The securities offered hereunder will be issued under exemptions from the prospectus requirements of the applicable securities laws of each of the provinces and territories of Canada, and the rules, regulations and policies thereunder and will be subject to certain resale restrictions. Persons who will be acquiring securities pursuant to this Offering Memorandum will not have the benefit of the review of the material by the securities commissions or similar authorities in Canada.

These securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or the securities laws of any state of the United States. These securities may not be offered or sold in the United States except pursuant to exemptions from registration under the U.S. Securities Act and all applicable states' securities laws. The term "United States" means the United States of America, its territories and possessions, any State of the United States, and the District of Columbia.

Form 45-106F2

Offering Memorandum for Non-Qualifying Issuers

THE ISSUER

Name:	Stevens Gold Nevada Inc. ("Stevens Gold")	
Head Office:	Address: #350-1650 WEST 2ND AVENUE, Vancouver BC V6J 4R3	
Phone: 236-521-4774	Email: info@stevensgold.com	Fax: n/a
Currently listed or quoted?	**These securities do not trade on any exchange or market.**	
Reporting issuer? No		SEDAR filer? No

THE OFFERING

Securities offered:	Special Warrants
Price per security:	$0.25
Minimum offering:	Special Warrants for gross proceeds of $200,000
Maximum offering:	Special Warrants for gross proceeds of $500,000 **Funds available under the offering may not be sufficient to accomplish our proposed objectives.**
Minimum Subscription amount:	$250
Payment terms:	To the Issuer's counsel
Proposed closing date(s):	On or before September 30, 2019
Selling agent?	See Item 7 "*Compensation Paid to Sellers and Finders*"

Resale Restrictions

You will be restricted from selling your securities for an indefinite period. See Item 10 "*Resale Restrictions*".

Purchaser's Rights

You have 2 business days to cancel your agreement to purchase these securities. If there is a misrepresentation in this offering memorandum, you have the right to sue either for damages or to cancel the agreement. See Item 11 "*Purchasers' Rights*".

No securities regulatory authority or regulator has assessed the merits of these securities or reviewed this Offering Memorandum. Any representation to the contrary is an offence. This is a risky investment. See Item 8 "*Risk Factors*".

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GLOSSARY

The following terms appear throughout this Offering Memorandum. Care should be taken to read each term in the context of the particular provision of this Offering Memorandum in which such term is used.

"**Affiliate**" or "**Affiliates**"	has the same meaning as in the *Securities Act* (British Columbia).
"**Audit Committee**"	means the audit committee of Stevens Gold Nevada Inc.
"**Author**"	means Anthony P. Taylor BSc, PhD, CPG, author of the Report.
"**BLM**"	means the US Bureau of Land Management.
"**CAD**"	mean Canadian dollar.
"**CEO**"	means chief executive officer.
"**CFO**"	means chief financial officer.
"**Closing**"	means a closing of the sale of Special Warrants as we may determine from time to time.
"**Common Share**" or "**Common Shares**"	means a common share in the capital of Stevens Gold Nevada Inc.
"**Date of Closing**"	means in respect of any Special Warrants, the date upon which the subscription for such Special Warrants are accepted by us.
"**Fiscal Year**"	means each consecutive period of 12 months ending on September 30.
"**GPS**"	means Global Positioning System.
"**IFRS**"	means International Financial Reporting Standards as issued by the International Accounting Standards Board.
"**NI 43-101**"	means National Instrument 43-101 – *Standards of Disclosure for Mineral Projects*.
"**Offering**"	means this offering of Special Warrants.
"**Offering Memorandum**"	means this offering memorandum.
"**Offering Price**"	means $0.25 per Special Warrant.
"**Property**"	means those 80 claims totaling approximately 1,600 hectares located in Nevada, U.S.A., collectively referred to as the "Black Point Property"
"Property Option Agreement"	means that mineral property option agreement dated October 10, 2018, as amended effective June 28, 2019, between us (as optionee) and the Property Owner (as optionor) whereby the Property Owner granted us the exclusive option to acquire up to a 60% interest in the Property.
"**Property Owner**"	means Golden Pursuit Resources Ltd., a Vancouver-based public company listed on the TSX-V.
"**Report**"	means the technical report prepared in compliance with NI 43-101 pertaining to the Property, authored by Anthony P Taylor BSc., PhD., CPG, dated effective June 28, 2019, entitled "Technical *Report, Black Point Property, Eureka County, Nevada, U.S.A.*", a summary of which is contained herein.
"**Risk Acknowledgment Form**"	means the risk acknowledgment form attached to the Subscription Agreement.

“**Shareholder**” or “**Shareholders**”	means those investors whose subscriptions to purchase Special Warrants are accepted by us and thereafter at any particular time the persons entered in our central securities register as holders of Common Shares and the singular form means one such registered holder.
“**Securities Commission**”	means the securities regulatory authorities in each of the Canadian provinces in which the Offering will be conducted.
“**Special Warrant**”	means a security entitling the holder to acquire, without additional payment, one Common Share on the earlier of: (a) the first business day following the day on which a receipt for a final prospectus has been issued by or on behalf of the last of the securities regulatory authorities in a province of Canada or such other jurisdiction(s) as may be determined by us; or (b) the 240^{th} day following the date of issuance of the Special Warrants.
“**Subscriber**”	means a subscriber for the Special Warrants offering under the Offering.
“**Subscription Agreement**”	means the subscription agreement attached hereto, pursuant to which a subscriber subscribes for Special Warrants under the Offering.
“**Subscription Price**”	means $0.25 per Special Warrant.
“**U.S.**”	means the United States of America.
“**USD**”	means United States dollar.
“**we**”, “**our**”, “**us**”, “**Stevens Gold**”, or “**the Issuer**”	means Stevens Gold Nevada Inc.

GLOSSARY OF GEOLOGICAL TERMS

The following is a glossary of certain geological terms used in this Offering Memorandum:

Ag	*is the symbol for silver.*
Alteration	*means the change in minerals that can occur when rock units are subjected to hydrothermal solutions often associated with intrusive rocks or with areas of volcanic activity.*
Au	*is the symbol for gold.*
Breccia	*means a type of rock that is comprised of fragments of other rock units and which can be formed either by extrusive or intrusive volcanic processes, sedimentary processes or by tectonic or structural deformation.*
CSAMT Survey	*means a controlled-source electromagnetics and audio-frequency magnetotellurics survey and it involves transmitting a controlled electric signal at a suite of frequencies into the ground from one location (transmitter site) and measuring the received electric and magnetic fields in the area of interest (receiver site).*
Cenozoic	*means noting or pertaining to the present era, beginning 65 million years ago and characterized by the ascendancy of mammals.*
Conglomerate	*means a sedimentary rock consisting of individual rounded fragments within a finer-grained matrix that have become cemented together.*
Cretaceous	*means relating to or denoting the last period of the Mesozoic era, between the Jurassic and Tertiary periods.*

Devonian	*means the geologic era from more than 405 million years ago to about 345 million years ago. It is named after Devon, England, where rocks from this period were first studied.*
Eocene	*means the second epoch of the Tertiary period, or the system of rocks deposited during it.*
Fault	*means a fracture in bedrock along which there has been movement, usually along a roughly planar surface.*
Galena	*means a lead sulphide mineral which is the most common source of lead.*
Geochemical Surveys/Geochemistry	*means a type of mineral exploration survey that involves collecting samples of soil, stream sediments or rocks to assist in the identification of prospective areas for mineralisation.*
Geophysical	*means a type of mineral exploration that involves measuring electrical, magnetic and other physical properties of the rocks underlying a particular survey area to identify geophysical Anomalies which may indicate the location of mineral deposits. Geophysical data can be collected over areas on the ground or over large areas by aircraft mounted survey equipment.*
Hydrothermal	*means the heated, usually acidic solutions within the earth's crust which are known to move and precipitate minerals which form mineral deposits.*
Hypabyssal	*means a subvolcanic rock, that is an intrusive igneous rock at medium to shallow depths within the crust, and has intermediate grain size and often porphyritic texture between that of volcanic and plutonic rocks.*
Jurassic	*means relating to or denoting the second period of the Mesozoic era, between the Triassic and Cretaceous periods.*
Mesozoic Age	*means the era of geologic time from about 251 to 66 million years ago. The Mesozoic Age includes the Triassic, Jurassic, and Cretaceous periods and is characterized by the development of flying reptiles, birds, and flowering plants and by the appearance and extinction of dinosaurs.*
Mineralization	*means a natural accumulation or concentration in rocks or soil of one or more potentially economic minerals, also the process by which minerals are introduced or concentrated in a rock.*
Miocene	*means the* geological epoch *from about* 23.03 to 5.333 million years ago
Overburden	*means surface soils and loose or unconsolidated rock material. When this material overlies a mineral deposit, it must be removed prior to mining.*
Paleozoic Age	*means the geological age that ran from about 542 million years ago to 251 million years ago, was a time of great change on earth. The era began with the breakup of one supercontinent and the formation of another.*
Proterozoic	*means relating to a geological eon spanning the time from the appearance of oxygen in earth's atmosphere to just before the proliferation of complex life*
Pyrite	*means a common iron sulphide mineral.*
Sedimentary rock	*means those rocks formed by the processes of deposition and solidification of surface materials and includes siltstones, shales, sandstones, limestones sedimentary breccias and conglomerates.*

Soil Geochemistry	*means a type of Geochemical Survey that involves collecting samples of Overburden at regular intervals on or beneath the ground which may overlie and hide altered or mineralized bedrock. By chemically analyzing these samples it is possible to identify anomalies which overlie areas of bedrock mineralisation beneath.*
Stockwork	*means a rock consisting of closely spaced small veins of minerals which in some cases represent mineral deposits which may be bulk mined in open pits or underground.*
Sulphide	*means a mineral made up of sulphur and one or more metals.*
Tectonic	*means structural effects such as faulting which occur in the earth's crust in response to stress produced by plate tectonic or other geological processes.*
Tetrahedrite	*means a gray mineral consisting of a sulfide of antimony, iron, and copper, typically occurring as tetrahedral crystals.*
Tertiary Laramide Orogeny	*means the era of geologic time from about 70 to 55 million years ago.*
Thrust Fault	*means a shallow angle fault in which rocks from a lower (older) stratigraphic position have been pushed up and over younger higher strata. Thrust faults are the result of compressional forces in the Earth's crust.*
Tuff	*means a type of rock consisting of consolidated volcanic ash ejected from vents during a volcanic eruption.*

FORWARD LOOKING STATEMENTS

This Offering Memorandum includes forward-looking information with respect to Stevens Gold. In particular, the information contained in the sections called "Use of Available Funds," "Long Term Objectives" and "Short Term Objectives and How the Issuer Intends to Achieve Them" may constitute "forward-looking information" for the purpose of securities legislation, as it contains statements of our the intended course of conduct and our future operations. These statements are based on assumptions made by management about the success of the plan for our business in certain market conditions. Investors are cautioned that the assumptions made and the success of our business are subject to a number of mitigating factors. Economic, legal and market conditions may change, which may materially impact the success of our intended strategies as well as our actual course of conduct. Investors are urged to read Item 8 "Risk Factors" for a discussion of other factors that will impact Stevens Gold.

In particular, this Offering Memorandum contains forward-looking statements pertaining to the following:

- completion and results of exploration work programs on the Property;
- capital and general expenditures;
- expectations regarding our ability to raise capital; and
- treatment under governmental regulatory regimes.

Assumptions underlying the expected nature and cost of the exploration program on the Property are as set forth in the Report. Forward-looking statements pertaining to our need for and ability to raise capital in the future are based on the projected costs of operating a junior mineral exploration company, and management's experience with raising funds in current market circumstances. Forward-looking statements regarding treatment by governmental authorities, assumes no material change in regulations, policies, or the application of the same by such authorities.

Actual results could differ materially from those anticipated in these forward-looking statements as a result of the risk factors set forth below and elsewhere in this Offering Memorandum:

- risks inherent in our operations;
- uncertainties associated with mineral exploration;
- weather and working conditions;
- competition for, among other things, capital, acquisitions, equipment and skilled personnel; and
- the other factors discussed under Item 8 "*Risk Factors*".

This list of factors should not be construed as exhaustive.

MARKETING MATERIALS

"OM marketing materials" (as such term is defined in National Instrument 45-106 – Prospectus Exemptions of the Canadian Securities Administrators) are incorporated into this Offering Memorandum by reference. OM marketing materials shall be filed and available on the Issuer's SEDAR profile, at www.sedar.com, during any effective period of this Offering Memorandum. At this point in time, there are no marketing materials being distributed to potential investors.

INTERPRETATION

Words importing the singular number include the plural and vice versa, and words importing the masculine, feminine or neuter gender include the other genders.

CURRENCY

All dollar amounts referenced in this Offering Memorandum are expressed in Canadian dollars, unless otherwise indicated.

ITEM 1: USE OF AVAILABLE FUNDS

1.1 FUNDS

The following table discloses the funds available as a result of the offering:

		Assuming min. offering ($200,000)	**Assuming estimated max. offering ($500,000)**
A.	Amount to be raised by this offering	$200,000	$500,000
B.	Selling commissions and fees	$20,000	$50,000
C.	Estimated offering costs (e.g., legal, accounting, audit.)	$25,000	$30,000
D.	Available funds: D = A - (B+C)	$155,000	$420,000
E.	Additional sources of funding required(1)	$590,000	$590,000
F.	Working capital deficiency	n/a	n/a
G.	**Total: G = (D+E) – F**	**$745,000**	**$1,010,000**

Notes:

(1) This is the approximate amount of funds the Issuer has in cash on the date of this Offering Memorandum, less current liabilities dues within 30 days. The Issuer has completed several prior private placements and may continue to complete additional private placements during and following the completion of this Offering. See Item 4.3 "*Prior Sales*".

1.2 USE OF AVAILABLE FUNDS

The following table provides a detailed breakdown of how the Issuer intends to use the available funds:

Description of intended use of available funds listed in order of priority	**Assuming min. offering ($200,000)** **($)**	**Assuming max. offering ($500,000)** **($)**
Remaining costs associated with the Offering	10,000	10,000
Exploration program on the Property, as recommended in the technical Report (USD $110,000 converted to CAD$)(3)	144,254	144,254
Payment of Annual Lease Payment (USD $25,000 converted to CAD$)(3)	32,785	32,785
Payment of Annual BLM and County Claim Fees (USD $15,000 converted to CAD$)(3)	20,112	20,112
General and Administrative Expenses(2) (12 months)	164,000	164,000
General Legal	165,000	165,000
Accounting	135,000	135,000
Office Rent	24,000	24,000
Office Equipment	7,200	7,200
Office Supplies	10,000	10,000
Travel	9,000	9,000
Unallocated Working Capital	23,649	288,649
Total: Equal to G in the Funds table above	**$745,000**	**$1,010,000**

Notes:

(1) As recommended in the technical Report, we first intend to complete a CSAMT Survey at a cost of approximately USD $52,000. Next, we intend to complete geological mapping at a cost of approximately USD $30,000. Then, we intend to complete geochemical sampling, which is expected to cost approximately USD $12,000, and geochemical assays, which is expected to cost approximately USD $20,000. After that, we will complete a compilation/report of the results of the exploration and seek a determination of the next recommended steps in exploration on the Property. This Phase I exploration program is expected to cost approximately USD $110,000.

(2) Our projected General and Administrative expenses for the 12 months after the Closing Date are:

• Management Fees	$54,000 per year
• Wages	$54,000 per year
• Regulatory Fees	$16,000 per year
• Transfer Agent	$6,000 per year
• Miscellaneous	$7,000 per year
TOTAL:	$137,000 per year

(3) Currency conversions calculated at a rate of 1.3114 USD to CAD, the Bank of Canada rate on July 2, 2019.

We may use some of our unallocated working capital for additional work on the Property, subject to the results of the recommended exploration program in the Report.

Subject to the results of the recommended exploration program in the Report and any additional work completed, we may spend ($500,000 USD), approximately $655,700 CAD to exercise the Property Option Agreement to acquire a 60% interest in the Property.

Pending utilization of the available funds, we intend to invest the funds in short-term, interest-bearing obligations with a major Canadian financial institution.

We have a history of negative cash flow and losses, and we do not expect that to change in the short term. All of our operations will be funded by the proceeds from this Offering and sales of our securities. Our net available funds will be sufficient to fund our operations for 12 months.

1.3 REALLOCATION

We intend to spend the available funds as stated. We will reallocate funds only for sound business reasons.

ITEM 2: BUSINESS OF STEVENS GOLD NEVADA INC.

2.1 STRUCTURE

We are a company incorporated in British Columbia pursuant to the Business Corporations Act (British Columbia) on June 8, 2018.

2.2 OUR BUSINESS

We are a private mineral exploration company with an option to acquire a 60% interest in the Property. Our principal business purpose is to fund and explore the Property, with a view to acquiring an interest in the Property.

To date, equity financings have provided all of our funds.

The recovery of our investment in our mineral property will be dependent upon the discovery of economically recoverable mineral reserves and the ability to raise sufficient capital to finance these operations. The ultimate outcome of these operations cannot presently be determined because they are contingent on future matters.

If we choose to exercise the Option, the purchase price will be USD $500,000. We intend to explore the property, pursuant to the work program set out in the technical Report. In order to determine whether we will purchase the 60% interest in the Property, we will first complete the recommended work program set out in the technical Report.

2.3 DESCRIPTION OF MINERAL PROPERTY

TECHNICAL REPORT

The Property is our only mineral project. The Property is owned 100% by the Property Owner, and we have the exclusive right to acquire a 60% interest in the Property pursuant to the terms of the Property Option Agreement. The Report on the Property has been prepared for the Company by Anthony P. Taylor BSc, PhD, CPG. (the "**Author**"). The Author is the Qualified Person for the Report and is independent of the Issuer as those terms are defined in NI 43-101. The Report will be available for review under the Issuer's profile on SEDAR. A copy of the Report may also be inspected during the period of the Offering and for 30 days thereafter at our registered office at the 29th Floor – 595 Burrard Street, Vancouver, B.C. The following summary derived from the Report has been reviewed and approved by the Author. Portions of this summary are based on facts, statements and procedures which are described in the Report but are not fully described in this Offering Memorandum. Sources of information for portions of this summary are listed in the "References" section of the Report.

Property Description and Location

The Property, called the Black Point Project, contains 80 claims and approximately 1,600 acres. It is located in Eureka County, Nevada, 11 miles northeast of Eureka and 18 miles west of the Bald Mountain-Alligator Ridge-Yankee mining district. Figures 1 and 2 below show the location.

