Financial Statements of

Mountain Lake Minerals Inc.

For the years ended November 30, 2014 and 2013

KPMG LLP
Chartered Accountants
Suite 1500 Purdy's Wharf Tower 1
1959 Upper Water Street
Halifax, NS B3J 3N2
Canada

Telephone (902) 492-6000
Fax (902) 492-1307
Internet www.kpmg.ca

INDEPENDENT AUDITORS' REPORT

To the Shareholders of Mountain Lake Minerals Inc.

We have audited the accompanying financial statements of Mountain Lake Minerals Inc., which comprise the statements of financial position as at November 30, 2014 and November 30, 2013, the statements of loss and comprehensive loss, changes in equity and cash flows for the years then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of Mountain Lake Minerals Inc. as at November 30, 2014 and November 30, 2013, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Emphasis of Matter

Without modifying our opinion, we draw attention to note 2 in the financial statements which indicates that Mountain Lake Minerals Inc. has experienced operating losses and negative cash flows from operations since incorporation and is subject to certain governmental approvals relating to one of its principal exploration and evaluation properties. These conditions, along with other matters as set forth in note 2 in the financial statements, indicate the existence of material uncertainties that cast significant doubt about Mountain Lake Minerals Inc.'s ability to continue as a going concern.

KPMG LLP

Chartered Accountants

June 8, 2015

Halifax, Canada

Mountain Lake Minerals Inc.
Statements of Financial Position

As at November 30 (in Canadian dollars)

	2014	2013
ASSETS	$	$
Current assets		
Cash	**31,932**	41,010
Input taxes receivable	**6,986**	2,727
Prepaid expenses	**13,830**	14,660
Marketable securities (Note 6)	**22,360**	194,846
	75,108	253,243
Equipment (Note 7)	**16,738**	28,551
Exploration and evaluation assets (Note 8)	**2,941,058**	4,140,406
Total Assets	**3,032,904**	4,422,200
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities (Note 13)	**144,360**	94,669
Notes payable (Note 9)	**66,000**	-
	210,360	94,669
SHAREHOLDERS' EQUITY		
Total Shareholders' Equity	**2,822,544**	4,327,531
Total Liabilities and Shareholders' Equity	**3,032,904**	4,422,200

Going concern – Note 2
Subsequent events – Notes 8 and 15

Approved on behalf of the Board:

"Bill Fleming"
Director

"Paul Smith"
Director

See accompanying notes to audited financial statements.

For the years ended November 30 (in Canadian dollars)

	2014 $	2013 $
Expenses		
Salaries and fees (Note 13)	**77,233**	111,023
Shareholder information and communications	**61,448**	89,172
Professional fees	**40,828**	83,811
Office and general	**28,892**	29,695
Travel and business development	**5,755**	29,521
Share transfer, listing and filing fees	**19,270**	19,302
Share-based payments	**-**	8,157
Impairment of exploration and evaluation assets	**1,194,967**	63,862
Amortization	**1,063**	1,063
	1,429,456	435,606
Loss on marketable securities	**67,531**	35,592
Loss before tax	**1,496,987**	471,198
Deferred tax recovery	**(14,400)**	(9,800)
Net loss and comprehensive loss for the year	**1,482,587**	461,398
Loss per share – basic and diluted (Note 11)	**0.06**	0.02

See accompanying notes to audited financial statements.

Mountain Lake Minerals Inc.

Statements of Changes in Equity

For the periods ended November 30 (in Canadian dollars)

	Common shares		Warrants	Contributed Surplus	Share-based payments reserve	Convertible Notes (Note 9)	Deficit	Total Shareholders' Equity
	Number	$	$	$	$	$	$	$
Balance, November 30, 2013	26,473,011	4,832,127	92,900	51,400	355,426	68,000	(1,072,322)	4,327,531
Issuance of shares for debt settlement	1,200,000	60,000	-	-	-	-	-	60,000
Expiration of warrants	-	-	(92,900)	78,500	-	-	-	(14,400)
Expiration of options	-	-	-	81,248	(81,248)	-	-	-
Repayment of convertible notes	-	-	-	-	-	(2,000)	-	(2,000)
Reclassification of convertible notes (note 9)	-	-	-	-	-	(66,000)	-	(66,000)
Net loss and comprehensive loss	-	-	-	-	-	-	(1,482,587)	(1,482,587)
Balance, November 30, 2014	**27,673,011**	**4,892,127**	**-**	**211,148**	**274,178**	**-**	**(2,554,909)**	**2,822,544**

	Common shares		Warrants	Contributed Surplus	Share-based payments reserve	Convertible Notes (Note 9)	Deficit	Total Shareholders' Equity
	Number	$	$	$	$	$	$	$
Balance, November 30, 2012	23,649,997	4,720,322	154,100	-	347,269	-	(610,924)	4,610,767
Issuance of shares for exploration and evaluation assets	200,000	20,000	-	-	-	-	-	20,000
Issuance of shares for debt settlement	2,623,014	91,805	-	-	-	-	-	91,805
Share-based payments	-	-	-	-	8,157	-	-	8,157
Expiration of warrants	-	-	(61,200)	51,400	-	-	-	(9,800)
Issuance of convertible notes	-	-	-	-	-	88,000	-	88,000
Repayment of convertible notes	-	-	-	-	-	(20,000)	-	(20,000)
Net loss and comprehensive loss	-	-	-	-	-	-	(461,398)	(461,398)
Balance, November 30, 2013	26,473,011	4,832,127	92,900	51,400	355,426	68,000	(1,072,322)	4,327,531

See accompanying notes to audited financial statements.

