ALTO VENTURES LTD.

(An Exploration Stage Company)

CONDENSED INTERIM FINANCIAL STATEMENTS

For the three months ended September 30, 2017 and 2016
(Unaudited – Prepared by Management)

Stated in Canadian Funds

NOTICE OF NO REVIEW BY AUDITOR

The accompanying unaudited interim condensed financial statements of Forum Uranium Corp. ("the Company") have been prepared by management and have not been the subject of a review by the Company's independent auditor.

Alto Ventures Ltd.

(An Exploration Stage Company)

Condensed Interim Statements of Financial Position

Canadian Funds

(Unaudited - Prepared by Management)

As at	Note	September 30, 2017 $	June 30, 2017 $
ASSETS			
Current assets			
Cash		762,954	951,043
Receivables	4	23,703	17,376
Marketable securities	7	728,707	734,813
Prepaids and deposits		52,453	53,124
		1,567,818	1,756,356
Non-current assets			
Exploration and evaluation assets	8	2,189,250	2,187,551
		3,757,068	3,943,907

LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	5	18,646	49,974
Due to related parties	10	42,279	58,018
		60,925	107,992
SHAREHOLDERS' EQUITY			
Share capital	9	21,210,736	21,033,116
Contributed surplus - options	9	1,498,150	1,498,150
Contributed surplus - warrants	9	1,066,467	1,059,138
Accumulated other comprehensive income		21,626	27,732
Deficit		(20,100,837)	(19,782,221)
		3,696,143	3,835,914
		3,757,068	3,943,907

Going concern and nature of operations (Note 1)
Subsequent events (Note 12)

Approved and authorized by the Board of Directors on November 21, 2017:

"Richard Mazur", Director *"Gary Zak"*, Director

The accompanying notes are an integral part of these financial statements

Alto Ventures Ltd.

(An Exploration Stage Company)

Condensed Interim Statements of Operations and Comprehensive Loss

Canadian Funds

(Unaudited - Prepared by Management)

		For the three months ended September 30,			
			2017		**2016**
	Note		**$**		**$**
General and administrative expenses					
Exploration and evaluation expenditures	8		238,841		44,408
Interest expense			-		435
Investor and shareholder relations			318		361
Legal, accounting and management			33,804		7,407
Office administration			12,749		2,711
Consulting and wages			26,052		20,703
Transfer agent and filing fees			2,749		535
Travel and promotion			4,103		1,987
Loss for the period			**318,616**		**78,547**
Unrealized loss (gain) on available for sale securities			(6,106)		(91,351)
Comprehensive loss for the period			**312,510**		**(12,804)**
Loss per share					
- Basic		$	0.01	$	0.00
- Diluted		$	0.01	$	0.00
Weighted average number of common shares outstanding					
- Basic			44,894,146		25,116,214
- Diluted			44,894,146		25,116,214

The accompanying notes are an integral part of these financial statements

Alto Ventures Ltd.
(An Exploration Stage Company)
Condensed Interim Statements of Cash Flows
Canadian Funds

	For the three months ended September 30,	
	2017	2016
	$	$
Cash resources provided by (used in)		
Operating activities		
Gain (loss) for the period	(318,616)	(78,547)
Changes in non-cash working capital		
(Increase) decrease in accounts receivables	(6,327)	491
Decrease in prepaids and deposits	671	-
(Decrease) increase in accounts payable and accrued liabilities	(31,328)	7,849
(Decrease) increase in amounts due to related parties	(15,740)	48,013
Cash used in operating activities	**(371,339)**	**(22,194)**
Investing activities		
Acquisition of exploration and evaluation assets	(1,700)	(6,826)
Cash (used in) provided by investing activities	**(1,700)**	**(6,826)**
Financing activities		
Proceeds from private placements	200,000	-
Share issuance costs	(15,050)	-
Cash provided by financing activities	**184,950**	**-**
Net increase (decrease) in cash	(188,089)	(29,020)
Cash - Beginning of period	951,043	117,550
Cash - End of period	**762,954**	**88,530**

Supplementary Disclosure		
Fair value (gain) loss on marketable securities	(6,106)	(91,351)
Fair value of warrants issued from private placement	7,329	-

The accompanying notes are an integral part of these financial statements

Alto Ventures Ltd.

