Juan De Fuca Resources Corp.
Financial Statements
30 April 2015
(Expressed in Canadian dollars)

JAMES STAFFORD

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INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Juan De Fuca Resources Corp.

We have audited the accompanying financial statements of Juan De Fuca Resources Corp. which comprise the statements of financial position as at 30 April 2015 and 2014 and the statements of loss and comprehensive loss, cash flows and changes in equity (deficiency) for the years ended 30 April 2015 and 2014, and 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.

Auditor's 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 the auditor's 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, the auditor considers internal control relevant to the entity's preparation and fair presentation of the 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 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 Juan De Fuca Resources Corp. as at 30 April 2015 and 2014 and the results of its operations and its cash flows for the years ended 30 April 2015 and 2014 in accordance with International Financial Reporting Standards.

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 1 in the financial statements, which describes matters and conditions that indicate the existence of a material uncertainty that may cast significant doubt about the ability of Juan De Fuca Resources Corp. to continue as a going concern.

James Stafford

Chartered Professional Accountants
Vancouver, Canada
23 October 2015

Juan De Fuca Resources Corp.

Statements of Financial Position

(Expressed in Canadian dollars)

	Notes	**As at 30 April 2015 $**	As at 30 April 2014 $
ASSETS			
Current assets			
Cash and cash equivalents	4	**243,220**	462,399
Trade and other receivables	5	**51,830**	1,116
Prepaid expense		**1,515**	-
		296,565	463,515
Exploration and evaluation properties	6	**253,346**	73,346
Total assets		**549,911**	536,861
EQUITY AND LIABILITIES			
Current liabilities			
Trade and other payables	7	**5,493**	13,150
Loan payable	8	**-**	10,000
		5,493	23,150
Deferred income tax liability	10	**1,146**	11,288
Total liabilities		**6,639**	34,438
Equity			
Common shares	9	**356,736**	318,656
Warrant reserve		**218,864**	232,394
Contributed surplus		**45,450**	-
Deficit		**(77,778)**	(48,627)
Total equity		**543,272**	502,423
Total equity and liabilities		**549,911**	536,861

Nature of Operations and Going Concern (Note 1), **Commitments** (Note 16) and **Subsequent Events** (Note 17)

APPROVED BY THE BOARD:

"Derick Sinclair" — Director

"Gurdeep Johal" — Director

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

Juan De Fuca Resources Corp.

Statements of Loss and Comprehensive Loss

(Expressed in Canadian dollars)

	Notes	**For the year ended 30 April 2015 $**	For the year ended 30 April 2014 $
Expenses			
Bank service charges		**255**	148
Consulting		**3,033**	5,045
Investor relations		**-**	10,868
Insurance		**5,755**	-
Office and miscellaneous		**2,554**	888
Professional fees		**26,703**	10,513
Travel		**993**	1,150
Net loss and comprehensive loss before income taxes		**(39,293)**	(28,612)
Income taxes recovery	10	**10,142**	5,319
Net loss and comprehensive loss for the year		**(29,151)**	(23,293)
Loss and comprehensive loss per share			
Basic	11	**(0.001)**	(0.001)
Diluted	11	**(0.001)**	(0.001)

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

Juan De Fuca Resources Corp.

Statements of Cash Flows

(Expressed in Canadian dollars)

	Notes	**For the year ended 30 April 2015 $**	For the year ended 30 April 2014 $
OPERATING ACTIVITIES			
Net loss before tax		**(39,293)**	(28,612)
Operating cash flows before movements in working capital			
(Increase) decrease in trade and other receivables		**(50,714)**	6,232
Increase in prepaid expense		**(1,515)**	-
Decrease in trade and other payables		**(7,657)**	(4,030)
Cash used in operating activities		**(99,179)**	(26,410)
INVESTING ACTIVITIES			
Exploration and evaluation expenditures	6	**(150,000)**	(318)
Cash used in investing activities		**(150,000)**	(318)
FINANCING ACTIVITIES			
Proceeds from issuance of common shares	9	**35,000**	366,050
Payment of loan payable	8	**(5,000)**	-
Cash from financing activities		**30,000**	366,050
Increase (decrease) in cash and cash equivalents		**(219,179)**	339,322
Cash and cash equivalents, beginning of year		**462,399**	123,077
Cash and cash equivalents, end of year		**243,220**	462,399

Supplemental Cash Flow Information (Note 15)

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

Juan De Fuca Resources Corp.