Mountain Lake Minerals Inc.
Statements of Cash Flows

For the years ended November 30 (in Canadian dollars)

Cash provided by (used in)	2014 $	2013 $
Operating activities		
Net loss for the year	**(1,482,587)**	(461,398)
Adjustments for:		
Amortization	**1,063**	1,063
Impairment of exploration and evaluation assets	**1,194,967**	63,862
Loss on marketable securities	**67,531**	35,592
Deferred tax recovery	**(14,400)**	(9,800)
Share-based payments	**-**	8,157
	(233,426)	(362,524)
Net change in non-cash working capital balances related to operations		
(Increase) decrease in input taxes receivable	**(4,259)**	19,214
Decrease in prepaid expenses	**830**	10,397
Increase in accounts payable and accrued liabilities	**108,348**	143,253
	(128,507)	(189,660)
Financing activities		
Proceeds from issuance of convertible notes	**-**	88,000
Repayment of convertible notes	**(2,000)**	(20,000)
	(2,000)	68,000
Investing activities		
Proceeds from sale of marketable securities, net of transaction costs	**104,955**	28,744
Investment in marketable securities	**-**	(225,708)
Disposition of an interest in an exploration and evaluation asset	**175,000**	450,000
Exploration and evaluation expenditures	**(158,526)**	(164,443)
	121,429	88,593
Decrease in cash for the year	**(9,078)**	(33,067)
Cash – beginning of year	**41,010**	74,077
Cash – end of year	**31,932**	41,010

See Supplemental cash flow information (Note 14)

See accompanying notes to audited financial statements.

For the years ended November 30, 2014 and 2013

NOTE 1 – ARRANGEMENT, INCORPORATION AND BASIS OF PRESENTATION

Mountain Lake Minerals Inc. ("Mountain Lake Minerals" or the "Company") was incorporated under the Business Corporations Act (British Columbia) on May 16, 2012, as a wholly-owned subsidiary of Mountain Lake Resources Inc. ("MLR"). The address of the Company's head office is 1853 Sunken Lake Road, RR2, Wolfville, Nova Scotia, Canada, B4P 2R2. Its registered office is Suite 1750 – 1185 West Georgia Street, Vancouver, British Columbia, V6E 4E6.

NOTE 2 – NATURE OF OPERATIONS AND GOING CONCERN

The Company is a junior exploration company exploring for precious and base metal deposits. Mountain Lake's current projects are located in the provinces of Newfoundland, New Brunswick and Ontario Canada and include: a 100% interest in the Glover Island gold exploration property and a 100% interest in the Little River gold-antimony exploration property as well as interests in other properties (note 8).

These financial statements have been prepared on the basis of accounting principles applicable to a going concern, which presumes that the Company will realize its assets and discharge its liabilities in the normal course of business for at least the next twelve months. However, there is significant doubt as to the Company's ability to continue as a going concern. The Company has experienced losses and negative cash flow from operations since incorporation. As at November 30, 2014, the Company has cash of $31,932 and marketable securities of $22,360 to settle current liabilities of $210,360 (of which $123,500 is to related parties). As disclosed in note 8, the Company has filed an application to reduce and surrender a portion of its mining lease on the Glover Island property, which is subject to government approval. While the Company is confident that the lease application will be approved, there can be no certainty that the Company can maintain claim to the Glover Island property.

The Company's ability to continue as a going concern and to realize the carrying value of its assets and discharge its liabilities when due is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete their development, and future profitable production or proceeds from the disposition of its resource property interests. The timing and availability of additional financing will be determined largely by the performance of the Company and market conditions and there is no certainty that the Company will be able to raise funds as they are required in the future.

These financial statements do not reflect adjustments that would be necessary if the going concern assumption were not appropriate. If the going concern basis was not appropriate for these financial statements, then adjustments would be necessary to reflect these financial statements on a liquidation basis which could differ from accounting principles applicable to a going concern.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES

a) Statement of compliance

These audited financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as issued by the International Accounting Standards Board.

The financial statements were authorized for issue by the Board of Directors on June 5, 2014.

b) Basis of measurement

The financial statements have been prepared on the historical cost basis, except for cash and marketable securities which are measured at fair value.

c) Functional and presentation currency

These financial statements are presented in Canadian dollars which is the Company's functional currency.

d) Use of estimates

The preparation of these financial statements requires management to make estimates, judgments and assumptions that affect the amounts reported in the financial statements and notes. By their nature, these estimates, judgments and assumptions are subject to measurement uncertainty and affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities and the reported amount of revenues and expenses. 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. Actual results may differ from these estimates. The more significant areas are as follows:

Critical accounting estimates

Estimate of recoverability for non-financial assets:

When there are indications that an asset may be impaired, the Company is required to estimate the asset's recoverable amount. Recoverable amount is the greater of value in use and fair value less costs to sell. Determining the value in use requires the Company to estimate expected future cash flows associated with the assets and a suitable discount rate in order to calculate present value.