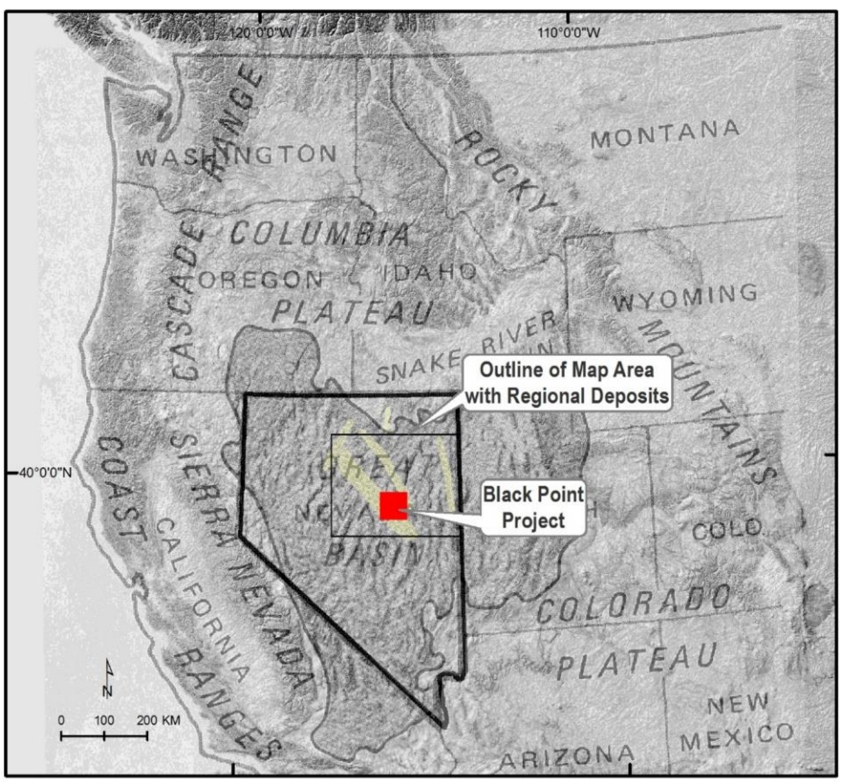


FIGURE 1. BLACK POINT REGIONAL LOCATION

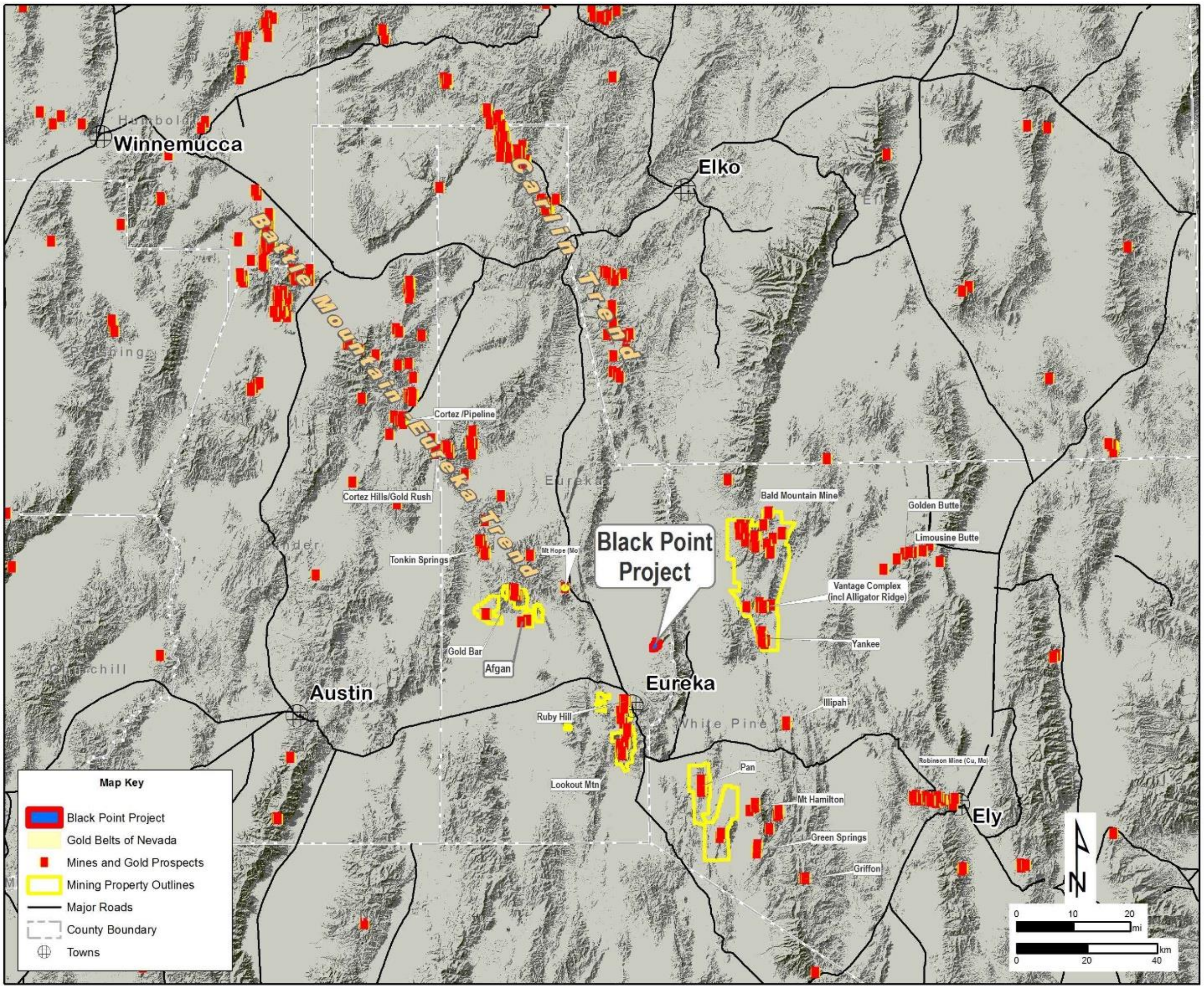


FIGURE 2. BLACK POINT DISTRICT LOCATION WITH MINES AND GOLD PROSPECTS OF NORTH-EAST NEVADA

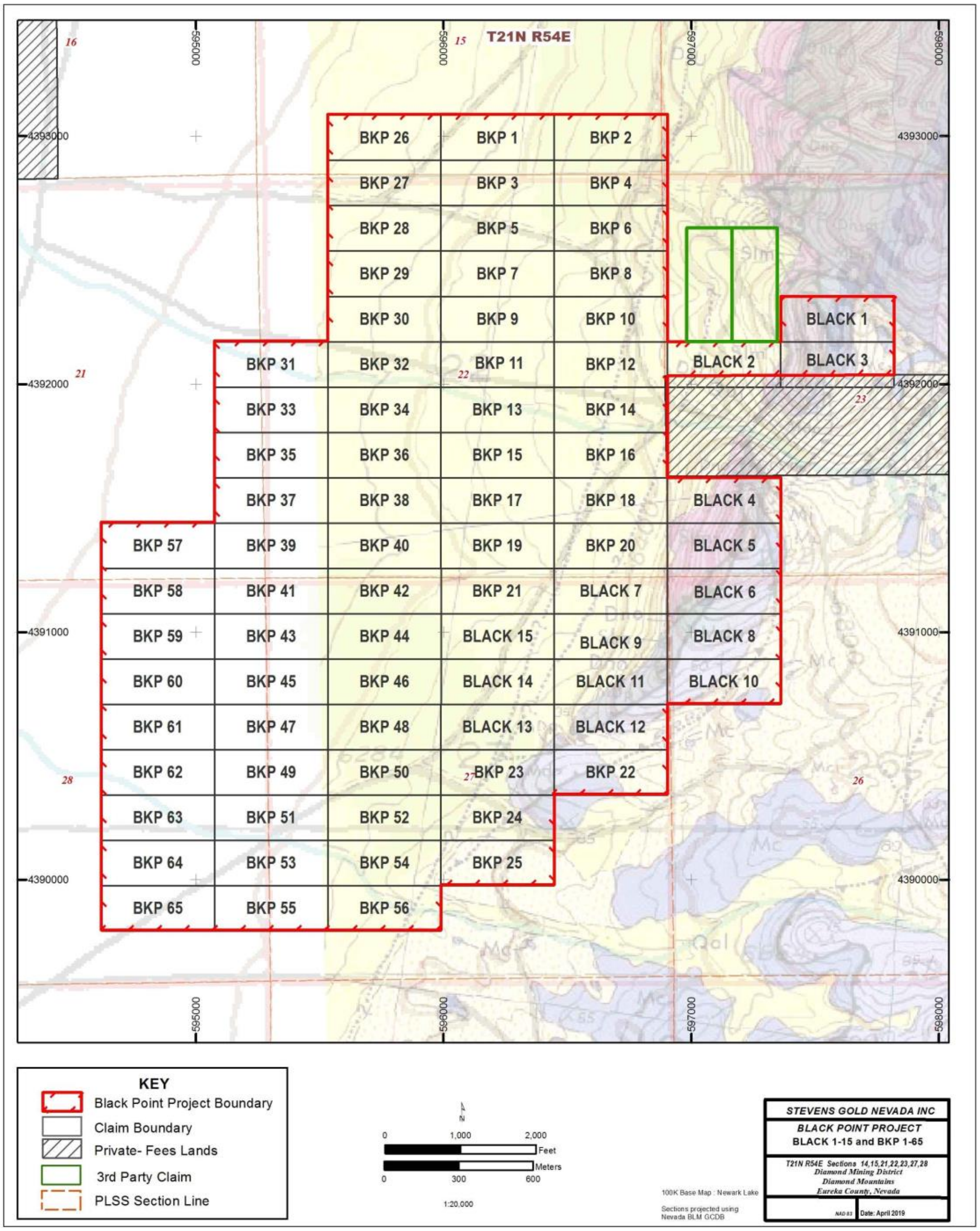


FIGURE 3. BLACK POINT CLAIMS

The Property consists of 80, 20-acre lode mineral claims (approximately 1,600 acres). The claims are listed in the names of two U.S. resident directors of Golden Pursuit Resources Ltd., a Vancouver based public company listed on the Toronto Stock Exchange, Venture Exchange. The property is the subject of a Letter of Intent Agreement whereby Stevens Gold holds an option to acquire a 60% interest subject to annual lease payments and a purchase price of $500,000. The Property Owner retains a 2% Net Smelter Return royalty on production.

The lode mineral claims are subject to the regulations of the US Bureau of Land Management ("**BLM**"). Their location and configuration is shown as a "3rd Party Claim" on Figure 3 above. An annual fee is payable to both the BLM and Eureka County by Stevens Gold during the term of the Option and in the event that the Option is exercised. Currently, total fees are approximately $168 per claim and subject to annual adjustments. Claim locations were surveyed using the Global Positioning System (GPS). They have not been legally surveyed. There are no known environmental liabilities or outstanding bonds.

Claim Data

The claim names are shown on Figure 3 above. The claims are in good standing. The list of Lode Mineral Claims optioned by Stevens Gold – Current in 2019 assessment year, follows:

Claim Name	Owner	BLM Serial No	Loc Date	Name	Owner	BLM Serial No	Loc Date
BLACK 1	MARTING WALTER A JR	NMC1125018	3/28/2016	BKP 26	GREYBECK JAMES	NMC1184936	11/6/2018
BLACK 2	MARTING WALTER A JR	NMC1125019	3/28/2016	BKP 27	GREYBECK JAMES	NMC1184937	11/6/2018
BLACK 3	MARTING WALTER A JR	NMC1125020	3/28/2016	BKP 28	GREYBECK JAMES	NMC1184938	11/6/2018
BLACK 4	MARTING WALTER A JR	NMC1125021	4/21/2016	BKP 29	GREYBECK JAMES	NMC1184939	11/6/2018
BLACK 5	MARTING WALTER A JR	NMC1125022	4/21/2016	BKP 30	GREYBECK JAMES	NMC1184940	11/6/2018
BLACK 6	MARTING WALTER A JR	NMC1158136	9/2/2017	BKP 31	GREYBECK JAMES	NMC1184941	11/6/2018
BLACK 7	MARTING WALTER A JR	NMC1158137	9/2/2017	BKP 32	GREYBECK JAMES	NMC1184942	11/6/2018
BLACK 8	MARTING WALTER A JR	NMC1158138	9/2/2017	BKP 33	GREYBECK JAMES	NMC1184943	11/6/2018
BLACK 9	MARTING WALTER A JR	NMC1158139	9/2/2017	BKP 34	GREYBECK JAMES	NMC1184944	11/6/2018
BLACK 10	MARTING WALTER A JR	NMC1158140	9/2/2017	BKP 35	GREYBECK JAMES	NMC1184945	11/6/2018
BLACK 11	MARTING WALTER A JR	NMC1158141	9/2/2017	BKP 36	GREYBECK JAMES	NMC1184946	11/6/2018
BLACK 12	MARTING WALTER A JR	NMC1158142	9/2/2017	BKP 37	GREYBECK JAMES	NMC1184947	11/6/2018
BLACK 13	MARTING WALTER A JR	NMC1158143	9/2/2017	BKP 38	GREYBECK JAMES	NMC1184948	11/6/2018
BLACK 14	MARTING WALTER A JR	NMC1158144	9/2/2017	BKP 39	GREYBECK JAMES	NMC1184949	11/6/2018
BLACK 15	MARTING WALTER A JR	NMC1158145	9/2/2017	BKP 40	GREYBECK JAMES	NMC1184950	11/6/2018
BKP 1	GREYBECK JAMES	NMC1184912	11/6/2018	BKP 41	GREYBECK JAMES	NMC1184951	11/6/2018
BKP 2	GREYBECK JAMES	NMC1184913	11/6/2018	BKP 42	GREYBECK JAMES	NMC1184952	11/6/2018
BKP 3	GREYBECK JAMES	NMC1184914	11/6/2018	BKP 43	GREYBECK JAMES	NMC1184953	11/6/2018
BKP 4	GREYBECK JAMES	NMC1184915	11/6/2018	BKP 44	GREYBECK JAMES	NMC1184954	11/6/2018
BKP 5	GREYBECK JAMES	NMC1184916	11/6/2018	BKP 45	GREYBECK JAMES	NMC1184955	11/6/2018
BKP 6	GREYBECK JAMES	NMC1184917	11/6/2018	BKP 46	GREYBECK JAMES	NMC1184956	11/6/2018
BKP 7	GREYBECK JAMES	NMC1184918	11/6/2018	BKP 47	GREYBECK JAMES	NMC1184957	11/6/2018
BKP 8	GREYBECK JAMES	NMC1184919	11/6/2018	BKP 48	GREYBECK JAMES	NMC1184958	11/6/2018
BKP 9	GREYBECK JAMES	NMC1184920	11/6/2018	BKP 49	GREYBECK JAMES	NMC1184959	11/6/2018
BKP 10	GREYBECK JAMES	NMC1184921	11/6/2018	BKP 50	GREYBECK JAMES	NMC1184960	11/6/2018
BKP 11	GREYBECK JAMES	NMC1184922	11/6/2018	BKP 51	GREYBECK JAMES	NMC1184961	11/6/2018
BKP 12	GREYBECK JAMES	NMC1184923	11/6/2018	BKP 52	GREYBECK JAMES	NMC1184963	11/6/2018
BKP 13	GREYBECK JAMES	NMC1184924	11/6/2018	BKP 53	GREYBECK JAMES	NMC1184964	11/6/2018
BKP 14	GREYBECK JAMES	NMC1184925	11/6/2018	BKP 54	GREYBECK JAMES	NMC1184965	11/6/2018
BKP 15	GREYBECK JAMES	NMC1184926	11/6/2018	BKP 55	GREYBECK JAMES	NMC1184966	11/6/2018
BKP 16	GREYBECK JAMES	NMC1184927	11/6/2018	BKP 56	GREYBECK JAMES	NMC1184967	11/6/2018
BKP 17	GREYBECK JAMES	NMC1184928	11/6/2018	BKP 57	GREYBECK JAMES	NMC1184968	11/7/2018
BKP 18	GREYBECK JAMES	NMC1184929	11/6/2018	BKP 58	GREYBECK JAMES	NMC1184969	11/7/2018
BKP 19	GREYBECK JAMES	NMC1184930	11/6/2018	BKP 59	GREYBECK JAMES	NMC1184970	11/7/2018
BKP 20	GREYBECK JAMES	NMC1184931	11/6/2018	BKP 60	GREYBECK JAMES	NMC1184971	11/7/2018
BKP 21	GREYBECK JAMES	NMC1184972	11/7/2018	BKP 61	GREYBECK JAMES	NMC1184962	11/6/2018
BKP 22	GREYBECK JAMES	NMC1184932	11/6/2018	BKP 62	GREYBECK JAMES	NMC1184973	11/7/2018
BKP 23	GREYBECK JAMES	NMC1184933	11/6/2018	BKP 63	GREYBECK JAMES	NMC1184974	11/7/2018
BKP 24	GREYBECK JAMES	NMC1184934	11/6/2018	BKP 64	GREYBECK JAMES	NMC1184975	11/7/2018
BKP 25	GREYBECK JAMES	NMC1184935	11/6/2018	BKP 65	GREYBECK JAMES	NMC1184976	11/7/2018

Permitting Requirements

The Property is on land which is regulated by the US Bureau of Land Management (BLM). No permitting is required for simple prospecting activities such as geologic mapping or rock and soil sampling. More significant disturbance of the surface, such as road or drill site construction or trenching requires the filing of permitting paperwork with the BLM describing the proposed disturbance and the posting of a bond to cover reclamation costs. The permitting process for normal exploration activities is relatively simple and permission cannot be unreasonably denied. Permitting for substantial disturbances related to mine development or construction is more complex.

ACCESSIBILITY, CLIMATE, LOCAL RESOURCES, INFRASTRUCTURE AND PHYSIOGRAPHY

Accessibility

The Property can be reached by 4-wheel drive vehicle by 11 miles of gravel roads north from Eureka.

Climate and Vegetation

The climate of the project area is typical of the northern Great Basin. January temperatures average about 30° F degrees, July temperatures slightly above 70° F degrees. During the summer months the daily high in the valleys is generally in the middle 900's and, at times, over 100° F, but at night the temperature is mild, generally in the 500's or 600's. In the mountain ranges, the maximum daily temperatures are rarely over 900 F degrees; in the higher parts of the ranges they are in the 800's. Humidity and precipitation are low. The valleys receive the least precipitation, usually in the range of 6 inches per year. Mountain range precipitation is generally between 12 to 20 inches per year. Most of the precipitation is in the months of November through May. June through October is generally dry, although thunderstorms are not uncommon. The vegetation is the typical sage-pine biome of the northern and central Great Basin. Sagebrush is ubiquitous around basin margins to the crest of all but the highest mountains. Pinion, juniper and mountain mahogany dot higher ground and grow best in areas underlain by carbonate rocks, but are sparse to absent in areas underlain by siliceous rocks.

Local Resources and Infrastructure

The region surrounding the Property has a long history of mining activity. Heavy equipment and operators are available from several sources in the local area. The towns of Austin, Carlin, Eureka and Ely provide fuel, provisions and limited exploration related supplies. Elko and Reno both have extensive skilled and experienced manpower, logistical support and equipment availability.

Physiography

The Property lies in the Great Basin physiographic province and the Basin and Range tectonic province. North-south trending mountain ranges and intermontane basins characterize the area. The entire region is a closed drainage system, with all streams flowing to interior "sinks" such Diamond Valley. Mountain ranges are universally flanked by alluvial fans, which are fan-shaped deposits of sediments crossed and built up by streams, many of which coalesce into bajadas, which are formations resulting from the convergence of alluvial fans. The property is on the western flanks of the Diamond Mountains and includes low foothills and shallow alluvial valleys. The terrain is low to moderate relief. Elevations range from about 6,000 feet to 7,000 feet.

HISTORY

Silver mining in the Diamond Mining District that includes the Black Point area first began in 1864 (Erickson 1972) but no production records for the period up to 1939 are available. Production was restarted in 1939 by W. Gergen, a Montana miner. He and his partner Jack Bay then discovered the Silver Ledge (renamed Condor) and Eagle Roost deposits with shipments of ore grading between 12 and 108 ounces per ton of Ag reported. Mining again ceased in 1942.

As part of a Silver Project, led by Einar C. Erickson, the Diamond Peak district was investigated in 1964. Eventually that group undertook an 82-hole percussion drilling program in 1971 and 1972, results of which are discussed in the Report. The Erickson and Bay families held claims in the area throughout the period 1938 to 1983.

New claims were staked in 1995 by Carl Pescio and, presumably under lease, Newcrest Mining drilled four holes in 1996.

Mosquito Mining Corp. located 44 claims covering the Black Point area in 2004 and 2005 and proposed four holes which were finally drilled in 2011 by its successor company, Urastar Nevada Inc.

Apart from collar locations there is no more information available to the author at this time. In the United States there is no requirement to file work records on federal land.

Most recent work, by Stevens Gold, described herein, consisted of reconnaissance rock-chip sampling and a ground gravity survey.

GEOLOGICAL SETTING

Regional Geology

Northeastern Nevada is part of the Basin and Range tectonic province of the western United States. The region is underlain by sedimentary rocks of Paleozoic, Mesozoic, and Cenozoic Ages and intrusive and volcanic rocks of Mesozoic and Cenozoic age. It has been affected by late Proterozoic extension, by at least three episodes of regional compression during Paleozoic and Mesozoic time, and by an ongoing period of regional extension beginning in the Eocene epoch and continuing to modern times. Local structures have also been developed along the margins of many of the intrusive bodies. This depositional and tectonic history has resulted in an overall very complex tectono-stratigraphic setting.

