Dundee Sustainable Technologies Inc.

Consolidated Financial Statements
December 31, 2017 and 2016
(Expressed in Canadian dollars)

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March 26, 2018

Independent Auditor's Report
To the Shareholders of Dundee Sustainable Technologies Inc.

We have audited the accompanying consolidated financial statements of Dundee Sustainable Technologies Inc., which comprise the consolidated statements of financial position as at December 31, 2017 and 2016 and the consolidated statements of comprehensive loss, changes in deficiency and cash flows for the years then ended and the related notes, which comprise a summary of significant accounting policies and other explanatory information.

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

Auditor's responsibility
Our responsibility is to express an opinion on these consolidated 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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated 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 consolidated financial statements.

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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 consolidated financial statements present fairly, in all material respects, the financial position of Dundee Sustainable Technologies Inc. as at December 31, 2017 and 2016 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Emphasis of matter
Without qualifying our opinion, we draw attention to note 1 in the consolidated financial statements which describes matters and conditions that indicate the existence of a material uncertainty that may cast significant doubt about Dundee Sustainable Technologies Inc.'s ability to continue as a going concern.

PricewaterhouseCoopers LLP[1]

[1] CPA auditor, CA, public accountancy permit No. A119714

Dundee Sustainable Technologies Inc.

Consolidated Statements of Financial Position
As at December 31, 2017 and 2016
(Expressed in Canadian dollars)

	Note	2017	2016
		$	$
Assets			
Current assets			
Cash		494,799	526,366
Accounts receivable	4	866,975	44,252
Research and development tax credits and grant receivable		-	365,000
Sales taxes receivables		20,478	36,743
Exploration and evaluation assets held for sale	7	-	400,000
Other assets	5	72,812	411,689
Prepaid expenses and advances to suppliers		16,888	47,340
		1,471,952	1,831,390
Non-current assets			
Investment		7,900	-
Property, plant and equipment	6	9,400	18,800
Intangible assets	8	4,613,813	4,613,813
		4,631,113	4,632,613
Total assets		**6,103,065**	**6,464,003**
Liabilities and Deficiency			
Current liabilities			
Accounts payable and accrued liabilities		1,329,844	1,002,428
Deferred revenue		36,385	78,463
Deferred payment	10	564,778	-
Bridge loans	12	-	144,613
Promissory note from a related party	11	513,808	-
Short-term loans from a related party	11	11,707,157	10,299,685
		14,151,972	11,525,189
Non-current liabilities			
Long-term debt	12	207,114	151,049
Convertible debenture	12	4,052,043	3,608,207
Total liabilities		18,411,129	15,284,445
Deficiency			
Share capital	13	54,862,847	54,562,847
Contributed surplus		7,508,232	6,848,232
Deficit		(74,679,143)	(70,231,521)
Total deficiency		(12,308,064)	(8,820,442)
Total liabilities and deficiency		**6,103,065**	**6,464,003**
Going concern	1		
Commitments	19		
Subsequent events	23		

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

Dundee Sustainable Technologies Inc.

Consolidated Statements of Comprehensive Loss

For the years ended December 31, 2017 and 2016

(Expressed in Canadian dollars, except number of shares)

	Note	2017	2016
		$	$
Sale of services		2,423,586	1,198,931
Expenses			
Research and development	16	1,039,428	2,311,027
Professional and consulting fees		419,660	642,096
Other operating expenses		2,404,756	612,075
Administrative		560,894	597,092
Wages and compensation		432,149	472,914
Investor relation and promotions		11,471	35,133
Trustee and registration fees		37,280	41,566
Share-based payments	14	460,000	-
Depreciation of property, plant and equipment		-	1,269
Reversal of impairment of exploration and evaluation asset	7	-	(400,000)
Total expenses		5,365,638	4,313,172
Operating loss		(2,942,052)	(3,114,241)
Other income		36,895	-
Finance cost	11,12	(1,541,419)	(1,327,924)
Gain (loss) on foreign currency exchange		(1,046)	11,993
Net loss and comprehensive loss		**(4,447,622)**	**(4,430,172)**
Basic and diluted net loss per share		(0.01)	(0.01)
Weighted average number of shares outstanding – basic and diluted		348,578,096	347,090,816
Going concern	1		

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

Dundee Sustainable Technologies Inc.

Consolidated Statements of Changes in Deficiency

For the years ended December 31, 2017 and 2016

(Expressed in Canadian dollars, except number of shares)

	Note	Multiple voting shares		Subordinate voting shares		Contributed surplus	Deficit	Total deficiency
		Number	$	Number	$	$	$	$
Balance – December 31, 2016		**50,000,000**	**3,963,875**	**297,090,816**	**50,598,972**	**6,848,232**	**(70,231,521)**	**(8,820,442)**
Issuance of subordinate voting shares	13	-	-	14,285,714	500,000	-	-	500,000
Fair value of warrants	13	-	-	-	(200,000)	200,000	-	-
Share-based payments	14	-	-	-	-	460,000	-	460,000
Net loss and comprehensive loss for the year		-	-	-	-	-	(4,447,622)	(4,447,622)
Balance – December 31, 2017		**50,000,000**	**3,963,875**	**311,376,530**	**50,898,972**	**7,508,232**	**(74,679,143)**	**(12,308,064)**

	Note	Multiple voting shares		Subordinate voting shares		Contributed surplus	Deficit	Total deficiency
		Number	$	Number	$	$	$	$
Balance – December 31, 2015		**50,000,000**	**3,963,875**	**297,090,816**	**50,598,972**	**6,848,232**	**(65,801,349)**	**(4,390,270)**
Net loss and comprehensive loss for the year		-	-	-	-	-	(4,430,172)	(4,430,172)
Balance – December 31, 2016		**50,000,000**	**3,963,875**	**297,090,816**	**50,598,972**	**6,848,232**	**(70,231,521)**	**(8,820,442)**

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

Dundee Sustainable Technologies Inc.

Consolidated Statements of Cash Flows
For the years ended December 31, 2017 and 2016
(Expressed in Canadian dollars)

