Crestview Exploration Inc.
Consolidated Financial Statements
For the years ended November 30, 2019 and 2018

Independent Auditor's Report

To the Shareholders of Crestview Exploration Inc.:

Opinion

We have audited the consolidated financial statements of Crestview Exploration Inc. and its subsidiary (the "Company"), which comprise the consolidated statements of financial position as at November 30, 2019 and November 30, 2018, and the consolidated statements of loss and comprehensive loss, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at November 30, 2019 and November 30, 2018, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audits in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audits of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2 in the consolidated financial statements, which indicates that the Company incurred a net loss and comprehensive loss of \$280,682 during the year ended November 30, 2019 and, as of that date, the Company's current liabilities exceeded its current assets by \$15,498 and it had an accumulated deficit of \$945,748. As stated in Note 2, these events or conditions, along with other matters as set forth in Note 2, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

Management is responsible for the other information. The other information comprises Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audits of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits or otherwise appears to be materially misstated. We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the 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.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.



Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audits and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Anand Beejan.

Montréal, Québec

March 23, 2020

MNP SENCRL, SFI



Crestview Exploration Inc.

For the years ended November 30, 2019 and 2018

	Page
Auditors' Report	
Consolidated Financial Statements	
Consolidated Statements of Financial Position	1
Consolidated Statements of Loss and Comprehensive Loss	2
Consolidated Statements of Changes in Equity	3
Consolidated Statements of Cash Flows	4
Notes to the Consolidated Financial Statements	5

Crestview Exploration Inc. Consolidated Statement of Financial Position

	As at November 30, 2019 \$	As at November 30, 2018 \$
Assets	,	<u> </u>
Current		
Cash and cash equivalents (Note 6)	16,667	233,582
Share subscription receivable (Note 8)	-	400
Sales Tax Receivable	15,645	-
Other Receivables	3,292	59
Non-Current	35,604	234,041
Exploration and evaluation assets (Note 7)	490,258	374,484
Total Assets	525,862	608,525
Liabilities Current		
Accounts payable and accrued liabilities	44,875	31,033
Shareholder loan (Note 12)	6,227	-
otal Liabilities	51,102	31,033
Equity Share Capital		
Common shares (Note 8)	1,139,352	823,677
Shares to be issued (Note 8)	-	150,000
Warrants	255,607	228,231
Contributed surplus	25,549	25,549
Deficit	(945,748)	(649,965)
Total Equity	474,760	577,492
Total Liabilities and Equity	525,862	608,525

Going Concern (Note 2)

Commitments (Note 16)

Subsequent Events (Note 17)

Approved on behalf of the Board

Director

Dimitrios Liakopoulos

Crestview Exploration Inc. Consolidated Statement of Loss and Comprehensive Loss

	Year ended November 30, 2019	Year ended November 30, 2018
	\$	\$
Operating expenses		
Professional fees	195,081	133,141
Business taxes and licenses	19,300	1,531
Filing Fees	19,105	-
IT Expenses	18,540	1,644
Meals and entertainment	17,991	12,857
Travel	10,349	15,904
Insurance	1,364	-
Rental	1,250	1,154
Interest and bank charges	761	746
General Expenses	346	-
Share-based compensation	-	377,466
Management fees	-	40,000
Operating Loss	284,087	584,443
Other Income	5,500	_
Foreign exchange gain (loss)	(2,095)	1,932
	3,405	1,932
Net loss and comprehensive loss for the year	280,682	582,511
Basic and diluted loss per share (Note 10)	(0.03)	(0.08)

Crestview Exploration Inc. Consolidated Statement of Changes in Equity For the years ended November 30, 2019 and November 30, 2018

	No of Shares	Share capital	Share capital to be issued	Warrants	Contributed surplus	Deficit	Total equity
		\$	\$	\$	\$	\$	\$
Balance at November 30, 2017	6,338,564	178,203	150,000	125,623	<u> </u>	(67,454)	386,372
Net loss and comprehensive loss for							
the year -		-	-	-	-	(582,511)	(582,511
Issuance of units (Note 8)	998,312	293,557	-	102,608		-	396,165
Share-based payments (Note 9)	1,600,000	351,917			25,549		377,46
Balance at November 30, 2018	8,936,876	823,677	150,000	228,231	25,549	(649,965)	577,49
Net loss and comprehensive loss for the year -	-	-	-	-	-	(280,682)	(280,682
Issuance of units (Note 8)	3,529,500	334,424	(150,000)	27,376	-	-	211,800
Repurchase of Share units (Note 8)	(375,000)	(18,749)	-	-	-	(15,101)	(33,850)
Balance at November 30, 2019	12,091,376	1,139,352	_	255,607	25,549	(945,748)	474,76

Crestview Exploration Inc. Consolidated Statement of Cash Flows For the Years ended November 30, 2019 and November 30, 2018