Igneous Rocks

Three relatively distinct periods of igneous activity have affected the region. The onset of igneous activity in Northern Nevada correlates with subduction of the Farallon Plate under the North American continent. As the continent overrode the subduction zone, the resulting thermal high and crustal melting progressed eastward from California in the Early Jurassic, culminating in western Colorado with the late Cretaceous and early Tertiary Laramide Orogeny.

These igneous events, active in northern Nevada from middle Jurassic to late Cretaceous time, emplaced numerous plutons which are dominantly granitic, but range in composition from felsic to intermediate with rare mafic differentiates. The plutons range in size from small plugs to large stocks and intrusive complexes. The second period of significant igneous activity occurred during Eocene and Early Oligocene time and resulted in the emplacement of numerous felsic to intermediate stocks and plugs, as well as the extrusion of large volumes of felsic to mafic volcanic and hypabyssal rocks. In northeastern Nevada, these end members are represented by the Eocene dikes and plugs throughout the Cortez and Toiyabe ranges and the regionally extensive, Early Oligocene age, Caetano tuff. Finally, during Miocene time, numerous plutons were intruded which are dominantly granitic, but range in composition from felsic to intermediate. Significant volumes of intermediate to mafic flows and Hypabyssal rocks with minor felsic phases were emplaced along, and associated with, regional extensional features such as the Northern Nevada Rift.

ADJACENT PROPERTIES

Mines and mineral properties in adjacent ranges to Black Point are shown in Figure 2 above. The style and mineralogy of ore at the Alligator Ridge Deposit is described in detail by Schull et al (1985) and Taylor (1986). After its discovery in 1976, many other gold bearing occurrences in Pilot Shale were located in the Alligator Ridge-Vantage Area, some of which have produced small amounts of gold. That district has long been held by Placer Dome and Barrick Gold and public information is sparse. The district is currently controlled by Kinross Gold Corporation.

Other mines and occurrences shown on Figure 2 above with gold mineralization hosted in Pilot Shale, include the recently reopened Pan Mine, owned by Fiore Gold to the south and Afghan, close to Gold Bar where McEwen Mining initiated mining operations in late 2018. The Pilot Shale equivalent host rocks at the Afghan prospect are a more siliceous facies than at Alligator Ridge. Host rocks at Gold Bar are of similar age to the main host rocks in the Carlin district northwest of Bald Mountain. Overall, the deposits in the Pilot Shale are dwarfed by those of the Carlin District.

Host formations in some adjacent properties range upward from Devonian Nevada Formation to Mississippian Chainman Shale. Age equivalents to those that constitute the Nevada Formation are time equivalent to host rocks in the Carlin district at the northern end of the Carlin Trend. There, production has now exceeded 50 million ounces. Host rocks of the largest of Carlin producers, the Betze-Post-Meikle group are fine grained calcareous sediments of Devonian age, mostly the Popovich formation. The host rocks are present in the lower plate of the Roberts Mountain Thrust in the Carlin Trend.

Equivalent aged and similar lithologies occur in the Diamond Peak Range where at Black Point, they are sandwiched between thrust faults. The relationship between thrust faulting, preferred host lithology and steeply dipping faulting appear to be major factors in formation of Carlin-style systems. These characteristics are all present at Black Point which may have more in common with the Carlin district itself than with Alligator Ridge.

MINERAL PROCESSING AND METALLURGICAL TESTING

The Property is an early stage, exploration property and target bulk tonnage or high grade structurally controlled gold mineralization has yet to be discovered. **There is no guarantee that this will occur.**

MINERALIZATION

The Black Point area lies at the south end of Diamond District, 8 km south of the old Phillipsburg Mine. There, the first discoveries were made in 1864. Intermittent mining there until 1955 produced a total of 52,000 ounces of silver and 755,000 lbs. of lead. Tetrahedrite, galena and pyrite are the principal sulfides. Mineralization is hosted in a quartz vein, striking north and dipping between 300 and 550 W. Host rock is a Silurian dolomite (Roberts et al, 1967).

According to Erickson (1972), the first discoveries in the Black Point area were made by W. Gergen and Jack Bay between 1937 and 1938. In contrast to Phillipsburg vein hosted ore, Nolan et al (1971) describes mineralization at Black Point occurring in irregular stockworks. Production from three operations, Silver Ledge/Wynona (renamed Condor), Steel Galena and Eagle Roost, between 1939 and 1948, totaled approximately 4,500 tons of silver ore, but no silver grades are recorded. Gold is reported in silver ore from two of these, 1 ounce per ton Au from Steele-Galena and a range of 10-20 ounces per ton of Au from Black Point (Roberts et al, 1967).

The only other recorded production in the broader Black Point area was from the Standard Copper deposit, first mined in the 1880's. In 1956 a small shipment from there averaged 2.37 % copper, 0.4 ounces per ton of gold and 0.54 ounces per ton of Ag but, overall, production was small.

Ore minerals reported by Erickson (1972) at Black Point itself include the silver sulfide, argentite with tetrahedrite, a copper-antimony-silver sulphosalt. That, according to him, occurs more commonly at depth and is an indication of metal zoning. Erickson lists a total of 12 claim groups explored by his group, five of which were drilled between 1971 and 1972. Another seven silver occurrences in the broader Black Point area are listed by him but their locations are not noted.

Bulk sampling from Erickson's property exploration work prior to drilling are attached to his 1972 report. A total of 13 samples from the Queva-Kathy workings east of the Condor area, reported significant base metal values; up to 20% copper, 40% lead and 20% zinc, together with silver ranging between 0.14 and 304 ounces per ton. These data provide more evidence that a zoned multi-element metal system occurs in the Black Point area.

Of the zones drilled on what is now the Black Point Property between 1971 and 1972 Condor is the largest deposit of four along a north-south trend of 1.2 km exposed on the west slope of the first hill north of Pedrioli Creek. It has the most extensive underground workings in the district with pod-shaped stopes somewhat elongated in NNW and NE directions. From underground and drill sampling an average grade of 6 ounces per ton of Ag was calculated but there are insufficient data to estimate tonnage. Erickson (1972) reports a stockpile of 12,000 tons with an average grade of 12 ounces per ton of Ag west of the Condor adits.

Erickson points to shipping records of production that show a significant gold component in some silver ore, ranging between 0.3 and 1.3 parts per million of Au, although the specific location is not noted. This is one of few reports of gold in the Black Point area. More recent surface sampling, a series of rock chips collected by Stevens Gold in 2019, has confirmed the presence of gold. Of two samples north of Pedrioli Creek, one assayed 0.4 parts per million of Au and 3.1 parts per million of Ag. Drill logs for all rotary holes around the four Black Point area silver showings (Condor, Dot, Eagle and Belle Creek) report assays for silver only. It is reasonable to conclude that gold was ignored then because of the sole emphasis on silver. Lack of assay data for gold does not preclude a more widespread presence.

Gold associated pathfinder elements that are known to be present at Black Point include anomalous arsenic in most of the altered and silicified surface rock-chip samples collected by Stevens Gold. Of 16 collected in this series, 5 samples assayed over 500 parts per billion of Arsenic with a high of 1000 parts per million of Arsenic. Arsenic is invariably associated with Carlin-type deposits and is used as a common geochemical pathfinder in rock and drainage sampling.

The silicification at the Black Point area becomes more massive southwards, forming extensive jasperoid that is the product of widespread hydrothermal fluid activity, the source of gold in all the Carlin deposits (Cline et al, 2005). Their study concludes that the sources of hydrothermal fluids are products of both metamorphic as well as igneous activity within the Great Basin in periodic events between 42-36 million years ago.

Metals in hydrothermal solutions are carried to surface, or near surface, through “feeder” structures, fracture zones on steeply dipping faults or shallower thrusts. The series of thrusts mapped at Black Point may be feeders. There is some evidence that younger, steeply dipping, faults are also present and also served as feeders. Very broken, silicified sediments interpreted as fault-related, are noted in drill logs at the Condor showing.

In summary the Property has all the important geological factors for discovery of a viable gold deposit. These are:

1. Presence of favorable sediment host rocks;
2. Complex structural setting;
3. Widespread silica alteration, intense in part; and
4. Presence of a metal suite of silver, copper, lead, zinc, antimony, arsenic and gold.

However, it is important to note that there can be no assurance that mineralization similar to that identified historically will be identified on the Property or that any viable deposit of any mineral will be found on the Property.

The Black Point Property is an early stage exploration property, and the discovery of the type of deposit sought has, so far, not been made.

EXPLORATION

Surface Sampling and Drilling:

There is no published information about exploration at Black Point before sampling work in 1964, reported by Erickson (1972), that yielded assays ranging between 12 and 450 ounces per ton of Ag (average 40 ounces per ton of Ag) from various workings. Mapping, additional sampling and drilling by his company, Mining Properties Inc., was underway in 1971 and 1972. Location of the Black Point holes reported by Erickson are shown in Figure 7 from the Report, see below.

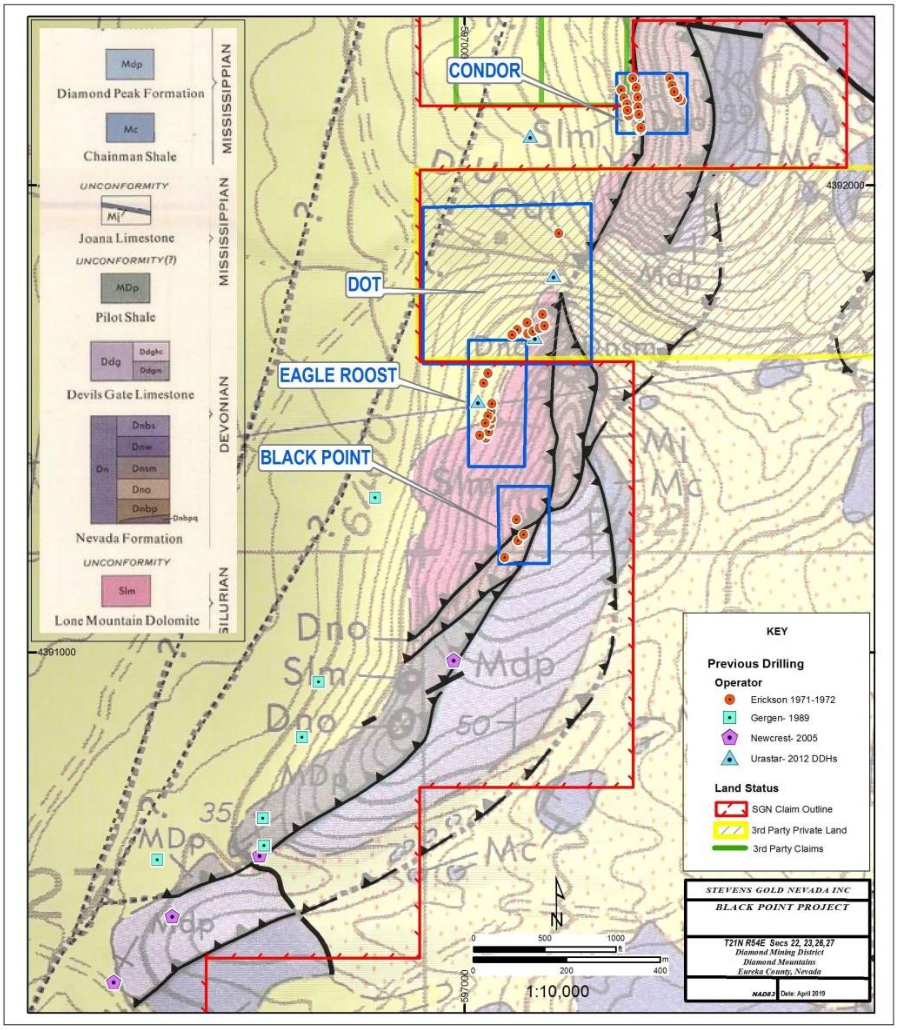
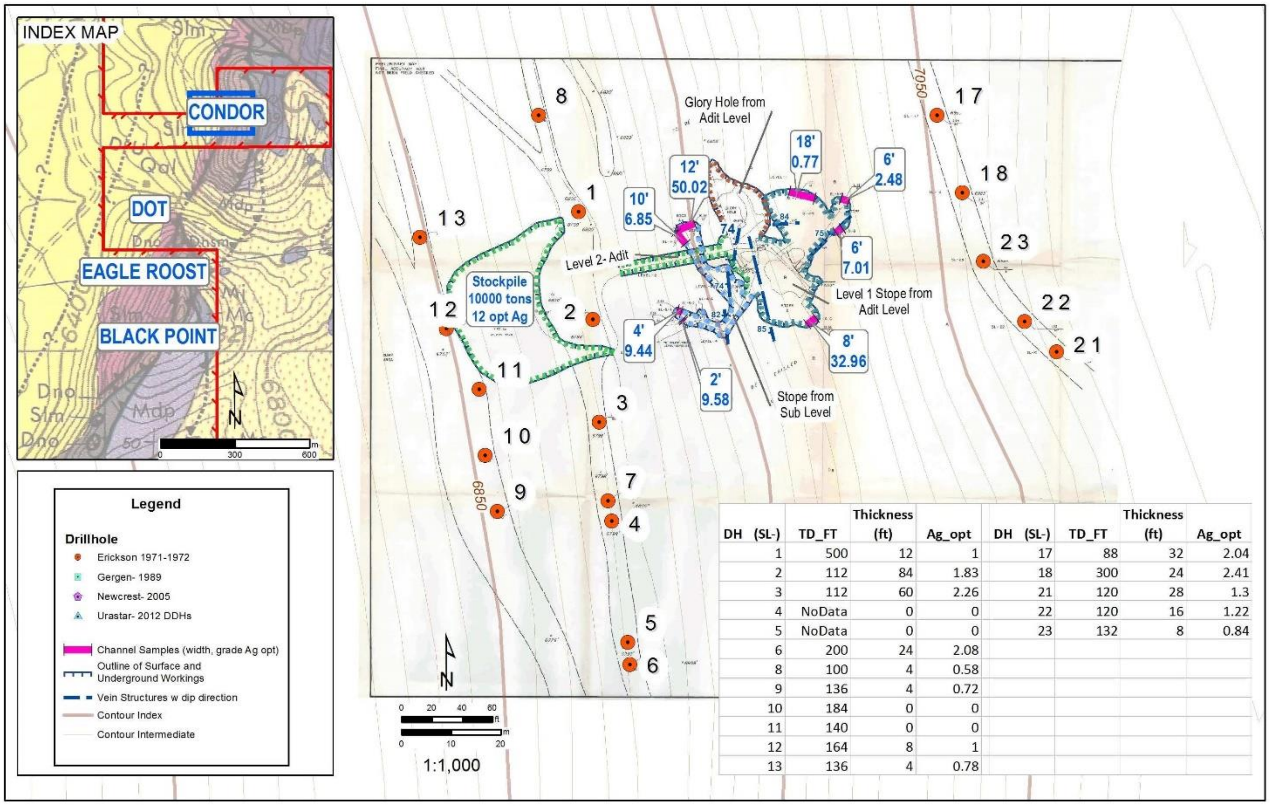


FIGURE 7. ZONES OF EXPLORATION BY MINING PROPERTIES INC

At the Condor workings north of Pedrioli Creek (Figure 8 from the Report, see below), a total of twenty three 5 ½ inch diameter rotary holes were drilled along roughly NNE trending lines, east and west of the old glory holes and stoped areas on levels 2, 3, and 4 underground. The lithological unit described in drill logs is Devonian Devils Gate limestone, generally unaltered east of mine workings but silicified, brecciated and altered in stopes on the west side. There, three holes along the line closest to the workings intersected silver assaying between 1 ounces per ton of and 6.6 ounces per ton of Ag in down-hole widths up to 80 feet, with the best intersection assaying 6.6 ounces per ton of Ag over 26 feet. Two holes at the southern end of that line were aborted in bad ground and were offset with 6 ounces per ton of Ag reported in Hole 6. None of the 5 holes drilled further west intersected greater than 1 ounces per ton of Ag and were drilled in badly broken ground and aborted. Silver mineralization is still open north and south of the workings.

No gold assays are reported on any of the Condor drill logs despite shipping records for ore mined there having reported grades between 0.01 and 0.04 ounces per ton of Au.



DH (SL-)	TD_FT	Thickness (ft)	Ag_opt	DH (SL-)	TD_FT	Thickness (ft)	Ag_opt
1	500	12	1	17	88	32	2.04
2	112	84	1.83	18	300	24	2.41
3	112	60	2.26	21	120	28	1.3
4	NoData	0	0	22	120	16	1.22
5	NoData	0	0	23	132	8	0.84
6	200	24	2.08				
8	100	4	0.58				
9	136	4	0.72				
10	184	0	0				
11	140	0	0				
12	164	8	1				
13	136	4	0.78				

FIGURE 8. CONDOR ZONE: DRILLING AND OUTCROP SAMPLING RESULTS

South of Pedrioli Creek, the Dot Zone (Figure 9 from the Report, please see below) lies at the south end of the Bay Tunnel where a bulk sample assayed 19 ounces per ton of Ag and 0.01 ounces per ton of Au and an individual sample from the tunnel 200 feet below surface also assayed 19 ounces per ton of Ag. Two SW-NE lines of holes were drilled at the south end of the tunnel and two on the more southerly line intersected 84 and 76 feet, respectively, with average grades of 2 ounces per ton of Ag. Holes along the northwest line contained lesser silver and less altered rock. An assay of 21 ounces per ton of Ag is reported from a small pit east of the drill lines, suggesting that silver mineralization extends in that direction.