	Note	2017	2016
		$	$
Operating activities			
Net loss for the year		(4,447,622)	(4,430,172)
Adjusted for:			
Share-based payments	14	460,000	-
Reversal of impairment of exploration and evaluation assets	7	-	(400,000)
Depreciation of property, plant and equipment included in research and development	6	9,400	9,400
Depreciation of property, plant and equipment	6	-	1,269
Other income		(36,895)	-
Long-term debt discount	12	(36,930)	(174,631)
Amortization of long-term debt discount	12	20,570	1,105
Convertible debenture discount	12	-	(242,456)
Amortization of convertible debenture discount	12	107,513	91,109
Finance cost accrued	11,12	1,397,603	1,057,280
		(2,526,361)	(4,087,096)
Changes in non-cash operating working capital items:			
Accounts receivable		(822,723)	(44,252)
Research and development tax credits and grant receivable		365,000	(298,725)
Sales taxes receivables		16,265	127,454
Other assets		338,877	(364,454)
Prepaid expenses and advances to suppliers		30,452	215,794
Accounts payable and accrued liabilities		322,803	355,117
Deferred revenue		(42,078)	78,463
Deferred payment		564,778	-
		773,374	69,397
Net cash used in operating activities		**(1,752,987)**	**(4,017,699)**
Investing activities			
Disposal of exploration and evaluation assets held for sale	7	400,000	-
Disposal of assets		28,995	-
Net cash provided by investing activities		**428,995**	**-**
Financing activities			
Net proceeds from issuance of units	13	500,000	-
Proceeds from issuance of convertible debenture	12	-	2,100,000
Bridge loans	12	250,000	500,000
Repayment of bridge loans	12	(390,000)	(360,000)
Promissory note from a related party	11	500,000	-
Short-term loans from a related party	11	360,000	300,000
Long-term debt	12	72,425	324,575
Net cash provided by financing activities		**1,292,425**	**2,864,575**
Net change in cash		(31,567)	(1,153,124)
Cash – beginning		526,366	1,679,490
Cash – end		**494,799**	**526,366**
Going concern	1		
Supplemental information	22		

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Dundee Sustainable Technologies Inc. (the "Corporation") was incorporated under the Canada Business Corporations Act on July 22, 1997. The Corporation's head office is located at 1002 Sherbrooke Street West, Suite 2060, Montréal, Quebec, Canada, H3A 3L6.

The Corporation has developed metallurgical processes based on a chlorination technology. It is a method of treating and extracting gold and/or silver and other base metals by creating a chloride with either chlorine or hydrochloric acid. The approach is very broad and can involve either oxide or sulfide ores and allows the recovery of precious metals from refractory ores with content of sulfides and arsenic. It also allows the extraction of nickel/cobalt from oxide-type ores such as serpentine, laterites and other siliceous metal-bearing ores. The Corporation has also developed a process based on an arsenic stabilization technology which is designed for the sequestration of arsenic in a stable glass form. This process involves a technique to segregate arsenic and is therefore opening opportunities to process materials considered too toxic or refractory to be exploited or stabilized using conventional mining methods.

These technologies are subject to all risks inherent in their development and may require significant additional development, testing and investment prior to any final commercialization. There can be no assurance that such technologies will be successfully developed, or that output from any use of the Corporation's technologies could be produced at a commercial level at reasonable costs or be successfully marketed. To date, the Corporation has not earned significant revenues from its patented technologies and is considered to be in the development stage. As at December 31, 2017, Dundee Corporation ("Dundee") was the principal and majority shareholder of the Corporation.

For the year ended December 31, 2017, the Corporation incurred a loss of $4,447,622 (2016 – $4,430,172) and has negative working capital of $12,680,020 (2016 – $9,693,799). Deficit as at December 31, 2017 amounted to $74,679,143 (2016 – $70,231,521) and cash flows used in operating activities for the year ended December 31, 2017 amounted to $1,752,987 (2016 – $4,017,699).

Management estimates that the Corporation will not have sufficient funds to meet its obligations and budgeted expenditures through to December 31, 2018. The Corporation will therefore periodically have to raise additional funds to continue operations. The Corporation is pursuing financing alternatives to fund its operations and to continue its activities as a going concern. Although there is no assurance that the Corporation will be successful in these actions, management believes, that the Corporation will be able to secure the necessary financing through the issuance of debt or new equity in public or privately negotiated equity offerings. While it has been successful in doing so in the past, there can be no assurance that it will be able to do so in the future.

Although these consolidated financial statements have been prepared using International Financial Reporting Standards ("IFRS") applicable to a going concern, the above-noted facts and circumstances cast significant doubt on the Corporation's ability to continue as a going concern.

These consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities, to the reported expenses and to the financial position classifications that would be necessary if the going concern assumption was inappropriate. These adjustments could be material.

On March 23, 2018, these consolidated financial statements were approved by the Board of Directors.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies used in the preparation of these consolidated financial statements are described below.

2.1 Basis of preparation

These consolidated financial statements have been prepared in accordance with IFRS as issued by the International Accounting Standards Board ("IASB"). The accounting policies set out below have been applied consistently to both years.

2.2 Basis of measurement

The consolidated financial statements have been prepared under the historical cost convention except for financial instruments measured at fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

2.3 Principles of consolidation

These consolidated financial statements include the accounts of the Corporation and Creso Exploration Inc. ("Creso") (100%). Creso is incorporated under the Canada Business Corporations Act. All intercompany transactions have been eliminated in these consolidated financial statements.

2.4 Cash

Cash consists of cash on hand and bank balances.

2.5 Financial instruments

Financial assets and financial liabilities are recognized when the Corporation becomes a party to the contractual provisions of the financial instrument.

Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognized when it is extinguished, discharged, cancelled or when it expires.

Financial assets and liabilities are initially measured and recognized at their fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and liabilities at fair value through profit or loss ("FVTPL") are added to or deducted from the fair value of the financial assets and financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognized immediately in net loss.

Classification of financial instruments in the Corporation's consolidated financial statements depends on the purpose for which the financial instruments were acquired or incurred. Management determines the classification of financial instruments at initial recognition.

a) Financial assets

Financial assets are subsequently measured at amortized cost when the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows and when the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.5 Financial instruments (cont'd)

Financial assets are subsequently measured at fair value unless they are measured at amortized cost. Financial instruments subsequently measured at fair value can be carried at fair value with changes in fair value recorded in profit or loss, or in other comprehensive income if they are not held for trading and are designated as such on initial recognition.

b) Financial liabilities

Financial liabilities are subsequently measured at amortized cost using the effective interest method, except for:

- Financial liabilities at FVTPL. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.
- Financial liabilities that arise when a transfer of a financial asset does not qualify for derecognizing or when the continuing involvement approach applies.

The Corporation's financial instruments are classified as follows:

	Category
Financial assets	
Amortized cost and effective interest method	
Cash	Amortized cost
Other receivables	Amortized cost
Financial assets at fair value through profit or loss	
Investment	FVTPL
Financial liabilities	
Amortized cost and effective interest method	
Accounts payable and accrued liabilities	Amortized cost
Bridge loans	Amortized cost
Promissory note from a related party	Amortized cost
Short-term loans from a related party	Amortized cost
Long-term debt	Amortized cost
Convertible debenture	Amortized cost

2.6 Research and development tax credits and government assistance

a) Research and development tax credits

The Corporation is entitled to scientific research and experimental development ("SR&ED") tax credits granted by the Canadian federal government and the Government of Quebec. SR&ED tax credits are accounted for using the cost reduction method. Accordingly, tax credits are recorded as a reduction of the related expenses or capital expenditures in the period the expenses are incurred. The non-refundable portion of such credits is recorded in the period in which the related expenditures are incurred to the extent that realization of such credits is considered to be reasonably assured.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.6 Research and development tax credits and government assistance (Cont'd)

b) Government assistance

The Corporation periodically receives financial assistance under government incentive programs. Government assistance is recognized initially as deferred revenue at fair value when there is reasonable assurance that it will be received and the Corporation will comply with the conditions associated with the assistance. Assistance that compensates the Corporation for expenses incurred is recognized as an adjustment to research and development expense on a systematic basis in the same periods in which the expenses are incurred. Assistance that compensates the Corporation for the cost of an asset is recognized in the reduction of the associated capital expenditures. Forgivable loans from the government are treated as government assistance when there is reasonable assurance that the Corporation will meet the terms for forgiveness of the loan.

