> </u> | |
| Balance, end of period | 103,950 | | 103,950 | | |
| Total | \$ 1,715,900 | \$ 216,849 | \$ 1,932,749 | \$ | 570,128 |

5. Share Capital

(a) Authorized share capital

100,000,000 common shares without par value

(b) Escrow shares

Currently 1,668,300 common shares (2013 – 1,668,300) are held in escrow.

(c) Share purchase options

The Company has an incentive stock option plan (the "Plan"), whereby the Company may grant stock options to directors, officers, employees or consultants. Under the Plan, options are exercisable up to a maximum of 10 years as determined by the Board of Directors and are required to have an exercise price no less than the closing market price of the Company's shares on the trading day immediately preceding the day on which the Company announces the grant of options. The Plan provides for the issuance of up to 10% of the Company's issued common shares at the date of the grant.

(an Exploration Stage Enterprise)

Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2014

5. Share Capital (continued)

| | Number of options | Weighted average exercise price |
|--|---------------------------------|---------------------------------|
| Options outstanding at July 31, 2012 Granted Exercised | 600,000 375,000 | 0.25 0.25 0.25 |
| Options outstanding at July 31, 2013 Granted Exercised | 975,000 300,000 (150,000) | 0.25 0.25 0.25 |
| Options outstanding at April 30, 2014 | 1,125,000 | 0.25 |

| Expiry date | Number of options | Exercise Price \$ |
|--------------------|-------------------|----------------------|
| April 18, 2015 | 225,000 | 0.25 |
| May 30, 2017 | 600,000 | 0.25 |
| September 18, 2015 | 200,000 | 0.25 |
| October 22, 2015 | 100,000 | 0.25 |
| | 1,125,000 | 0.25 |

On October 14, 2010, the Company granted to employees, consultants, directors and officers of the Company options to purchase up to 450,000 common shares of the Company at an exercise price of \$0.25 per share. On September 1, 2011 the Company granted an additional 150,000 options with the same terms. The options are exercisable for a period of five years commencing on the date that the Company's stock is listed on the TSX Venture Exchange and therefore, no stock based compensation was recorded prior to this event. The expiry date of the options is May 28, 2017.

The fair value of the stock options was estimated to be \$21,196 using the Black-Scholes option pricing model, with the following assumptions:

| Expected dividend yield | 0.00% |
|--------------------------------|---------|
| Exected stock price volatility | 100.00% |
| Risk-free interest rate | 1.31% |
| Expected life of options | 5 years |

(an Exploration Stage Enterprise)

Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2014

5. Share Capital (continued)

On April 18, 2013, the Company granted to employees, consultants, directors and officers of the Company options to purchase up to 375,000 common shares of the Company at an exercise price of \$0.25 per share. The options are exercisable for a period of two years. The expiry date of the options is April 18, 2015.

The fair value of the stock options was estimated to be \$57,957 using the Black-Scholes option pricing model, with the following assumptions:

| Expected dividend yield | 0.00% |
|--------------------------------|---------|
| Exected stock price volatility | 100% |
| Risk-free interest rate | 0.97% |
| Expected life of options | 2 years |

On September 18, 2013, the Company granted to an officer of the Company options to purchase up to 200,000 common shares of the Company at an exercise price of \$0.25 per share. The options are exercisable for a period of two years. The expiry date of the options is September 18, 2015.

The fair value of the stock options was estimated to be \$32,502 using the Black-Scholes option pricing model, with the following assumptions:

| Expected dividend yield | 0.00% |
|--------------------------------|---------|
| Exected stock price volatility | 100% |
| Risk-free interest rate | 0.97% |
| Expected life of options | 2 years |

On October 22, 2013, the Company granted to a consultant of the Company options to purchase up to 100,000 common shares of the Company at an exercise price of \$0.25 per share. The options are exercisable for a period of two years. The expiry date of the options is October 22, 2015.

The fair value of the stock options was estimated to be \$12,369 using the Black-Scholes option pricing model, with the following assumptions:

| Expected dividend yield | 0.00% |
|--------------------------------|---------|
| Exected stock price volatility | 100% |
| Risk-free interest rate | 0.97% |
| Expected life of options | 2 years |

Option pricing models require the input of highly subjective assumptions, particularly the expected stock price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate, and therefore the existing models do not necessarily provide a reliable single measure of the fair value of the Company's stock options.

(an Exploration Stage Enterprise)

Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2014

5. Share Capital (continued)

(d) Share purchase warrants

As of April 30, 2014, the Company has 176,000 Broker Warrants outstanding, which are exercisable at a price of \$0.25 per share, and which expire on May 28, 2015.

| | Weighted average | | | |
|--|------------------|----------------|--|--|
| | Number of | exercise price | | |
| | warrants | \$ | | |
| Warrants outstanding at July 31, 2012 | 2,671,000 | 0.11 | | |
| Exercised | (2,225,500) | 0.10 | | |
| Warrants outstanding at July 31, 2013 | 445,500 | 0.16 | | |
| Exercised | (269,500) | 0.10 | | |
| Warrants outstanding at April 30, 2014 | 176,000 | 0.25 | | |

6. Financial Instruments and Risk Management

Fair Values

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets and liabilities

Level 2 – Inputs other than quoted prices that are directly or indirectly observable for the asset or liability; and

Level 3 – Inputs that are not based on observable market data.

The carrying values of cash, due from/to related parties, accounts payable and accrued liabilities approximate their fair value due to the short-term nature of these instruments.

Credit risk

Credit risk refers to the risk that another entity will default on its contractual obligations resulting in financial loss to the Company. The Company's only significant financial asset is cash which is on deposit at a high credit-worthy financial institution.

Market risk

Market risk includes currency risk, interest rate risk and price risk. The Company's activities expose it primarily to the financial risks of changes in the price of resources. The Company does not currently hold any financial instruments that mitigate this risk.

(an Exploration Stage Enterprise)

Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2014

6. Financial Instruments and Risk Management (continued)

Liquidity risk

Liquidity risk refers to the risk that the Company will not be able to meet its financial obligations when they become due, or can only do so at excessive cost. The Company expects to satisfy obligations under accounts payable and accrued liabilities. Management intends to continue to finance its activities by raising funds by private equity investments. Even if it has succeeded in financing its activities in the past, management cannot comment on the success of its future fund raising and believes that liquidity risk is high.

7. Capital Management

The Company includes cash and equity, comprising issued common shares, contributed surplus and deficit in the definition of capital.

The Company manages its capital to ensure it will be able to continue as a going concern largely through equity financing. These stock issues depend on numerous factors including a positive mineral exploration environment, positive stock market conditions, a company's track record, and the experience of management. The Company is not exposed to externally imposed capital requirements. There were no changes in the Company's approach to capital management during the period ended April 30, 2014.

8. Related Party Transactions

Certain of the Company's officers and directors render services to the Company through companies in which they are an officer or director.

| Party | Transactions |
|---------------------------------------|--------------------------------|
| 622738 BC Ltd. | Management fees |
| Bua Capital Management Ltd. | Management fees |
| Bua Group Holdings Ltd. | Office and administration fees |
| Paul Gray Geological Consultants Ltd. | Management fees |

The Company incurred the following fees and expenses in the normal course of operations with related parties.

| Nine months ended Ended April 30 | 2014 | 2013 |
|--|------------------------|------------------------|
| Management fees Office and administration fees | \$ 40,900 31,400 | \$ 22,500 25,194 |
| | \$ 72,300 | \$ 47,694 |

Amounts due from related parties comprise advances to companies controlled by officers and directors. Such amounts are unsecured, non-interest bearing and without specific repayment terms.