Statements of Changes in Equity (Deficiency)

(Expressed in Canadian dollars)

	Number of shares	Common shares $	Warrant reserve $	Contributed surplus $	Deficit $	Total $
Balances, 30 April 2013	10,750,000	139,550	45,450	-	(25,334)	159,666
Shares issued for						
Cash	25,802,500	366,050	-	-	-	366,050
Value assigned to warrants	-	(186,944)	186,944	-	-	-
Net loss for the year	-	-	-	-	(23,293)	(23,293)
Balances, 30 April 2014	36,552,500	318,656	232,394	-	(48,627)	502,423
Shares issued for						
Cash	1,750,000	35,000	-	-	-	35,000
Loan repayment	250,000	5,000	-	-	-	5,000
Mineral properties	1,500,000	30,000	-	-	-	30,000
Value assigned to warrants	-	(31,920)	31,920	-	-	-
Expiry of warrants	-	-	(45,450)	45,450	-	-
Modification of shares	(1,500,000)	-	-	-	-	-
Net loss for the year	-	-	-	-	(29,151)	(29,151)
Balances, 30 April 2015	**38,552,500**	**356,736**	**218,864**	**45,450**	**(77,778)**	**(543,272)**

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Juan De Fuca Resources Corp. (the "Company") is an exploration stage junior mining company engaged in the identification, acquisition, evaluation and exploration of gold, precious metals and base metal properties. The Company has not determined whether its properties contain mineral reserves that are economically recoverable. The recoverability of amounts shown for exploration and evaluation properties and related deferred costs is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development, and attaining future profitable production from the properties or proceeds from disposition.

The Company is dependent on raising funds through the issuance of shares and/or attracting joint venture partners in order to undertake further exploration and development of its mineral properties. Management believes that financing is available and may be sourced in time to allow the Company to continue its current planned activities in the normal course.

The head office, principal address and registered and records office of the Company is located at 600 – 666 Burrard Street, Vancouver, BC, Canada, V6C 3P6.

These financial statements have been prepared on a going concern basis, which contemplates the realization of assets and settlement of liabilities in the normal course of business. The Company has a net loss of $29,151 for the year ended 30 April 2015 (2014: $23,293) and working capital of $291,072 as at 30 April 2015 (2014: $440,365).

The Company had cash and cash equivalents of $243,220 at 30 April 2015 (2014: $462,399), but management cannot provide assurance that the Company will ultimately achieve profitable operations or become cash flow positive, or raise additional debt and/or equity capital. If the Company is unable to raise additional capital in the future, management expects that the Company will need to curtail operations, liquidate assets, seek additional capital on less favourable terms and/or pursue other remedial measures. Management is aware, in making its assessment, of material uncertainties related to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

2. BASIS OF PREPARATION

2.1 Basis of presentation

The Company's financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair value, as explained in Note 13, and are presented in Canadian dollars except where otherwise indicated.

2.2 Statement of compliance

The financial statements of the Company, including comparative, have been prepared in accordance with and using accounting policies in full compliance with International Financial Reporting Standards ("IFRS") and International Accounting Standards ("IAS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"), effective for the Company's reporting for the year ended 30 April 2015.

2.3 Adoption of new and revised standards and interpretations

At the date of authorization of these financial statements, the IASB and IFRIC has issued the following new and revised standards, amendments and interpretations which are not yet effective during the year ended 30 April 2015.

- IFRS 7 *'Financial Instruments: disclosures'* clarifies whether a servicing contract is continuing involvement in a transferred financial asset. The amendments are effective for annual periods beginning on or after 1 January 2016.