(An Exploration Stage Company)

Condensed Interim Statements of Shareholders' Equity

Canadian Funds

(Unaudited - Prepared by Management)

	Share Capital		Contributed Surplus -	Contributed Surplus -	Accumulated Other Comprehensive		
	Number (#)	Amount ($)	Options ($)	Warrants ($)	Loss ($)	Deficit ($)	Total ($)
June 30, 2016	**25,116,214**	**19,970,716**	**1,429,894**	**1,016,625**	**-**	**(20,078,057)**	**2,339,178**
Other comprehensive loss - unrealized loss on marketable securities	-	-	-	-	91,351	-	**91,351**
Loss for the period	-	-	-	-	-	(78,547)	**(78,547)**
September 30, 2016	**25,116,214**	**19,970,716**	**1,429,894**	**1,016,625**	**91,351**	**(20,156,604)**	**2,351,982**
Share-based compensation	-	-	68,256	-	-	-	68,256
Shares issued for cash	17,970,867	1,150,410	-	-	-	-	1,150,410
Share issuance costs	-	(88,010)	-	-	-	-	(88,010)
Warrants issued on financing	-	-	-	42,513	-	-	42,513
Other comprehensive loss - unrealized loss on marketable securities	-	-	-	-	(63,618)	-	(63,618)
Loss for the period	-	-	-	-	-	374,382	374,382
June 30, 2017	**43,087,081**	**21,033,116**	**1,498,150**	**1,059,138**	**27,732**	**(19,782,222)**	**3,835,914**
Shares issued for cash	2,500,000	200,000	-	-	-	-	200,000
Share issuance costs	-	(15,050)	-	-	-	-	(15,050)
Warrants issued on financing	-	(7,329)	-	7,329	-	-	-
Other comprehensive loss - unrealized loss on marketable securities	-	-	-	-	(6,106)	-	(6,106)
Loss for the period	-	-	-	-	-	(318,616)	(318,616)
September 30, 2017	**45,587,081**	**21,210,736**	**1,498,150**	**1,066,467**	**21,626**	**(20,100,837)**	**3,696,143**

The accompanying notes are an integral part of these financial statements

1. Going concern and nature of operations

Alto Ventures Ltd. ("the Company") is engaged in the acquisition, exploration and evaluation of Canadian gold projects. The head office is located at Suite 615, 800 West Pender Street, Vancouver, British Columbia, V6C 2V6 and the registered and records office of the Company is located at Suite 1500, 1055 West Georgia Street, Vancouver, British Columbia V6E 4N7.

The Company presently has no proven or probable reserves and on the basis of information to date, it has not yet determined whether its properties contain economically recoverable ore reserves. The Company has not generated any revenues from its operations to date and consequently is considered to be in the exploration stage. The amounts shown as exploration and evaluation assets represent acquisition costs incurred to date, less amounts written down or written off, and do not necessarily represent present or future values. The recoverability of the carrying amounts for exploration and evaluation assets is dependent upon raising financing, the sale or joint venturing of the exploration and evaluation assets, and/or the attainment of profitable operations.

These financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assumes that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. The Company continues to incur operating losses, has limited financial resources, no source of operating cash flow, and no assurances that sufficient funding, including adequate financing, will be available to conduct further exploration and development of its exploration and evaluation projects. The Company's ability to continue as a going concern is dependent upon its ability to obtain the financing necessary to complete the exploration of its mineral interests by the issuance of share capital or through joint ventures, and to realize future profitable production or proceeds from the disposition of its mineral interests. These material uncertainties may cast significant doubt about the Company's ability to continue as a going concern. During the period ended September 30, 2017, the Company incurred a loss of $312,510, and at June 30, 2017, had working capital of $1,506,893 and an accumulated deficit of $20,100,837.

