

BRIGADE RESOURCE CORP.
CONDENSED INTERIM FINANCIAL STATEMENTS
FOR PERIOD ENDED JUNE 30, 2015
(Expressed in Canadian Dollars)

BRIGADE RESOURCE CORP.

CONDENSED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

(Expressed in Canadian Dollars)

(Unaudited)

		For the three months ended June 30, 2015
EXPENSES		
Management fees	\$	2,000
Professional fees		<u>5,375</u>
Loss and comprehensive loss for the period	\$	(7,375)
Basic and diluted loss per common share	\$	(0.74)
Weighted average number of common shares outstanding		10,000

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

BRIGADE RESOURCE CORP.
CONDENSED INTERIM STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)
(Unaudited)

For the three months ended June 30, 2015

CASH FLOWS FROM OPERATING ACTIVITIES

Loss for the period	\$	(7,375)
Changes in non-cash working capital items:		
Receivables		(600)
Accounts payable and accrued liabilities		<u>7,975</u>
		<u>-</u>
Change in cash during the period		-
Cash, beginning of period		<u>10</u>
Cash, end of period	\$	<u>10</u>

There were no significant non-cash transactions for three month period ended June 30, 2015.

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

BRIGADE RESOURCE CORP.

CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY

(Expressed in Canadian Dollars)

(Unaudited)

	<u>Share capital</u>			
	<u>Number</u>	<u>Amount</u>	<u>Deficit</u>	<u>Total</u>
Balance, October 9, 2014 (incorporation)	10	\$ 1	\$ -	\$ 1
Private placements	10,000	10	-	10
Return of capital	(10)	(1)	-	(1)
Loss for the period	-	-	(4,625)	(4,625)
Balance, March 31, 2015	10,000	10	(4,625)	(4,615)
Loss for the period	-	-	(7,375)	(7,375)
Balance, June 30, 2015	10,000	10	(12,000)	(11,990)

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

BRIGADE RESOURCE CORP.

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

June 30, 2015

(Expressed in Canadian Dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN

Brigade Resource Corp. (the "Company") was incorporated on October 9, 2014 in British Columbia under the Business Corporations Act. The Company is in the business of exploring for and evaluating economically viable mineral resource deposits.

The Company's registered address and the records are held at Suite 3403 – 1011 West Cordova Street, Vancouver, BC, V6C 0B2.

The Company's condensed interim financial statements are presented in Canadian dollars.

The Company has not generated revenues from operations. These condensed interim financial statements are prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. As at June 30, 2015, the Company had a negative working capital of \$11,990. The Company has incurred negative cash flows from operations, recorded a loss of \$7,375 for the period ended June 30, 2015, and has a deficit of \$12,000 as at June 30, 2015. The Company's ability to continue on a going concern basis depends on its ability to successfully raise additional financing. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms acceptable to the Company. This material uncertainty may cast significant doubt about the Company's ability to continue as a going concern. These condensed interim financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern.

2. BASIS OF PREPARATION

Statement of Compliance

These condensed interim financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards (collectively "IFRS") as issued by the International Accounting Standards Board ("IASB") and by the International Financial Reporting Interpretations Committee ("IFRIC").

Basis of Presentation

The condensed interim financial statements have been prepared on a historical cost basis except for certain financial assets that are measured at fair value. All dollar amounts presented are in Canadian dollars unless otherwise specified, which is the functional currency of the Company.

Use of Estimates and Judgments

The preparation of these condensed interim financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the period. Actual results could differ from these estimates.

Critical Accounting Estimates

The determination of income tax is inherently complex and requires making certain estimates and assumptions about future events. While income tax filings are subject to audits and reassessments, the Company has adequately provided for all income tax obligations. However, changes in facts and circumstances as a result of income tax audits, reassessments, jurisprudence and any new legislation may result in an increase or decrease in our provision for income taxes.

Critical Accounting Judgments

The carrying value and recoverability of exploration and evaluation assets requires management to make certain estimates, judgments and assumptions about each project. Management considers the economics of the project, including the latest resources prices and the long-term forecasts, and the overall economic viability of the project.

BRIGADE RESOURCE CORP.

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

June 30, 2015

(Expressed in Canadian Dollars)

2. BASIS OF PREPARATION *(cont'd...)*

Use of Estimates and Judgments *(cont'd...)*

Critical Accounting Judgments (cont'd...)

From time to time, certain claims, suits, and complaints may arise in the ordinary course of operations against the Company which require management to make certain estimates, judgments, and assumptions about the suit. In the opinion of management, any provisions related to such claims, if any, will be accrued when the claims meet the recognition criteria for contingent liabilities. Management is not aware of any material contingent liabilities which require recording in the condensed interim financial statements.

New standard not yet adopted

The following new standards, amendments to standards and interpretations have been issued but are not effective during the period ended June 30, 2015:

IFRS 9	New financial instruments standard that replaces IAS 39 for classification and measurement of financial assets(i)
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- (i) Effective for annual periods beginning on or after January 1, 2018

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

3. PLAN OF ARRANGEMENT

Voltaire Services Corp.

On November 20, 2014, the Company entered in to a plan of arrangement with Brigadier Exploration Corp. ("Brigadier") and Voltaire Services Corp. ("Voltaire"), a company with a common CEO and Director, to sell all of the issued and outstanding shares of the company.