- IFRS 9, *'Financial Instruments'*: The IASB has undertaken a three-phase project to replace IAS 39 *'Financial Instruments: Recognition and Measurement'* with IFRS 9 *'Financial Instruments'*. In November 2009, the IASB issued the first phase of IFRS 9, which details the classification and measurement requirements for financial assets. Requirements for financial liabilities were added to the standard in October 2010. In July 2014, the IASB issued the final elements of IFRS 9. IFRS 9 introduces new requirements for classifying and measuring financial assets, as follows:

  - Financial assets meeting both a "business model" test and a "cash flow characteristics" test are measured at amortized cost (the use of fair value is optional in some limited circumstances)
  - Investments in equity instruments can be designated as "fair value through other comprehensive income" with only dividends being recognized in profit or loss
  - All other instruments (including all derivatives) are measured at fair value with changes recognized in profit or loss
  - The concept of "embedded derivatives" does not apply to financial assets within the scope of the standard and the entire instrument must be classified and measured in accordance with the "business model" test and "cash flow characteristics" test.
  - The revised financial liability provisions maintain the existing amortized cost measurement basis for most liabilities. New requirements apply where an entity chooses to measure a liability at fair value through profit or loss – in these cases, the portion of the change in fair value related to changes in the entity's own credit risk is presented in other comprehensive income rather than within profit or loss.

  The amendments are effective for annual periods beginning on or after 1 January 2018.

- IFRS 10 *'Consolidated Financial Statements'* clarifies the conditions for a parent to present consolidated financial statements for investment entities, and treatment for loss of control of a subsidiary that does not contain a business. The amendments are effective for annual periods beginning on or after 1 January 2016.

- IAS 1 *'Presentation of Financial Statements'* is an amendment to clarify certain aspects focused on the areas of clarification of concept of materiality and aggregation of items in the financial statements, the use and presentation of subtotals in the statement of loss and comprehensive loss, and providing of additional flexibility in the structure and disclosures of the financial statements to enhance understandability. The amendment is applicable to annual periods beginning on or after 1 January 2016.

  IAS 24 *'Related Party Disclosures'* is an amendment to clarify that a management entity, or any member of a group of which it is a part, that provides key management services to a reporting entity, or its parent, is a related party of the reporting entity. The amendments also require an entity to disclose amounts incurred for key management personnel services provided by a separate management entity. This replaces the more detailed disclosure by category required for other key management personnel compensation. The amendment is applicable to annual periods beginning on or after 1 July 2014.

The Company has not early adopted these standards, amendments and interpretations and anticipates that the application of these standards, amendments and interpretations will not have a material impact on the financial position and financial performance of the Company.

2.4 Comparative figures

Certain comparative figures have been reclassified in accordance with the current year's presentation.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

3.1 Significant accounting judgments, estimates and assumptions

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

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

3.2 Cash and cash equivalents

Cash and cash equivalents comprise cash at banks and on hand, and/or short term money market instruments with an original maturity of three months or less, which are readily convertible into a known amount of cash.

3.3 Exploration and evaluation properties

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 in a business combination. Exploration and evaluation expenditures are capitalized. Costs incurred before the Company has obtained the legal rights to explore an area are recognized in profit or loss.

Option payments received are treated as a reduction of the carrying value of the related exploration and evaluation properties and deferred costs until the receipts are in excess of costs incurred, at which time they are credited to income. Option payments are at the discretion of the optionee, and accordingly, are recorded on a cash basis.

Exploration and evaluation assets are assessed for impairment if (i) sufficient data exists to determine technical feasibility and commercial viability, and/or (ii) facts and circumstances suggest that the carrying amount exceeds the recoverable amount.

Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to mining property and development assets within property, plant and equipment.

Recoverability of the carrying amount of any exploration and evaluation assets is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

3.4 Decommissioning, restoration and similar liabilities

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

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

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

3.5 Taxation

Deferred tax is provided, using the liability method, on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

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

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

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

3.6 Earnings (loss) per share

Basic earnings (loss) per share is computed by dividing the net earnings (loss) attributable to common shareholders by the weighted average number of common shares outstanding during the reporting period.

Diluted earnings (loss) per share is computed similar to basic earnings (loss) per share except that (i) net earnings (loss) attributable to common shareholders are adjusted for fair value gains or losses of warrants (if dilutive) and (ii) the weighted average number of common shares outstanding is adjusted for the number of shares that are potentially issuable in connection with stock options and warrants (if dilutive) using the treasury stock method. Under this method, the Company assumes that outstanding dilutive stock options and warrants were exercised and that the proceeds from such exercises (after adjustment of any unvested portion of stock options) were used to acquire common stock at the average market price during the reporting periods.