Share-based payments

The amounts recorded for share-based payments and warrants are based on estimates. The Black Scholes model is based on estimates of assumptions for expected volatility, expected number of options to vest, dividend yield, risk-free interest rate, expected forfeitures and expected life of the options. Changes in these assumptions may result in a material change to the amounts recorded for the issuance of stock options and warrants.

Decommissioning liabilities

Management's assumption that there are currently no decommissioning liabilities is based on the facts and circumstances that existed during the year.

Critical accounting judgments

The following accounting policies involve judgments or assessments made by management:

Management is required to apply judgment in determining whether technical feasibility and commercial viability can be demonstrated for the mineral properties. Once technical feasibility and commercial viability of a property can be demonstrated, exploration costs will be reclassified to mineral properties under exploration and subject to different accounting treatment. As at November 30, 2014 management had determined that no reclassification of exploration expenditures was required.

The measurement of income taxes payable and deferred income tax assets and liabilities requires management to make judgments in the interpretation and application of the relevant tax laws. The actual amount of income taxes only becomes final upon filing and acceptance of the tax return by the relevant authorities, which occurs subsequent to the issuance of the financial statements.

e) Exploration and Evaluation Assets

Exploration and evaluation expenditures include the costs of acquiring licenses, costs associated with exploration and evaluation activity, and the fair value (at acquisition date) of exploration and evaluation assets acquired. Exploration and evaluation expenditures are capitalized as incurred as intangible assets. Costs incurred before the Company has obtained the legal rights to explore an area are recognized in profit or loss.

Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, which management has determined to be indicated by a feasibility study and a decision to proceed with development, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to resource property and development assets.

An impairment review of exploration and evaluation assets is performed, either individually or at the cash generating unit level, when there are indicators the carrying amount of the assets may exceed their recoverable amounts. To the extent this occurs, the excess is fully provided against the carrying amount, in the period in which this is determined.

Exploration and evaluation assets are reviewed for indicators of impairment on a regular basis and these costs are carried forward provided at least one of the following conditions is met:

- such costs are expected to be recovered through successful exploration and development of the area of interest or by its sale; or

- exploration and evaluation activities in the area have not yet reached a stage that permits reasonable assessment of the existence or otherwise of economically recoverable reserves, and active and significant operations in relation to the area are continuing, or planned in the future.

f) Equipment

Items of equipment are recorded at cost less accumulated depreciation and accumulated impairment. The cost of an item includes the purchase price and directly attributable costs to bring the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Where an item of equipment comprises major components with different useful lives, the components are accounted for as separate items of equipment.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the statement of loss and comprehensive loss during the financial period in which they are incurred.

Depreciation is recognized using the declining balance method at the following rates:

Computer hardware	30%
Office and exploration equipment	20%
Vehicles	30%

Depreciation methods, useful lives and residual values are reviewed at each financial year end and are adjusted if appropriate.

g) Impairment

Financial assets
Financial assets, other than those at fair value through profit or loss, are assessed for objective evidence of impairment at the end of each reporting period. Financial assets are considered to be impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected.

Objective evidence that financial assets (including equity securities) are impaired can include default or delinquency by a debtor, restructuring of an amount due to the Company on terms that the Company would not consider otherwise, indications that a debtor or issuer will enter bankruptcy, or the disappearance of an active market for a security. In addition, for available-for-sale equity investments, a significant or prolonged decline in the fair value of the security below its cost is considered to be objective evidence of impairment.

For financial assets carried at amortized cost, the amount of the impairment loss recognized is 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. Losses are recognized in profit or loss and reflected in an allowance account against accounts receivable. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

When an available-for-sale financial asset is considered to be impaired, cumulative gains or losses previously recognized in other comprehensive income are reclassified to profit or loss in the period. Impairment losses previously recognized in profit or loss are not reversed through profit or loss. Any increase in fair value subsequent to an impairment loss is recognized in other comprehensive income.

Non-financial assets
The Company's non-financial assets, excluding exploration and evaluation assets, are reviewed for indicators of impairment annually. If indication of impairment exists, the asset's recoverable amount is estimated. Long-lived assets that are not amortized are subject to an annual impairment assessment.

An impairment loss is recognized when the carrying amount of an asset, or its cash-generating unit, exceeds its recoverable amount. A cash-generating unit is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. Impairment losses are recognized in profit and loss. Impairment losses recognized in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to cash-generating units and then to reduce the carrying amount of the other assets in the unit on a pro-rata basis.

The recoverable amount is the greater of the asset's fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. 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.

An impairment loss is reversed if there is an indication that there has been a change in the estimates used to determine the 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 or amortization, if no impairment loss had been recognized. An impairment loss with respect to goodwill is never reversed.

h) Share-based Payments

Equity-settled share-based payments to employees and others providing similar services are measured at fair value of the equity instruments at the date of grant. Fair value is measured using the Black-Scholes pricing model. The fair value determined at the grant date of the equity-settled share-based payments is expensed as services are rendered over the vesting period, based on the Company's estimate of the shares that will eventually vest and adjusted for the effect of non-market-based vesting conditions. For share-based payment awards with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no-true-up for differences between expected and actual outcomes.