	2019	2018	
	\$	5	
OPERATING ACTIVITIES			
Net loss	(280,682)	(582,511	
Adjustments for non-cash items: Share-based payments	-	377,466	
Changes in non-cash working capital items			
Share subscription receivable	400	(459)	
Other Receivables	(18,878)		
Accounts payable and accrued liabilities	15,279	(20,401)	
Cashflows used by Operating Activities	(283,881)	(225,905)	
INVESTING ACTIVITIES			
Increase in exploration and evaluation assets	(117,211)	(85,504)	
Cashflows used by Investing Activities	(117,211)	(105,905)	
FINANCING ACTIVITIES			
Proceeds from Shareholder Loan	6,227	-	
Repurchase of Share Units	(33,850)	-	
Proceeds from issuance of units	211,800	396,165	
Cashflows from Financing Activities	184,177	396,165	
Increase / (Decrease) in cash and cash equivalents	(216,915)	84,756	
Cash and cash equivalents, beginning of the year	233,582	148,826	
Cash and cash equivalents, end of the year	16,667	233,582	
Supplementary cash flow information			
Interest paid	761	746	

For the years ended November 30, 2019 and November 30, 2018

1. Statement of incorporation and nature of activities

Crestview Exploration Inc. (the "Company"), incorporated under the Business Corporations Act of Canada on August 30, 2017, is involved in the process of exploring, evaluating and promoting its gold properties and other projects. The Company is domiciled in Canada. The address of the Company's registered office is 330 5th Avenue SW, Calgary, AB, T2P 0L3. The Company's shares are currently traded on the Canadian Securities Exchange ("CSE") under the symbol "CRS" and are also listed on the Börse Frankfurt stock exchange ("Frankfurt") with the ticker symbol "CE7"

The consolidated Financial Statements include a wholly subsidiary in the United States of America, Crestview LLC, that is not under operation. The Company's consolidated financial statements represent those of the parent company and its subsidiary as at December 31, 2018 and December 31, 2017. The Company's subsidiary has a reporting date of Dec 31,

2. Basis of presentation

Statement of compliance and going concern

These consolidated financial statements have been prepared in accordance with International Financing Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB") and the basis of the going concern assumption, meaning the Company will be able to realize its assets and discharge its liabilities in the normal course of operations. The Company's ability to continue as a going concern depends upon its ability to obtain necessary financing to fund its prospection operations, its projects and continued support of suppliers and creditors.

The Company's ability to raise enough financing to meet these objectives cannot be determined at this time. The Company's business involves a high degree of risk and there is no assurance that the Company will be successful in discovering economically recoverable deposits on its mineral properties. Furthermore, the Company has not yet generated any income or cash flows from its operations and there is no assurance that the business will be profitable in the future.

	November 30, 2019	November 30, 2018	
	\$	\$	
Net Loss and Comprehensive Loss for the year	280,682	582,511	
Deficit	(945,748)	(649,965)	
Working Capital	(15,498)	203,008	

These material uncertainties cast significant doubt regarding the Company's ability to continue as a going concern. The carrying amounts of assets, liabilities and expenses presented in the consolidated financial statements and the classification used in the consolidated financial statements have not been adjusted as would be required if the going concern assumption was not appropriate. Those adjustments could be material. Management routinely plans future activities including forecasting cash flows. Management has reviewed their plan with the Directors and has collectively formed a judgment that the Company has adequate resources to continue as a going concern for the foreseeable future, which Management and the Directors have defined as being at least the next 12 months from the date of the financial position.

Approval of Consolidated Financial Statements

These consolidated financial statements were approved for issuance by the Board of Directors on March 23, 2020.

3. Significant accounting policies

The consolidated financial statements are prepared using the significant accounting policies described in the present note. These methods have been applied consistently to all periods presented in these consolidated financial statements.

Basis of measurement

The consolidated financial statements have been prepared on a historical cost basis.

Foreign currency translation

Functional and presentation currency

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

For the years ended November 30, 2019 and November 30, 2018

3. Significant accounting policies (continued from previous page)

Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency, using the exchange rates prevailing at the dates of the transactions (spot exchange rates). Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items denominated in foreign currency at year-end exchange rates recognized in profit or loss.

Non-monetary items are not re-translated at year-end and are measured at historical cost (translated using the exchange rates at the transaction date), except for non-monetary items measured at fair value which are translated using the exchange rates at the dates when fair value was determined.

Segment disclosure

The Company presents and discloses segmental information based on information that is regularly reviewed by the chief operating decision-maker, i.e. the President and the Board of Directors.

The Company has determined that it has only one operating segment, the sector of exploration and evaluation of mineral resources. All its exploration and evaluation assets are located in the United States.