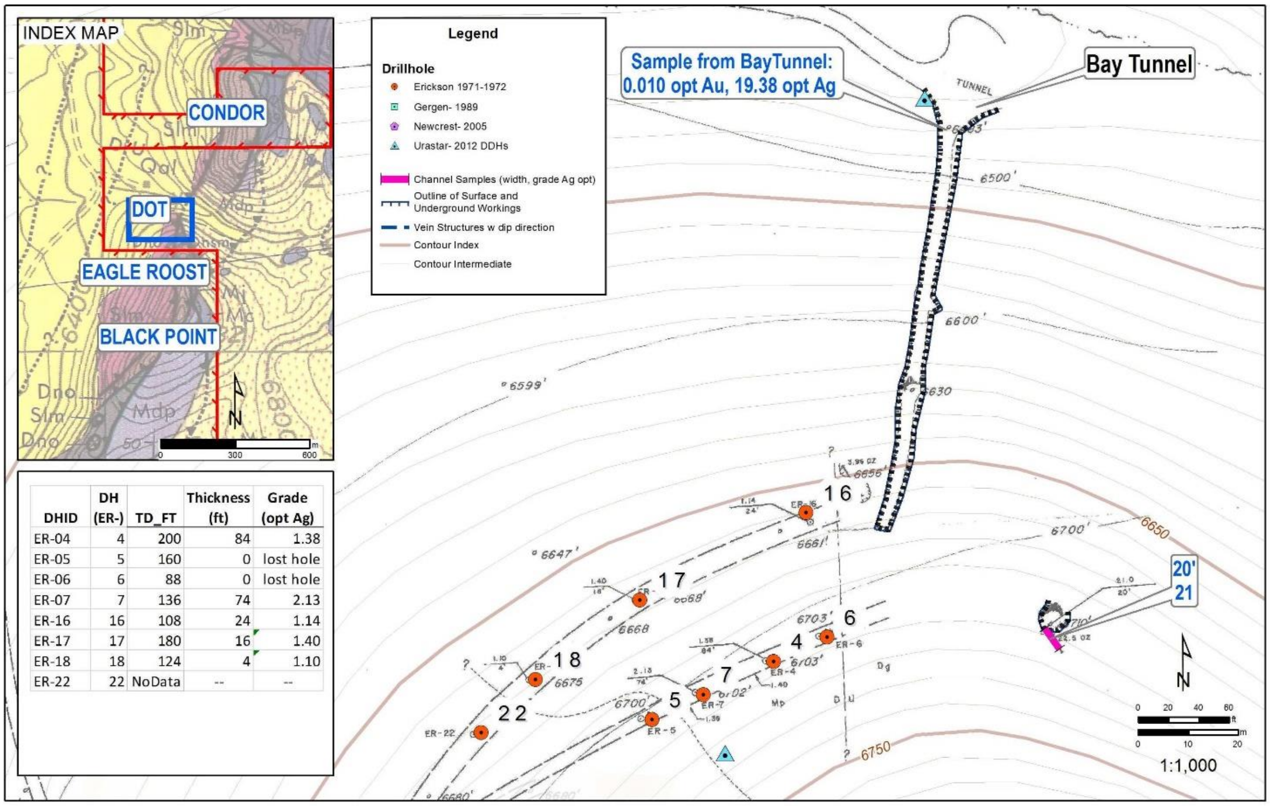
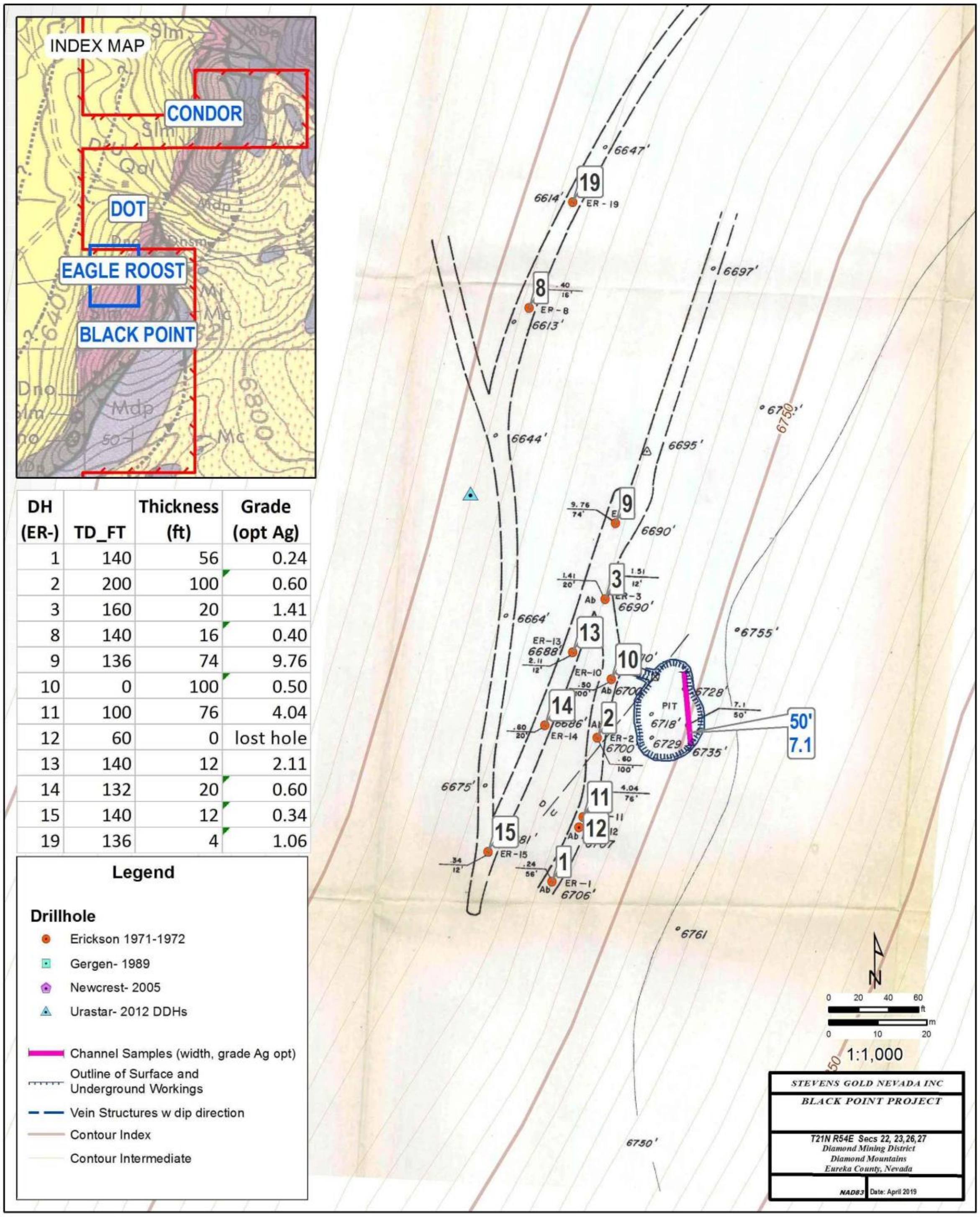


FIGURE 9. DOT ZONE: DRILLING AND OUTCROP SAMPLING

South of the Dot zone, early miners exposed intensely silicified limestone at the Eagle Zone (Figure 10 from the Report, see below) where "wire silver" was discovered (Erickson, 1972). An assay of 7 ounces per ton of Ag from that time is reported. Percussion drill holes on two lines adjacent to the west side of the pit intersected some thick intervals of silver mineralization with over 100 feet assaying between 4 and 8 ounces per ton of Ag reported in the more southern holes. Many holes had poor recoveries in badly fractured ground and assay results are subject to that factor, but continuity of the zone to the south west is indicated. One of the holes northwest of the pit intercepted 49 ounces per ton of Ag. According to drill log descriptions, mineralization is hosted in Devil's Gate limestone at or near its upper contact with overlying Pilot Shale.

Four holes were drilled south of the Belle Silver pit at the Black Point zone (Figure 11 from the Report, see below) where silver values between 1 and 32 ounces per ton of are recorded, all collared in Pilot Shale according to the map. There are no assay results available. North of Hole 4 a NE-SW striking fault zone marks a contact between Pilot Shale and Devonian carbonates, mapped as Devil's Gate limestone in old workings to the north.

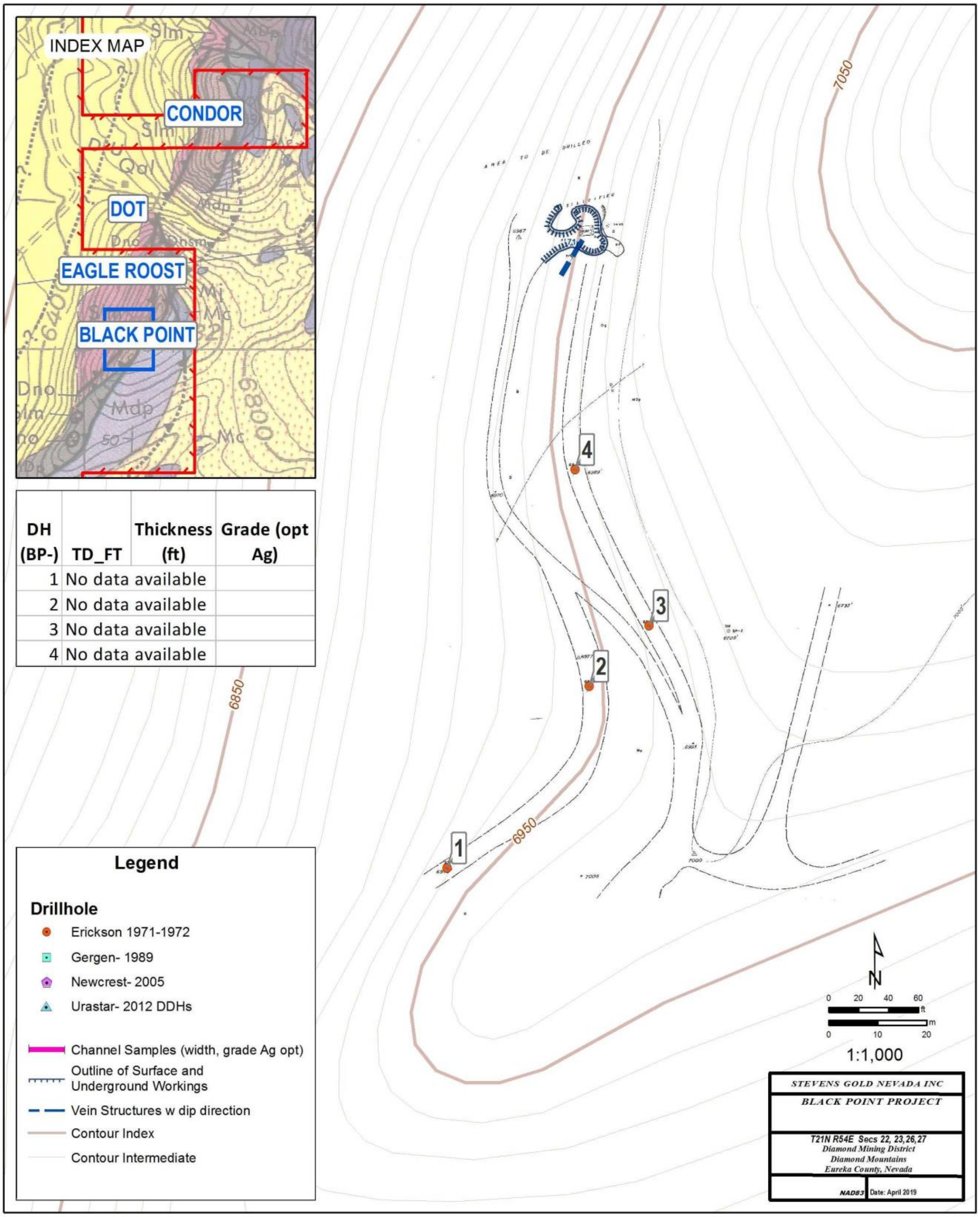
Since 1972 three other drilling campaigns were undertaken on the property and collar locations are shown on Figure 7 in the Report, please see above. In 1989, six holes were drilled by Gergen, the son of the man who had made the first discoveries in the district. These vertical holes are a range-front series, all west and southwest of the Belle Silver showing. A second series of four vertical holes, southwest of Belle Silver, were drilled by Newcrest Mining in 2005. No assays from either of these two campaigns are available. Collar locations are mostly on W or on SW projections of Pilot Shale which suggests that these holes were to test that unit for disseminated mineralization.



DH (ER-)	TD_FT	Thickness (ft)	Grade (opt Ag)
1	140	56	0.24
2	200	100	0.60
3	160	20	1.41
8	140	16	0.40
9	136	74	9.76
10	0	100	0.50
11	100	76	4.04
12	60	0	lost hole
13	140	12	2.11
14	132	20	0.60
15	140	12	0.34
19	136	4	1.06

FIGURE 10. EAGLE ZONE: DRILLING AND OUTCROP SAMPLING

The last drilling in the district was a series of 4 holes drilled by Urastar Gold Corp. close to the Dot-Eagle showings near Pedrioli Creek. Assumably, these were to test below the silver mineralization known there as a follow-up to the earlier RC holes reported by Erickson. No assays are available for these holes.



DH (BP-)	TD_FT	Thickness (ft)	Grade (opt Ag)
1	No data available		
2	No data available		
3	No data available		
4	No data available		

FIGURE 11. BLACK POINT ZONE: DRILLING

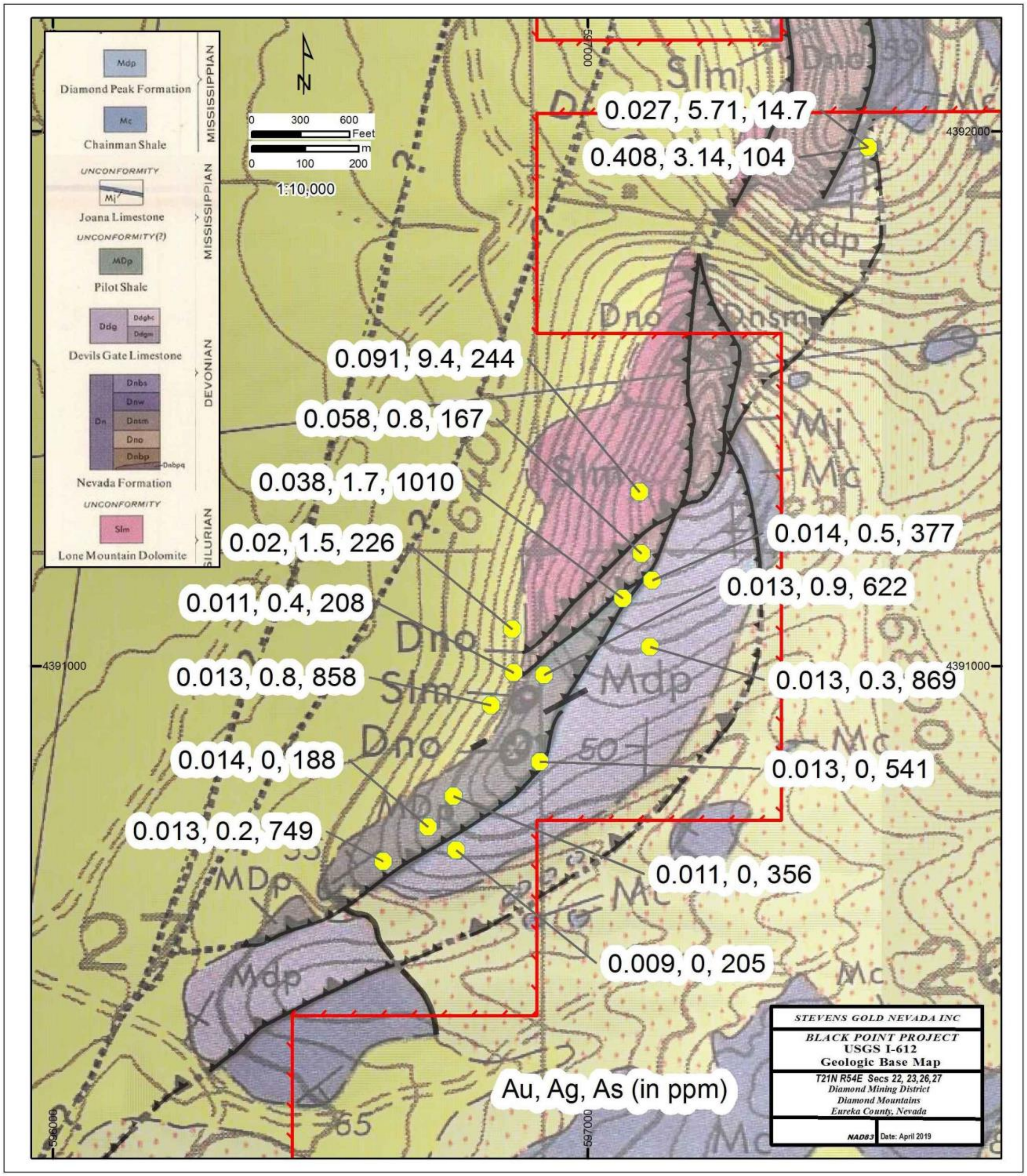


FIGURE 12. STEVENS GOLD ROCK CHIP SAMPLING

The latest work in the Black Point area is a rock-chip sampling and a gravity survey undertaken by Stevens Gold. Location and assay results for gold, silver and arsenic are shown on Figure 12 from the Report, please see above. Samples were taken from altered limestones, siltstone and shale with varying amounts of silicification, iron oxide staining and gossan. Barite is recorded in two samples. Most are anomalous in Arsenic, some have weak gold and silver values with the highest assaying 0.4 parts per million of Au and 3.14 parts per million of Ag.

Gravity Survey

Details of the gravity survey completed by Stevens Gold are described in the report by the contractor (Moezzi, 2019). Data were collected by portable gravimeters on a grid shown on both Figures 13 and 14 from the Report, please see below, from a total of 447 stations.

The survey was undertaken to determine depth and distribution of bedrock beneath basin alluvial cover and linear or circular features that indicate buried structures. In particular, data were sought to confirm the existence of an east-west oriented structural corridor. The background regional geophysical data as well as field observations that formed the basis for this interpreted feature are described by Casaceli (2019).

Figure 13 from the Report, please see below, is the Horizontal Gradient Interpretive Gravity map with linears interpreted by Casaceli (2019). This variety of gravity interpretation is used as a tool to identify vertical and near vertical rock contacts with contrasting densities, which are generally fault traces.

A northwest linear set between N29°W and N35°W is interpreted on Figure 13, and projected to pass through the Black Point area where an intersection with a prominent N20°E linear would occur in the area of Pedrioli Creek. A N85° E linear is also projected to pass through this area where a N27°W and N80°E fracture set occurs on an outcrop of a jasperized solution breccia at an overturned contact between Chainman Shale and Joana limestone. Nearby, a rock-chip sample assayed 0.41 parts per million of Au, one of few gold anomalies so far identified on the Black Point Property.

To enhance this as a target for further exploration, Casaceli (2019) recommends that a CSAMT survey could prove an effective screening tool if a resistivity high, an indicator of intense silicification (jasperoid) and, possibly, associated gold mineralization, is discovered. Gold targets along regional structural projections confirmed by geophysical data have received minimal attention in shallow basin exploration in Nevada.

Figure 14 from the Report, please see below, is a First Vertical Derivative Interpretive Gravity contour map with overlain linear and circular features from Casaceli (2019). This derivative is a method of enhancing slight differences in vertical densities of underlying rock units in contrast to depths of valley fill sediments which, if they show rapid change, denote buried faults. Examples are deep alluvial channel fills along fault scarps or circular features that mark hypabyssal igneous intrusives.

Two concentric circular shapes dominate the Vertical Derivative map and, according to Casaceli (2019), are likely margins of alluvial filled depressions but it is not clear how they may have formed. The proposed CSAMT survey that more accurately measures basin fill, would aid interpretation of these structures and any highly resistive zones that may warrant drill testing for prospective gold content.