Management plans to continue to seek the necessary financing through a combination of issuance of new equity instruments, entering into joint venture or debt financing arrangements; however, there is no assurance that the Company will be successful in these actions. These financial statements do not give effect to adjustments to the carrying values and classification of assets and liabilities that would be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. Basis of preparation

Statement of Compliance

These interim financial statements, including comparatives, 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 and interpretations of the IFRS Interpretations Committee ("IFRIC"). They have been prepared on a historical cost basis, except for financial instruments classified as financial instruments at fair value through profit or loss, which are stated at their fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The significant accounting policies, as disclosed, have been applied consistently to all periods presented in these financial statements. Except as noted below under Changes in Accounting Policies, these condensed interim financial statements follow the same accounting policies and methods of application as the annual financial statements of the Company for the year ended June 30, 2016. These condensed interim financial statements do not contain all disclosures required by

International Financial Reporting Standards ("IFRS") and accordingly should be read in conjunction with the annual financial statements for the year ended June 30, 2017 and the notes thereto.

The preparation of financial statements in accordance with IAS 34 requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the condensed interim financial statements are disclosed in the notes of the annual financial statements for the year ended June 30, 2017.

Changes in accounting policies

a) Adoption of new IFRS pronouncements
The adoption of the following IFRS standards and amendments to existing standards effective July 1, 2017 did not have an effect on the Company's financial statements:
   i) IAS 7, "Statement of Cash Flows" is effective for annual periods beginning on or after January 1, 2017.
   ii) IAS 12, "Income Taxes" is effective for annual periods beginning on or after January 1, 2017.
   iii) IFRS 12, "Disclosure of Interest in Other Entities" is effective for annual periods beginning on or after January 1, 2017.

b) New accounting standards not yet adopted
   i) IFRS 2, "Share-based Payments" is effective for annual periods beginning on or after January 1, 2018.
   ii) IFRS 7, "Financial Instruments: Disclosure" is effective (proposed) for annual periods beginning on or after January 1, 2018.
   iii) IFRS 9, "Financial Instruments: Classification and Measurement" is effective for annual periods beginning on or after January 1, 2018.
   iv) IFRS 15, "Revenue from Contracts with Customer" is effective for annual periods beginning on or after January 1, 2018.
   v) IFRS 16, "Leases" is effective for annual periods beginning on or after January 1, 2019.

The Company has initially assessed that there will be no material impact on the statements of financial position or results of operations as a result of adopting the new standards above; however, enhanced disclosure requirements are expected.

3. Management of financial risk

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments are summarized below.

Interest rate risk
The Company has no material exposure at September 30, 2017 to interest rate risk through its financial instruments.

Sensitivity analysis
Based on management's knowledge and experience of the financial markets, the Company believes the following movements are "reasonably possible" over a three month period. Sensitivity to a plus or minus 1% change in cash interest rates would affect net loss by $7,630 annually. The Company does not hold any balances in foreign currencies to give rise to exposure to foreign exchange risk.

Currency risk
As at September 30, 2017, all of the Company's cash was held in Canadian dollars, the Company's reporting currency. The Company has no operations in foreign jurisdictions at this time and as such has no currency risk associated with its operations.

Credit risk
The Company has some cash balances and no interest-bearing debt. The Company has no significant concentrations of credit risk arising from operations. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by Canadian financial institutions with which it keeps its bank accounts and management believes the risk of loss to be remote.

Receivables consist of goods and services tax ("GST") due from the Federal Government of Canada and sales taxes ("QST") due from the Government of Québec.

Liquidity risk
The Company manages liquidity risk by maintaining sufficient cash balances. Liquidity requirements are managed based on expected cash flows to ensure that there is sufficient capital in order to meet short-term obligations. As at September 30, 2017, the Company had a cash balance of $762,954 (June 30, 2017: $951,043) to settle current liabilities of $60,925 (June 30, 2017: $107,992).