Financial Instruments:

As a result of the adoption of IFRS 9, the Company has changed its accounting policy for financial instruments retrospectively, for ones that were recognized at the date of application, which was December 1, 2018. The change did not impact the carrying value of any financial instruments on this date.

a) Classification

In implementing IFRS 9, the Company updated the financial instruments classification within its accounting policy. The following table shows the original classification under IAS 39 and the new classification under IFRS 9:

Financial Assets/Liabilities	Original classification under IAS 39	New classification under IFRS 9
Cash and cash equivalents	Loans and receivables at amortized cost	Financial asset at amortized cost
Share subscription receivable	Loans and receivables at amortized cost	Financial asset at amortized cost
Other receivables	Loans and receivables at amortized cost	Financial assets at amortized cost
Accounts payable and accrued liabilities	Other financial liabilities at amortized cost	Financial liabilities at amortized cost
Shareholder Loans	Other financial liabilities at amortized cost	Financial liabilities at amortized cost

The Company determines the classification of financial assets at initial recognition. The classification of its instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading (including all equity derivative instruments) are classified as fair value through profit and loss ("FVTPL"). For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument- by-instrument basis) to designate them at fair value through other comprehensive income ("FVTOCI"). Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or the Company has opted to measure them at FVTPL.

b) Measurement

Financial assets and liabilities at amortized cost:

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment.

For the years ended November 30, 2019 and November 30, 2018

3. Significant accounting policies (continued from previous page)

Financial assets and liabilities at FVTPL:

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the statements of net loss and comprehensive loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the statements of net loss and comprehensive loss in the period in which they arise. Where Company has opted to recognize a financial liability at FVTPL, any changes associated with the Company's own credit risk will be recognized in other comprehensive income (loss).

c) Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to twelve month expected credit losses. The Company recognizes an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

Fair value hierarchy

Financial assets and liabilities measured at fair value in the statement of financial position are grouped into three levels of fair value hierarchy. The three levels are defined based on the observability of the significant inputs to the measurement, as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and,
- Level 3: unobservable inputs for the assets or liabilities.

Cash and cash equivalents

Cash and cash equivalents comprise cash in bank and demand deposits that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

Exploration and evaluation expenditures and exploration and evaluation asset

Exploration and evaluation expenditures are costs incurred in the course of initial search for mineral resources before the technical feasibility and commercial viability of extracting a mineral resource are demonstrable. Costs incurred before the legal right to undertake exploration and evaluation activities are recognized in profit or loss when they are incurred.

Once the legal right to undertake exploration and evaluation activities has been obtained, all costs of acquiring mineral rights or options to acquire such rights (option agreement), expenses related to the exploration and evaluation of mining properties, less refundable tax credits related to these expenses, are recognized as exploration and evaluation assets.

Whenever a mining property is considered no longer viable, or is abandoned, the capitalized amounts are written down to their recoverable amounts; the difference is then immediately recognized in profit or loss.

When technical feasibility and commercial viability of extracting a mineral resource are demonstrable, exploration and evaluation assets related to the mining property are transferred to property and equipment in Mining assets under construction. Before the reclassification, exploration and evaluation assets are tested for impairment and any impairment loss is recognized in profit or loss before reclassification.

Although the Company has taken steps to verify title to the mining properties in which it hold an interest in accordance with industry practices for the current stage of exploration and development of such properties, these procedures do not guarantee the validity of the Company's titles. Title to property may be subject to unregistered prior agreements and non-compliance with regulatory requirements.

To date, neither the technical feasibility nor the commercial viability of extracting a mineral resource has been demonstrated.

For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating units). As a result, some assets are tested individually for impairment and some are tested at a cash-generating unit level.

For the years ended November 30, 2019 and November 30, 2018

3. Significant accounting policies (continued from previous page)

Whenever events or changes in circumstances indicate that the carrying amount may not be recoverable, an asset or cashgenerating unit is reviewed for impairment.

Impairment reviews for exploration and evaluation assets are carried out on a project by project basis, with each project representing a potential single cash-generating unit. An impairment review is undertaken when indicators of impairment arise, but typically when one of the following circumstances apply:

- a) the right to explore the areas has expired or will expire in the near future with no expectation of renewal;
- b) no further exploration or evaluation expenditures in the areas are planned or budgeted;
- c) no commercially viable deposits have been discovered, and the decision has been made to discontinue exploration in the area:
- d) sufficient work has been performed to indicate that the carrying amount of the expenditure carried as an asset will not be fully recovered.

Additionally, when technical feasibility and commercial viability of extracting a mineral resource are demonstrable, the exploration and evaluation assets of the related mining property are tested for impairment before these items are transferred to property and equipment.

An impairment loss is recognized in profit or loss for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount. The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less cost to sell and its value in use.

An impairment loss is reversed if the asset's or cash-generating unit's recoverable amount exceeds its carrying amount.

Equity

Share capital

Share capital represents the amount received on the issue of shares, less issuance costs, net of any underlying income tax benefit from these issuance costs. In addition, if shares were issued as consideration for the acquisition of a mineral property or some other form of non-monetary assets, they are measured at their fair value according to the price of the most recent share issue of the Company or ,after the Company being listed, their fair value according to the quoted price on the of the conclusion of the agreement.

Unit placements

Proceeds from unit placements are allocated between shares and warrants issued using the residual method. Proceeds are first allocated to the more easily measurable component based on fair value and then the residual value, if any, to the less easily measurable component.