Equity-settled share-based payment transactions with parties other than employees and those providing similar services are measured at the fair value of the goods or services received, except where that fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders the service.

i) Income Taxes

Income tax on profit or loss consists of current and deferred tax. Income tax expense 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 period end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax assets and liabilities are recognized for differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability settled.

The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that substantive enactment occurs.

A deferred tax asset would be recognized to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, the deferred tax asset is reduced.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

j) Loss per Share

Loss per share is computed by dividing the net loss attributable to common shareholders by the weighted average number of shares outstanding during the period. Diluted loss per share is computed similar to basic loss per share except that the weighted average shares outstanding are increased to include additional shares for the assumed exercise of stock options and warrants, if dilutive. The number of additional shares is calculated by assuming that outstanding stock options and warrants were exercised and that the proceeds from such exercises were used to acquire common stock at the average market price during the reporting periods.

k) Financial Instruments

(i) All financial assets are classified into one of the following four categories: fair value through profit or loss ("FVTPL"), held to maturity ("HTM"), available for sale ("AFS") and loans and receivables.

Financial assets are classified as FVTPL when the financial asset is held for trading or it is designated as FVTPL. Financial assets classified as FVTPL are stated at fair value and changes are recognized in profit or loss. HTM investments are recognized on a trade-date basis and are initially measured at fair value, including transaction costs. AFS financial assets subsequent to initial recognition are measured at fair value and changes therein, other than impairment losses and foreign currency differences on AFS monetary items, are recognized in other comprehensive income or loss. When an investment is derecognized, the cumulative gain or loss in the investment revaluation reserve is transferred to profit or loss. Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are initially recognized at fair value plus any directly attributable transaction costs. Subsequent to initial recognition loans and receivables are measured at amortized cost using the effective interest method, less any impairment losses.

The Company's cash and marketable securities have been classified as FVTPL financial assets. The Company does not presently have any financial assets designated as AFS. The carrying value of the Company's cash approximates its fair value due to its nature. The carrying value of the marketable securities approximates its fair value as its carrying value is adjusted to fair value at each reporting period.

The Company has the following non-derivative financial liabilities: accounts payable and accrued liabilities, and notes payable. The carrying value of financial liabilities approximates their fair value due to their short-term nature. Such financial liabilities are recognized initially at fair value net of any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortized cost using the effective interest method.

Common shares and convertible notes of the Company are classified as equity. Repayments of convertible notes and incremental costs directly attributable to the issue of common shares, share options and warrants are recognized as a deduction from equity, net of any tax effects.

(ii) Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value hierarchy establishes three levels to classify the inputs to valuation techniques used to measure fair value.

i. Level 1: Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
ii. Level 2: Inputs are quoted prices in markets that are not active, quoted prices for similar assets or liabilities in active markets, inputs other than quoted prices that are observable for the asset or liability (for example, interest rate and yield curves observable at commonly quoted intervals, forward pricing curves used to value currency and commodity contracts, volatility measurements used to value option contracts and observable credit default swap spreads to adjust for credit risk where appropriate), or inputs that are derived principally from or corroborated by observable market data or other means.
iii. Level 3: Inputs are unobservable (supported by little or no market activity). The fair value hierarchy gives the highest priority to Level 1 inputs and the lowest priority to Level 3 inputs.

l) Decommissioning Liabilities

A legal or constructive obligation to incur restoration, rehabilitation and environmental costs may arise when environmental disturbance is caused by the exploration, development or ongoing production 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, as soon as the obligation to incur such costs arises. A pre-tax discount rate that reflects the time value of money and the risks specific to the liability are used to calculate the net present value of the expected future cash flows. These costs are charged to the statement of loss over the economic life of the related asset, through depreciation expense using either the unit-of-production or the straight-line method as appropriate. The related liability is progressively increased each period as the effect of discounting unwinds, creating an expense recognized in the statement of loss. The liability is assessed at each reporting date for changes to the current market-based discount rate, and the amount or timing of the underlying cash flows needed to settle the obligation.

Costs for restoration of subsequent site damage which is created on an ongoing basis during production are provided for at their net present values and charged against profits as extraction progresses.

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

m) Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as a finance expense.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic benefits will be required, the provision is reversed. The Company presently does not have any amounts considered to be provisions.

n) Accounting standards adopted in the current year

The following accounting standards, effective for annual periods beginning on or after January 1, 2013 were adopted in the current year and have had no material impact on the Company's financial results.

IFRS 10, Consolidated Financial Statements, replaced IAS 27, Consolidated and Separate Financial Statements and SIC-12, Consolidation – Special Purpose Entities. The new standard identifies the concept of control as the determining factor in whether an entity should be included within the consolidated financial statements of the parent company.

IFRS 11, Joint Arrangements, replaced IAS 31, Interests in Joint Ventures. The new standard classifies joint arrangements as either joint ventures or joint operations. Interests in joint ventures will be accounted for using equity accounting, eliminating the proportionate consolidation option currently available under IAS 31.

IFRS 12, Disclosure of Interests in Other Entities., establishes disclosure requirements for interests in other entities, including joint arrangements, associates, special purpose entities and other off balance sheet entities. The standard carries forward existing disclosures and also introduces significant additional disclosure requirements that address the nature of, and risks associated with, an entity's interests in other entities.