The total purchase price was \$13,000, \$5,000 of which was paid by Brigadier to Voltaire on signing of the agreement. In addition, the Company and Brigadier will exchange securities on a 1:1 basis. Voltaire will issue 1,000 of its common shares and receive 400,000 common shares of the Company.

4. SHARE CAPITAL AND RESERVES

- a) Authorized share capital

Unlimited number of common and preferred shares without par value.

- b) Issued share capital

There were no common shares issued during the three month period ended June 30, 2015.

During the period from incorporation on October 9, 2014 to March 31, 2015, the Company:

- Completed a non-brokered private placement with Voltaire Service Corp. by issuing 10,000 common shares at a price of \$0.001 per common share for total proceeds of \$10.

- b) Stock options and warrants

There are no issued or outstanding stock options or warrants as of June 30, 2015.

BRIGADE RESOURCE CORP.

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

June 30, 2015

(Expressed in Canadian Dollars)

5. RELATED PARTY TRANSACTIONS

Key management personnel comprise of the Chief Executive Officer, Directors of the Company, Voltaire Service Corp., and a company with a common CEO and Director.

6. SEGMENTED INFORMATION

The Company operates in one industry segment, the mining industry, and one geographical segments, Canada.

7. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Financial Instruments

Cash is carried at fair value using a level 1 fair value measurement. The carrying value of accounts payable and accrued liabilities approximate their fair value because of the short-term nature of these instruments.

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values.

Financial risk factors

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations associated with its financial liabilities. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at June 30, 2015, the Company had a cash balance of \$10 to settle current liabilities of \$12,600.

There can be no assurance the Company will be able to obtain required financing in the future on acceptable terms. The Company anticipated it will need additional capital in the future to finance on-going exploration of its properties, such capital to be derived from the exercise of outstanding warrants and the completion of other equity financings.

The Company has limited financial resources, has no source of operating income and has no assurance that additional funding will be available to it for future exploration and development of its projects, although the Company has been successful in the past in financing its activities through the previously mentioned financing activities. The ability of the Company to arrange additional financing in the future will depend, in part, on the prevailing capital market conditions and exploration success. In recent years, the securities markets have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that continual fluctuations in price will not occur. Any quoted market for the common shares may be subject to market trends generally, notwithstanding any potential success of the Company in creating revenue, cash flows or earnings.

Credit risk

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its liquid financial assets including cash. The Company limits exposure to credit risk on liquid financial assets through maintaining its cash with high-credit quality financial institutions.

BRIGADE RESOURCE CORP.

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

June 30, 2015

(Expressed in Canadian Dollars)

7. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (cont'd...)

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. The Company does not have a practice of trading derivatives.

a) Interest rate risk

The Company's financial assets exposed to interest rate risk consist of cash and restricted cash. The Company's current policy will be to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. As at June 30, 2015, the Company did not have any investments in investment-grade short-term deposit certificates.

b) Price risk

The resource industry is heavily dependent upon the market price of the resources being extracted. There is no assurance that, even if commercial quantities of resources are discovered, a profitable market will exist for their sale. There can be no assurance that mineral prices will be such that the Company's properties can be extracted at a profit. Factors beyond control of the Company may affect the marketability of any resources discovered. The price of oil has experienced volatile and significant price movements over short periods of time, and is affected by numerous factors beyond the Company's control. The Company closely monitors commodity prices, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

8. CAPITAL MANAGEMENT

The Company considers capital to be the elements of shareholders' equity. The Company's primary objectives in capital management are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and to maintain sufficient funds to finance the exploration and development of its mineral property interests. The Company manages its capital structure to maximize its financial flexibility making adjustments to it in response to changes in economic conditions and the risk characteristics of the underlying assets and business opportunities. The Company does not presently utilize any quantitative measures to monitor its capital and is not subject to externally imposed capital requirements.

9. SUBSEQUENT EVENT

PLAN OF ARRANGEMENT

On July 6, 2015, the Company entered into an Arrangement Agreement with Voltaire Services Corp. ("Voltaire") and Brigadier Exploration Corp. ("Brigadier"). Voltaire is a reporting issuer in the provinces of Alberta and British Columbia.

On July 6, 2015, the shareholders of the Company, Brigadier and Voltaire executed the Arrangement as follows:

- a) Brigadier acquired all of the issued and outstanding common shares of the Company from Voltaire for consideration of the Purchase Price of \$12,000 on the Closing of the Plan of Arrangement (the "Purchase Shares");
- b) Brigadier and the Company exchanged securities on 1:1 basis, such that 25,070,000 common shares of Brigadier were exchanged by their holders for 25,070,000 common shares of the Company;
- c) Voltaire and the Company exchanged securities on a 1:400 basis, such that Voltaire issued 1,000 common shares to the Company and the Company issued 400,000 common shares to Voltaire (collectively, the "Exchange Shares"); and
- d) The Exchange Shares were then distributed to the Voltaire shareholders as of the record date on a pro rata basis.

BRIGADE RESOURCE CORP.

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

June 30, 2015

(Expressed in Canadian Dollars)

9. SUBSEQUENT EVENT *(cont'd ...)*

PLAN OF ARRANGEMENT *(cont'd ...)*

Following completion of the Arrangement Agreement, the Company became a reporting issuer.

As a result of the Arrangement Agreement, the former shareholders of Brigadier, for accounting purposes, are considered to have acquired control of the Company.