Warrants

Warrants that have been issued in combination with common shares are accounted for under IAS 32, *Financial instruments: Presentation*. Equity classification applies to instruments where a fixed amount of cash (or liability) denominated in the issuer's functional currency is exchanged for a fixed amount of shares.

In calculating the value of warrants, the Company used the Black Scholes option model which incorporates the following inputs: the Company's stock price, expected life of the warrant, volatility of the Company's stock price, dividend yield and the risk-free interest rate.

Other elements of equity

Contributed surplus includes charges related to stock options and warrants until such stock options and warrants are exercised. Deficit includes all current and prior period retained profits and losses.

Share-based payments

Stock options plan

The Company operates an equity-settled share-based payment plan for its eligible directors, officers, and employees. The Company's plan does not feature any options for a cash settlement.

For the years ended November 30, 2019 and November 30, 2018

3. Significant accounting policies (continued from previous page)

All goods and services received in exchange for the grant of any share-based payments are measured at their fair values, unless that fair value cannot be estimated reliably. If the Company cannot estimate reliably the fair value of the goods or services received, the Company measures their value indirectly by reference to the fair value of the equity instruments granted. For the transactions with employees and others providing similar services, the Company measures the fair value of the services received by reference to the fair value of the equity instruments granted.

All equity-settled share-based payments (except equity-settled share-based payments to brokers) are ultimately recognized as an expense in loss or capitalized as an exploration and evaluation asset, depending on the nature of the payment with a corresponding credit to Contributed surplus, in equity. Equity-settled share-based payments to brokers, in respect of an equity financing are recognized as issuance costs of the equity instruments with a corresponding credit to Contributed surplus, in equity.

If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of stock options expected to vest. Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. Estimates are subsequently revised if there is any indication that the number of stock options expected to vest differs from previous estimates. Any cumulative adjustment prior to vesting is recognized in the current period. No adjustment is made to any expense recognized in prior period if stock options ultimately exercised are different to that estimated on vesting.

Upon exercise of stock options, the proceeds received net of any directly attributable transaction costs are recorded as share capital. The accumulated charges related to the stock options recorded in contributed surplus are then transferred to share capital.

Basic and diluted loss per share

Basic loss per share is calculated by dividing net loss attributable to common equity holders of the Company by the weighted average number of common shares outstanding during the reporting period. Diluted earnings per share is calculated by adjusting the weighted average number of shares outstanding to assume conversion of all potentially dilutive share equivalents, such as stock options warrants and restricted share units.

When a loss is incurred during a period, basic and diluted loss per share are the same because the exercise of share equivalents is then considered to be anti-dilutive.

Income taxes

Tax expense recognized in profit or loss comprises the sum of deferred and current tax not recognized in other comprehensive income (loss) or directly in equity.

Current tax assets and/or liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting periods, that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the consolidated financial statements. Calculation of current tax is based on tax rates and laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. However, deferred tax is not provided on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit. Deferred tax on temporary differences associated with shares in subsidiaries and associates is not provided if reversal of these temporary differences can be controlled by the Company and it is probable that the reversal will occur in the foreseeable future.

Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realization, provided they are enacted or substantively enacted by the end of the reporting period. Deferred tax liabilities are always provided for in full. Deferred tax assets are recognized to the extent that it is probable that they will be able to be utilized against future taxable income.

Deferred tax assets and liabilities are offset only when the Company has a right and intention to set off current tax assets and liabilities from the same taxation authority.

Changes in deferred tax assets or liabilities are recognized as deferred tax expense in profit or loss, except where they relate to items that are recognized in other comprehensive income or directly in equity, in which case the related deferred tax is also recognized in other comprehensive income or equity, respectively.

For the years ended November 30, 2019 and November 30, 2018

4. Future accounting policies

At statement date, several new standards, amendments to standards and interpretations have been issued but are not yet effective. Accordingly, they have not been applied in preparing these consolidated financial statements. The Company is currently assessing the impact that these standards will have on the audited consolidated financial statements.

The standards issued but not yet effective that are expected to be relevant to the Company's consolidated financial statements are provided below. Certain other new standards and interpretations have been issued but are not expected to have a material impact on the Company's consolidated financial statements.

Management anticipates that the pronouncements will be adopted in the Company's accounting policies for the first period beginning after the effective date of each pronouncement. Information on new standards, amendments and interpretations that are expected to be relevant to the Company's consolidated financial statements is provided below. Certain other new standards and interpretations have been issued but are not expected to have an impact on the Company's consolidated financial statements and are not listed.