IFRS 13, Fair Value Measurement, is a comprehensive standard for fair value measurement and disclosure of fair value measurements across various IFRS standards. IFRS 13 provides a definition of fair value, sets out a single IFRS framework for measuring fair value, and outlines requirements for disclosure of fair value measurements.

International Accounting Standard 28, Investments in Associates and Joint Ventures ("IAS 28") has been amended as a consequence of the issuance of IFRS 10, IFRS 11, and IFRS 12, and provides accounting guidance for investments in associates and sets out the requirements for the application of the equity method when accounting for investments in associates and joint ventures. This standard will be applied by the Company when there is joint control or significant influence over an investee.

IFRS Interpretations Committee Interpretation 20, Stripping costs in the production phase of a surface mine ("IFRIC 20") sets out the criteria for the capitalization of production stripping costs to non-current assets, and states that stripping activity is recognized as a component of the larger asset to which it relates. In addition, IFRC 20 requires companies to ensure that capitalized costs are amortized over the useful life of the component of the ore body to which access has been improved due to the stripping activity.

Disclosures – Offsetting Financial Assets and Financial Liabilities (Amendments to IFRS 7) outlines new disclosure requirements that enable users of the financial statements to better compare financial statements prepared in accordance with IFRS and US Generally Accepted Accounting Principles.

International Accounting Standard 1, Presentation of Financial Statements, was amended to revise the presentation of other comprehensive income, requiring entities to group items presented in other comprehensive income based on whether they are potentially reclassifiable to profit or loss subsequently, with subtotals for each group.

o) Accounting standards issued but not effective:

The following standards are effective for annual periods as disclosed and have not yet been adopted by the Company. The Company is currently evaluating the impact of these new standards.

IFRS 9, Financial instruments, introduces new requirements for the classification, measurement and derecognition of financial instruments. Specifically, IFRS 9 requires all recognized financial assets that are within the scope of IAS 39 Financial Instruments: Recognition and Measurement to be subsequently measured at amortized cost or fair value. IFRS 9 is effective for annual periods beginning on or after January 1, 2018, with earlier adoption permitted.

International Accounting Standard 32, Offsetting Financial Assets and Financial Liabilities (Amendments to IAS 32) ("IAS 32"), clarifies the application of the offsetting requirements. The amendments are effective for annual periods beginning on or after January 1, 2014, with earlier application permitted.

In May 2013, the IASB issued International Financial Reporting Interpretations Committee (IFRIC) 21, Levies. IFRIC 21 is effective for annual periods beginning on or after January 1, 2014 and is to be applied retrospectively. IFRIC 21 provides guidance on

For the years ended November 30, 2014 and 2013

accounting for levies in accordance with IAS 37, Provisions, Contingent Liabilities and Contingent Assets. The interpretation defines a levy as an outflow from an entity imposed by a government in accordance with legislation and confirms that an entity recognizes a liability for a levy only when the triggering event specified in the legislation occurs. The Company intends to adopt IFRIC 21 in its financial statements for the annual period beginning December 1, 2014.

NOTE 4 – CAPITAL MANAGEMENT

The Company's objective when managing capital is to maintain adequate levels of funding to support the acquisition and exploration of mineral properties and maintain the necessary corporate and administrative functions to facilitate these activities. The Company's definition of capital is shareholders' equity, which as at November 30, 2014 was $4,150,511 (2013 - $4,327,531).

The properties in which the Company currently has an interest are in the exploration stage; as such, the Company is dependent on external financing, primarily equity financing, to fund its activities. There can be no assurance that the Company will be able to continue to raise capital in this manner. To carry out the planned exploration and fund administrative costs, the Company will utilize its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it believes there is sufficient geologic and economic potential and if it has adequate financial resources to do so.

The Company generally invests all capital that is surplus to its immediate operational needs in short-term, highly-liquid financial instruments, such as cashable guaranteed investment certificates, held with a major Canadian financial institution. During 2014, the Company sold its marketable securities as required to fund operations.

There were no changes to the Company's approach to capital management during the year. The Company is not subject to externally imposed capital requirements.

NOTE 5 – FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash, marketable securities, accounts payable and accrued liabilities and notes payable. Financial assets and financial liabilities are measured on an ongoing basis at fair value or amortized cost. Cash is designated as held-for-trading and measured at fair value. Marketable securities are carried at fair value as it is comprised of common shares in a publicly-traded company which have a quoted market price in an active market. Accounts payable and accrued liabilities and notes payable are designated as other financial liabilities and measured at amortized cost. The recorded values of all financial instruments approximate their current fair values because of their nature and respective maturity dates or durations.

Fair values of financial instruments

During the years ended November 30, 2014 and 2013, there were no transfers between level 1, level 2, and level 3 classified assets and liabilities. The fair values of the Company's financial instruments are considered to approximate the carrying amounts. The following table provides the disclosures of the fair value and the level in the hierarchy:

			2014			**2013**
			$			**$**
	Level 1	**Level 2**	**Level 3**	**Level 1**	**Level 2**	**Level 3**
Cash	31,932	-	-	41,010	-	-
Marketable securities	22,360	-	-	194,846	-	-
Accounts payable and accrued liabilities	-	-	(144,360)	-	-	(94,669)
Convertible notes (a)	-	-	(66,000)	-	-	-

(a) Convertible notes

As described in note 9, the convertible notes that matured on November 30, 2014 are non-interest bearing with no set terms of repayment. The fair value of these notes are indeterminable and as such are classified within level 3 of the fair value hierarchy The Company's risk exposures and the impact on the Company's financial instruments are summarized below.