4. Receivables

Current accounts receivable balance includes $23,164 (June 30, 2017: $16,837) in GST due from the Federal Government, $539 (June 30, 2017: $539) in QST from the Government of Quebec.

5. Accounts payable and accrued liabilities

The Company's accounts payable and accrued liabilities consist of $18,646 (June 30, 2017: $49,974) in accounts payable and $42,279 (June 30, 2017: $58,018) in accrued liabilities.

6. Loan payable

During September 2015, the Company arranged for a loan (the "Loan") from a party related to the Company by way of directorship and officership, for total proceeds of $20,000. The unsecured loan bore interest of 8% per annum, and had an initial maturity date of September 29, 2016. During the year ended June 30, 2017, the Loan was settled on repayment of principal of $20,000 and interest of $2,315.

7. Marketable securities

	September 30, 2017		
Company	**Shares (#)**	**Cost ($)**	**Market Value ($)**
Trakopolis IOT Corp. (TRAK: TSX-V)	7,500	41,000	6,899
Canoe Mining Ventures Corp. (CLV:TSX-V)	1,342,700	1,304,961	161,124
Wescan Goldfields Inc (WGF: TSX-V)	305,000	262,000	21,350
New Age Metals Inc. (NAM: TSX-V)	16,667	33,875	1,083
Razore Rock Resources Inc. (RZR:CNX)	200,000	21,000	7,000
Beaufield Resources Inc. (BFD: TSX-V)	2,750,000	605,000	481,250
Sanatana Resources Inc. (STA: TSX-V)	1,000,000	40,000	50,000
		2,307,836	**728,707**

(Canadian Funds)

	June 30, 2017		
Company	**Shares (#)**	**Cost ($)**	**Market Value ($)**
Trakopolis IOT Corp. (TRAK: TSX-V) [1]	7,500	41,000	7,124
Canoe Mining Ventures Corp. (CLV:TSX-V)	1,342,700	1,304,961	60,422
Wescan Goldfields Inc (WGF: TSX-V)	305,000	262,000	21,350
New Age Metals Inc. (NAM: TSX-V) [2]	16,667	33,875	1,667
Razore Rock Resources Inc. (RZR:CNX)	200,000	21,000	8,000
Beaufield Resources Inc. (BFD: TSX-V) [3]	2,750,000	605,000	591,250
Sanatana Resources Inc. (STA: TSX-V) [4]	1,000,000	40,000	45,000
		2,307,836	**734,813**

[1] On October 25, 2016, Lateral Gold Corporation (“Lateral”) was acquired by Trakopolis IOT Corp. (“Trakopolis”), such that for every four shares of Lateral the Company received one share of Trakopolis.

[2] On February 1, 2017, Pacific Northwest Capital Corp. ("Pacific") changed its name to New Age Metals Inc (“New Age”), and consolidated its stock as to three old shares of Pacific for one new share of New Age

[3] Received June 5, 2017 in respect of the Alcudia property (Note 10)

[4] Received June 16, 2017 in respect of the Empress property (Note 10)

The shares owned by the Company represent minor ownership in each of the companies in the above schedules.

8. Exploration and evaluation assets

The Company has investigated ownership of its mineral interests as at September 30, 2017 and, to the best of its knowledge, ownership of its interests is in good standing.

The following table shows the activity by property for the period ended September 30, 2017 and the year ended June 30, 2017:

	June 30, 2017 ($)	Acquisition cost ($)	Disposition cost ($)	September 30, 2017 ($)
Quebec				
Destiny	809,100	-	-	**809,100**
Ontario				
Greenoaks	450,000	-	-	**450,000**
Miner Lake	7,868	1,700	-	**9,567**
Mud Lake	40,163	-	-	**40,163**
Three Towers	36,900	-	-	**36,900**
Manitoba				
Oxford	843,520	-	-	**843,520**
Total resource properties	**2,187,551**	**1,700**	**-**	**2,189,250**