IFRS 16 - Leases

In January 2016, the IASB published IFRS 16 – Leases, which will replace IAS 17 – Leases. This IFRS eliminates the classification as an operating lease and requires lessees to recognise a right-of-use asset and a lease liability for all leases with exemptions permitted for short-term leases and leases of low value assets. In addition, IFRS 16 changes the definition of a lease, sets requirements on how to account for the asset and liability, including complexities such as non-lease elements, variable lease payments and options periods, changes the accounting for sale and leaseback arrangements, largely retains IAS 17's approach to lessor accounting and introduces new disclosure requirements. IFRS 16 is effective for annual reporting periods beginning on or after January 1, 2019 with early application permitted in certain circumstances. As of December 1, 2019, the Company has adopted IFRS 16 and has concluded that, based on its current operations, the adoption of IFRS 16 had no significant impact on the Company's consolidated. financial statements.

IFRIC 23 - Uncertainty Over Income Tax Treatments

Issued by the IASB in June 2017 and provides guidance as to when it is appropriate to recognize a current tax asset when the taxation authority requires an entity to make an immediate payment related to an amount in dispute. This interpretation applies for annual reporting periods beginning on or after January 1, 2019. The Company intends to adopt the interpretation in its consolidated financial statements for the annual period beginning on December 1, 2019. The Company is currently in the process of assessing the impact of IFRC 23 on its consolidated financial statements.

5. Judgments, estimates and assumptions

The preparation of the Company's consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the reporting date. However, uncertainties about these assumptions and estimates could result in outcomes that would require a material adjustment to the carrying amount of the asset or liability affected in the future.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amount recognized in the consolidated financial statements.

Judgments

Going concern

The evaluation of the Company's ability to continue as a going concern, to raise additional financing in order to cover its operating expenses and its obligations for the incoming year requires significant judgment based assumptions including the probability that future events are considered reasonable according to the circumstances. Please refer to Note 2 for further information.

Impairment of exploration and evaluation assets

Determining if there are any facts and circumstances indicating impairment loss or reversal of impairment losses is a subjective process involving judgement and a number of estimates and interpretations in many cases.

For the years ended November 30, 2019 and November 30, 2018

5. Judgments, estimates and assumptions (continued from previous page)

When an indication of impairment loss or a reversal of an impairment loss exists, the recoverable amount of the individual asset or the cash-generating units must be estimated. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs must be determined.

In assessing impairment, the Company must make some estimates and assumptions regarding future circumstances, in particular, whether an economically viable extraction operation can be established, the probability that the expenses will be recovered from either exploitation or sale when the activities have not reached a stage that permits a reasonable assessment of the existence of reserves, the Company's capacity to obtain financial resources necessary to complete the evaluation and development and to renew permits. Estimates and assumptions may change if new information become available. If, after expenditure is capitalized, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalized is written off in profit or loss in the period when the new information becomes available.

The impairment loss of the exploration and evaluation assets recognized in profit or loss amounts to \$nil for the 12 months ended November 30, 2019 (2018: \$nil). No reversal of impairment losses has been recognized for the reporting period.

Management judged that there are no indications of impairment required on the Rock Creek Prospect.

Recognition of deferred tax assets and measurement of income tax expense

Management continually evaluates the likelihood that its deferred tax assets could be realized. This requires management to assess whether it is probable that sufficient taxable income will exist in the future to utilize these losses within the carry-forward period. By its nature, this assessment requires significant judgement. To date, management has not recognized any deferred tax assets.

Estimation uncertainty

Share-based payments and warrant valuation

The estimation of share-based payment costs requires the selection of an appropriate valuation model and consideration as to the inputs necessary for the valuation model chosen. The model used by the Company is the Black Scholes valuation model. For the significant inputs in the Black Scholes option pricing model, management made the following assumptions:

- Underlying stock price: Set the stock price based on the equity offering from non-brokered private placements at or near the grant date of the options.
- Underlying stock price volatility: Based on historical data of comparable publicly traded companies in the mining industry.
- Expected life: Given the limited history of the stock option plan and the Company, setting expected life was inherently subjective.

Additionally, management is required to make an estimate of future forfeitures at the time of each grant and reduce the share- based payment accordingly. This was also inherently subjective due to the limited history of the Company.

6. Cash and cash equivalents

Cash and cash equivalents are made up of the following:

	November 30, 2019 \$	November 30, 2018 \$
Cash	15,257	230,475
Cash held in trust	1,410	3,107
	16,667	233,582

For the years ended November 30, 2019 and November 30, 2018

7. Exploration and evaluation (E&E) assets

Exploration and evaluation assets, including the costs of acquiring licenses and directly attributable general and administrative costs, initially are capitalized as exploration and evaluation assets. The costs are accumulated by property pending the determination of technical feasibility and commercial viability. Pre-license costs are expensed when incurred. Pre-exploration costs are expensed unless it is considered probable that they will generate future economic benefits. The recoverability of amounts shown for exploration and evaluation assets is dependent upon the ability of the Company to obtain financing to complete the exploration and development of its mineral resource properties, the existence of economically recoverable reserves and future profitable production, or alternatively, upon the Company's ability to recover its costs through a disposition of its mineral resource properties. The amounts shown for exploration and evaluation assets do not necessarily represent present or future value. Changes in future conditions could require a material change in the amount recorded for exploration and evaluation assets.