3.7 Financial assets

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

Financial assets at FVTPL

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

Held-to-maturity and loans and receivables

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

Available-for-sale

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

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

Derivatives designated as hedging instruments in an effective hedge

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

3.8 Financial liabilities

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

Financial liabilities at FVTPL

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

Financial liabilities measured at amortized cost

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

Derivatives designated as hedging instruments in an effective hedge

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

3.9 Impairment of financial assets

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

Assets carried at amortized cost

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

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

Available-for-sale

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

3.10 Derecognition of financial assets and liabilities

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

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

3.11 Impairment of non-financial assets

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

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

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

3.12 Flow-through shares

Any premium received by the Company on the issuance of flow-through shares is initially recorded as a liability and included in trade payables and accrued liabilities. Upon renouncement by the Company of the tax benefits associated with the related expenditures, a deferred tax liability is recognized and the flow-through liability will be reversed. To the extent that suitable deferred tax assets are available, the Company will reduce the deferred tax liability and record a deferred tax recovery.

3.13 Related party transactions

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

3.14 Changes in accounting policies

Effective 1 May 2014, the Company adopted the following standards, amendments and/or interpretations:

- IFRS 7 '*Financial instruments: disclosures*' and IAS 32 '*Financial instruments: presentation*' are amendments to clarify that financial assets and financial liabilities may be offset, with the net amount presented in the statement of financial position, only when there is a legally enforceable right to set off and when there is either an intention to settle on a net basis or to realize the asset and settle the liability simultaneously. The amendments to IAS 32, issued in December 2011, clarify the meaning of the offsetting criterion "currently has a legally enforceable right to set off" and the principle behind net settlement, including identifying when some gross settlement systems may be considered equivalent to net settlement. The amendments will only affect disclosure and are effective for annual periods beginning on or after 1 January 2014.

- IAS 32 (Amendment) '*Financial Instruments: Presentation*' is effective for annual periods beginning on or after 1 January 2014 that establishes principles for presenting financial instruments as liabilities or equity and for offsetting financial assets and financial liabilities.

The adoption of the above standards, amendments and/or interpretations did not result in a material impact on the Company's financial statements.

4. CASH AND CASH EQUIVALENTS

The Company's cash and cash equivalents are denominated in the following currencies:

As at 30 April	**2015** **$**	2014 $
Denominated in Canadian dollars	**243,220**	462,399
Total cash and cash equivalents	**243,220**	462,399

5. TRADE AND OTHER RECEIVABLES

The Company's trade and other receivables arise from two main sources: Goods and Services Tax / Harmonized Sales Tax ("GST/HST") receivable due from the government taxation authorities and an amount receivable from a third party. These are as follows:

As at 30 April	**2015** **$**	2014 $
GST/HST receivable	**239**	966
Other receivable	**51,591**	150
Total trade and other receivables	**51,830**	1,116

6. EXPLORATION AND EVALUATION PROPERTIES

The Company's exploration and evaluation properties expenditures for the year ended 30 April 2015 are as follows:

	Blue Hawk $	Spod $	Total $
ACQUISITION COSTS			
Balance, 30 April 2014	-	-	-
Additions	90,000	90,000	**180,000**
Balance, 30 April 2015	**90,000**	**90,000**	**180,000**
EXPLORATION AND EVALUATION COSTS			
Balance, 30 April 2014	-	73,346	73,346
Geological and field expenses	**-**	**-**	**-**
Balance, 30 April 2015	**-**	**73,346**	**73,346**
Total costs	**90,000**	**163,346**	**253,346**

(Expressed in Canadian dollars)

The Company's exploration and evaluation properties expenditures for the year ended 30 April 2014 are as follows:

	Blue Hawk $	Spod $	Total $
ACQUISITION COSTS			
Balance, 30 April 2013	-	-	-
Additions	-	-	-
Balance, 30 April 2014	**-**	**-**	**-**
EXPLORATION AND EVALUATION COSTS			
Balance, 30 April 2013	-	73,028	73,028
Geological and field expenses	**-**	**318**	**318**
Balance, 30 April 2014	**-**	**73,346**	**73,346**
Total costs	**-**	**73,346**	**73,346**