Credit risk

The Company has no significant credit risk arising from operations. The Company does not engage in any sales activities, so is not exposed to major credit risks attributable to customers. The Company's credit risk is primarily attributable to cash. The Company holds its cash with Canadian chartered banks and the risk of default is considered to be remote.

For the years ended November 30, 2014 and 2013

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due (Note 2). The Company's accounts payable and accrued liabilities are due within one year. The Company's liquidity and operating results may be adversely affected if the Company's access to the capital markets is hindered, whether as a result of stock market conditions generally or as a result of conditions specific to the Company. The Company's approach to managing liquidity risk is to ensure it will have sufficient liquidity to meet liabilities when due. As at November 30, 2014, the Company has cash of $31,932 and marketable securities of $22,360 to settle current liabilities of $210,360 (of which $123,500 is to related parties). To maintain the planned leases and licenses on its mineral properties, the Company has payment obligations of approximately $29,000 over the next twelve months.

Interest rate risk

Interest rate risk is the risk that future cash flows of the Company's assets and liabilities can change due to a change in interest rates. The Company is not exposed to interest rate risk as no financial instruments are interest-bearing. It is management's opinion that the Company is not exposed to significant interest, currency or credit risk arising from the financial statements.

NOTE 6 – MARKETABLE SECURITIES

Marketable securities are comprised of 745,344 common shares of Minco plc ("MIO") (2013: 46,368 common shares of Rockwell Diamonds Inc. ("RDI") and 3,500,000 common shares of MIO), a publicly-traded company. The fair value of the common shares is based on the market price of the common shares at the reporting date.

The change in marketable securities for the years ended November 30, 2014 and 2013 is as follows:

	RDI		MIO	
	Number of shares	$	Number of shares	$
Balance, November 30, 2012	167,368	33,474	-	-
Dispositions	(121,000)	(24,200)	-	-
Acquisitions	-	-	3,500,000	225,708
Change in fair value	-	10,664	-	(50,800)
Balance, November 30, 2013	46,368	19,938	3,500,000	174,908
Dispositions	(46,368)	(12,983)	(2,754,656)	(91,448)
Change in fair value	-	(6,955)	-	(61,100)
Balance, November 30, 2014	-	-	745,344	22,360

For the years ended November 30, 2014 and 2013

NOTE 7 – EQUIPMENT

Cost	Nov. 30, 2012 $	Additions $	Nov. 30, 2013 $	Additions $	Nov. 30, 2014 $
Office furniture and equipment	4,256	-	4,256	-	4,256
Equipment	781	-	781	-	781
Vehicles	42,009	-	42,009	-	42,009
	47,046	-	47,046	-	47,046

Accumulated Depreciation	Nov. 30, 2012 $	Amortization $	Nov. 30, 2013 $	Amortization $	Nov. 30, 2014 $
Office furniture and equipment	433	923	1,356	923	2,279
Equipment	72	140	212	140	352
Vehicles	6,178	10,749	16,927	10,750	27,677
	6,683	11,812	18,495	11,813	30,308

Carrying Amounts	Nov. 30, 2012 $	Nov. 30, 2013 $	Nov. 30, 2014 $
Office furniture and equipment	3,823	2,900	1,977
Equipment	709	569	429
Vehicles	35,831	25,082	14,332
	40,363	28,551	16,738

Amortization of $10,750 (2013 - $10,749) was capitalized to exploration and evaluation assets.

NOTE 8 – EXPLORATION AND EVALUATION ASSETS

	Balance, November 30, 2013	Expenditures	Dispositions	Impairment	Balance, November 30, 2014
Glover Island	3,134,268	160,699	-	(1,194,967)	2,100,000
Little River	831,138	9,920	-	-	841,058
Bobby's Pond	175,000	-	(175,000)	-	-
	4,140,406	170,619	(175,000)	(1,194,967)	2,941,058

	Balance, November 30, 2012	Expenditures	Dispositions	Option payments	Impairment	Balance, November 30, 2013
Glover Island	2,954,550	179,718	-	-	-	3,134,268
Little River	821,156	9,982	-	-	-	831,138
Bobby's Pond	684,712	-	(450,000)	-	(59,712)	175,000
Other	-	29,150	-	(25,000)	(4,150)	-
	4,460,418	218,850	(450,000)	(25,000)	(63,862)	4,140,406

Glover Island, Newfoundland and Labrador, Canada

The Company has an undivided 100% interest in the Glover Island property, a gold exploration property in Newfoundland and Labrador consisting of mineral licenses and a mining lease. The property is subject to a net smelter returns royalty ("NSR") of 1% of commercial production, which reduces to 0.5% after the payment of the first $1.0 million. The NSR becomes effective after payment of the South Coast Royalty. The South Coast Royalty is a 3% NSR paid either from production of the Glover Island property or the production of certain other mineral interests known as the Pine Cove property (held and operated by Anaconda Mining Inc.) to an aggregate of $3.0 million.