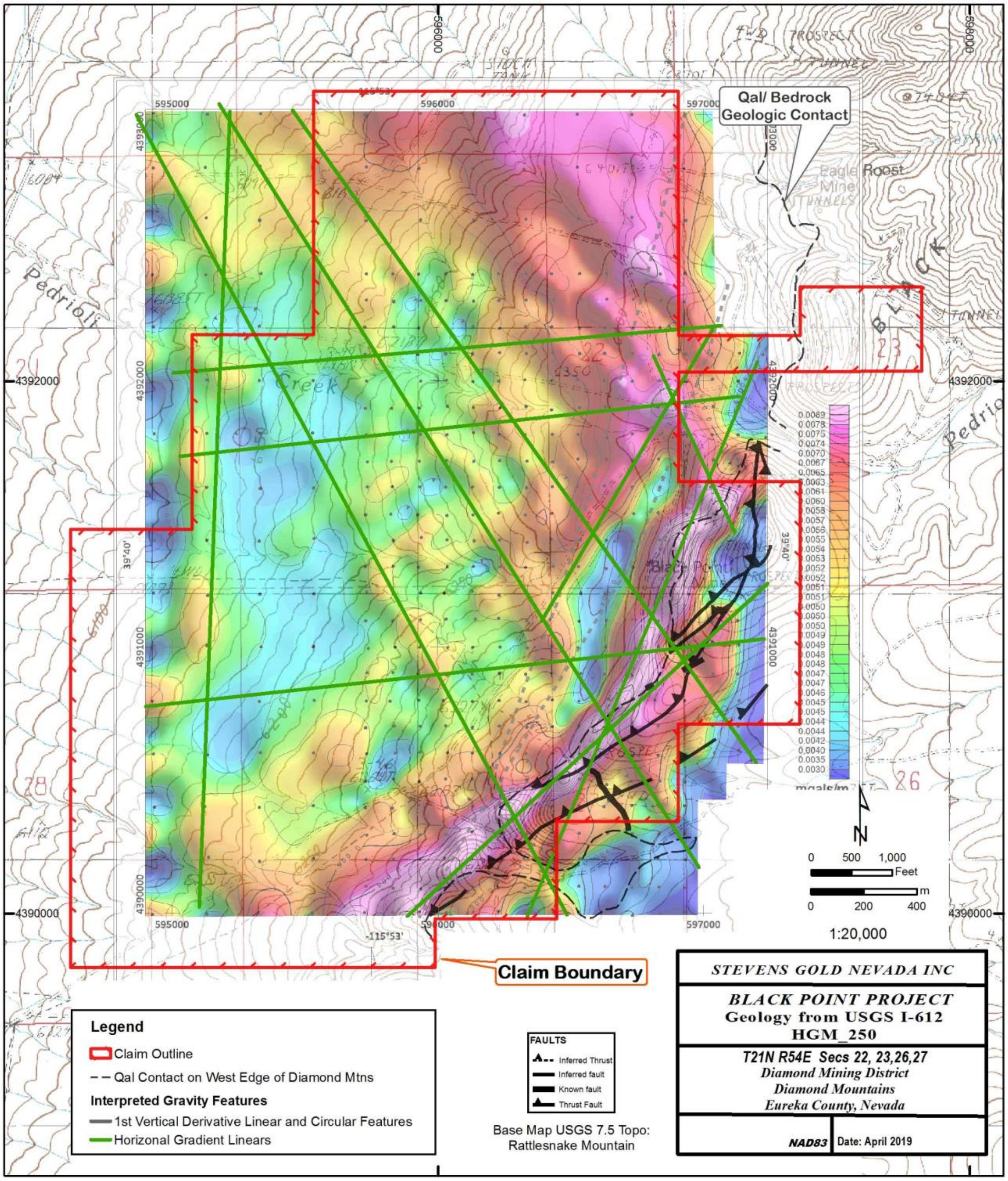


FIGURE 13. HORIZONTAL GRADIENT INTERPRETIVE GRAVITY MAP

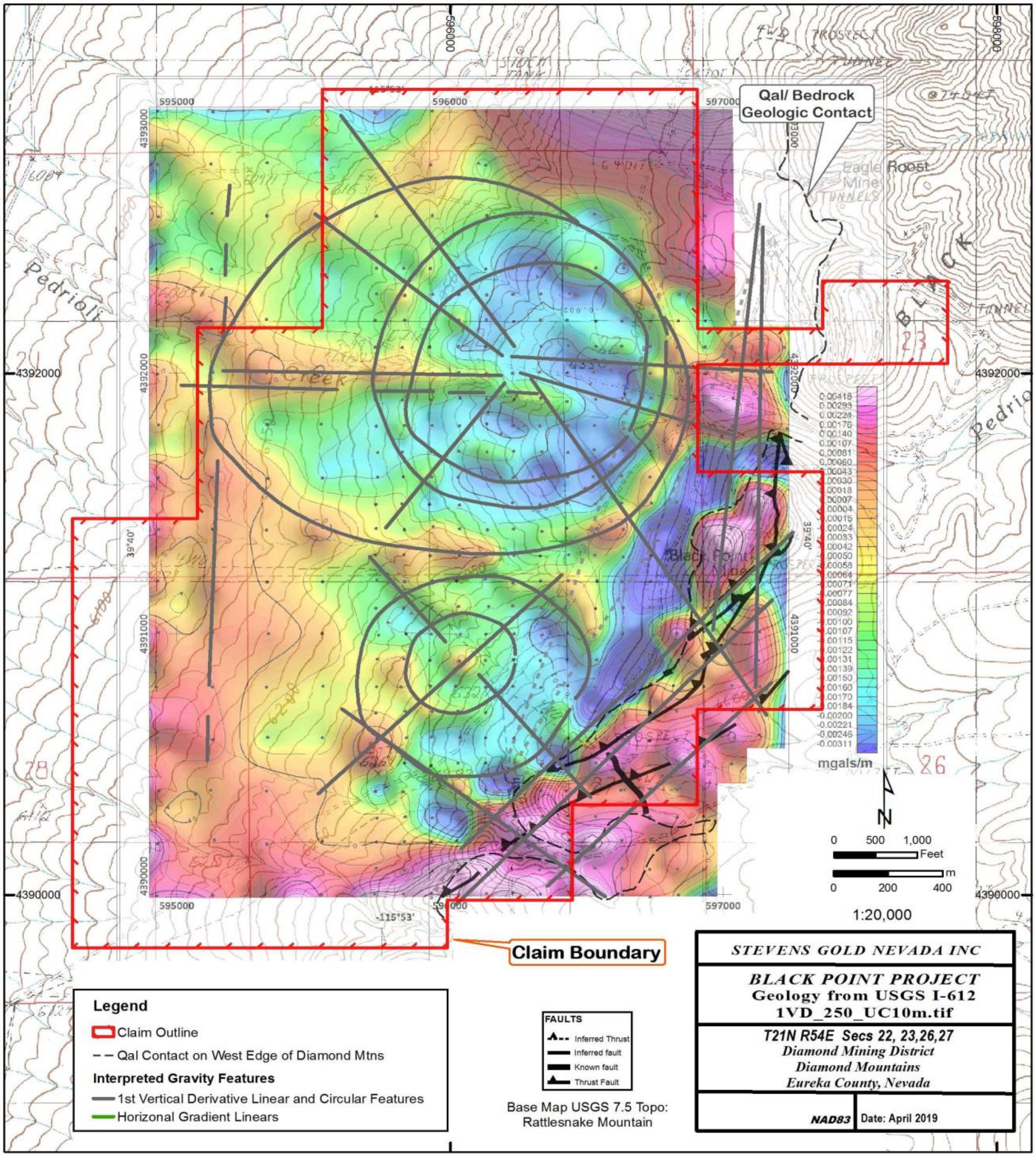


FIGURE 14. FIRST VERTICAL DERIVATIVE INTERPETIVE GRAVITY MAP

SAMPLING METHODS AND APPROACH

Rock Sampling

No systematic sampling is evident in the Erickson work. However, the detailed maps indicate some select channel sampling was completed in the underground workings and surface cuts. The samples vary in width from two to fifty feet and the assays are shown on the detailed maps in Figures 8-11 above, the zones of Erickson's exploration. No other information on systematic channel sampling is included and those samples are assumed to be single grab samples.

Rock-chip samples collected by Stevens Gold are described in some detail on sample tickets and sample weights, ranging from 0.46 to 1.13 kg, recorded on analytical assay sheets from American Assay Laboratories and ALS Laboratories in Reno.

Percussion and Diamond Drilling Sampling

According to Erickson (1972), cuttings were collected at 4-foot intervals from the percussion holes at that time but there is no further information on collection or splitting methods. There is no information on the type of drilling or sampling procedures for any of the drilling completed by Gergen in 1989 or Newcrest Mining in 2005. Four holes were completed by Urastar Gold Corp. in 2012 and mention of core by Stevens Gold presumes that diamond drilling was used. No information from drill logs or any assay results are available.

SAMPLE PREPARATION, QUALITY CONTROL AND SECURITY

Field Procedures-Percussion Drilling

There is no information for any of the reported drilling at Black Point.

Laboratory Procedures and Quality Control Protocol

Assays for bulk sampling in 1971, reported by Erickson (1972), are tabled on certificates from White Pine Assay Co. East Ely, Nevada, 89315.

There is no information on laboratory procedures or analytical methods used for the silver assays recorded on drill logs from the percussion drilling at Black Point reported in 1972.

Analytical work on rock samples collected by Stevens Gold was performed by American Assay Laboratories and ALS Laboratories, both in Sparks, Nevada. Both ALS and American Assay's Quality Assurance Program meets all the established criteria as related to disclosure requirements for trading mining & exploration companies under National Instrument, NI 43-101 and is compliant with those practices deemed "best in industry" in analytical data generation of mineral samples. Additional information on the company, certifications, and other offered services is available on their respective websites.

DATA VERIFICATION

The Author is familiar with the subject Property and his most recent site visit was on June 25, 2019.

To verify the technical work completed by the Company on the Property and examine old workings and drill hole locations described by Erickson (1972). The author examined a number of Stevens Gold rock chip sampling sites and has reviewed all of the of their rock sample descriptions.

The author also examined the area around the Black Point workings south of Pedreoli Creek, described by Erickson (1972), as well as the waste dump below the portal of the Condor Mine adit on the north side of Pedrioli Creek. A number of rock hand specimens were collected for closer office examination.

The author is very familiar with sample preparation, digestion, and analytical methods used by American Assay and ALS Labs. He has examined the assay sheets they produced for treating rock samples submitted by Stevens Gold. The author has examined the report on the survey methods and data processing of the gravity survey conducted by Zonge International in 2018.

The author has studied all available drill hole sample descriptions, and assay results. The Author also reviewed relevant, published U.S.G.S. topographic and geological maps and reports.

INTERPRETATIONS AND CONCLUSIONS

The Black Point Property covers an area on the west flank of the Diamond Mountains adjacent to Pedrioli Creek. Approximately 80 % of the claim block on the western side is underlain by recent basin alluvium with outcrops of Silurian, Devonian and Mississippian sediments exposed in the south and eastern margins. North of the claim group, a complete section of Upper Paleozoic sediments are exposed in a westerly dipping, overturned sequence with Silurian Lone Mountain Dolomite along the western margin. This section is cut off north of Pedrioli Creek with a NW-SE cross fault.

South of that, only thin slivers of that whole sequence remain in thrust slices along an arcuate bedrock exposure that is covered by young basin sediments along its western margin. The remnant units are, from west to east, Silurian Lone Mountain Dolomite, Devonian dolomitic sandstone and Devil's Gate Limestone, Devonian/Mississippian Pilot Shale and Mississippian Diamond Peak, dipping west between 50° and 35°. The units are separated by a series of three westerly-dipping thrusts.

Alteration, predominantly silicification, is noted particularly in carbonate-rich rocks south of the NW-SE striking cross fault. Quartz replaces calcium and magnesium carbonates of limestone and dolomite. Silicification becomes more pervasive and massive southward, forming massive jasperoid in part. The Pilot Shale, a primary target horizon at Black Point for disseminated/ micro veined gold mineralization is host unit to gold deposits in neighboring ranges, notably in Alligator Ridge-Vantage district in the next range east and at the Pan operation to the south.

Structural elements at Black Point are dominated by the four, west dipping thrusts, according to US Geological Survey mapping. That interpretation must be dependent on the correct identification of the sedimentary units in the absence of any visible signs of thrusts. Evidence of steeply-dipping faulting is also indirect in that its presence is inferred from badly broken ground encountered in rotary drilling with strike direction unknown. There is evidence from ground observation of the presence of E-W striking fractures.

Interpretation of a recent gravity survey over the claim group reveals a number of linear features that strike NE-SW in the south east, outcropping, part of the block and more disjointed E-W features over the covered basin area. If these linear features are fault traces, there are a number of intersection points that may be drill targets. There are also several Horizontal Gradient Magnitude linears striking N 29° W to N 35° W that Casaceli (2019) interprets as possible strands of the Battle Mountain-Eureka Trend.

Metallic mineralization is present at Black Point in the form of pods of silver sulfides argentite (Ag2S) and tetrahedrite. If correctly identified the latter contains copper and antimony. Records of ore shipped had silver grades ranging between 12 and 450 ounces per ton of Ag, with an average estimated at 40 ounces per ton of Ag. In-situ bulk samples from one identified deposit range up to 304 ounces per ton of Ag and carry significant base metals, copper, lead and zinc. Some records indicate that there is gold associated with silver with grades between 0.01 and 0.3 ounces per ton of Au reported. None of the percussion holes drilled between 1971 and 1972 were assayed for metals other than silver. Other evidence of gold at Black Point is some rock-chip samples collected by Stevens Gold. The highest value is 400 ppb. Anomalous amounts of arsenic are present in those samples and values range up to 1,000 ppm As. Two miles east of Black Point itself, copper was mined in the 1890's and occurs at the contact with a granodiorite intrusive.

The extensive presence of silica alteration and the silver, gold, copper, lead, zinc and arsenic metal suite indicate that a large, metal-bearing hydrothermal system exists in the Black Point area and is barely exposed. Despite the evidence of other metals in the system, samples from the Erickson drilling were only assayed for silver and systematic geochemical work is required to augment the sparse existing data.

In more recent years two other exploration groups (Gergen, 1970's-1980's and Newcrest Mining 1996) drilled a series of holes generally in a line toward the south west of the Black Point area, roughly along strike from the Pilot Shale outcrops. This suggests that the targets for these holes were the Pilot Shale in the search for widespread disseminated gold mineralization. With no available information, results of that work remain unknown. Four core holes drilled by Urastar immediately west of the old Black Point mines could also have targeted the Pilot Shale down dip. There is no information on depth drilled or on any mineralization, if intersected.

The recent work by Stevens Gold has added more perspective to justify continued exploration in the area, but more ground and some geophysical data is critical to help identify the best targets for drill testing. This work is recommended to answer particular questions on the distribution and identification of lithological units, structures, silica alteration and the extent and level of gold and other metals present.

RECOMMENDATIONS

Available information on the Black Point area should now be augmented by surface mapping and geochemical sampling program in outcrop areas. More detailed geological work through systematic mapping would aim to confirm US Geological Survey identification of lithological units, structures and alteration.

Systematic, grid soil sampling is also recommended to confirm the presence and distribution of gold, silver and base metals particularly to identify any in-situ linear or zonal trends that indicate mineralization centers and drill targets. These may be surface expressions of feeder zones that are potential conduits of hydrothermal, metal-bearing fluids.

Bulk leach extractable gold (BLEG) and minus 80 mesh sampling of active channels in western flowing streams at the base of slope is also recommended to broaden the search for gold sources upstream. The BLEG technique can detect gold particles carried from source rocks over several miles distant.

Surface or near surface gold anomalies, especially structurally related, would become primary drill targets in outcrop areas.

In the covered areas of the claims, a CSAMT survey is recommended to augment interpretations of a number of structural trends suggested by results of the recent gravity survey. This work could indicate highly resistive zones or trends that may represent strong silicification and potential metallic sources in structures or layers.

High-resistivity zones in and around structural intersections that trend away from anomalous gold in outcrop areas will be primary drill targets.

CSAMT data will also map depth to bedrock beneath the basin sediment cover in Diamond Valley and provide a limiting practical depth for exploration.

A budget of USD $110,000 is therefore recommended in the Report for a Phase I surface program on the Black Point Property, outlined in the table below in **USD**:

Geophysics	CSAMT Survey	14.0 line-km			**$52,000**
Geology	Mapping	30 days			**$30,000**
Geochemistry	Sampling				
	Rocks		$2,600		
	Soils		$6,800		
	BLEG		$2,600	$12,000	
	Assays				
	Rocks		$1,900		
	Soils		$3,500		
	BLEG		$2,600	$8,000	
					$20,000
Compilation/Report		15 days			**$8,000**
	TOTAL 2019				**$110,000**

An annual fee is also payable by us to both the BLM and Eureka County. Currently, total fees are approximately $168 per claim and subject to annual adjustments, which are due prior to September 1, 2019.

2.4 DEVELOPMENT OF BUSINESS

We have taken the following steps to develop our business: (1) spent $65,077 on searching for desirable mineral properties, negotiating the Property Option Agreement and, on October 10, 2018, signing the Property Option Agreement with the Property Owner, along with a second property option, which we have since terminated (the "**Terminated Property Option**"); (2) recruited directors and officers with the skills required to operate a mineral exploration company; (3) raised an aggregate of $1,067,100 through the sale of our Shares, (4) undertook preliminary exploration work on the two properties ($186,178; $105,406.51 on the Property and $80,771.28 on the Terminated Property Option) and (5) commissioned the Report.

The Property Option, as amended on June 28, 2019, consists of our right to earn up to a 60% interest in the Black Point Project located in Eureka County, Nevada, USA (the "Property"). Under the terms of the binding Property Option, we have the right to purchase that 60% interest in the Property by making a payment of USD $500,000 at any time while the Property Option or a follow-up lease/option to purchase agreement is in effect. Until the payment of the purchase price is made, we are to make annual lease payments, which shall not constitute a portion of the purchase price, as follows:

- US$25,000 within 5 business days after signing (paid);
- US$25,000 on or before October 10, 2019;
- US$25,000 on or before October 10, 2020;
- US$50,000 on or before October 10, 2021;
- US$50,000 on or before October 10, 2022; and
- US$100,000 on or before October 10, 2023 and annually thereafter.

In the Property Option Agreement, Stevens Gold and Golden Pursuit agree to enter into a Follow-up Lease/Option to Purchase agreement.

The Property Owner will retain a 2% Net Smelter Return Royalty on the property.

On October 10, 2018, we also acquired an option to acquire a 60% interest in the Stevens Basin Project located in the Eureka County, Nevada, USA. The property option on the Stevens Basin property consisted of our right to earn up to a 60% interest in the Stevens Basin Project located in Eureka County, Nevada, USA (the "**Property**"). Under the terms of the Property Option, we had the right to purchase that 60% interest in the Property by making a payment of USD $750,000 at any time while the Property Option or a follow-up lease/option to purchase agreement is in effect. Until the payment of the purchase price is made, we were to make annual lease payments, which would not have constituted a portion of the purchase price, as follows:

- US$25,000 within 5 business days after signing (paid);
- US$25,000 on or before October 10, 2019;
- US$25,000 on or before October 10, 2020;
- US$50,000 on or before October 10, 2021;
- US$50,000 on or before October 10, 2022; and
- US$100,000 on or before October 10, 2023 and annually thereafter.

We also would have been required to make the US Bureau of Land Management ("**BLM**") and Eureka County annual fees during the term of the Option and in the event that the Option was exercised. The Property Owner would have retained a 2% Net Smelter Return Royalty on the property. However, following the preliminary exploration work, management decided to focus on the Black Point property and terminated the Stevens Basin option on June 12, 2019.

2.5 LONG TERM OBJECTIVES

We intend to complete the Phase I exploration program set out in the Report. We intend, if the results are encouraging, to then seek a further technical report and Phase II exploration program and carry out that work program. Advancing to a Phase II exploration program, however, is contingent on positive results from the Phase I exploration program. Our objective is to exercise the Option on the Property. In the event that we are able to bring the Property to the development stage, we intend to be the operator of the Property.

If we exercise of the option, we will form a joint venture with the Property Owner to further the exploration and development of the Property. Our initial interests in the joint venture would be 60% held by us and 40% held by the Property Owners; with our capital contributions being determined as the aggregate amount of the cash payments, share issuances and expenditures incurred to exercise the option, and the Property Owners' capital contribution being determined on a proportionate basis. We will be the operator of the joint venture and receive a 5% Operator fee, with operational and budget decisions being made by a management committee comprised of representatives of the Issuer and the Property Owner. For so long as we hold more than a 50% interest in the joint venture, we will have decision making authority within the management committee. In the event a party contributes less than its pro-rata share of any approved budget toward an approved work program, that party will be subject to having its joint venture interest diluted. Should a party's interest be diluted to 10% or less, its interest in the joint venture will automatically terminate and instead it will receive a 1% net smelter return royalty.

2.6 SHORT TERM OBJECTIVES AND HOW WE INTEND TO ACHIEVE THEM

Our short-term goals over the next 12 months are as follows:

As recommended in the Report, we first intend to complete geochemical sampling, which is expected to cost approximately USD $12,000, and geochemical assays, which is expected to cost approximately USD $20,000. Next, we intend to complete geological mapping at a cost of approximately USD $30,000. Then, we intend to complete a CSAMT Survey at a cost of approximately USD $52,000. After that, we will complete a compilation/report of the results of the exploration and seek a determination of the next recommended steps in exploration on the Property. This Phase I exploration program is expected to cost approximately USD $110,000.

The following table discloses how we intend to meet our objectives for the next 12 months:

What we must do and how we will do it	Target completion date or, if not known, number of months to complete	Our cost to complete ($)
30 days of geological mapping at a cost of approximately	August 2019	USD $30,000
Geochemical Sampling	July 2019	USD $12,000
Geochemical Assays	August 2019	USD $20,000
GSMAT Survey	September 2019	USD $52,000
Preparation of Compilation/Report	October 2019	USD $8,000
Evaluation of Compilation/Report	November 2019	USD $15,000
Drilling Program	December 2019	USD $250,000
Evaluation of Drilling Program	January 2020	USD $30,000
Commission of Second Technical Report, if warranted(1)	March 2020	USD $20,000
Exercise of Option, if warranted(1)	May 2020	USD $500,000

(1) The commissioning of a second technical report, and the exercise of the Option, are contingent on positive results being obtained from the recommended exploration program, as described in the Report. Should the results of the recommended exploration program described in the Report not justify undertaking continued exploration, it is anticipated that we will seek alternative mineral property interests to explore and develop. No such alternative properties have been identified, and there is no assurance any suitable mineral property will be located on terms acceptable to us, or at all.