Blue Hawk, British Columbia

On 2 November 2012, the Company entered into an option agreement (the "Blue Hawk Option Agreement") with Syon Investments Limited ("Syon") whereby the Company had the option to purchase all of the interest to certain claims located in British Columbia (the "Blue Hawk Claims") for a payment of $50,000 due on 31 August 2013. The Company was to also pay to Syon $250,000 or issue to Syon an equivalent market value in common shares of the Company on or before 1 June 2017. Upon completion of the terms, Syon was to transfer the titles of the Blue Hawk Claims to the Company.

Spod, British Columbia

On 15 July 2012, the Company entered into an option agreement (the "Spod Option Agreement") with Syon whereby the Company had the option to purchase 100% of the interest to certain claims located in British Columbia (the "Spod Claims") for a cash payment of $350,000 (or an equivalent market value in common shares of the Company) on or before 1 June 2017. The Company was to also incur a minimum of $800,000 in expenditures on or before 1 June 2017. Upon completion of the terms, Syon was to transfer the titles of the Spod Claims to the Company.

During the year ended 30 April 2015, the Company and Syon entered into a purchase agreement (the "Purchase Agreement"), which replaced the Blue Hawk Option Agreement and Spod Option Agreement whereby the Company could purchase the Blue Hawk Claims and the Spod Claims for a payment of $150,000 and the issuance of 1,500,000 common shares of the Company on or before 30 June 2014. The Company issued the common shares (valued at $30,000 or $0.02 per common share) and made the payment on 18 June 2014 and 19 June 2014, respectively (Note 9). Syon transferred the titles to the Blue Hawk and Spod Claims to the Company on 20 June 2014.

(Expressed in Canadian dollars)

Although the Company has taken steps to verify title to exploration and evaluation properties in which it has an interest, according to the usual industry standards for the stage of exploration of such properties, these procedures do not guarantee the Company's title. Such properties may be subject to prior agreements or transfers and title may be affected by undetected defects.

7. TRADE AND OTHER PAYABLES

The Company's trade and other payables are principally comprised of amounts outstanding for trade purchases relating to exploration and evaluation activities and amounts payable for financing activities. The usual credit period taken for trade purchases is between 30 to 90 days. These are broken down as follows:

As at 30 April	**2015** **$**	2014 $
Trade payables	**-**	3,150
Accrued liabilities	**5,493**	10,000
Total trade and other payables	**5,493**	13,150

8. LOAN PAYABLE

As at 30 April	**2015** **$**	2014 $
Received $5,000 on 22 May 2012 and $5,000 on 25 May 2012 from an officer and a director of the Company, bearing no interest, unsecured and due on demand. On 18 June 2014, the Company issued 250,000 units to settle $5,000 of the loan (Note 9). During the year ended 30 April 2015, the Company repaid the remaining balance of the loan in full.	**-**	10,000
Total	**-**	10,000

9. SHARE CAPITAL

9.1 Authorized share capital

The Company has authorized an unlimited number of common shares with no par value. At 30 April 2015, the Company had 38,552,500 common shares outstanding (2014: 36,552,500).

9.2 Shares issuances

During the years ended 30 April 2015 and 2014, the Company issued common shares as follows:

On 31 July 2013, the Company issued 2,500,000 units for total proceeds of $50,000. Each unit consists of one common share and one share purchase warrant, exercisable into one additional common share at a price of $0.07 per common share for 2 years from issuance.

On 10 September 2013, the Company issued 10,000,000 common shares for total proceeds of $50,000.

On 20 December 2013, the Company issued 1,250,000 units for total proceeds of $25,000. Each unit consists of one common share and one share purchase warrant, exercisable into one additional common share at a price of $0.07 per common share for 2 years from issuance.

On 10 January 2014, the Company issued 750,000 units for total proceeds of $15,000. Each unit consists of one common share and one share purchase warrant, exercisable into one additional common share at a price of $0.07 per common share for 2 years from issuance.

On 20 January 2014, the Company issued 1,000,000 units for total proceeds of $20,000. Each unit consists of one common share and one share purchase warrant, exercisable into one additional common share at a price of $0.07 per common share for 2 years from issuance.