The technical feasibility and commercial viability of extracting a mineral resource from a property is considered to be determinable when proved and/or probable reserves are determined to exist, and the necessary permits have been received to commence production. A review of each property is carried out at least annually. Upon determination of technical feasibility and commercial viability, exploration and evaluation assets are first tested for impairment and then reclassified to property, plant and equipment and/or intangibles or expensed to the statement of loss and comprehensive loss to the extent of any impairment.

Exploration and evaluation assets are made up of the following:

	2019 \$	2018 \$
Mining Claims	*	Ψ
Opening Balance	306,152	275,430
Acquisitions and claims maintenance	18,376	30,722
Closing Balance	324,528	306,152
Exploration		
Opening Balance	68,332	-
Additions during the Year	97,398	68,332
Closing Balance	165,730	68,332
Total Exploration and Evaluation Assets		
Opening Balance	374,484	275,430
Additions during the Year	115,774	99,054
Closing Balance	490,258	374,484

Rock Creek Prospect - Elko County, Nevada

The Rock Creek property is comprised of 74 unpatented lode claims, located approximately 12 miles northwest of the old mining town of Tuscarora, in Elko County, Nevada, United States. The claims lie on BLM administered lands. The Company obtained this exploration property on September 19, 2017. Consideration for the property consisted of \$125,430 CDN (\$100,000 US) cash and 3,000,000 common shares valued at \$0.05, for a total of \$150,000, to be issued when the shares of the Company are listed on a recognized stock exchange by way of an initial public offering or any other similar type of going public transaction. The price of the shares was determined using the price of 4,876,000 share issued on September 22, 2017. During the year ended November 30, 2019, the Company issued 3,000,000 common shares valued at \$0.05 per share.

For the years ended November 30, 2019 and November 30, 2018

8. Share capital

a) Capital stock

The capital stock of the Company consists only of fully paid common shares, except for the amount presented in share subscriptions receivable for an amount of \$nil (2018: \$400).

Authorized

- Unlimited number of common shares, without par value, voting and participating.
- Unlimited number of preferred shares, without par value, non-participating. The directors will define the rights, privileges, restrictions and conditions of these shares upon issuance.

b) Issued

Year ended November 30, 2018:

During the year ended November 30, 2018, the Company closed non-brokered private placements of 2,598,312 units (including 1,600,000 units that gave rise to a share-based payment – See Note 9), consisting of one common share and one- or one-half common share purchase warrant, at prices ranging between \$0.03 and \$0.40 for total proceeds of \$396,165.

Year ended November 30, 2019

During the year the Company closed non-brokered private placements of 529,500 units, consisting of one common share and one-half common share purchase warrant, at \$0.40 for total proceeds of \$211,800. The Company also issued 3,000,000 shares as described in Note 7 above.

c) Repurchased

During the year, the Company repurchased 375,000 shares for \$33,850 (USD 25,000) from Kingsmere Mining Ltd.

d) Equity reserve - Warrants

As previously noted under part (b), the Company issued one or one-half warrant for each unit, or, 264,750 warrants during the year (2018: 2,157,906 warrants). Each warrant is exercisable into one common share at a price of \$0.60 (2018: price ranging between \$0.10 and \$0.60).

Details of common share purchase warrants outstanding are as follows:

	Novemb	Nove	mber	30, 2018	
	Number of	Number of Weighted average Number of			Weighted average
	Warrants	exercise price	Warrants		exercise price
Outstanding - beginning of period	8,496,470	\$0.14	6,338,564	\$	0.10
Granted	264,750	\$0.60	2,157,906	\$	0.23
Exercised	-	-	-		-
Expired	(5,938,564)	\$0.11			-
Outstanding - end of period	2,822,656	\$0.24	8,496,470		\$0.14

For the years ended November 30, 2019 and November 30, 2018

8. Share capital (continued from previous page)

As at November 30, 2019, the following share purchase warrants were outstanding:

_	As at November 30, 2	019		As at November 3	0, 201	8
Expiry	Number of	E	xercise	Number of	E	xercise
date	Warrants		price	Warrants		price
September 2019	-		-	5,076,000	\$	0.10
October 2019	-		-	800,000	\$	0.10
November 2019	-		-	462,564	\$	0.17
December 2019	720,000	\$	0.10	320,000	\$	0.10
January 2020	4,200	\$	0.60	4,200	\$	0.60
February 2020	1,311,250	\$	0.11	1,311,250	\$	0.11
April 2020	50,000	\$	0.60	50,000	\$	0.60
June 2020	160,250	\$	0.60	160,250	\$	0.60
July 2020	89,125	\$	0.60	89,125	\$	0.60
August 2020	12,375	\$	0.60	12,375	\$	0.60
September 2020	147,750	\$	0.60	147,750	\$	0.60
October 2020	14,100	\$	0.60	14,100	\$	0.60
November 2020	37,606	\$	0.60	37,606	\$	0.60
December 2020	500	\$	0.60	-	\$	-
January 2021	38,375	\$	0.60	11,250	\$	0.60
February 2021	23,875	\$	0.60	-	\$	-
March 2021	210,750	\$	0.60	-	\$	-
April 2021	2,500	\$	0.60	-	\$	-
	2,822,656	\$	0.24	8,496,470	\$	0.14