2.7 INSUFFICIENT FUNDS

The funds available as a result of the offering will not be sufficient to accomplish all of our proposed objectives. There is no assurance that alternative financing will be available.

2.8 MATERIAL AGREEMENTS

Except for contracts made in the ordinary course of business, the following are the only material contracts entered into by us, or which affect us, since its incorporation on June 8, 2018:

1. Property Option Agreement with the Property Owner dated October 10, 2018, as amended June 28, 2019

The Property Option consists of our right to earn up to a 60% interest in the Black Point Project located in Eureka County, Nevada, USA (the "**Property**"). Under the terms of the Property Option Agreement, we have the right to purchase that 60% interest in the Property by making a payment of USD $500,000 at any time while the Property Option or a follow-up lease/option to purchase agreement is in effect. Until the payment of the purchase price is made, we are to make annual lease payments, which shall not constitute a portion of the purchase price, as follows:

- US$25,000 within 5 business days after signing (paid);
- US$25,000 on or before October 10, 2019;
- US$25,000 on or before October 10, 2020;
- US$50,000 on or before October 10, 2021;
- US$50,000 on or before October 10, 2022; and
- US$100,000 on or before October 10, 2023 and annually thereafter.

The Property Owner will retain a 2% Net Smelter Return Royalty on the property.

The Option Also includes that:

(a) the right of first refusal at all times for the purchase of the remaining interests and the Net Smelter Return Roy, as defined below, in the Property (the "**Right of First Refusal**"); and

(b) the option to purchase must be exercised prior to start-up of production.

In the event that we pay the USD $500,000 and acquire the 60% interest in the Property, the Property Option Agreement provides that the Parties intend that The Property Owner will maintain a 40% working interest in the Property and we will maintain a 60% working interest in the Property. This means that each party will pay that portion of the Exploration Expenditures as they come due and no later than 30 calendar days after they become due.

Pursuant to the Property Option Agreement, as Operator, we would carry out work on the Property and incur "Exploration Expenditures", which would include all maintenance, development and environmental remediation expenses, other expenses, cash obligations and liabilities of whatever kind or nature spent or incurred directly or indirectly in connection with mining work and, without limiting the generality of the foregoing, includes monies expended constructing or acquiring all facilities, buildings, machinery and equipment in connection with mining work, in paying any taxes, fees, charges, payments or rentals (including payments made in lieu of assessment work) or otherwise paid to keep the Property or any portion thereof in good standing including any payment to or in respect of acquiring any agreement or confirmation from any holder of surface rights respecting the Property or any portion thereof, in carrying out any survey of the Property or any portion thereof, in paying the fees, wages, salaries, travelling expenses, fringe benefits (whether or not required by law) or all persons engaged in work with respect to and for the benefit of the Property or any portion thereof, in paying for the good, lodging and other reasonable needs of such persons, in supervising and managing any work done with respect to and for the benefit of the Property or any portion thereof including overhead charges claimed by Stevens Gold as Operator or in any other respects necessary for the due carrying out of mining work and in connection with milling, processing and treatment operations, and in providing supervision, management, administration and accounting, financing, marketing, engineering, legal and other support services in connection with mining work. The certificate of an officer of Stevens Gold as Operator to the amount of Exploration Expenditures incurred and as to their categorization shall be *prima facie* evidence of such amounts having been incurred and provide an invoice requiring The Property Owner to promptly repay that portion of the Exploration Expenditures equal to its working interest in the Property. If either Party does not pay its portion of the Exploration Expenditures within 30 days of those payments becoming due to the other Party, the delinquent Party forfeits to the other Party that percentage of its working interest in the Property equal to the portion of the Exploration Expenditures it owes but has failed to pay.

Pursuant to the Property Option Agreement, in the event that either our or the Property Owner's working interest in the Property decreases to less than 10% pursuant, then that Party's working interest will be reduced to Nil (zero %) and that Party will receive a 1% Net Smelter Return.

Pursuant to the Property Option Agreement, we and the Property Owner agree there is an area of influence which applies to this Option. The area of influence will cover the areas contained within two miles of the existing claim boundaries.

The Property Option Agreement is not assignable by either of us or the Property Owner except with the written consent of the other Party, such consent not to be unreasonably withheld.

Pursuant to the Property Option Agreement, the Property Owner shall fully co-operate with Stevens Gold and provide us with all documents and information necessary for us to complete its due diligence. The Property Owner shall not offer any interest in the Property to any person unless the Property Option Agreement is terminated and we have not entered into a definitive agreement with the Property Owner.

ITEM 3: INTERESTS OF DIRECTORS, MANAGEMENT, PROMOTERS AND PRINCIPAL HOLDERS

3.1 COMPENSATION AND SECURITIES HELD

The following table discloses information about each of our directors, officers and promoters and each person who, as of July 2, 2019, directly or indirectly, beneficially owns or controls 10% or more of any class of our voting securities:

Name and municipality of principal residence	Positions held (e.g., director, officer, promoter and/or principal holder) and the date of obtaining that position	Compensation paid by Issuer or related party in the most recently completed financial year and the compensation anticipated to be paid in the current financial year	Number, type and percentage of securities of the Issuer held after completion of min. offering	Number, type and percentage of securities of the Issuer held after completion of max. offering
Charles "Bud" MaLette *Vancouver, BC*	Director, Chief Executive Officer, President and promoter	2018 - $Nil 2019 - $42,000	2,000,000 Common Shares (12.8%)	2,000,000 Common Shares (11.3%)
James Bordian *Surrey, BC*	Director Chief Financial Officer	2018 - $Nil 2019 - $12,000	50,000 Common Shares (0.3%)	50,000 Common Shares (0.3%)
Terry Fields *Santa Monica, CA, USA*	Director	$Nil	Nil	Nil
John M. Mirko *Vancouver, BC*	Director	$Nil	Nil	Nil

3.2 MANAGEMENT EXPERIENCE

The following table discloses the principal occupations and past five years of experience of our directors and executive officers:

Name	**Principal occupation and related experience**
Charles "Bud" MaLette *Vancouver, BC*	Charles MaLette (age 75) was an Investment Advisor for more than 35 years with Canaccord Genuity Corp. He retired from Canaccord Genuity Corp. on December 31, 2018. He has many years investing in public companies in various industries, and analyzing and reviewing hundreds of public companies financial statements. Through his experience as an Investment Advisor, Mr. MaLette has become financially literate. Mr. MaLette, is the Chief Executive Officer, President and a Director of Stevens Gold. Mr. MaLette will lead the Issuer in its day-to-day operations in marketing and promoting its equipment and services. Mr. MaLette graduated from the University of Calgary in 1970 with a degree in Economics. After receiving a teaching degree from the University of British Columbia in 1972 he taught high school for 9 years in Vancouver, B.C. Mr. MaLette joined Canaccord Genuity Corp. in 1983 as an Investment Advisor and resigned on December 31, 2018, to become the CEO and director of Core Process Solutions Inc. Mr. MaLette is also a director and secretary of the B.C. Thoroughbred Owners and Breeders Association.
James Bordian *Surrey, BC*	James Bordian (age 78) is a retired Chartered Accountant and Certified Internal Auditor with over 40 years' experience. During his career, Mr. Bordian has held senior management positions with US Plywood, Dillingham Corporation, Air Canada, and BC Hydro. Presently he is Vice President of a Vancouver-based private management-consulting firm offering financial accounting services. James Bordian has also held the following past positions: Director and Chairman of Audit and Finance Committee for Royal Aloha Vacation Club; Director and Treasurer of Grand Lakefront Resort Club Canada; and President of Institute of Internal Auditors – Vancouver Chapter. Mr. Bordian has extensive experience in income tax planning, budgeting, financial statement presentations and business evaluations.
Terry Fields *Santa Monica, CA, USA*	Terry Fields (age 76) graduated from UCLA in 1965 with a Bachelor of Science and then attended the University of Loyola Law School, where he received his Juris Doctorate and thereafter practiced law in California for over 40 years. During this time, Mr. Fields served as an officer and director on many public companies in the United States and Canada. He has extensive experience in corporate and securities law, with special emphasis in the resource sector. He is currently a self-employed Attorney-at-Law and business consultant.

Name	Principal occupation and related experience
John M. Mirko *Vancouver, BC*	John Mirko (age 63) has 40 years of experience in the mining industry. He is currently President, CEO, and Director of Rokmaster Resources Corp., a Vancouver-based mineral exploration company focused on North, Central and South American projects. Previously, he worked with Roca Mines Inc. as a founding Director for nine years, where he assisted with putting into production a 500 tonne per day (TPD) mine and concentrator. He was co-recipient of Association for Mineral Exploration BC's "E.A. Scholtz Medal" (2008) for excellence in mine development, and the Mining Association of BC's "Mining and Sustainability Award" (2009) for Roca Mines' MAX Molybdenum Mine. From 1986 to 2010, Mr. Mirko was a founding Director of Auckland Exploration Inc., Pacific Rim Mining Corp., Frontier Pacific Mining Corp., and Stikine Energy Corp. In addition, he held management positions with Skylark Resources Ltd., Solitare Minerals Corp. and Calypso Uranium Corp. Mr. Mirko has been self-employed since 1977 through his company, Canam Mining Corp., as a mining contractor and prospector involved in the exploration, development and construction of numerous mining projects in 11 countries and the production of mineral resources from five such projects. Mr. Mirko's past clients include Hudson Bay Mining, Corona Corp., Homestake Development, Kennecott, Extotal Resources, Equity Engineering, Stikine Copper and Pioneer Metals. His work included prospecting, geology, geophysics, geochemistry, property evaluation, project management, property acquisition, catering, camp/road/airstrip construction, mine development, mine rehabilitation, concentrator construction and operations, contract negotiations, financing and strategic planning and development.

3.3 PENALTIES, SANCTIONS AND BANKRUPTCY

(a) Other than as stated below, there has been no penalty or sanction in effect during the last 10 years, or any cease trade order that has been in effect for a period of more than 30 consecutive days during the past 10 years against

(i) any of our directors, executive officers or control persons, or

(ii) an issuer of which a person referred to in (i) above was a director, executive officer or control person at the time.

James Bordian, Terry Fields, and Charles MaLette are directors of Core Process Solutions Inc., formerly Critical CO2 Separations Inc., ("Core Solutions") since June 11, 2018, July 11, 2018 and February 5, 2019 respectively. On February 11, 2019 Core Solutions was issued a Cease Trade Order by the British Columbia Securities Commission ("BCSC"). Core Solutions had provided investors with an offering memorandum dated November 8, 2018 (the "**2018 OM**") and subsequently relied on the offering memorandum exemption in section 2.9 of National Instrument 45-106 *Prospectus and Registration Exemptions* to distribute securities. In the Cease Trade Order dated February 11, 2019, the BCSC stated that the 2018 OM was not completed in accordance with the regulations. The offering memorandum was amended pursuant, reoffered to investors and refiled. The Cease Trade Order was revoked on May 13, 2019.

(b) There has been no declaration of bankruptcy, voluntary assignment in bankruptcy, proposal under any bankruptcy or insolvency legislation, proceedings, arrangement or compromise with creditors or appointment of a receiver, receiver manager or trustee to hold assets, that has been in effect during the last 10 years with regard to any

(i) of our directors, executive officers or control persons, or

(ii) issuer of which a person referred to in (i) above was a director, executive officer or control person at that time.

3.4 LOANS

There are no debentures or loans, between us and our directors, management, promoters, or principal holders.

ITEM 4: CAPITAL STRUCTURE

4.1 SHARE CAPITAL

The following table provides information about our outstanding securities (including options, warrants and other securities convertible into shares):

Description of security	Number authorized to be issued	Price per security	Number outstanding as at July 2, 2019	Number outstanding after min. offering	Number outstanding after max. offering
Common Shares	unlimited	No par value	15,643,334	15,643,334	15,643,334
Special Warrants	unlimited	No par value	Nil	800,000	2,000,000
		Total:	**15,643,334**	**16,443,334**	**17,643,334**

Notes:

(1) Each Special Warrant entitles the holder to acquire, without additional payment, one Common Share on the earlier of: (a) the first business day following the day on which a receipt for a final prospectus has been issued by or on behalf of the last of the securities regulatory authorities in a province of Canada or such other jurisdiction(s) as may be determined by us; or (b) the 240th day following the date of issuance of the Special Warrants.

4.2 LONG TERM DEBT SECURITIES

We have not issued any long term debt securities.

4.3 PRIOR SALES

The following table provides details of our prior sales of securities:

Date of issuance	**Type of security issued**	**Number of securities issued**	**Price per security**	**Total funds received**
June 8, 2019	Common Shares	1	$0.005	$0.005
July 20, 2018	Common Shares	2,000,000	$0.005	$10,000
July 20, 2018	Common Shares	450,000	$0.005	$2,250
July 20, 2018	Common Shares	50,000	$0.005	$250
October 15, 2018	Common Shares	700,000	$0.06	$42,000
October 15, 2018	Common Shares	2,150,000	$0.06	$129,000
October 15, 2018	Common Shares	2,150,000	$0.06	$129,000
October 15, 2018	Common Shares	2,150,000	$0.06	$129,000
October 15, 2018	Common Shares	500,000	$0.06	$30,000
October 15, 2018	Common Shares	660,000	$0.06	$39,600
October 15, 2018	Common Shares	700,000	$0.06	$42,000
October 15, 2018	Common Shares	1,333,333	$0.06	$80,000
December 6, 2018	Common Shares	700,000	$0.06	$42,000
December 6, 2018	Common Shares	700,000	$0.06	$42,000
April 5, 2019	Common Shares	100,000	$0.25	$25,000
April 5, 2019	Common Shares	300,000	$0.25	$75,000
April 5, 2019	Common Shares	800,000	$0.25	$200,000
April 5, 2019	Common Shares	100,000	$0.25	$25,000
April 5, 2019	Common Shares	100,000	$0.25	$25,000
	Total	15,643,334		$1,067,100

ITEM 5: SECURITIES OFFERED

5.1 TERMS OF SECURITIES

The Securities in this Offering are Special Warrants in our capital. Each Special Warrant is being sold at a price of $0.25.

The Special Warrants will automatically convert into our Common Shares and will be deemed to have been exercised without any further action or payment on the part of the Subscriber on the earlier of: (a) the first business day following the day on which a receipt for a final prospectus has been issued by or on behalf of the last of the securities regulatory authorities in a province of Canada or such other jurisdiction(s) as may be determined by us; or (b) the 240th day following the date of issuance of the Special Warrants.

Once the Special Warrants automatically convert, the Subscriber will hold the same number of our Common Shares that they held in Special Warrants and the Special Warrants will cease to exist.

Our common shares have the following characteristics:

(a) Each of our Common Shares entitles the Shareholder to have one vote for each share he holds or represents in every vote of Shareholders of our Common Shares.

(b) Each of our Common Shares entitles the Shareholder to participate equally, share for share, in a distribution of our assets or property on liquidation, dissolution or windup.

5.2 SUBSCRIPTION PROCEDURE

(a) A purchaser can subscribe for the securities being offered by completing the attached Subscription Agreement and Risk Acknowledgment Form and paying the subscription proceeds to our legal counsel using a method of payment described in the Subscription Agreement. Subscription proceeds must be paid to our legal counsel by certified cheque, bank draft, money order or wire transfer. Wire instructions are attached to the Subscription Agreement.

(b) The Subscription proceeds will be held in trust for two days.

ITEM 6: INCOME TAX CONSEQUENCES AND RRSP ELIGIBILITY

1.1 You should consult your own professional advisers to obtain advice on the income tax consequences that apply to you.

Not all securities are eligible for investment in a registered retirement savings plan (RRSP). You should consult your own professional advisers to obtain advice on the RRSP eligibility of these securities.

ITEM 7: COMPENSATION PAID TO SELLERS AND FINDERS

We intend to pay finder’s fees in connection with this offering. The finder’s fee is expected to be 10% paid in cash. The following table sets out the finder’s fees that the Issuer expects to pay in connection with this offering:

Finder’s Fee	10% Cash
Minimum Offering ($200,000)	$20,000
Estimated Maximum Offering ($500,000)	$50,000

ITEM 8: RISK FACTORS

An investment in the securities offered hereunder should be considered highly speculative due to the nature of our business and the present stage of development. An investment in the securities should only be made by knowledgeable and sophisticated investors who are willing to risk and can afford the loss of their entire investment. Prospective investors should consult with their professional advisors to assess an investment in the Issuer. In evaluating us and our business, investors should carefully consider, in addition to the other information contained in this Offering Memorandum, the following risk factors. These risk factors are not a definitive list of all risk factors associated with an investment in the Issuer or in connection with our operations.

8.1 INVESTMENT RISKS

High Risk, Speculative Nature of Investment

An investment in the Common Shares carries a high degree of risk and should be considered speculative by purchasers. We have no history of earnings, have limited cash reserves, a limited business history, have not paid dividends, and are unlikely to pay dividends in the immediate or near future. We are in the "start-up" phase of our business. Our operations are not sufficiently established such that we can mitigate the risks associated with our planned activities.

Dilution of Shareholdings

Purchasers of the Special Warrants offered hereby will experience an immediate dilution in the net tangible book value of the Special Warrants from the Offering Price of this Offering.

No Established Market

There is currently no market through which our securities may be sold and purchasers may not be able to resell the Common Shares purchased under this Offering Memorandum. Even if a market develops, there is no assurance that the price of the Common Shares offered under this Offering Memorandum, will reflect the market price of the Common Shares once a market has developed. There is no assurance that the Company will ever list or that a market will ever develop.

Limited Operating History

We have no history of earnings. There are no known commercial quantities of mineral reserves on the Property. The purpose of the Offering is to raise funds to carry out exploration and, if thought appropriate, development with the objective of establishing economic quantities of mineral reserves. There is no guarantee that economic quantities of mineral reserves will be discovered on any properties optioned by the Issuer in the near future or at all. If we do not generate revenue, we may be unable to sustain our operation in which case we may become insolvent and investors may lose their investment.

Liquidity Concerns and Future Financing Requirements

We have no source of operating revenue. It is likely we will operate at a loss until we are able to put a mineral property into production. We may require additional financing in order to fund our businesses or business expansion. Our ability to arrange such financing in the future will depend in part upon prevailing capital market conditions, as well as our business success. There can be no assurance that we will be successful in our efforts to arrange additional financing on terms satisfactory to us, or at all. If additional financing is raised by the issuance of Common Shares from treasury, control of the Issuer may change, and shareholders may suffer additional dilution. If adequate funds are not available, or are not available on acceptable terms, we may not be able to operate our businesses at their maximum potential, to expand, to take advantage of other opportunities, or otherwise remain in business.

Uncertainty of Use of Proceeds

Although we have set out our intended use of proceeds from this Offering, the same are estimates only and subject to change. While management does not contemplate any material variation, management does retain broad discretion in the application of such proceeds. See "*Forward Looking Statements*" for more details.

Prospect of Dividends

We do not anticipate that any dividends will be paid on our Common Shares in the foreseeable future. As such, investors may not realize a return on their investment.

No Regulatory Authority Review

Purchasers of the Special Warrants will not have the benefit of a review of this Offering Memorandum by any regulatory authority.

8.2 ISSUER RISKS

Option to Acquire the Project

We do not own an interest in the Property at this time. Rather, we hold an option to acquire up to a 60% interest in the Property, and as such there is the risk that we (i) will be unable to exercise the option due to lack of funds; (ii) will be unwilling to exercise the option if to do so would be considered not in the best interests of the Issuer at that time; or (iii) will otherwise be in breach of the Property Option Agreement; which in each case could result in the complete loss of any interest in the Project. Failure to exercise the option may have a material adverse effect on our business.