On 14 February 2014, the Company issued 2,302,500 units for total proceeds of $46,050. Each unit consists of one common share and one share purchase warrant, exercisable into one additional common share at a price of $0.07 per common share for 2 years from issuance.

On 26 February 2014, the Company issued 1,750,000 units for total proceeds of $35,000. Each unit consists of one common share and one share purchase warrant, exercisable into one additional common share at a price of $0.07 per common share for 2 years from issuance.

On 10 March 2014, the Company issued 1,750,000 units for total proceeds of $35,000. Each unit consists of one common share and one share purchase warrant, exercisable into one additional common share at a price of $0.07 per common share for 2 years from issuance.

On 14 March 2014, the Company issued 1,750,000 units for total proceeds of $35,000. Each unit consists of one common share and one share purchase warrant, exercisable into one additional common share at a price of $0.07 per common share for 2 years from issuance.

On 1 April 2014, the Company issued 1,750,000 units for total proceeds of $35,000. Each unit consists of one common share and one share purchase warrant, exercisable into one additional common share at a price of $0.07 per common share for 2 years from issuance.

On 29 April 2014, the Company issued 1,000,000 units for total proceeds of $20,000. Each unit consists of one common share and one share purchase warrant, exercisable into one additional common share at a price of $0.07 per common share for 2 years from issuance.

On 18 June 2014, the Company issued 1,750,000 units for total proceeds of $35,000. Each unit consists of one common share and one share purchase warrant, exercisable into one additional common share at a price of $0.07 per common share for 2 years from issuance.

(Expressed in Canadian dollars)

On 18 June 2014, the Company issued 250,000 units to settle $5,000 of a loan (Note 8). Each unit consists of one common share and one share purchase warrant, exercisable into one additional common share at a price of $0.07 per common share for 2 years from issuance.

On 18 June 2014, the Company issued 1,500,000 common shares with a deemed value of $30,000 in connection with a mineral property purchase agreement (Note 6).

On 30 November 2014, the Company cancelled 2,000,000 common shares originally issued for total proceeds of $10,000 and reissued 500,000 common shares with a deemed value of $10,000 to the same shareholder. Under IFRS 2 '*Share-based payment*', the cancellation and reissuance was considered a modification of the terms and conditions on which the equity instrument were granted. As such, the Company is required to recognize the effects of modification that increases the total fair value of the share-based payment arrangements or are otherwise beneficial to the shareholder. No effect is recognized on this transaction as the modification did not result in an increase in the total fair value and was not otherwise beneficial to the shareholder.

9.3 Share purchase warrants

The following is a summary of the changes in the Company's share purchase warrants for the years ended 30 April 2015 and 2014:

	For the year ended 30 April 2015		For the year ended 30 April 2014	
	Number of warrants	**Weighted average exercise price $**	Number of warrants	Weighted average exercise price $
Outstanding, beginning of period	**20,802,500**	**0.07**	5,000,000	0.07
Granted	**2,000,000**	**0.07**	15,802,500	0.07
Exercised	**-**	**-**	-	-
Expired	**(5,000,000)**	**0.07**	-	-
Outstanding, end of period	**17,802,500**	**0.07**	20,802,500	0.07

The following table summarizes information regarding share purchase warrants outstanding as at 30 April 2015:

Date issued	**Number of warrants**	**Exercise price $**	**Expiry date**
31 July 2013 to 18 June 2014	**17,802,500**	**0.07**	2 years from issuance
	17,802,500	**0.07**	

(Expressed in Canadian dollars)

The weighted average fair value of the warrants granted during the year ended 30 April 2015 was estimated at $31,920, or $0.01596 per warrant (2014: $186,944, or $0.01183 per warrant) at the grant date using the Black-Scholes Option Pricing Model. The weighted average assumptions used for the calculation were:

	For the year ended 30 April 2015 $	For the year ended 30 April 2014 $
Risk free interest rate	**1.06%**	1.045%
Expected life	**2 years**	2 years
Expected volatility	**222.92%**	138.89%
Expected dividend per share	**-**	-

Subsequent to the year ended 30 April 2015, all of the Company's share purchase warrants were cancelled (Notes 16 and 17).