2.7 Other assets

Other assets are composed of mineral concentrates and other research and development supplies. Concentrates and supplies used in the research and development activities are accounted for at cost.

Any proceeds from the resale of other assets or by-products arising from research and development activities are accounted for as a reduction of research and development expenses.

2.8 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. The cost of an item of property, plant and equipment consists of the purchase price, which may include construction or development of an item of property, plant and equipment, any costs directly attributable to bringing the asset to the location and condition necessary for its intended use, and an initial estimate of the costs of dismantling the item and restoring the site on which it is located. Repairs and maintenance costs are charged to the consolidated statement of comprehensive loss in the period in which they are incurred.

The major categories of property, plant and equipment are depreciated as follows:

	Method	**Period**
Vehicles and equipment	Straight-line	5 years
Office furniture and computer equipment	Straight-line	3 years

The Corporation allocates the amount initially recognized in respect of an item of property, plant and equipment to its significant parts and depreciates separately each such part. Residual values, method of depreciation and useful lives of the assets are reviewed annually and adjusted if appropriate.

Gains and losses on disposals of property, plant and equipment are determined by comparing the proceeds with the carrying amount of the asset and are included in the consolidated statement of comprehensive loss.

2.9 Exploration and evaluation assets

Exploration and evaluation ("E&E") assets comprise mineral properties and deferred exploration expenditures. Expenditures incurred on activities that precede exploration for and evaluations of mineral resources, being all expenditures incurred prior to securing the legal rights to explore an area, are expensed immediately.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.9 Exploration and evaluation assets (Cont'd)

E&E assets include rights to explore on mineral properties ("mining rights"), paid or acquired through a business combination or an acquisition of assets, and costs related to the initial search for mineral deposits with economic potential or related to obtaining more information about existing mineral deposits.

Mining rights are recorded at acquisition cost or at fair value in the case of a devaluation caused by an impairment of value. Mining rights and options to acquire undivided interests in mining rights are depreciated only as these properties are put into commercial production.

From time to time, the Corporation may acquire or dispose of a property pursuant to the terms of an option agreement. Due to the fact that options are exercisable entirely at the discretion of the option holder, the amounts payable or receivable are not recorded. Option payments are recorded as property costs or recoveries when the payments are made or received.

E&E expenditures for each separate area of interest are capitalized and include costs associated with prospecting, sampling, trenching, drilling and other work involved in searching for ore such as topographical, geological, geochemical and geophysical studies. They also reflect costs related to establishing the technical and commercial viability of extracting a mineral resource identified through exploration or acquired through a business combination or asset acquisition. E&E expenditures include overhead expenses directly attributable to the related activities.

When a mine project moves into the development phase following the demonstration of the technical feasibility and commercial viability of extracting a mineral resource, E&E expenditures capitalized are transferred to mine development costs in property, plant and equipment.

Cash flows attributable to capitalized E&E expenditures are classified as investing activities in the consolidated statement of cash flows under the heading "addition to exploration and evaluation assets".

Proceeds on the sale of E&E assets are first applied by property in reduction of the mineral properties and then in reduction of the E&E expenditures. Any residual amounts are recorded in the consolidated statement of comprehensive loss.

2.10 Intangible assets

Intangible assets consist mainly of intellectual property, patent application fees, software, and development costs.

Intellectual property represents the acquisition cost of the technology. Using the straight-line method, amortization of intellectual property will be calculated over its estimated useful life upon commercialization of its chlorination technology ("CLT").

Patent application fees relate to direct costs incurred in securing the patent. Using the straight-line method, amortization of patent application fees will be calculated over the estimated useful lives of the patents upon commercialization of the CLT.

Software represents fees paid for the implementation of the accounting software. Using the straight-line method, amortization of the software is calculated over a period of one year.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.10 Intangible assets (cont'd)

Development costs are stated at cost and include the expenditures incurred for the development of the CLT process and the equipment, material and services used or consumed for the development activities, including the design, construction and operation of a plant that is not at a scale economically feasible for commercial production. The capitalized costs meet the following generally accepted criteria: i) the technical feasibility of completing the intangible asset so that it will be available for use or sale; ii) the Corporation's intention to complete the intangible asset; iii) the Corporation's ability to use or sell the intangible asset; iv) the probability of generating measurable future economic benefits from the intangible asset; v) the availability of adequate technical, financial and other resources to complete the development of the intangible asset; and vi) the Corporation's ability to measure reliably the expenditure attributable to the intangible asset during its development. The capitalized costs will be amortized over the expected useful life of the CLT process developed using the straight-line method upon commercialization of the CLT.

2.11 Impairment of non-financial assets

Non-financial assets are reviewed for impairment when there is an indication that the carrying amount may not be recoverable. If any such indication is present, the recoverable amount of the asset is estimated in order to determine whether impairment exists. Where the asset does not generate cash flows that are independent from other assets, the Corporation estimates the recoverable amount of the cash-generating unit ("CGU") to which the asset belongs.

An asset or CGU's recoverable amount is the higher of 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 which estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount is reduced to the recoverable amount. Impairment is recognized immediately as additional depreciation or amortization. Where an impairment subsequently reverses, the carrying amount is increased to the revised estimate of recoverable amount but only to the extent that this does not exceed the carrying value that would have been determined had no impairment previously been recognized. A reversal is recognized as a reduction in the depreciation or amortization charge for the year.

2.12 Deferred payment

The Corporation enters into collaboration agreements with other companies to support the development of its technologies. Under these agreements, the Corporation receives funds in advance that are recognized initially as deferred payments. Those are subsequently recognized in profit and loss when there is reasonable assurance that the Corporation will comply with the conditions established in the agreements. The funds received that compensate the Corporation for expenses incurred are recognized as a reduction to research and development expense.

2.13 Share-based payments

The fair value of share options granted to employees is recognized as an expense over the vesting period with a corresponding increase in contributed surplus. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, the latter category including directors of the Corporation.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

The fair value is measured at the grant date and recognized over the period in which the options vest. The fair value of the options granted is measured using an option pricing model, taking into account the terms and conditions upon which the options were granted. At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the actual number of share options that are expected to vest.

2.14 Share capital and warrants

Common shares and warrants are classified as equity. Incremental costs directly attributable to the issuance of shares or warrants are recognized as a deduction from the proceeds in equity in the period the transaction occurs. Proceeds from unit placements are allocated between shares and warrants issued on a pro rata basis based on their respective fair value within the unit, with the Black-Scholes option pricing model being used to determine the fair value of warrants issued.