The fair value of one warrant at the date of the closing was estimated at \$0.184 (2018: estimate ranged between \$0.01 and \$0.17), based on the following key assumptions:

Warrants Reserve	nts Reserve Year ended November 30, 2019	
Exercise Price	\$0.60	\$0.10-\$0.60
Expected Life	2 years	2 years
Dividend Yield	\$nil	\$nill
	81.6%	146%
Volatility Risk Free Interest Rate	1.75%	1.93%

9. Share-Based Payments

The Company offers a stock option plan for its officers, directors, employees and consultants. The fair value of stock options for each vesting period is determined using the Black Scholes option pricing model and is recorded over the vesting period as an increase to stock-based compensation and contributed surplus. A forfeiture rate is estimated on the grant date and is adjusted to reflect the actual number of options that vest. Upon the exercise of stock options, the proceeds received by the Company and the related contributed surplus are recorded as an increase to share capital. In the event that vested stock

For the years ended November 30, 2019 and November 30, 2018

9. Share-Based Payments (Continued from previous page)

options expire, previously recognized share-based compensation is not reversed. In the event that stock options are forfeited, previously recognized share-based compensation associated with the unvested portion of the stock options forfeited is reversed.

The fair value of share-based payment transactions to non-employees and other share-based payments including shares issued to acquire exploration and evaluation assets are based on the fair value of the goods and services received. If the fair value cannot be estimated reliably, the share-based payment transaction is measured at the fair value of the equity instruments granted at the date the Company receives the goods or services.

During the year, the Company did not issue any stock options. However, in 2018, the Company issued 175,000 stock options to directors of the Company at an exercise price of \$0.40. The vesting date of the stock options was April 20, 2018. The options expire on April 20, 2020. None of the options were exercised at year-end. During 2018, the Company issued 1.6M common shares to the CEO of the Company for services rendered in 2018. The difference between the consideration paid for the shares and the fair value of those shares was recorded as share- based payments, for a total amount of \$351,917.

To determine the fair value of the options, the following inputs were used in the Black Scholes option pricing model:

Stock Options Granted	Year ended November 30, 2018	
Options granted	175,000	
Exercise price	\$0.40	
Expected life	2 years	
Dividend yield	\$nil	
Volatility	146%	
Anticipated forfeiture	0%	
Estimated stock price	\$0.24	
Risk free interest rate	1.93%	

10. Loss per share

Loss per share has been calculated using the weighted average number of common shares outstanding for the year ended November 30, 2019 and for year ended November 30, 2018 as follows:

	30-Nov-19	30-Nov-18
	\$	\$
Net loss for the year attributable to shareholders	280,682	582,511
Weighted average number of common shares outstanding	9,986,912	7,341,511
Basic and diluted loss per share	0.03	0.08

For the year ended November 30, 2019 and for the year ended November 30, 2018, potential dilutive common shares from incentive stock options and warrants have not been included in the loss per share calculation as they would result in a reduction of the loss per share.

For the years ended November 30, 2019 and November 30, 2018

11. Income taxes

The major components of tax expenses (income) for the year ended November 30, 2019 and 2018 are outlined below:

	November 30, 2019 \$	November 30, 2018 \$	
Loss before income taxes	(280,682)	(582,511)	
Expected income tax recovery at 26.58% (2018 – 27%)	(74,605)	(157,278)	
Tax expense at combined statutory rate increase (decrease) in income taxes resulting from:			
Tax benefits not recognized	72,214	53,626	
Share-based payments	-	101,916	
Other permanent differences	2,391	1,736	
	-	-	

The statutory tax rate declined from 27% to 26.58% due to a reduction in the Alberta provincial tax rate on July 1, 2019.

As at November 30, 2019 and at November 30, 2018, the Company has deferred tax assets (liabilities) as follows:

	2019 \$	2018 \$
Deferred tax assets (liabilities)		
Exploration and evaluation assets	-	(40,524)
Non-capital losses	-	40,524

As at November 30, 2019 and at November 30, 2018 the Company has the following unrecognized deductible temporary differences for which no deferred tax has been recognized:

Unrecognized deductible temporary differences

	2019	2018
	\$	\$
Non-capital losses	573,091	115,315

The ability to realize the tax benefits is dependent upon a number of factors, including the future profitability of operations. Deferred tax assets are recognized only to the extent that it is probable that sufficient profits will be available to allow the asset to be recovered. At November 30, 2019, deferred tax assets totaling \$123,531 (\$31,135 at November 30, 2018) have not been recognized.