10. TAXES

10.1 Provision for income taxes

	For the year ended 30 April 2015 $	For the year ended 30 April 2014 $
Loss before tax	**(39,293)**	(28,612)
Statutory tax rate	**26.00%**	26.00%
Expected tax recovery	**(10,216)**	(7,439)
Non-deductible items	**74**	2,120
Change in enacted tax rates	**-**	-
Tax recovery for the year	**10,142**	5,319

10.2 Deferred tax balances

The tax effects of temporary differences that give rise to future income tax assets and liabilities are as follows:

As at 30 April	**2015 $**	2014 $
Tax loss carry-forwards	**17,730**	7,588
Exploration and evaluation properties	**(18,876)**	(18,876)
Deferred tax assets (liabilities)	**(1,146)**	(11,288)

(Expressed in Canadian dollars)

10.3 Expiry dates

The Company's recognized and unrecognized deferred tax assets related to unused tax losses have the following expiry dates:

As at 30 April	2015 $
Non-capital losses	
2033	**8,727**
2034	**20,460**
2035	**39,008**
Total non-capital losses	**68,195**
Total capital losses, no expiry	**-**
Total resource-related deduction, no expiry	**180,747**

11. LOSS PER SHARE

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

	For the year ended 30 April 2015 $	For the year ended 30 April 2014 $
Net loss for the year	**(29,151)**	(23,293)
Weighted average number of shares – basic and diluted	**39,074,622**	21,440,907
Loss per share, basic and diluted	**(0.001)**	(0.001)

The basic loss per share is computed by dividing the net loss by the weighted average number of common shares outstanding during the year/period. The diluted loss per share reflects the potential dilution of common share equivalents, such as outstanding stock options, share purchase warrants and convertible debentures, in the weighted average number of common shares outstanding during the year, if dilutive. All share purchase warrants were anti-dilutive for the years ended 30 April 2015 and 2014.

12. CAPITAL RISK MANAGEMENT

The Company's objectives are to safeguard the Company's ability to continue as a going concern in order to support the Company's normal operating requirements, continue the development and exploration of its mineral properties.

(Expressed in Canadian dollars)

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

As 30 April 2015, the Company's capital structure consists of the equity of the Company (Note 9). The Company is not subject to any externally imposed capital requirements. In order to maximize ongoing development efforts, the Company does not pay dividends.

There were no significant changes in the Company's approach or the Company's objectives and policies for managing its capital.

As at 30 April 2015, the Company's available capital resources, consisting of cash and cash equivalents, total $243,220. As at 30 April 2015, the Company's total liabilities are $5,493. The Company believes that sufficient capital resources are available to support further exploration and development of its mineral properties.

13. FINANCIAL INSTRUMENTS

13.1 Categories of financial instruments

As at 30 April	**2015** **$**	2014 $
FINANCIAL ASSETS		
FVTPL, at fair value		
Cash and cash equivalents	**243,220**	462,399
Receivable, at amortized cost		
Other receivables	**51,441**	-
Total financial assets	**294,661**	462,399
FINANCIAL LIABILITIES		
Other liabilities, at amortized cost		
Trade and other payables	**-**	3,150
Loan payable	**-**	10,000
Total financial liabilities	**-**	13,150

(Expressed in Canadian dollars)

13.2 Fair value

The fair value of financial assets and financial liabilities at amortized cost is determined in accordance with generally accepted pricing models based on discounted cash flow analysis or using prices from observable current market transactions. The Company considers that the carrying amount of all its financial assets and financial liabilities recognized at amortized cost in the financial statements approximates their fair value due to the demand nature or short term maturity of these instruments.

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

- Level 1 fair value measurements are those derived from quoted prices in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1, that are observable either directly or indirectly.
- Level 3 fair value measurements are those derived from valuation techniques that include inputs that are not based on observable market data. As at 30 April 2015 and 2014, the Company does not have any Level 3 financial instruments.