2.15 Revenue recognition

The Corporation renders technical services to customers in the mining industry to evaluate processing alternatives using the Corporation's processing facility. Revenue is recognised in the accounting period in which the services are rendered, by reference to stage of completion of the specific transaction which is assessed on the basis of the actual service provided as a proportion of the total services to be provided. Revenue is recognized to the extent that the amount can be reliably measured, and it is probable that future economic benefits will flow to the Corporation.

2.16 Income taxes

Income tax on profit or loss for the years ended December 31, 2017 and 2016 comprises current and deferred income tax. Income tax is recognized in the consolidated statement of comprehensive loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current income tax expense is the expected tax payable on taxable income for the year, using tax rates enacted or substantively enacted at year-end, adjusted for amendments to income tax payable with regard to previous years. Management periodically evaluates positions taken in income tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided using the liability method, providing for temporary differences between the tax basis of assets and liabilities and their carrying amounts in the consolidated financial statements. The temporary difference is not provided for if it arises from the initial recognition of goodwill or the initial recognition of an asset or liability in a transaction other than a business combination that, at the time of the transaction, affects neither accounting nor taxable profit or loss. The amount of deferred income 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 and whose implementation is expected over the period in which the deferred income tax is realized or recovered.

A deferred income 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 used.

Deferred income tax assets and liabilities are presented as non-current and are offset when there is a legally enforceable right to offset current income tax assets against current income tax liabilities and when deferred income tax assets and liabilities relate to income tax levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.17 Loss per share

The calculation of loss per share ("LPS") is based on the weighted average number of shares outstanding during each year. The basic LPS is calculated by dividing the loss attributable to the equity owners of the Corporation by the weighted average number of voting or common shares outstanding at year-end.

The computation of diluted LPS assumes the conversion, exercise or contingent issuance of securities only when such conversion, exercise or issuance would have a dilutive effect on the LPS. The treasury stock method is used to determine the dilutive effect of the warrants and share options. When the Corporation reports a loss, the diluted net loss per voting or common share is equal to the basic net loss per voting or common share due to the anti-dilutive effect of the outstanding warrants and share options.

2.18 Foreign currency translation

These consolidated financial statements are presented in Canadian dollars, which is also the functional currency of the Corporation and its subsidiary.

Monetary assets and liabilities denominated in a foreign currency are translated at the exchange rate in effect at the financial position reporting date, whereas non-monetary assets and liabilities denominated in a foreign currency are translated at the exchange rate in effect at the transaction date. Expenses denominated in a foreign currency are translated at the average rate in effect during the year with the exception of depreciation, which is translated at the historical rate. Gains and losses on exchange arising from the translation of foreign operations are recorded in the consolidated statement of comprehensive loss.

2.19 Accounting standards issued but not yet applied

The following new standards have not been applied when preparing these consolidated financial statements for the year ended December 31, 2017. The Corporation is adopting the remaining phases of IFRS 9, Financial Instruments, and IFRS 15, Revenue from Contracts with Customers, effective January 1, 2018 and is in the process of completing its evaluation of the accounting implications on its consolidated financial statements and disclosures, internal controls and accounting policies. This evaluation performed was based on a review of industry specific technical interpretations and contracts for its significant revenue stream. The Corporation will adopt these new standards retrospectively as of January 1, 2018 without restating comparatives. The impact of applying the standards will be reflected in the opening balances as at January 1, 2018. The assessment of the impact of these new standards is set out below.

a) IFRS 9, "Financial Instruments"

In July 2014, the IASB issued final amendments to IFRS 9, replacing earlier versions of IFRS 9, of which the Corporation had early adopted the first aspects of classification, measurement and derecognition of financial assets and the classification and measurement of financial liabilities. These amendments to IFRS 9 introduce a single, forward-looking "expected loss" impairment model for financial assets, which will require more timely recognition of expected credit losses, and a fair value through other comprehensive income category for financial assets that are debt instruments. Other previously issued amendments to IFRS 9 that have not yet been adopted by the Corporation include a substantially reformed approach to hedge accounting and requirements to recognize gains or losses that relate to the effect of an entity's own credit risk in measuring liabilities elected to be measured at fair value outside of net income or loss.

Based on the Corporation's detailed assessment of the classification and measurement of financial assets, it does not hold debt instruments that would be classified under the fair value through other comprehensive income category. Accordingly, its financial assets will continue to be measured on the same basis and the adoption of the amendments will not have a significant impact on the classification and measurement of its financial assets.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.19 Accounting standards issued but not yet applied (cont'd)

a) IFRS 9, "Financial Instruments" (cont'd)

There is no impact on the Corporation's accounting for financial liabilities, as the Corporation does not have financial liabilities designated at fair value through profit or loss.

The Corporation does not have any hedging relationships at the time of the transition.

The new impairment model requires the recognition of impairment provisions based on expected credit losses rather than only incurred credit losses and applies to financial assets measured at amortized cost or debt instruments classified under the fair value through other comprehensive income. The Corporation has not finalized its assessment of the impairment methodologies that it will apply under IFRS 9. However, the Corporation does not expect the new impairment model to have a significant impact and will therefore not have an impact on its opening deficit as at January 1, 2018 for expected credit losses.

The new standard also introduces expanded disclosure requirements and changes in presentation with respect to financial instruments, which are expected to change the nature and extent of the disclosures.

b) IFRS 15, "Revenue from Contracts with Customers"

In May 2014, the IASB issued IFRS 15, which supersedes IAS 18, "Revenue", IAS 11, "Construction Contracts," and other interpretive guidance associated with revenue recognition. IFRS 15 establishes the principles that an entity shall apply to report the nature, amount, timing, and uncertainty of revenue and cash flows arising from a contract with a customer. IFRS 15 will also provide more informative, relevant disclosures in respect of their revenue recognition criteria, it will provide guidance for transactions that were not previously addressed comprehensively and improve guidance for multiple element arrangements. IFRS 15 is based on the general principle that revenue is recognized when control of a good or service transfers to a customer rather than when the significant risks and rewards of ownership are transferred as is the case under IAS 18.

IFRS 15 will be applied on a retrospective basis on January 1, 2018. The Corporation is in the process of completing the analysis of its revenue generating contracts but do not anticipate any significant impact on the implementation of IFRS 15 at the date of transition and on the comparative information for the 2017 fiscal year.

c) IFRS 2, "Share-based Payment"

In June 2016, the IASB issued amendments to IFRS 2, clarifying how to account for certain types of share-based payment transactions, including the accounting for the effects of vesting and non-vesting conditions on the measurement of cash-settled share-based payments, accounting for share-based payment transactions with a net settlement feature for withholding tax obligations, and accounting for modifications to the terms and conditions of a share-based payment that changes the classification of the share-based payment transaction from cash-settled to equity-settled. The IFRS 2 amendments are effective for annual periods beginning on or after January 1, 2018. The implementation of IFRS 2 will not have a material impact upon adoption.

d) IFRS 16, "Leases"

IFRS 16, issued in January 2016, replaces IAS 17, "Leases". IFRS 16 results in most leases being reported on the balance sheet for lessees, eliminating the distinction between a finance lease and an operating lease. IFRS 16 is effective for annual periods beginning on or after January 1, 2019. Earlier adoption is permitted for entities that also adopt IFRS 15. The Corporation is currently assessing the impact of this standard on its consolidated financial statements.