Substantial Capital Expenditures Required

Substantial expenditures are required to establish ore reserves through drilling, to develop metallurgical processes to extract metal from the ore and, in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that the funds required for development can be obtained on a timely basis. The discovery of mineral deposits is dependent upon a number of factors. The commercial viability of a mineral deposit once discovered is also dependent upon a number of factors, some of which relate to particular attributes of the deposit, such as size, grade and proximity to infrastructure, and some of which are more general factors such as metal prices and government regulations, including environmental protection. Most of these factors are beyond our control. In addition, because of these risks, there is no certainty that the expenditures to be made by us on the exploration of our Property as described herein will result in the discovery of commercial quantities of ore.

Management Experience

Our success is currently largely dependent on the performance of our directors and officers. Our management team has experience in resource exploration and business. The experience of these individuals is a factor that will contribute to our continued success and growth. We will initially be relying on our board members, as well as independent consultants, for certain aspects of our business. The amount of time and expertise expended on our affairs by each of our management team and our directors will vary according to our needs. We do not intend to acquire any key man insurance policies and there is, therefore, a risk that the death or departure of any member of management, our board, or any key employee or consultant, could have a material adverse effect on our future. Investors who are not prepared to rely on our management team should not invest in our securities.

Future Acquisitions

With the net proceeds from the Offering, we will have sufficient financial resources to undertake the surface program on the Property recommended in the Report. Upon the successful completion of this work, we may not have sufficient financial resources to complete further work. There is no assurance that we will be successful in obtaining the required financing or that such financing will be available on terms acceptable to us. Any future financing may also be dilutive to our existing shareholders.

Negative Cash Flow

We have a limited history of operations, and no history of earnings, cash flow or profitability. We have had negative operating cash flow since our date of incorporation, and we will continue to have negative operating cash flow for the foreseeable future. The Property is at the early exploration stage only. We have no source of operating cash flow and no assurance that additional funding will be available for further exploration and development of the Property when required. No assurance can be given that we will ever attain positive cash flow or profitability.

No Estimates of Mineral Deposits

There is no assurance that any estimates of mineral deposits or resources will materialize.

No assurance can be given that if mineralisation is ever identified on the Property, it will be developed into a coherent mineralisation deposit, or that such deposit will even qualify as a commercially viable and mineable ore body that can be legally and economically exploited. Estimates regarding mineralized deposits can also be affected by many factors such as permitting regulations and requirements, weather, environmental factors, unforeseen technical difficulties, unusual or unexpected geological formations and work interruptions. In addition, the grades and tonnages of ore ultimately mined may differ from that indicated by drilling results and other exploration and development work. There can be no assurance that test work and results conducted and recovered in small-scale laboratory tests will be duplicated in large-scale tests under on-site conditions. Material changes in mineralized tonnages, grades, dilution and stripping ratios or recovery rates may affect the economic viability of projects. The existence of mineralisation or mineralized deposits should not be interpreted as assurances of the future delineation of ore reserves or the profitability of any future operations.

No Commercial Ore Deposits

The Property is in the exploration stage only and is without a known body of commercial ore. Development of the Property would follow only if favourable exploration results are obtained. The business of exploration for minerals and mining involves a high degree of risk. Few properties that are explored are ultimately developed into producing mines.

8.3 INDUSTRY RISKS

Speculative Nature of Mineral Exploration

Resource exploration is a speculative business, characterized by a number of significant risks including, among other things, unprofitable efforts resulting not only from the failure to discover mineral deposits but also from finding mineral deposits that, though present, are insufficient in quantity and quality to return a profit from production. The marketability of minerals acquired or discovered by us may be affected by numerous factors which are beyond our control and which cannot be accurately predicted, such as market fluctuations, the proximity and capacity of milling facilities, mineral markets and processing equipment, and such other factors as government regulations, including regulations relating to royalties, allowable production, importing and exporting of minerals, and environmental protection, the combination of which factors may result in us not receiving an adequate return of investment capital. There is no assurance that our mineral exploration activities will result in any discoveries of commercial bodies of ore. The long-term profitability of our operations will in part be directly related to the costs and success of our exploration programs, which may be affected by a number of factors. Substantial expenditures are required to establish reserves through drilling and to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that funds required for development can be obtained on a timely basis.

Fluctuating Mineral Prices

The mining industry is heavily dependent upon the market price of the metals or minerals being mined or explored for. There is no assurance that, even if commercial quantities of mineral resources are discovered, a profitable market will exist for their sale. There can be no assurance that mineral prices will be such that our properties can be mined at a profit. Factors beyond our control may affect the marketability of any minerals discovered. The prices of base and precious metals have experienced volatile and significant price movements over short periods of time, and are affected by numerous factors beyond our control. The market price of metals and minerals is volatile and beyond our control. Metal prices have fluctuated widely, particularly in recent years. If the price of gold should drop significantly, the economic prospects for the Project could be significantly reduced or rendered uneconomic. There is no assurance that, a profitable market may exist for the sale of products, including concentrates from the Project. Factors beyond our control may affect the marketability of minerals or concentrates produced, including quality issues, impurities, deleterious elements, government regulations, royalties, allowable production and regulations regarding the importing and exporting of minerals, the effect of which cannot be accurately predicted.

Fluctuations in base and precious metal prices may adversely affect our financial performance and results of operations. Further, if the market price of applicable metals falls or remains depressed, we may experience losses or asset write-downs and may curtail or suspend some or all of our exploration, development and mining activities.

Exploration and Development

The Property is in the exploration stage and is without a known body of commercial ore and requires extensive expenditures during this exploration stage. See "*Description of Mineral Property*". Mineral exploration and development involves a high degree of risk which even a combination of experience, knowledge and careful evaluation may not be able to mitigate. The vast majority of properties which are explored are not ultimately developed into producing mines. There is no assurance that our mineral exploration and development activities will result in any discoveries of commercial bodies of ore. The long-term profitability of our operations will be in part directly related to the cost and success of our exploration programs, which may be affected by a number of factors.

We only control a portion of the surface rights over the claims which comprise the Property. In the event that a significant mineralized zone is identified, detailed environmental impact studies will need to be completed prior to initiation of any advanced exploration or mining activities. There is no guarantee that areas for potential mine waste disposal, heap leach pads, or areas for processing plants will be available within the Property or on the currently controlled surface rights.

Operating Hazards and Risks

Mineral exploration and development involves risks, which even a combination of experience, knowledge and careful evaluation may not be able to overcome. Operations in which we have a direct or indirect interest will be subject to hazards and risks normally incidental to exploration, development and production of minerals, any of which could result in work stoppages, damage to or destruction of property, loss of life and environmental damage. We do not currently carry any liability insurance for such risks, electing instead to ensure our contractors have adequate insurance coverage. The nature of these risks is such that liabilities might exceed any insurance policy limits, the liabilities and hazards might not be insurable or we might not elect to insure ourselves against such liabilities due to high premium costs or other factors. Such liabilities may have a materially adverse effect upon our financial condition.

Competition

The mining industry is intensely and increasingly competitive, and we compete for exploration and exploitation properties with many companies possessing greater financial resources and technical facilities than we do. Competition in the mining business could adversely affect our ability to acquire suitable producing properties or prospects for mineral exploration in the future.

Title Matters

To the best of our knowledge, title to the claims comprising the Property is in good standing but there is no guarantee that title to such claims will not be challenged or impugned. The Property may be subject to prior unregistered agreements of transfer or aboriginal land claims, and title may be affected by undetected defects.

Environmental Risks and Other Regulatory Requirements

Our current or future operations, including exploration or development activities and commencement of production on our properties require permits from various federal and local governmental authorities, and such operations are and will be governed by laws and regulations governing prospecting, development, mining, production, taxes, labour standards, occupational health, waste disposal, toxic substances, land use, environmental protection, mine safety and other matters. Companies engaged in the development and operation of mines and related facilities generally experience increased costs and delays in production and other schedules as a result of the need to comply with the applicable laws, regulations and permits. There can be no assurance that all permits which we may require for the construction of mining facilities and conduct of mining operations will be obtainable on reasonable terms or that such laws and regulations would not have an adverse effect on any mining project which we might undertake.

Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment or remedial actions. Parties engaged in mining operations may be required to compensate those suffering loss or damage by reason of the mining activities and may have civil or criminal fines or penalties imposed upon them for violation of applicable laws or regulations.

Amendments to current laws, regulations and permits governing operations and activities of mining companies, or more stringent implementation thereof, could have a material impact on us and cause increases in capital expenditures or production costs or reduction in levels of production at producing properties or require abandonment or delays in the development of new mining properties.

Industry Regulation

We currently operate our business in a regulated industry. There can be no assurances that we may not be negatively affected by changes in the applicable legislation, or by any decisions or orders of any governmental or administrative body or applicable regulatory authority.

Uninsured or Uninsurable Risks

We may become subject to liability for cave-ins, pollution or other hazards against which we cannot insure or against which we may elect not to insure because of high premium costs or for other reasons. The payment of any such liabilities would reduce or eliminate the funds available for exploration and mining activities. Payments of liabilities for which we do not carry insurance may have a material adverse effect on our financial position.

ITEM 9: REPORTING OBLIGATIONS

We are not required to send you any documents on an annual or ongoing basis.

We are not a "reporting issuer" as defined in the applicable securities legislation and the continuous reporting requirements of those statutes do not generally apply to us.

ITEM 10: RESALE RESTRICTIONS

1.2 For trades in Alberta, British Columbia, New Brunswick, Newfoundland and Labrador, Northwest Territories, Nova Scotia, Nunavut, Ontario, Prince Edward Island, Québec, Saskatchewan and Yukon:

The Special Warrants and the underlying Common Shares (the "Securities") will be subject to a number of resale restrictions, including a restriction on trading. Until the restriction on trading expires, you will not be able to trade the Securities unless you comply with an exemption from the prospectus and registration requirements under Securities legislation.

1.3 **Restricted Period** – For trades in Alberta, British Columbia, New Brunswick, Newfoundland and Labrador, Northwest Territories, Nova Scotia, Nunavut, Ontario, Prince Edward Island, Québec, Saskatchewan and Yukon, the certificates representing the Securities will be subject to and bear a restrictive legend in substantially the following form:

> *Unless permitted under securities legislation, you cannot trade the Securities before the date that is 4 months and a day after the date [insert name of issuer or other term used to refer to the Issuer becomes a reporting issuer in any province or territory of Canada.*

1.4 **Manitoba Resale Restrictions -** For trades in Manitoba:

Unless permitted under securities legislation, you must not trade the Securities without the prior written consent of the regulator in Manitoba unless

(a) we have filed a prospectus with the regulator in Manitoba with respect to the Securities you have purchased and the regulator in Manitoba has issued a receipt for that prospectus, or

(b) you have held the Securities for at least 12 months.

The regulator in Manitoba will consent to your trade if the regulator is of the opinion that to do so is not prejudicial to the public interest.

ITEM 11: PURCHASER'S RIGHTS

If you purchase these securities you will have certain rights, some of which are described below. For information about your rights you should consult a lawyer.

(1) **Two Day Cancellation Right** – You can cancel your agreement to purchase these securities. To do so, you must send a notice to us by midnight on the 2nd business day after you sign the agreement to buy the securities.

(2) **Statutory Rights of Action in the Event of a Misrepresentation** – If there is a misrepresentation in this Offering Memorandum, you have a statutory right to sue us, each of our directors as of the Date of this Offering Memorandum and every person or company who signed this Offering Memorandum:

(a) to cancel your agreement to buy these securities and return the amount you paid for the securities in the Offering ("Rescission"), or

(b) for damages against us.

This statutory right to sue is available to you whether or not you relied on the misrepresentation. However, your damages will be limited to the amount you paid for the securities in the Offering.

There are various defences available to the persons or companies that you have a right to sue. In particular, they have a defence if you knew of the misrepresentation when you purchased the securities.

If you intend to rely on the rights described in (a) or (b) above, you must do so within strict time limitations. You must commence your action for Rescission within 180 days after you signed the subscription agreement. In the case of any other action, you must commence your action on or before the earlier of 180 days after learning of the misrepresentation and three years after you signed the subscription agreement.

If you sue for damages, the amount you may recover will not exceed the price that you paid for your securities and will not include any part of the damages that we prove does not represent the depreciation in value of the securities resulting from the misrepresentation.

ITEM 12: FINANCIAL STATEMENTS

STEVENS GOLD NEVADA INC.

(formerly 1167609 B.C. Ltd.)

Financial Statements

Period From June 8, 2018 (date of incorporation) to September 30, 2018

(Expressed in Canadian Dollars)

SATURNA GROUP
CHARTERED PROFESSIONAL ACCOUNTANTS LLP

1066 West Hastings Street, Suite 1250
Vancouver, BC Canada V6E 3X1

INDEPENDENT AUDITORS' REPORT

To the Shareholders of Stevens Gold Nevada Inc. (formerly 1167609 B.C. Ltd.)

We have audited the accompanying financial statements of Stevens Gold Nevada Inc. (formerly 1167609 B.C. Ltd.) (the "Company"), which comprise the statement of financial position as at September 30, 2018, and the statements of operations and comprehensive loss, changes in equity, and cash flows for the period from June 8, 2018 (date of incorporation) to September 30, 2018, 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit 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 involves evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Company as at September 30, 2018 and its financial position and its cash flows for the period from June 8, 2018 (date of incorporation) to September 30, 2018, in accordance with International Financial Reporting Standards.

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 1 of the financial statements which indicates the existence of a material uncertainty that may cast significant doubt on the ability of the Company to continue as a going concern.

<u>/s/ SATURNA GROUP CHARTERED PROFESSIONAL ACCOUNTANTS LLP</u>

Saturna Group Chartered Professional Accountants LLP

Vancouver, Canada

December 11, 2018

STEVENS GOLD NEVADA INC.
(formerly 1167609 B.C. Ltd.)
Statement of financial position
(Expressed in Canadian Dollars)

	September 30, 2018 $
ASSETS	
Current assets	
Cash	470,664
Amounts receivable	1,924
Total assets	472,588
LIABILITIES AND SHAREHOLDERS' EQUITY	
Current liabilities	
Accounts payable and accrued liabilities	511
Total liabilities	511
Shareholders' equity	
Share capital	12,500
Share subscriptions received (Note 4)	498,600
Deficit	(39,023)
Total shareholders' equity	472,077
Total liabilities and shareholders' equity	472,588

Nature of operations and continuance of business (Note 1)
Subsequent events (Note 8)

Approved and authorized for issuance on behalf of the Board of Directors on December 11, 2018:

/s/ "Terry Fields"	*/s/ "James Bordian"*
Terry Fields, Director	James Bordian, Director

(The accompanying notes are an integral part of these financial statements)

STEVENS GOLD NEVADA INC.
(formerly 1167609 B.C. Ltd.)
Statement of operations and comprehensive loss
(Expressed in Canadian Dollars)

	From June 8, 2018 (date of incorporation) to September 30, 2018 $
Expenses	
Consulting fees (Note 3)	37,000
Office and miscellaneous	694
Professional fees	1,329
Total expenses	39,023
Net loss and comprehensive loss for the period	(39,023)
Loss per share, basic and diluted	(0.02)
Weighted average shares outstanding	1,586,958

(The accompanying notes are an integral part of these financial statements)

STEVENS GOLD NEVADA INC.
(formerly 1167609 B.C. Ltd.)
Statement of changes in equity
(Expressed in Canadian Dollars)

	Share capital		Share subscriptions		Total shareholders'
	Number of shares	Amount $	received $	Deficit $	equity $
Balance, June 8, 2018 (date of incorporation)	–	–	–	–	–
Shares issued for cash	2,500,001	12,500	–	–	12,500
Share subscriptions received	–	–	498,600	–	498,600
Net loss for the period	–	–	–	(39,023)	(39,023)
Balance, September 30, 2018	2,500,001	12,500	498,600	(39,023)	472,077

(The accompanying notes are an integral part of these financial statements)

STEVENS GOLD NEVADA INC.
(formerly 1167609 B.C. Ltd.)
Statement of cash flows
(Expressed in Canadian Dollars)

	From June 8, 2018 (date of incorporation) to September 30, 2018 $
Operating activities	
Net loss for the period	(39,023)
Changes in non-cash operating working capital:	
Amounts receivable	(1,924)
Accounts payable and accrued liabilities	511
Net cash used in operating activities	(40,436)
Financing activities	
Proceeds from issuance of common shares	12,500
Proceeds from share subscriptions received	498,600
Net cash provided by financing activities	511,100
Change in cash	470,664
Cash, beginning of period	–
Cash, end of period	470,664

1. Nature of Operations

Stevens Gold Nevada Inc. (the "Company") was incorporated under the Business Corporations Act in British Columbia on June 8, 2018 as 1167609 B.C. Ltd. On November 19, 2018, the Company changed its name to Stevens Gold Nevada Inc. The principal business of the Company is to acquire, explore, and develop mineral properties and ultimately seek earnings by exploiting mineral claims. The Company's registered office is located at 2900 – 595 Burrard Street, Vancouver, B.C., V7X 1J5.

These financial statements have been prepared on a going concern basis which assumes that the Company will realize the carrying value of its assets and discharge its liabilities in the normal course of business for the foreseeable future. As at September 30, 2018, the Company has incurred losses totaling $39,023 since inception and expects to incur further losses in the development of its business. The continued operations of the Company are dependent on its ability to generate future cash flows or obtain additional financing through debt or equity. Management is of the opinion that sufficient working capital will be obtained from external financing to meet the Company's liabilities and commitments as they become due, although there is a risk that additional financing will not be available on a timely basis or on terms acceptable to the Company. These factors may cast significant doubt on the Company's ability to continue as a going concern. These financial statements do not reflect any adjustments that may be necessary if the Company is unable to continue as a going concern.

2. Significant Accounting Policies

(a) Basis of Presentation

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

These financial statements have been prepared on a historical cost basis and are presented in Canadian dollars, which is the Company's functional currency.

(b) Use of Estimates and Judgments

The preparation of these financial statements in conformity with IFRS requires the Company's management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, revenues, and expenses. Actual results may differ from these estimates. 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 and in any future periods affected.

Significant areas requiring the use of estimates include unrecognized deferred income tax assets. Actual results could differ from those estimates.

Judgments made by management include the factors used to determine the assessment of whether the going concern assumption is appropriate. The assessment of the going concern assumption requires management to take into account all available information about the future, which is at least, but is not limited to, 12 months from the end of the reporting period. The Company is aware that material uncertainties related to events or conditions may cast significant doubt upon the Company's ability to continue as a going concern.

(c) Cash and Cash Equivalents

The Company considers all highly liquid instruments with a maturity of three months or less at the time of issuance, are readily convertible to known amounts of cash, and which are subject to insignificant risk of changes in value to be cash equivalents.

2. Significant Accounting Policies (continued)

(d) Financial Instruments

(i) Recognition and initial measurement

Trade receivables and debt securities issued are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component} or financial liability is initially measured at fair value net of transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

(ii) Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at: (i) amortized cost; (ii) fair value through other comprehensive income ("FVOCI"); or (iii) fair value through profit or loss ("FVTPL"). Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis. All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost, FVOCI, or FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

2. **Significant Accounting Policies** (continued)

(d) Financial Instruments (continued)

(ii) Classification and subsequent measurement (continued)

Financial assets: Subsequent measurement and gains and losses

- Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in the statement of operations.
- Financial assets at amortized cost: These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in the statement of operations. Any gain or loss on derecognition is recognized in the statement of operations.
- Debt investments at FVOCI: These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognized in the statement of operations. Other net gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to the statement of operations.
- Equity investments at FVOCI: These assets are subsequently measured at fair value. Dividends are recognized as income in the statement of operations unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are never reclassified to the statement of operations.

Financial liabilities

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in the statement of operations. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in the statement of operations. Any gain or loss on derecognition is also recognized in the statement of operations.

(iii) Derecognition

Financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset. The Company enters into transactions whereby it transfers assets recognized in its statement of financial position but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognized.

2. **Significant Accounting Policies** (continued)

(d) Financial Instruments (continued)

(iii) Derecognition (continued)

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged, cancelled, or expire. The Company also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in the statement of operations.

(iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(v) Impairment

Financial assets and contract assets

The Company recognizes loss allowances for expected credit losses (“ECLs”) on:

- financial assets measured at amortized cost;
- debt investments measured at FVOCI; and
- contract assets (as defined in IFRS 15).

The Company measures loss allowances at an amount equal to lifetime ECL, except for the following, which are measured as 12-month ECL:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECL. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company’s historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realizing security (if any is held); or
- the financial asset is more than 90 days past due.

2. **Significant Accounting Policies** (continued)

(d) Financial Instruments (continued)

(v) Impairment (continued)

The Company considers a debt security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of 'investment grade'.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12-month ECLs are the portion of ECL's that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive).

ECLs are discounted at the effective interest rate of the financial asset.

Credit-impaired financial assets

At each reporting date, the Company assesses whether financial assets carried at amortized cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being more than 90 days past due;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganization; or
- the disappearance of an active market for a security because of financial difficulties.

Presentation of allowance for ECL in the statement of financial position

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

For debt securities at FVOCI, the loss allowance is charged to the statement of operations and is recognized in OCI.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

2. Significant Accounting Policies (continued)

(e) Exploration and Evaluation Assets

Exploration and evaluation assets 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 charged to operations.

Exploration and evaluation assets are assessed for impairment if: (i) sufficient data exists to determine technical feasibility and commercial viability; and (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.

Mineral Property Options

The Company does not record any expenditures made by the optionee in its accounts. It also does not recognize any gain or loss on its exploration and evaluation option arrangements but re-designates any costs previously capitalized in relation to the whole interest as relating to the partial interest retained and any consideration received directly from the optionee is credited against costs previously capitalized.

(f) Income Taxes

Current income tax

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in other comprehensive income or equity is recognized in other comprehensive income or equity and not in the statement of operations. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred income tax

Deferred income tax is provided using the statement of financial position method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. The carrying amount of deferred income tax assets is reviewed at the end of each reporting period and recognized only to the extent that it is probable that sufficient taxable income will be available to allow all or part of the deferred income tax asset to be utilized. Deferred income 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 tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. Deferred income tax assets and deferred income tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

2. Significant Accounting Policies (continued)

(g) Comprehensive Loss

Comprehensive income (loss) is the change in the Company's net assets that results from transactions, events and circumstances from sources other than the Company's shareholders and includes items that are not included in the statement of operations. As at September 30, 2018, the Company had no items that represent comprehensive income or loss.

(g) Loss Per Share

Basic loss per share is computed using the weight average number of common shares outstanding during the period. The treasury stock method is used for the calculation of diluted loss per share, whereby all "in the money" stock options and share purchase warrants are assumed to have been exercised at the beginning of the period and the proceeds from their exercise are assumed to have been used to purchase common shares at the average market price during the period. When a loss is incurred during the period, basic and diluted loss per share are the same as the exercise of stock options and share purchase warrants is considered to be anti-dilutive. As at September 30, 2018, the Company had no potentially dilutive shares outstanding.

(h) Accounting Standards Issued But Not Yet Effective

Accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

3. Related Party Transactions

During the period from June 8, 2018 (date of incorporation) to September 30, 2018 the Company incurred consulting fees of $9,000 to a company controlled by the son of the President of the Company.

4. Share Capital

Authorized: Unlimited number of common shares without par value

(a) On June 8, 2018, the Company issued 1 common share at $0.01 per share to the President of the Company.

(b) On July 20, 2018, the Company issued 2,500,000 common shares at $0.005 per share for proceeds of $12,500. Included in this issuance were 50,000 common shares for proceeds of $250 issued to the President of the Company.

(c) As at September 30, 2018, the Company has received proceeds of $498,600 for share subscriptions received. Refer to Note 8.

5. Fair Value Measurements and Risks

(a) Fair Values

Assets and liabilities measured at fair value on a recurring basis were presented on the Company's statement of financial position as at September 30, 2018 as follows:

	Fair value measurements using			
	Quoted prices in active markets for identical instruments (Level 1) $	Significant other observable inputs (Level 2) $	Significant unobservable inputs (Level 3) $	Balance, September 30, 2018 $
Cash	470,664	–	–	470,664

The fair values of other financial instruments, which include amounts receivable, and accounts payable and accrued liabilities, approximate their carrying values due to the relatively short-term maturity of these instruments.

(b) Credit Risk

Financial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash and amounts receivable. The Company limits its exposure to credit loss by placing its cash with high credit quality financial institutions. Amounts receivable consists of GST refunds due from the Government of Canada. The carrying amount of financial assets represents the maximum credit exposure.

(c) Foreign Exchange Rate and Interest Rate Risk

The Company is not exposed to any significant foreign exchange rate or interest rate risk.

(d) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Company manages liquidity risk by maintaining sufficient cash balances and adjusting its operating budget and expenditure. Liquidity requirements are managed based on expected cash flows to ensure that there is sufficient capital in order to meet short-term and other specific obligations.

(e) Price Risk

The Company is exposed to price risk with respect to commodity prices. The Company's ability to raise capital to fund exploration and development activities is subject to risks associated with fluctuations in the market price of commodities.

6. Capital Disclosures

The Company's objectives when managing capital are to raise the necessary equity financing to fund its projects and to manage the equity funds raised which best optimizes its programs and the interests of its equity shareholders at an acceptable risk. In the management of capital, the Company includes the components of shareholders' equity.

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. In order to maintain or adjust the capital structure, the Company may raise additional equity funds. The Company is not subject to externally imposed capital requirements.

7. Income Taxes

The tax effect (computed by applying the Canadian federal and provincial statutory rate) of the significant temporary differences, which comprise deferred income tax assets and liabilities, are as follows:

	2018 $
Statutory income tax rate	27%
Income tax recovery at statutory rate	(10,536)
Tax effect of:	
Change in unrecognized deferred income tax assets	10,536
Income tax provision	–

The significant components of deferred income tax assets and liabilities are as follows:

	$
Deferred income tax assets:	
Non-capital loss carried forward	10,536
Unrecognized deferred income tax assets	(10,536)
Net deferred income tax asset	–

As at September 30, 2018, the Company has a non-capital loss carried forward of $39,023 which is available to offset future years' taxable income expiring in 2038.

8. Subsequent Events

(a) On October 10, 2018, the Company entered into a Letter of Intent ("LOI") with Golden Pursuit Resources Ltd. ("GoldPur") to earn up to a 60% interest in the Black Point Project located in the Eureka County, Nevada, USA.

Under the terms of the LOI, the Company will have the right to purchase a 60% interest in the property by making a payment of US$500,000 at any time while the LOI or a follow-up lease/option to purchase agreement is in effect. Until the payment of the purchase price is made, the Company is to make annual lease payments, which shall not constitute a portion of the purchase price, as follows:

- US$25,000 within 5 business days after signing (paid);
- US$25,000 on or before October 10, 2019;
- US$25,000 on or before October 10, 2020;
- US$50,000 on or before October 10, 2021;
- US$50,000 on or before October 10, 2022; and
- US$100,000 on or before October 10, 2023 and annually thereafter.

GoldPur shall retain a 2% Net Smelter Return Royalty on the property.

8. **Subsequent Events** (continued)

(b) On October 10, 2018, the Company entered into a Letter of Intent ("LOI") with GoldPur to earn up to a 60% interest in the Stevens Basin Project located in the Eureka County, Nevada, USA.
Under the terms of the LOI, the Company will have the right to purchase a 60% interest in the property by making a payment of US$750,000 at any time while the LOI or a follow-up lease/option to purchase agreement is in effect. Until the payment of the purchase price is made, the Company will make annual lease cash payments, which shall not constitute a portion of the purchase price, as follows:

- US$25,000 within 5 business days after signing (paid);
- US$50,000 on or before October 10, 2019;
- US$50,000 on or before October 10, 2020;
- US$75,000 on or before October 10, 2021;
- US$75,000 on or before October 10, 2022; and
- US$100,000 on or before October 10, 2023 and annually thereafter.

GoldPur shall retain a 2% Net Smelter Return Royalty on the property.

(c) On October 15, 2018, the Company issued 10,343,333 common shares at $0.06 per share for proceeds of $620,600, of which $498,600 had been received as at September 30, 2018.

(d) On November 19, 2018, the Company changed its name to Stevens Gold Nevada Inc.

(e) On December 6, 2018, the Company issued 1,400,000 common shares at $0.06 per share for proceeds of $84,000.

(f) On December 7, 2018, the Company received proceeds of $200,000 for share subscriptions.

STEVENS GOLD NEVADA INC.

Condensed Financial Statements

Six Months Ended March 31, 2019

(Expressed in Canadian Dollars)

(unaudited)

STEVENS GOLD NEVADA INC.

Condensed statements of financial position
(Expressed in Canadian dollars)

	March 31, 2019 $	September 30, 2018 $
	(unaudited)	
ASSETS		
Current assets		
Cash	696,451	470,664
Amounts receivable	2,286	1,924
Total current assets	698,737	472,588
Non-current assets		
Mineral property costs (Note 3)	65,077	–
Total assets	763,814	472,588
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued liabilities	10,975	511
Total liabilities	10,975	511
Shareholders' equity		
Share capital	717,100	12,500
Share subscriptions received (Note 5)	350,000	498,600
Deficit	(314,261)	(39,023)
Total shareholders' equity	752,839	472,077
Total liabilities and shareholders' equity	763,814	472,588

Nature of operations and continuance of business (Note 1)
Subsequent event (Note 6)

Approved and authorized for issuance on behalf of the Board of Directors on May 31, 2019:

/s/ "Terry Fields"
Terry Fields, Director

/s/ "James Bordian"
James Bordian, Director

(The accompanying notes are an integral part of these condensed financial statements)

STEVENS GOLD NEVADA INC.
Condensed statements of operations and comprehensive loss
(Expressed in Canadian dollars)
(unaudited)

	Three months ended March 31, 2019 $	Six months ended March 31, 2019 $	From June 8, 2018 (date of incorporation) to September 30, 2018 $
Expenses			
Consulting fees (Note 4)	30,312	58,312	37,000
Management fees (Note 4)	3,000	4,000	–
Mineral exploration costs (Note 3)	54,798	186,178	–
Office and miscellaneous	10,761	14,395	694
Professional fees	1,800	12,353	1,329
Total expenses	100,671	275,238	39,023
Net loss and comprehensive loss for the period	(100,671)	(275,238)	(39,023)
Loss per share, basic and diluted	(0.01)	(0.02)	(0.02)
Weighted average shares outstanding	14,243,334	12,875,477	1,586,958

(The accompanying notes are an integral part of these condensed financial statements)

STEVENS GOLD NEVADA INC.
Condensed statements of changes in equity
(Expressed in Canadian dollars)
(unaudited)

	Share capital		Share subscriptions received	Deficit	Total shareholders' equity
	Number of shares	Amount $	$	$	$
Balance, June 8, 2018 (date of incorporation)	–	–	–	–	–
Shares issued for cash	2,500,001	12,500	–	–	12,500
Share subscriptions received	–	–	498,600	–	498,600
Net loss for the period	–	–	–	(39,023)	(39,023)
Balance, September 30, 2018	2,500,001	12,500	498,600	(39,023)	472,077
Shares issued for cash	11,743,333	704,600	(498,600)	–	206,000
Share subscriptions received	–	–	350,000	–	350,000
Net loss for the period	–	–	–	(275,238)	(275,238)
Balance, March 31, 2019	14,243,334	717,100	350,000	(314,261)	752,839

(The accompanying notes are an integral part of these condensed financial statements)

STEVENS GOLD NEVADA INC.
Condensed statements of cash flows
(Expressed in Canadian dollars)
(unaudited)

	Six months ended March 31, 2019 $	From June 8, 2018 (date of incorporation) to September 30, 2018 $
Operating activities		
Net loss for the period	(275,238)	(39,023)
Changes in non-cash operating working capital:		
Amounts receivable	(362)	(1,924)
Accounts payable and accrued liabilities	10,464	511
Net cash used in operating activities	(265,136)	(40,436)
Investing activities		
Acquisition of exploration and evaluation assets	(65,077)	–
Net cash used in investing activities	(65,077)	–
Financing activities		
Proceeds from issuance of common shares	206,000	12,500
Proceeds from share subscriptions received	350,000	498,600
Net cash provided by financing activities	556,000	511,100
Change in cash	225,787	470,664
Cash, beginning of period	470,664	–
Cash, end of period	696,451	470,664

(The accompanying notes are an integral part of these condensed financial statements)

2. Nature of Operations and Continuance of Business

Stevens Gold Nevada Inc. (the "Company") was incorporated under the Business Corporations Act in British Columbia on June 8, 2018 as 1167609 B.C. Ltd. On November 19, 2018, the Company changed its name to Stevens Gold Nevada Inc. The principal business of the Company is to acquire, explore, and develop mineral properties and ultimately seek earnings by exploiting mineral claims. The Company's registered office is located at 2900 – 595 Burrard Street, Vancouver, B.C., V7X 1J5.

These condensed financial statements have been prepared on a going concern basis which assumes that the Company will realize the carrying value of its assets and discharge its liabilities in the normal course of business for the foreseeable future. As at March 31, 2019, the Company has an accumulated deficit of $314,261 and expects to incur further losses in the development of its business. The continued operations of the Company are dependent on its ability to generate future cash flows or obtain additional financing through debt or equity. Management is of the opinion that sufficient working capital will be obtained from external financing to meet the Company's liabilities and commitments as they become due, although there is a risk that additional financing will not be available on a timely basis or on terms acceptable to the Company. These factors may cast significant doubt on the Company's ability to continue as a going concern. These condensed financial statements do not reflect any adjustments that may be necessary if the Company is unable to continue as a going concern.

2. Significant Accounting Policies

(d) Statement of Compliance and Basis of Presentation

These condensed financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of interim financial statements, including IAS 34, *"Interim Financial Reporting"*. These condensed financial statements have been prepared on a historical cost basis and are presented in Canadian dollars, which is the Company's functional currency.

(e) Use of Estimates and Judgments

The preparation of these condensed financial statements in conformity with IFRS requires the Company's management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, revenues, and expenses. Actual results may differ from these estimates. 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 and in any future periods affected.

Significant areas requiring the use of estimates include the impairment of mineral property costs and unrecognized deferred income tax assets. Actual results could differ from those estimates.

Judgments made by management include the factors used to determine the assessment of whether the going concern assumption is appropriate. The assessment of the going concern assumption requires management to take into account all available information about the future, which is at least, but is not limited to, 12 months from the end of the reporting period. The Company is aware that material uncertainties related to events or conditions may cast significant doubt upon the Company's ability to continue as a going concern.

2. **Significant Accounting Policies** (continued)

(f) Mineral Property Costs

The Company records its interests in mineral properties and areas of geological interest at cost. All direct and indirect costs related to the acquisition of these interests are capitalized on the basis of specific claim blocks or areas of geological interest until the properties to which they relate are placed into production, sold or management has determined there to be an impairment in value. These costs will be depleted using the unit-of-production method based on the estimated proven and probable reserves available on the related property following commencement of production.

The amounts shown for mineral properties represent costs, net of write-offs, option proceeds and recoveries, and do not necessarily reflect present or future value. Recoverability of these amounts will depend upon the existence of economically recoverable reserves, the ability of the Company to obtain financing necessary to complete development, and future profitable production. The Company reviews the carrying values of mineral properties when there are any events or change in circumstances that may indicate impairment. Where estimates of future cash flows are available, an impairment charge is recorded if the estimated undiscounted future net cash flows expected to be generated by the property is less than the carrying amount. An impairment charge is recognized by the amount by which the carrying amount of the property exceeds the fair value of the property exceeds the fair value of the property.

(g) Mineral Exploration and Development Costs

Exploration costs are charged to operations as incurred. When it has been established that a mineral deposit is commercially mineable and a decision has been made to formulate a mining plan (which occurs upon completion of a positive economic analysis of the mineral deposit), the costs subsequently incurred to develop the mine on the property prior to the start of the mining operations are capitalized.

(h) Accounting Standards Issued But Not Yet Effective

Accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

3. **Mineral Property Costs**

Acquisition costs:

	Black Point property $	Stevens Basin property $	Total $
Balance, September 30, 2018	–	–	–
Additions	32,500	32,577	65,077
Balance, March 31, 2019	32,500	32,577	65,077

(Expressed in Canadian dollars)

3. Mineral Property Costs (continued)

Exploration costs:

	Three months ended March 31, 2019 $	Six months ended March 31, 2019 $	From June 8, 2018 (date of incorporation) to September 30, 2018 $
Assays	1,247	1,736	–
Consulting and operator fees	8,398	19,073	–
Filing fees	4,907	61,995	–
Geological and geophysics	38,904	99,557	–
Rentals	1,342	3,817	–
	54,798	186,178	–

(g) On October 10, 2018, the Company entered into a Letter of Intent ("LOI") with Golden Pursuit Resources Ltd. ("GoldPur") to earn up to a 60% interest in the Black Point Project located in the Eureka County, Nevada, USA. Under the terms of the LOI, the Company will have the right to purchase a 60% interest in the property by making a payment of US$500,000 at any time while the LOI or a follow-up lease/option to purchase agreement is in effect. Until the payment of the purchase price is made, the Company is to make annual lease payments, which shall not constitute a portion of the purchase price, as follows:

- US$25,000 within 5 business days after signing (paid);
- US$25,000 on or before October 10, 2019;
- US$25,000 on or before October 10, 2020;
- US$50,000 on or before October 10, 2021;
- US$50,000 on or before October 10, 2022; and
- US$100,000 on or before October 10, 2023 and annually thereafter.

GoldPur shall retain a 2% Net Smelter Return Royalty on the property.

(b) On October 10, 2018, the Company entered into a Letter of Intent ("LOI") with GoldPur to earn up to a 60% interest in the Stevens Basin Project located in the Eureka County, Nevada, USA. Under the terms of the LOI, the Company will have the right to purchase a 60% interest in the property by making a payment of US$750,000 at any time while the LOI or a follow-up lease/option to purchase agreement is in effect. Until the payment of the purchase price is made, the Company will make annual lease cash payments, which shall not constitute a portion of the purchase price, as follows:

- US$25,000 within 5 business days after signing (paid);
- US$50,000 on or before October 10, 2019;
- US$50,000 on or before October 10, 2020;
- US$75,000 on or before October 10, 2021;
- US$75,000 on or before October 10, 2022; and
- US$100,000 on or before October 10, 2023 and annually thereafter.

GoldPur shall retain a 2% Net Smelter Return Royalty on the property.

4. Related Party Transactions

(a) During the six months ended March 31, 2019, the Company incurred management fees of $4,000 (period from June 8, 2018 (date of incorporation) to September 30, 2018 – $nil) to the President of the Company.

(b) During the six months ended March 31, 2019, the Company incurred consulting fees of $24,500 (period from June 8, 2018 (date of incorporation) to September 30, 2018 – $9,000) to a company controlled by the son of the President of the Company.

(c) During the six months ended March 31, 2019, the Company incurred consulting fees of $21,000 (period from June 8, 2018 (date of incorporation) to September 30, 2018 – $nil) to a significant shareholder of the Company.

5. Share Capital

Authorized: Unlimited number of common shares without par value

(d) On October 15, 2018, the Company issued 10,343,333 common shares at $0.06 per share for proceeds of $620,600, of which $498,600 had been received as at September 30, 2018.

(e) On December 6, 2018, the Company issued 1,400,000 common shares at $0.06 per share for proceeds of $84,000.

(f) As at March 31, 2019, the Company has received proceeds of $350,000 for share subscriptions. Refer to Note 8.

6. Subsequent Event

On April 5, 2019, the Company issued 1,400,000 common shares at $0.25 per share for proceeds of $350,000, which was included in share subscriptions received as at March 31, 2019.

DATE AND CERTIFICATE

Dated July 2, 2019

This Offering Memorandum does not contain a misrepresentation.

/s/ Charles MaLette
Charles MaLette
Chief Executive Officer, Corporate Secretary and Director

/s/ James Bordian
James Bordian
Chief Financial Officer and Director

/s/ Terry Fields
Terry Fields
Director

/s/ John Mirko
John Mirko
Director

/s/ Charles MaLette
Charles MaLette
Promoter