On April 21, 2015, the payment for the Company's mining lease on the Glover Island property was due, and the Company submitted an application for reduction and partial surrender of the mining lease to reduce the lease area from 1925 hectares to 25 hectares. The revised lease area includes approximately 95% of the Lunch Pond South Extension gold deposit and all of the proposed open pit area, for which a resource estimate was issued in April 2012. Approval of the application is subject to completion of a registered survey of the proposed new lease area (by the Company) and an inspection of the lease area to ensure compliance with environmental regulations (by the Department of Natural Resources), both of which management expects will be complete by August 31, 2015. Upon formal acceptance of the application, the revised lease area will be in good standing to April 20, 2016; however, the application is subject to government approval. While the Company is confident that the lease will be approved, it is subject to the review process and there can be no certainty that the Company can maintain claim to the Glover Island property. Management considered the application for a reduction in the lease area and the continued depressed gold prices to be an indicator of impairment and accordingly, performed an assessment of the estimated recoverable amount as required under the Company's accounting policy for exploration and evaluation assets. The valuation methodology applied was consistent with the in-situ value approach used in the fairness opinion issued for the acquisition of the Company's properties in 2012, and resulted in an impairment charge of the property of $1,194,967.

Little River, Newfoundland and Labrador, Canada

The Company has a 100% interest in other mineral claims in Newfoundland and Labrador. The third party option holders have retained a 2% net smelter return royalty and the Company has the exclusive right and option to acquire half of the net smelter return royalty for $1.5 million.

Bobby's Pond, Newfoundland and Labrador, Canada

The Company held a 100% interest in a mining lease known as the Bobby's Pond property located in central Newfoundland and Labrador. The property is subject to a 2% net smelter royalty. On July 29, 2013, the Company entered into an agreement (the "Bobby's Pond Agreement"), whereby Centrerock Mining Limited ("Centrerock"), a wholly owned subsidiary of Minco plc ("Minco"), had the right to acquire a 100% interest in the Bobby's Pond property in two phases. Under the terms of the Bobby's Pond Agreement, Centrerock acquired a 75% interest in the property for a cash payment of $450,000 and a 1% net smelter return royalty ("NSR") on commercial production in favor of Mountain Lake. Centrerock acquired the remaining 25% of the property, in 2014 for a one-time further payment of $175,000 to Mountain Lake. Centrerock is the operator of the property and agreed to incur $150,000 in exploration expenditures on the property by July 31, 2014 (or a lesser amount by agreement of the parties). In conjunction with the Bobby's Pond Agreement, the Company entered into an agreement with Minco to subscribe for 3,500,000 new ordinary shares of Minco at £0.04 per share. The shares were acquired on August 6, 2013 for cash of $225,708.

Other Properties

Goodwin Lake Claims, New Brunswick, Canada

The Company held a 100% interest in the Goodwin Lake mineral claims, subject to a 2% net smelter return royalty ("NSR"). In February, 2013, the terms of the Goodwin Lake agreement were amended such that the Company agreed to pay a fee of $20,000, payable in common shares of the Company, all of which have been issued, for the right to acquire one-half of the NSR for $1.0 million.

In February, 2013, the Company entered into an agreement granting Votorantim Metals Canada Inc. ("Votorantim") an option to earn a 70% interest in the Goodwin Lake nickel-zinc property for total cash payments of $325,000 and exploration expenditures of $1,550,000, all over five years. Votorantim made an initial cash payment of $25,000 upon execution, and terminated the option agreement in February 2014 before any further payments or exploration expenditures were due.

As the Company had no plans to continue exploration on the Goodwin Lake property, the claims were not renewed in November, 2014.

Hong Kong Claims, Ontario, Canada

The Company has a 41.8% interest in a mineral property known as Hong Kong Claims in Ontario. At this time the Company and the other owner have decided not to carry out further exploration. Ongoing maintenance costs are expensed as incurred.

For the years ended November 30, 2014 and 2013

NOTE 9 – NOTES PAYABLE

On April 17, 2013, the Company received gross proceeds of $88,000 pursuant to an interim bridge loan financing (the "Convertible Notes") from various directors, officers, and other private investors. The convertible notes are non-interest bearing and matured on November 30, 2014 (amended by agreement of the Company and all note-holders from the original maturity date of September 30, 2013). Pursuant to the terms of the convertible notes, the notes could be converted into common shares of the Company at any time before the maturity date, at the sole election of the Company, at a conversion price of $0.025 per share and consequently they were accounted for as equity instruments. In 2014, $2,000 of notes were repaid in cash (2013: $20,000). After maturity, the notes can no longer be converted into common shares at the election of the Company and, accordingly, were reclassified from equity to current liabilities on November 30, 2014.

NOTE 10 – SHARE CAPITAL

The Company's authorized share capital consists of an unlimited number of common shares without par value.

On each of February 25, 2013 and April 24, 2013, the Company issued 100,000 common shares (200,000 common shares in total) pursuant to an amendment of the net smelter return royalty agreements on its Goodwin Lake property. The common shares were valued based on the agreed amendment fee of $20,000.

On October 23, 2013 the Company issued 2,623,014 common shares to settle $91,805 in accounts payable and accrued liabilities. The common shares were valued at $0.035 per share based on the fair value of the liabilities extinguished. The market price per share on the issuance date was $0.02.