3. CRITICAL ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

Many of the amounts included in the consolidated financial statements require management to make judgments and/or estimates. These judgments and estimates are continually evaluated and are based on management's experience and knowledge of the relevant facts and circumstances. Actual results may differ from the amounts included in the consolidated financial statements.

Areas of significant judgment and estimates affecting the amounts recognized in the consolidated financial statements include the following.

3.1 Significant judgments

a) Impairment of non-financial assets

Impairment of intangible assets
Intangible assets are reviewed for an indication of impairment at each financial position reporting date and when there are indicators of impairment. This determination requires significant judgment. Factors which could trigger an impairment review include, but are not limited to, the expiration of the Corporation's intellectual rights or patents or if such rights and/or patents will expire in the near future and are not expected to be renewed; the Corporation's failure to raise the required funds to continue its development activity; if development activities have failed in demonstrating that the Corporation's technology is effective or if the Corporation has decided to discontinue such activities in the specific area; and if sufficient data exists to indicate that, although the Corporation is able to demonstrate that its technology is effective, the carrying amount of the assets is unlikely to be recovered in full from successful exploitation or by sale because of significant negative industry or economic trends and a significant drop in commodity prices.

b) Going concern

The assessment of the Corporation's ability to execute its strategy by funding future working capital requirements involves judgment. Estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

3.2 Significant estimations

a) Impairment of non-financial assets

When an indication of impairment loss or a reversal of an impairment loss exists, the recoverable amount of the individual asset must be estimated. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the CGU to which the asset belongs must be determined. Identifying the CGUs requires considerable management judgment. In testing an individual asset or CGU for impairment and identifying a reversal of impairment losses, management estimates the recoverable amount of the asset or the CGU. This requires management to make several assumptions as to future events or circumstances. These assumptions and estimates are subject to change if new information becomes available. Actual results with respect to impairment losses or reversals of impairment losses could differ in such a situation, and significant adjustments to the Corporation's assets and losses may occur during the next year.

The total reversal of impairment of E&E assets recognized in the consolidated statement of comprehensive loss amounts to $400,000 for the year ended December 31, 2016. For more details, refer to Note 7 *Exploration and evaluation assets.*

(Expressed in Canadian dollars)

3. CRITICAL ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS (CONT'D)

3.3 Significant estimations (Cont'd)

b) Convertible debenture

In accordance with the substance of a contractual arrangement, convertible debentures are compound financial instruments which are accounted for separately by their components: a financial liability and an equity instrument. The financial liability, which represents the obligation to pay coupon interest on the convertible debentures in the future, is initially measured at its fair value and subsequently measured at amortized cost. The residual amount is accounted for as an equity instrument at issuance.

The identification of convertible debenture components is based on interpretations of the substance of the contractual arrangement and therefore requires judgment from management. The separation of the components affects the initial recognition of the convertible debenture at issuance and the subsequent recognition of interest on the liability component. The determination of the fair value of the liability component is also based on a number of assumptions, including contractual future cash flows, discount factors, and the presence of any derivative financial instruments.

4. ACCOUNTS RECEIVABLE

The accounts receivable includes the technical services and other receivables. Technical services receivable is generated from customers to evaluate processing alternatives using the Corporation's processing facility. Other receivables are the reimbursements of project expenses generated under the collaboration agreements with a third party (see Note 10).

	As at December 31, 2017	As at December 31, 2016
	$	$
Technical services	441,613	44,252
Other receivables	425,362	-
	866,975	**44,252**

5. OTHER ASSETS

The other assets include the following items:

	As at December 31, 2017	As at December 31, 2016
	$	$
Supplies	72,812	85,476
Gold concentrate	-	326,213
	72,812	**411,689**

(Expressed in Canadian dollars)

6. PROPERTY, PLANT AND EQUIPMENT

	Camp and infrastructure	Vehicles and equipment	Office furniture and computer equipment	Total
Gross carrying amount	$	$	$	$
Balance – January 1, 2017	90,807	47,000	134,085	271,892
Disposal	(90,807)	-	-	(90,807)
Balance – December 31, 2017	-	47,000	134,085	181,085
Accumulated depreciation				
Balance – January 1, 2017	90,807	28,200	134,085	253,092
Disposal	(90,807)	-	-	(90,807)
Depreciation	-	9,400	-	9,400
Balance – December 31, 2017	-	37,600	134,085	171,685
Net carrying amount – December 31, 2017	**-**	**9,400**	**-**	**9,400**

	Camp and infrastructure	Vehicles and equipment	Office furniture and computer equipment	Total
Gross carrying amount	$	$	$	$
Balance – January 1 and December 31, 2016	90,807	47,000	134,085	271,892
Accumulated depreciation				
Balance – January 1, 2016	90,807	18,800	132,816	242,423
Depreciation	-	9,400	1,269	10,669
Balance – December 31, 2016	90,807	28,200	134,085	253,092
Net carrying amount – December 31, 2016	**-**	**18,800**	**-**	**18,800**

7. EXPLORATION AND EVALUATION ASSETS HELD FOR SALE

Mineral properties	As at December 31, 2016	Disposal	As at December 31, 2017
	$	$	$
Ontario, Canada			
Shining Tree	400,000	(400,000)	-
	400,000	**(400,000)**	**-**

Shining Tree properties

The Corporation's mineral exploration holdings, consisting of 100% owned Minto, Tyranite, Duggan and Mann properties, were located in the Shining Tree mining camp of Northern Ontario. The Shining Tree properties consist of 14 mining leases and 37 mining claims. During 2014, the Corporation recorded impairment charges of all costs on the Shining Tree properties. In October 2016, the Corporation received from a third party an offer to purchase 100% of the Shinning Tree properties for an amount of $400,000.

As at December 31, 2016, the Corporation reversed the impairment charges for an amount equal to the disposal amount. The assets were classified as held for sale and presented as current assets in the consolidated statements of financial position as at December 31, 2016. The sale of the properties was completed in 2017.

(Expressed in Canadian dollars)

8. INTANGIBLE ASSETS

	As at December 31, 2017 and 2016
	$
Intellectual properties – Oxide	605,000
Patent application fees – Oxide	129,474
Development cost – Oxide	5,809,233
Less: SR&ED tax credit	(1,929,894)
	4,613,813

9. GOVERNMENT ASSISTANCE

In June 2013, the Corporation entered into an agreement with the Sustainable Development Technology Canada Foundation (“SDTC”). Upon meeting certain conditions, the SDTC agreed to financially assist the Corporation in developing and demonstrating its chlorination technology. Under the terms of the agreement, the SDTC contributed up to the lesser of 25.30% of eligible project costs or $5,000,000.