The Company has the following non-capital losses which are available to reduce income taxes in future periods, for which no deferred tax asset has been recognized in the statement of financial position, that can be carried over the following years:

	Federal \$	Alberta \$
2037	66,788	66,788
2038	198,617	198,617
2039	271,686	271,686

For the years ended November 30, 2019 and November 30, 2018

12. Related party transactions

Transactions with key management

Key management personnel of the Company are officers and members of the Board of Directors, as well as the Chairman of the Board. On September 1, 2017, the Company entered a contract with the Chairman of the Board for all services rendered for a monthly amount of \$8,000. However, during 2018, the Chairman has partially received payments under the contract and has irrevocably waived any claim to further payments for the year. A total of \$40,000 has been recorded in management fees for 2018. In addition, professional fees include \$88,776 (2018: \$34,650) paid to officers of the Company.

During the year the Company has received an interest free advance of \$10,000 (2018: \$nil) from the Chairman of the Board that is repayable on demand. The Company had repaid an amount of \$3,773 during the year (2018: \$nil). The balance outstanding against the loan stands at \$6,227 (2018: \$nil). The loan in unsecured, due on demand, and charges no interest rate.

The accounts payable and accrued liabilities include \$nil (2018: \$7,460) related to the above contract as well as refundable business expenses paid on behalf of the company by the Chairman of the Board.

13. Capital management policies and procedures

The Company's objectives in managing capital is to safeguard its ability to continue its operations, to increase the value of the assets of the business and to provide an adequate return to owners. These objectives will be achieved by identifying the right exploration prospects, adding value to these projects and ultimately taking them through to production or sale and cash flow, either with partners or by the Company's own means. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue new shares to improve its financial performance and flexibility.

The company monitors capital on the basis of the carrying amount of equity. Capital for reporting period under review is summarized in Note 8 and in the statement of changes in equity. The Company is not subject to any externally imposed capital requirements.

14. Financial assets and liabilities

The carrying amounts and fair value of financial instruments presented in the statement of financial position are as follows:

	20	2019		2018	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value	
	\$	\$	\$	\$	
Financial assets					
Cash and cash equivalents	16,667	16,667	233,582	233,582	
Share subscription receivable			400	400	
Financial liabilities					
Accounts payable and accrued liabilities	44,875	44,875	17,483	17,483	
Shareholder Loan	6,227	6,227	-	-	

The carrying value of cash and cash equivalents, subscription receivable, accounts payable and accrued liabilities and shareholder loan is considered to be a reasonable expectation of fair value because of the short-term maturity of these instruments.

For the years ended November 30, 2019 and November 30, 2018

15. Financial risks

The Company is exposed to various risks in relation to its financial instruments. The main types of risks the Company is exposed to are credit risk and liquidity risk.

The Company's main financial risk exposure and its financial risk management policies are as follows:

Credit risk

Credit risk relates to the risk that one party to a financial instrument will not fulfill some or all of its obligations, thereby causing the Company to sustain a financial loss. The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets, cash and cash equivalents and receivables at the reporting date for the aggregate amounts of \$19,959 at November 30, 2019 (2018: \$234,041). The risk related to cash and cash equivalents is considered negligible as the Company is dealing with a reputable financial institution whose credit rating is excellent and the cash held in trust is accessible as and when required.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company's liabilities have contractual maturities (including interest payments where applicable) as summarized below:

	Within	Within 3 months	
	November 30, 2019	November 30, 2018	
	\$	\$	
Trade Payables	44,875	31,033	
Shareholder Loan	6,227		
Total Liabilities	51,102	31,033	

The above amounts reflect the contractual undiscounted cash flows, which may differ from the carrying values of the liabilities at the reporting date. Where the counterparty has a choice of when an amount is paid, the liability has been included on the earliest date on which payment can be required.

16. Commitments

The Company has no commitment.

17. Subsequent events

Repurchase of Share units:

During March 2020, the company repurchased 300,000 shares from Kingsmere Mining Ltd. for USD 20,000.

Exercise of Warrants:

Subsequent to the year end, the following warrants had been exercised:

	Number of War	rants		
	at \$0.10	at \$0.60	Average Price (\$)	
December 2019	150,000	-	0.10	
January 2020	-	283,450	0.60	
February 2020	460,000	102,500	0.19	
Total	610,000	385,950	0.29	

For the years ended November 30, 2019 and November 30, 2018

17. Subsequent events (Continued from previous page)

Warrants expired:

Subsequent to the year-end, 570,000 (exercise price of \$0.10) warrants expired in December 2019 and 820,000 (exercise price of \$0.10) warrants expired in February 2020.

Exercise of Stock Options:

Subsequent to the year-end, 50,000 (exercise price of \$0.40) Stock Options were exercised in January 2020.

The Company has resolved to pay its Directors fees totaling to \$4,250 per month commencing February 2020.

COVID-19

Since November 30, 2019, the outbreak of the novel strain of coronavirus, specifically identified as "COVID-19", has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods and social distancing, have caused material disruption to businesses globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. The duration and impact of the COVID-19 outbreak is unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company in future periods.