As at 30 April 2015	**Level 1 $**	**Level 2 $**	**Total $**
Financial assets at fair value			
Cash and cash equivalents	**243,220**	**-**	**243,220**
Total financial assets at fair value	**243,220**	**-**	**243,220**

As at 30 April 2014	Level 1 $	Level 2 $	Total $
Financial assets at fair value			
Cash and cash equivalents	462,399	-	462,399
Total financial assets at fair value	462,399	-	462,399

There were no transfers between Level 1 and 2 in the year ended 30 April 2015.

13.3 Management of financial risks

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the sourcing and exploration of mineral properties. The Company does not have any externally imposed capital requirements to which it is subject.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue common shares or dispose of assets or adjust the amount of cash.

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

Credit risk

The Company's credit risk is primarily attributable to cash and receivables. The Company has no significant concentration of credit risk arising from operations. Management believes that the credit risk concentration with respect to financial instruments included in receivables is remote. The Company is not exposed to significant credit risk.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at 30 April 2015, the Company had cash of $243,220 (2014: $462,399) to settle trade payables totaling $5,493 (2014: $13,150). All of the Company's financial liabilities have contractual maturities of 30 days and are subject to normal trade terms.

Foreign exchange risk

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

Interest rate risk

The Company is not exposed to significant interest rate risk.

14. RELATED PARTY TRANSACTIONS

The Company received loans in the amounts of $5,000 on 22 May 2012 and $5,000 on 25 May 2012 from an officer and a director of the Company. The loans bear no interest, are unsecured and are due on demand. During the year ended 30 April 2015, the loan was repaid in full (Note 8).

(Expressed in Canadian dollars)

15. SUPPLEMENTAL CASH FLOW INFORMATION

15.1 Cash payments for interest and taxes

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

	For the year ended 30 April 2015 $	For the year ended 30 April 2014 $
Interest paid	**-**	-
Taxes paid	**-**	-
Total cash payments	**-**	-

On 18 June 2014, the Company issued 250,000 units to settle $5,000 of a loan (Notes 8 and 9).

On 18 June 2014, the Company issued 1,500,000 common shares with a deemed value of $30,000 in connection with a mineral property purchase agreement (Notes 6 and 9).

On 30 November 2014, the Company cancelled 2,000,000 common shares originally issued for total proceeds of $10,000 and reissued 500,000 common shares with a deemed value of $10,000 to the same shareholder (Note 9).

16. COMMITMENTS

As at 30 April 2015, the Company had the following commitments:

On 12 May 2014, the Company signed letters of intent ("LOI") with Auxellence Health Corporation ("Auxellence"), JDF Explorations Inc. ("JDF") and 1010309 B.C. Ltd., a wholly-owned subsidiary of JDF (the "Subsidiary"), whereby the Company will enter into a three-corner amalgamation with JDF and the Subsidiary (the "Amalgamation") for the purposes of listing with a Canadian stock exchange. Pursuant to the Amalgamation, the Company will become a wholly-owned subsidiary of JDF.

On 17 September 2014, a definitive agreement (the "Agreement") related to the Amalgamation was finalized, whereby the Company and the Subsidiary will amalgamate and continue as one corporation named "Juan De Fuca Resources Corp." (the "Resulting Company") by way of the following steps:

- The Company's issued and outstanding common shares will be exchanged for the common shares of JDF on a 1:1 basis.

- The issued and outstanding common shares of the Subsidiary will be exchanged for the common shares of the Resulting Company on a 1:1 basis. The common shares of the Subsidiary will subsequently be cancelled.

- The Company's share purchase warrants will be cancelled and JDF will not be issuing any warrants or other securities to replace the Company's warrants.

- The Resulting Company will be a subsidiary of JDF.

Subsequent to the year ended 30 April 2015, the Company completed the Amalgamation (Note 17).

17. EVENTS AFTER THE REPORTING PERIOD

The following events occurred subsequent to 30 April 2015:

On 11 May 2015, JDF issued 38,552,500 common shares to the shareholders of the Company in exchange for 38,552,500 of their shares in the Company pursuant to the Agreement (Note 16).

On 21 May 2015, the amalgamation between the Company and the Subsidiary was completed. All of the Company's share purchase warrants were cancelled and JDF will not be issuing any warrants or other securities to replace the Company's warrants.

18. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements of the Company for the year ended 30 April 2015 were approved and authorized for issue by the Board of Directors on 23 October 2015.