In 2017, the SDTC processed and approved the claim for the final payment of the government assistance relating to the construction and operation of a demonstration plant. Construction of the plant commenced in 2013, and commissioning was successfully completed in late 2015 enabling the Corporation to proceed with the demonstration phase of the project in 2016. In 2017, SDTC has completed its assessment of the cost of the project and in October 2017, the Corporation received the remaining funds for a total amount of $500,000. The Corporation received an aggregate amount of $5,000,000 from SDTC

Grant receivable (deferred contribution) from SDTC	**Years ended December 31,**	
	2017	**2016**
	$	$
Grant receivable from SDTC		
Balance – beginning	280,000	-
Recognition of contribution through comprehensive loss as per eligible expenditures incurred during the year	220,000	958,729
SDTC grant received	(500,000)	(678,729)
Balance – end	**-**	**280,000**

10. DEFERRED PAYMENT

In September 2017, the Corporation entered into a collaboration agreement with a third party for the construction and operation of an onsite demonstration plant using the Corporation’s proprietary arsenic stabilization technology (the “arsenic demonstration plant project”). The plant, to be funded by the third party, has an estimated cost of US$3.1 million and will be constructed in Thetford Mines and delivered to the third party’s metal processing facility in 2018.

In January 2018, the Government of Canada awarded funding in the amount of $1.25 million through the SDTC (see Note 23). This funding will assist the Corporation in delivering the arsenic demonstration plant project to the third party.

As part of the collaboration agreement, the Corporation received an advance payment of $639,876 (US$500,000) from the third party, which will gradually be applied to reduce cost recoveries from the third party until September 2018.

(Expressed in Canadian dollars)

Deferred payment	Years ended December 31,
	2017
	$
Deferred payment	
Balance – beginning	-
Advance payment received	639,876
Recognition of contribution through comprehensive loss as per eligible expenditures incurred during the year	(64,905)
Loss on foreign exchange	(10,193)
Balance – end	**564,778**

11. PROMISSORY NOTE AND SHORT-TERM LOANS FROM A RELATED PARTY

11.1 Promissory note

On November 6, 2017, the Corporation signed a promissory note in the principal amount of $500,000 payable on demand to a wholly owned subsidiary of Dundee along with interest at a rate of 18% per annum. As at December 31, 2017, the principal amount of the promissory note totals $500,000 and the finance cost accrued amounted to $13,808.

11.2 Short term loans

The short-term loans, from a wholly owned subsidiary of Dundee, bear interest at the rate of 12.68% per annum and are secured by a hypothec, pari passu with Investissement Québec's ("IQ") convertible debenture and Canada Economic Development for Quebec Regions (CED) contribution, over all of the Corporation's property other than its intellectual property. The interest is payable concurrently with the repayment of the loans. In 2017, the maturity date of the loans were extended to the earlier of May 31, 2018 and the date at which the Corporation raises the sum of $10,000,000 or greater by way of debt or equity. The Corporation has the option to repay the loans at any time. During 2017, an additional amount of $360,000 was advanced to the Corporation.

As at December 31, 2017, the principal amount of the loans totals $8,310,000 ($7,950,000 – as at December 31, 2016).

Short-term loans	Years ended December 31,	
	2017	2016
	$	$
Balance – beginning	10,299,685	9,027,586
Principal amount	360,000	300,000
Finance costs accrued	1,047,472	972,099
Balance – end	**11,707,157**	**10,299,685**

(Expressed in Canadian dollars)

12 CONVERTIBLE DEBENTURE AND LOANS

12.1 Convertible debenture

In 2015, the Corporation completed a $5,000,000 financing with IQ consisting of a private placement of subordinated voting shares of $1,000,000 and a secured convertible loan in an amount of up to $4,000,000 (the “IQ Loan”). IQ advanced $1,900,000 in 2015 and $2,100,000 in 2016.

The IQ Loan, which is evidenced by a secured convertible debenture, will mature in five years, bears interest at a rate of 8% per annum, payable quarterly, and can be converted after one year at the holder’s option into subordinate voting shares of the Corporation at a conversion price equal to the closing market price of the shares on the day prior to conversion. The Corporation has the right to redeem the IQ Loan subject to a 10% premium. Starting October 1, 2016, interest is capitalized. During 2016, the Corporation paid $167,835 in interest and capitalized an additional amount of $80,568. During 2017, the Corporation capitalized $336,323 in interest.

The IQ Loan is secured by a hypothec, pari passu with Dundee’s loan and CED’s contribution, over all of the Corporation’s property other than its intellectual property and is guaranteed by Dundee in an amount of up to $1,500,000.

In connection with the financing, the Corporation has entered into an agreement with IQ granting IQ the right to appoint one member of the Board of Directors of the Corporation.

The fair value of the debt component advanced in 2016 and 2015 was estimated at $1,857,543 and $1,642,950, respectively, using an effective rate of 11.7% corresponding to a rate that the Corporation would have obtained for a similar non-subsidized financing. No value has been assigned to the equity conversion option, as the conversion price is equal to the closing market price of the shares on the day prior to conversion.

	Years ended December 31,	
	2017	**2016**
	$	$
Carrying amount of the liability component – beginning	3,608,207	1,578,986
Proceeds from issue of convertible debenture	-	2,100,000
Capitalized interest expense	336,323	80,568
Debt discounted at fair value	-	(242,456)
Accretion expense	107,513	91,109
Carrying amount of the liability component – end	**4,052,043**	**3,608,207**

12.2 CED contribution agreement

Under an amended agreement dated October 12, 2016, the Corporation received from CED a $397,000 repayable contribution (the “CED Contribution”). The CED Contribution was used by the Corporation for the acquisition of equipment for its demonstration plant (the “Project”) in Thetford Mines. The CED Contribution is non-interest bearing, secured and repayable in equal monthly installments over seven years starting three years after the end of the Project. CED advanced $324,575 in December 2016 and the remaining balance in May 2017.

The fair value of the debt components advanced in December 2016 and May 2017 were respectively estimated at $149,944 and $35,495 using an effective rate of 11.7%. Such rate corresponds to a rate that the Corporation would have obtained for a similar non-subsidized financing.

(Expressed in Canadian dollars)

12 CONVERTIBLE DEBENTURE AND LOANS (CONT'D)

12.2 CED contribution agreement (Cont'd)

The CED Contribution is secured by a hypothec, pari passu with Dundee's and IQ's loans, over all of the Corporation's property other than its intellectual property.

	Years ended December 31,	
	2017	**2016**
	$	$
Balance– beginning	151,049	-
Contribution received	72,425	324,575
Debt discounted at fair value	(36,930)	(174,631)
Accretion expense	20,570	1,105
Balance – end	**207,114**	**151,049**

12.3 Bridge loans

In August 2017, an unsecured bridge loan, payable on demand, of $250,000 was advanced to the Corporation. The loan was reimbursed in October 2017 for a total amount of $250,000 including interest of $7,500.

In October 2016, an unsecured bridge loan, payable on demand, of $300,000 was advanced to the Corporation. The loan was partially reimbursed in December 2016 for a total amount of $160,000 including interest of $3,360. The outstanding bridge loan of $140,000 and accrued interest of $6,580 was reimbursed in January 2017.