On November 18, 2014 the Company issued 1,200,000 common shares to settle $60,000 in accounts payable and accrued liabilities. The common shares were valued at $0.05 per share based on the fair value of the liabilities extinguished. The market price per share on the issuance date was $0.01.

Stock Options

The Company has a Stock Option Plan (the "Plan) which provides that the number of options granted may not exceed 10% of the issued and outstanding shares. Options granted under the Plan generally have a five-year term and are granted at a price no lower than the market price of the common shares at the time of the grant.

For the year ended November 30, 2014, share-based payments expense of $Nil (2013 - $8,157) was charged to the statement of loss. The Company issued no stock options during the year.
The change in share purchase options during the years ended November 30, 2014 and 2013 is as follows:

	Weighted Average Exercise Price	Number
At November 30, 2012 and 2013	$0.21	2,165,000
Expired	($0.23)	(540,000)
At November 30, 2014	$0.20	1,625,000

Details of the outstanding share purchase options at November 30, 2014 are as follows:

Expiry Date	Weighted Average Exercise Price	Number of Shares Outstanding And Exercisable
October 30, 2017	$0.20	1,625,000

Warrants

The change in warrants during the years ended November 30, 2014 and 2013 is as follows:

	Weighted Average Exercise Price	Number
At November 30, 2012	$0.31	2,559,655
Expired	($0.31)	(1,309,655)
At November 30, 2013	$0.30	1,250,000
Expired	($0.30)	(1,250,000)
At November 30, 2014	-	-

For the years ended November 30, 2014 and 2013

NOTE 11 – LOSS PER SHARE

Basic loss per share is calculated based on the weighted average number of shares outstanding during the year ended November 30, 2014 of 26,515,751 (2013: 24,067,250). Diluted earnings per share is based on the assumption that dilutive options under the stock option plan have been exercised on the later of the beginning of the period and the date granted. Basic and diluted loss per share are equal for the periods presented as all outstanding options and warrants were anti-dilutive.

NOTE 12 – INCOME TAX

A reconciliation of income taxes at statutory rates with the reported income taxes is as follows:

		2014		2013
Combined statutory tax rate		**31.00%**		31.00%
Computed tax recovery	**$**	**(464,100)**	$	(146,100)
Non-deductible items for tax purposes		**13,800**		23,000
Benefit of temporary differences not recognized		**435,900**		120,100
Other items		**-**		(6,800)
Total income taxes expense (recovery)	**$**	**(14,400)**	$	(9,800)

The deferred tax assets and (liabilities) recognized are as follows:

		2014		2013
Equipment	**$**	**-**	$	(500)
Exploration and evaluation assets		**-**		(6,000)
Non-capital losses		**-**		6,500
Total	**$**	**-**	$	-

Deferred tax assets relating to the following temporary differences and non-capital losses have not been recognized in the financial statements:

		2014		2013
Equipment	**$**	**2,400**	$	-
Exploration and evaluation assets		**1,168,800**		-
Marketable securities		**25,700**		50,400
Non-capital losses carried forward		**853,000**		589,600
Capital losses carried forward		**19,900**		24,400
Share issue costs		**3,700**		5,300
	$	**2,073,500**	$	669,700

The realization of tax benefits related to these future potential tax deductions is uncertain and cannot be viewed as more likely than not. Accordingly, no deferred income tax assets have been recognized for accounting purposes.

As at November 30, 2014, the Company has available non-capital losses for income tax purposes of approximately $853,000 which may be carried forward and applied against future taxable income when earned. If not utilized, the non-capital losses expire as follows: $235,000 in 2032, $375,000 in 2033, and $243,000 in 2034.

NOTE 13 – RELATED PARTY TRANSACTIONS

Payments to key management personnel including the President and Chief Executive Officer, Chief Financial Officer, Directors and companies directly controlled by key management personnel are for salaries, consulting fees, management fees, or professional fees and are directly related to their position in the organization or to services provided to the organization.

For the years ended November 30, 2014 and 2013

Key management personnel compensation for the periods ended November 30 is as follows:

	2014	2013
	$	$
Salaries and fees charged to net and comprehensive loss	85,333	111,993
Salaries charged to exploration and evaluation assets	-	13,007
	85,333	125,000

Included in accounts payable and accrued liabilities are amounts owing to related parties totalling $122,000 (2013: $58,652). Included in notes payable (note 9) are amounts owing to related parties totalling $1,500 (2013: $23,500).

During 2013, $13,750 owing to a related party was settled by the issuance of 392,857 common shares.

Transactions with related parties are measured at the exchange amount of consideration established by the related parties which is the amount of consideration determined and agreed to by the parties.

NOTE 14 – SUPPLEMENTAL CASH FLOW INFORMATION

The following is the supplementary disclosure of non-cash activities during the years ended November 30, 2014 and 2013:

	2014	2013
	$	$
Shares issued for exploration and evaluation assets	-	20,000
Shares issued for settlement of obligations	60,000	91,805
Amortization charged to exploration and evaluation assets	10,750	10,749
Change in accounts payable for exploration and evaluation assets	1,343	(1,342)

NOTE 15 – SUBSEQUENT EVENTS

On February 16, 2015, 500,000 share purchase options expired unexercised, and on March 5, 2015, 200,000 share purchase options expired unexercised.