In September 2016, an unsecured bridge loan, payable on demand, of $200,000 was advanced to the Corporation. The loan was reimbursed in September 2016 including interest of $3,000.

13. SHARE CAPITAL

13.1 Authorized

On December 31, 2017 and 2016, the authorized capital of the Corporation consisted of an unlimited number of subordinate voting shares and multiple voting shares, without nominal or par value. The holders of subordinate voting shares are entitled to one vote for each subordinate voting share, and the holders of multiple voting shares are entitled to 10 votes for each multiple voting share. The holders of subordinate voting shares and multiple voting shares shall be entitled to receive and to participate equally as to dividends, share for share, in an equal amount on all the subordinate voting shares and multiple voting shares outstanding at year-end. The holders of multiple voting shares shall be entitled at any time and from time to time to have any or all of the multiple voting shares converted into subordinate voting shares on the basis of one subordinate voting share for each multiple voting share. In all other respects, the holders of subordinate voting shares and multiple voting shares shall rank equally and have the same rights and restrictions.

(Expressed in Canadian dollars)

13. SHARE CAPITAL (CONT'D)

13.2 Issued and outstanding

Year ended December 31, 2017
In November 2017, the Corporation issued 14,285,714 units at $0.035 per unit for total consideration of $500,000 pursuant to a non-brokered private placement. A unit consists of one common share and one common share purchase warrant, with each warrant entitling its holder to purchase a common share at $0.06 until November 23, 2022. The fair value of the 14,285,714 warrants was estimated using the Black-Scholes option pricing model based on the following weighted average assumptions: risk-free interest rate of 1.62%, average expected volatility of 114.3%, expected dividend per share nil and expected life of warrants of five years. The fair value of the warrants issued estimated at $200,000 was deducted from share capital and recorded as an increase in contributed surplus.

Year ended December 31, 2016
The Corporation has not issued any shares during the year ended December 31, 2016.

13.3 Warrants

Changes in the Corporation's outstanding common share purchase warrants were as follows:

		2017		2016
	Number of warrants	Carrying amount	Number of warrants	Carrying amount
		$		$
Balance – beginning	-	-	-	-
Issued	14,285,714	200,000	-	-
Balance – end	**14,285,714**	**200,000**	**-**	**-**

14. STOCK OPTION PLAN

The Corporation maintains a stock option plan (the "Plan"), which provides that the Board of Directors of the Corporation may, from time to time, at its discretion and in accordance with the Canadian Securities Exchange ("CSE") requirements, grant to directors, officers, employees and consultants of the Corporation, non-transferable options to purchase in cash subordinate voting shares of the Corporation, provided that the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding subordinate voting shares of the Corporation.

Under the Plan, such options will be exercisable for a period of up to five years from the grant date. Options granted are exercisable on the grant date, unless otherwise stated by the Board of Directors. Options issued to consultants performing investor relations activities must vest in stages over 12 months, with no more than one-fourth of the options vesting in any three-month period. The exercise price shall not be less than that permitted under the rules of any stock exchange on which the subordinate voting shares are listed.

On February 3, 2017, the Corporation granted a total of 13,500,000 stock options to its directors, officers, employees and a consultant. These options are exercisable at $0.05 per share, vested at the grant date and expire on the fifth anniversary of their date of issuance. The fair value of options awarded is $0.035 per share for a total share based payment expense of $460,000.

(Expressed in Canadian dollars)

14. STOCK OPTION PLAN (CONT'D)

The fair value of options at the grant date was calculated based on the Black-Scholes option pricing model, using the following weighted average assumptions:

Expected life	5 years
Risk-free interest rate	1.11%
Expected volatility	105%
Expected dividend yield	0%
Share price	$0.045

The changes in the Corporation's outstanding and exercisable options are as follows:

	Years ended December 31,			
	2017		2016	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
		$		$
Balance – beginning	10,877,500	0.13	20,577,500	0.13
Granted	13,500,000	0.05	-	-
Expired	(575,000)	0.20	(9,700,000)	0.12
Balance – end	**23,802,500**	**0.08**	**10,877,500**	**0.13**

As at December 31, 2017, outstanding and exercisable options are as follows:

Number of options	Weighted average exercise price	Expiry date	
	$		
600,000	0.20	February 6, 2018	(1)
1,562,500	0.08	June 21, 2018	
600,000	0.05	November 23, 2018	
1,300,000	0.08	December 8, 2018	
6,637,500	0.10	December 12, 2018	
352,500	0.20	October 2, 2019	
11,050,000	0.05	February 3, 2022	
1,700,000	0.20	November 27, 2022	
23,802,500			

(1) Unexercised at expiry date

The residual weighted average contractual term of outstanding options was 2.65 years as at December 31, 2017.

(Expressed in Canadian dollars)

15. ESCROW AGREEMENT

The subordinate voting shares, multiple voting shares and options of the Corporation that were subject to an escrow agreement were released in April 2017.

16. RESEARCH AND DEVELOPMENT

	Year ended December 31,	
	2017	**2016**
	$	$
Research and development	1,776,875	3,779,408
Tax credit and industrial research assistance program	-	(92,565)
Recognition of net contribution receivable through comprehensive loss as per eligible expenditures incurred during the year (note 10)	(480,517)	-
SDTC contribution	(220,000)	(958,729)
Government subsidy on long-term debt (note 12)	(36,930)	(417,087)
	1,039,428	**2,311,027**

17. INCOME TAXES

The income tax expense on the Corporation's loss before income taxes differs from the income tax expense that would arise using the combined Canadian federal and provincial statutory tax rate of 26.8% (2016 – 26.9%) as a result of the following items:

	2017	**2016**
	$	$
Loss before tax at statutory rate of 26.8% (2016 – 26.9%)	(1,191,963)	(1,191,716)
Effect on taxes of		
Non-deductible expenses	119,961	2,772
Unrecognized tax benefit	1,072,002	1,188,944
Income tax expense	-	-

Recognized deferred income tax assets and liabilities

The corporation recognized deferred income tax assets related to tax loss carryforwards to the extent of deferred income tax liabilities.

	2017	**2016**
	$	$
Deferred income tax assets		
Tax loss carryforwards	160,229	173,744
Deferred income tax liabilities		
Convertible debenture	(109,500)	(173,744)
Long-term debt	(50,729)	
	-	-

(Expressed in Canadian dollars)

17. INCOME TAXES (CONT'D)

Unrecognized deductible temporary differences

The benefit of the following tax loss carryforwards and deductible temporary differences has not been recognized in the consolidated financial statements:

	2017	2016
	$	$
Tax loss carryforwards	39,022,000	34,603,000
Capital loss	792,000	811,000
Unclaimed SR&ED expenditures	8,248,000	8,454,000
Exploration and evaluation assets	13,872,000	13,471,000
Capital assets	4,609,000	5,028,000
Share and warrant issue expenses	44,000	82,000
Other	128,000	120,000
	66,715,000	62,569,000

The loss carryforwards expire between 2024 and 2037 and the unclaimed SR&ED expenditures as well as the capital loss have no expiries. In addition, the Corporation has unused tax credits of $1,281,576 (2016 – $1,145,291) which expire between 2023 and 2037.

18. RELATED PARTY TRANSACTIONS

Details of related party transactions with the directors and officers of the Corporation and companies controlled by directors and officers not otherwise disclosed in these consolidated financial statements are as follows:

	2017	2016
	$	$
Directors or companies held by directors		
Professional and consulting fees (1)	180,225	234,445
Wages and compensation	34,000	94,500
Officers or companies held by officers		
Professional fees	75,769	206,090
	289,994	**535,035**

(1) During 2015 and from January to August 2016, the compensation to the former CEO amounting to $400,000 was paid by Dundee and is included in accounts payable and accrued liabilities as at December 31, 2017.

Compensation of key management

Key management includes directors and officers. The compensation paid or payable to key management is presented below:

	2017	2016
	$	$
Officers' and directors' professional and consulting fees	244,023	408,586
Wages and compensation	374,500	325,333
Share-based payments	375,000	-
	993,523	**733,919**

(Expressed in Canadian dollars)

19. COMMITMENTS

Lease payments

On January 11, 2008, the Corporation entered into a three-year lease (the "Thetford Mines Lease"). The annual rent was $100,000. In October 2010, the Corporation renewed the Thetford Mines Lease for a three-year period ending December 31, 2013 at an annual rent of $106,000. On July 1, 2013, the Corporation renewed and modified the Thetford Mines Lease, to rent more space, for a 10-year period at an annual rent of $204,380 that is subject to a yearly increase of 1.5%.

On April 11, 2016, the Corporation entered into a lease for its head office until August 31, 2018. The annual rent is $49,088.

The aggregate annual payments due over the following periods are as follows:

	As at December 31, 2017
	$
Less than 1 year	250,457
Between 1 and 5 years	904,082
More than 5 years	116,407

20. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Corporation is exposed to various financial risks resulting from both its operations and its investment activities. The Corporation's management handles the financial risks. The Corporation does not enter into financial instrument agreements, including derivative financial instruments, for speculative purposes.

The main financial risks to which the Corporation is exposed are detailed below.

20.1 Liquidity risk

The Corporation manages its liquidity risk by using budgets that enable it to determine the amounts required to fund its development programs. The Corporation also ensures that it has sufficient working capital available to meet its day-to-day commitments.

As at December 31, 2017, the Corporation has cash of $494,799 (2016 – $526,366) to settle accounts payable and accrued liabilities of $1,329,844 (2016 – $1,002,428).

As at December 31, 2017, management estimates that funds available will not be sufficient to meet the Corporation's obligations and budgeted expenditures through December 31, 2018 (Note 1).

20. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

Any funding shortfall may be met in the future in a number of ways including, but not limited to, the issuance of new debt or equity instruments, expenditures reductions and/or the introduction of joint venture partners and/or business combinations. While management has been successful in securing financing in the past, there can be no assurance it will be able to do so in the future or that these sources of funding or initiatives will be available to the Corporation or that they will be available on terms which are acceptable to the Corporation. If management is unable to obtain new funding, the Corporation may be unable to continue its operations, and amounts realized for assets might be less than amounts reflected in these consolidated financial statements. All of the Corporation's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms, except for the convertible debenture, the CED contribution agreement, the short-term loans from a related party and for an amount of $400,000 without interest payable on demand to Dundee that is recorded in accounts payable and accrual liabilities. The Corporation regularly evaluates its cash position to ensure preservation and security of capital as well as maintenance of liquidity.

20.2 Currency risk

The Corporation does not use derivative instruments or hedges to manage risks because its exposure to currency risk is not significant given that its operations are carried out predominantly in Canada. As at December 31, 2017, cash amounted to $494,799, of which $273,468 is denominated in Canadian dollars and $221,331 in US dollars. Other financial instruments are all denominated in Canadian dollars.

20.3 Credit risk

Credit risk is the risk that a loss will occur from the failure of another party to perform according to the terms of the contract. The Corporation's credit risk is primarily attributable to cash, accounts receivable and sales taxes receivables. The Corporation's cash is held mainly with Canadian chartered banks, which reduces credit risk.

20.4 Interest rate risk

The Corporation has cash balances, and its current policy is to invest excess cash in certificates of deposit or high-interest savings accounts with Canadian chartered banks. As at December 31, 2017, $12,951 was invested by the Corporation in this way (2016 –nil). The debt instruments bear interest at fixed rates and are not exposed to interest rate risk.

20.5 Fair value hierarchy

The fair value of a financial instrument on initial recognition is the transaction price, which is the fair value of the consideration given or received. Subsequent to initial recognition, fair value is determined by management using available market information or other valuation methodologies.

The following provides information about financial assets and financial liabilities measured at market value in the Corporation's consolidated statement of financial position and categorized by level according to the significance of the inputs used in making the measurements:

- Level 1 fair value measurements are those derived from quoted prices in active markets for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are not observable for the asset or liability, either directly or indirectly; and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data.

(Expressed in Canadian dollars)

20. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

20.5 Fair value hierarchy (Cont'd)

As at the transaction dates, the fair values of the issued convertible debentures were determined based on estimated discounted cash flows associated with the effective interest rates and the principal payments, using Level 2 fair value measurements. The significant inputs used in the determination of fair value have been disclosed in Note 12 *Convertible debentures and loans*.

21. POLICIES AND PROCESS TO MANAGE CAPITAL

As at December 31, 2017, the capital of the Corporation consists of deficiency amounting to $12,308,064. The Corporation's objective when managing capital is to safeguard its ability to continue its operations and advance the development of its technologies. As needed, it raises funds through private placements. The Corporation does not use long-term debt, since it does not generate operating revenues. It has no dividend policy.

The Corporation does not have any externally imposed capital requirements from regulators or contractual requirements to which it is subject. Changes in capital for the years ended December 31, 2017 and 2016 are described in the consolidated statements of changes in deficiency.

22. SUPPLEMENTAL CASH FLOW INFORMATION

	Year ended December 31,	
	2017	**2016**
	$	$
Interest income received	124	67
Finance cost paid	14,080	174,496

23. SUBSEQUENT EVENTS

Promissory note

On February 21, 2018, the Corporation signed a promissory note in the principal amount of $400,000 payable on demand to a wholly-owned subsidiary of Dundee along with interest at a rate of 18% per annum.

Government assistance

In January 2018, the Corporation was awarded funding in the amount of $1.25 million by the Government of Canada through SDTC fund for continued development of its patented arsenic vitrification technology. This funding will assist DST in delivering a demonstration scale arsenic vitrification plant to a metals processing facility. The construction of the plant will be completed in the third quarter of 2018 and after commissioning, will be operational in late 2018 or early 2019.

Commitments

On March 9, 2018, the Corporation entered into a lease extension for its head office until August 31, 2019. The annual rent is $51,000.

Stock options

On March 22, 2018, following the exercise of 600,000 options, the Corporation received proceeds of $30,000. The share price at the exercise date was $0.10.