	June 30, 2016 ($)	Acquisition cost ($)	Disposition cost ($)	June 30, 2017 ($)
Quebec				
Alcudia	5,000	-	(5,000)	**-**
Destiny	809,100	-	-	**809,100**
Ontario				
Greenoaks	450,000	-	-	**450,000**
Miner Lake	1,041	6,827	-	**7,868**
Mud Lake	40,163	-	-	**40,163**
Three Towers	36,900	-	-	**36,900**
Manitoba				
Oxford	824,000	19,520	-	**843,520**
Saskatchewan				
Fisher	21,250	-	(21,250)	**-**
GEFA	45,000	-	(45,000)	**-**
Total resource properties	**2,232,454**	**26,347**	**(71,250)**	**2,187,551**

(Canadian Funds)

The following tables show the property acquisition and exploration activity during the period ended September 30, 2017 and the year ended June 30, 2017:

	Three Months Ended September 30, 2017								*Year ended June 30, 2017*
	Quebec	Ontario				Manitoba			
	Destiny ($)	Greenoaks ($)	Miner Lake ($)	Mud Lake ($)	Three Towers ($)	Oxford ($)	General ($)	Total ($)	*Total ($)*
Opening balance	809,100	450,000	7,868	40,163	36,900	843,520	-	2,187,550	*2,232,454*
Acquisition costs									
Expenditures	-	-	1,700	-	-	-	-	**1,700**	*26,347*
Recovered	-	-	-	-	-	-	-	**-**	*-*
Disposition/Written off	-	-	-	-	-	-	-	**-**	*(71,250)*
Net acquisition costs	809,100	450,000	9,568	40,163	36,900	843,520	-	2,189,250	*2,187,551*
Exploration expenditures									
Assays	-	-	-	-	-	-	-	**-**	*24,904*
Mapping	-	-	510	-	-	223,734	-	**224,244**	*182,660*
Computer/Digitization	-	-	120	-	-	1,840	-	**1,960**	*13,452*
Drilling	-	-	-	-	-	-	-	**-**	*160,886*
Report Filing	-	-	-	-	-	-	-	**-**	*27,495*
Management	-	-	1,980	-	-	8,580	660	**11,220**	*19,359*
License/Permit	-	608	-	-	-	(1,756)	-	**(1,148)**	*6,357*
Prospecting	-	-	-	-	-	-	-	**-**	*-*
Geophysics	-	-	-	-	-	-	-	**-**	*600*
Travel	-	-	-	-	-	2,564	-	**2,564**	*1,800*
Line Cutting	-	-	-	-	-	-	-	**-**	*-*
Stripping/washing	-	-	-	-	-	-	-	**-**	*-*
Deficiency Deposits	-	-	-	-	-	-	-	**-**	*3,669*
Exploration expenditures reimbursed	-	-	-	-	-	-	-	**-**	*(20,000)*
Gov't Rebates	-	-	-	-	-	-	-	**-**	*-*
	-	608	2,610	-	-	234,963	660	238,841	*421,183*
Exploration expenditures expensed	-	(608)	(2,610)	-	-	(234,963)	(660)	(238,841)	*(421,183)*
Ending balance	809,100	450,000	9,568	40,163	36,900	843,520	-	2,189,250	*2,187,551*

The following reflects the Company's ownership of or interest in its exploration and evaluation assets, and any additional terms or underlying Net Smelter Return Royalties ("NSR"), as at September 30, 2017:

Property	Claims (#)	Ownership (%)	
Quebec			
Destiny	101	100	subject to underlying NSR
Ontario			
Empress	12	100	subject to underlying NSR; under option to Sanatana Resources Inc.
Greenoaks	15	100	subject to underlying NSR
Miner Lake	25	100	subject to underlying NSR
Mud Lake	20	100	subject to underlying NSR
Three Towers	5	100	subject to underlying NSR
Manitoba			
Oxford	17	100	subject to underlying NSR
Oxford MELs	3	100	Nil

a) Fisher, Saskatchewan
During the year ended June 30, 2014, the Company entered into an agreement to acquire six mining claims in Saskatchewan, which agreement was amended during the year ended June 30, 2015 to include two additional claims. During the year ended June 30, 2016, pursuant to certain payments and issuance of shares, the Company became 100% owner of the claims, and granted to the vendor a 2% NSR, of which 1% could be bought back for $1,000,000. During the year ended June 30, 2017, the Company elected to allow the claims comprising the Fisher property to expire. As such, all acquisition and holding costs on the property were written off prior to June 30, 2017.

b) GEFA Option, Saskatchewan

(Canadian Funds)

Pursuant to an agreement entered into during the year ended June 30, 2015, as amended in January 2016 (the "GEFA Option Agreement") the Company had the option to acquire a 60% interest in four mining claims (the "GEFA Option") in northern Saskatchewan by making various staged cash payments to the vendors and incurring exploration expenditures in various stages, subject to an underlying 2% NSR on all minerals and metals with the exception of diamonds, of which it had the right to buy back 1% of the NSR for $1 million. At June 30, 2017, the Company had incurred $45,000 in acquisition costs, which amount includes the issuance in February 2016 of 1,000,000 common shares of the Company at a fair value of $20,000, and $507,675 in exploration expenditures. In June 2017, the Company terminated the GEFA Option Agreement, pursuant to which all acquisition and holding costs on the property were written off prior to June 30, 2017.

c) Empress, Ontario
The Company has a 100% interest in the Empress property. On February 3, 2017, the Company entered into an option agreement (the "Option Agreement") to option 100% of its interest in the Empress project to Sanatana Resources Inc. ("Sanatana"), pursuant to which Sanatana is required to make cash payments totaling $125,000 ($50,000 received prior to June 30, 2017) and issue in stages a total of 3,000,000 shares in the capital of Sanatana to the Company over a 12 month period (1,000,000 shares received prior to June 30, 2017; fair valued at $40,000), incur expenditures totaling $150,000 on the property over a 24-month period, and, upon closing, reimburse $20,000 (reimbursed) to the Company in respect of previous exploration expenditures incurred by the Company. The Option Agreement also provides that Sanatana will pay the Company a 1% NSR royalty on the claims comprising the property and a 0.33% NSR royalty on any claims staked, during the term of the Option Agreement, within an area of interest provided for in the Option Agreement.

d) Alcudia, Québec
On May 23, 2017, the Company entered into a sales agreement with Beaufield Resources Inc. ("Beaufield"), pursuant to which Beaufield acquired the claims comprising the Alcudia property (also known as the Windfall Property) (the "Beaufield Agreement"). Pursuant to the terms of the Beaufield Agreement, the Company received $300,000 and 2,750,000 shares in the capital of Beaufield, which shares were fair valued at $605,000. The Company retains a 1% NSR on the property with a buyback provision for 0.5% of the NSR by Beaufield for $1,000,000.

9. Share capital and contributed surplus

Authorized share capital:
Unlimited Common shares without par value

<u>*Shares issued:*</u>
Period ended September 30, 2017:

- On July 31, 2017, the Company closed a non-brokered private placement for gross proceeds of $200,000, pursuant to which it issued 2,500,000 flow-through common shares at a price of $0.08 per flow-through share. In addition, the Company paid cash commissions of $13,300 and issued finders' warrants (the "Finders' Warrants") allowing for the purchase of up to 166,250 shares at $0.08 per non-flow-through share until July 31, 2018. The Finders' Warrants issued were valued, in total, at $7,329, which fair value was recorded as share issuance costs based on the Black-Scholes pricing model using the following assumptions:

Expected dividend yield	0%
Expected stock prive volatility	151.07%
Risk free rate	0.50%
Expected life of warrants (in years)	1

(Canadian Funds)

Year ended June 30, 2017:

- On December 16, 2016, the Company announced a non-brokered private placement ("Private Placement") of up to $700,000 through the issuance of a combination of flow-through units and non-flow-through units at a price of $0.05 per each flow through-unit ("FT Unit") and non-flow-through unit ("NFT Unit"). Each FT Unit comprised one flow-through common share ("FT Share") and one-half of one share purchase warrant ("NFT Warrant"). Each NFT Unit comprised one common share ("NFT Share") and one share purchase warrant ("NFT Warrant"). Each NFT Warrant is exercisable to purchase one additional common share of the Company at a price of $0.10 per share for a period of eighteen months from the date of closing of the Private Placement. The Private Placement closed as follows:

	Tranche #1	Tranche #2	Total
Closing Date	December 30, 2016	January 31, 2017	
Gross Proceeds	$465,000	$168,460	**$633,460**
FT Shares Issued	8,600,000	450,000	**9,050,000**
NFT Shares Issued	700,000	2,919,200	**3,619,200**
NFT Warrants Issued	5,000,000	3,144,200	**8,144,200**
NFT Warrant Exercise Price	$0.10	$0.10	
NFT Warrant Expiry Date	June 30, 2018	July 31, 2018	
Finders' Fees			
Cash	$32,550	$2,100	**$34,650**
NFT Warrants	651,000	42,000	**693,000**
Exercise Price	$0.05	$0.05	
Expiry Date	December 30, 2017	January 31, 2018	

The NFT Warrants issued in respect of Finders' Fees were valued, in total, at $42,513, which fair value was recorded as share issuance costs based on the Black-Scholes pricing model using the following assumptions:

Expected dividend yield	0%
Expected stock price volatility	190.99-220.03%
Risk free rate	0.50%
Expected life of options	1 year

- On February 2, 2017, the Company announced a non-brokered private placement ("Offering") of up to $150,000 through the issuance of units ("Units") at a price of $0.07 per Unit. Each Unit comprised one common share and one share purchase warrant ("Warrant"). Each Warrant is exercisable to purchase one additional common share of the Company at a price of $0.12 per share for a period of eighteen months from the date of closing of the financing. The Offering closed as follows:

Closing Date	February 21, 2017
Gross Proceeds	$166,950
Shares Issued	2,385,000
Warrants Issued	2,385,000
Warrant Exercise Price	$0.12
Warrant Expiry Date	August 20, 2018
Finders' Fees (cash)	$8,348

(Canadian Funds)

- On June 5, 2017, concurrent with the Beaufield Agreement (Note 8), the Company closed a private placement to raise gross proceeds of $350,000, pursuant to which it issued 2,916,667 shares at $0.12 per share to Beaufield.

Warrants:
In connection with the Private Placement closed on July 31, 2017, the Company issued Finder's Warrants allowing for the purchase of up to, in the aggregate, 166,250 shares in the capital of the Company.

The following is a summary of the Company's warrants outstanding as at September 30, 2017, which outstanding warrants have a weighted average life of 0.77 years at September 30, 2017:

Warrants	Grant Date	Warrants Issued (#)	Price per Share ($)	Expiry Date
Warrants	December 30, 2016	5,000,000	0.10	June 30, 2018
Finders' fees warrants	December 30, 2016	651,000	0.05	December 30, 2017
Warrants	January 31, 2017	3,144,200	0.10	July 31, 2018
Finders' fees warrants	January 31, 2017	42,000	0.05	January 31, 2018
Warrants	February 20, 2017	2,385,000	0.12	August 20, 2018
Finders' fees warrants	July 31, 2017	166,250	0.08	July 31, 2018
		11,388,450		

For the period ended September 30, 2017 and the year ended June 30, 2017, warrant transactions were as follows:

	Number of warrants (#)	Weighted Average Exercise Price ($)
Balance – June 30, 2016	**-**	**-**
Issued	11,222,200	0.10
Balance – June 30, 2017	**11,222,200**	**0.10**
Issued	166,250	0.08
Balance – September 30, 2017	**11,388,450**	**0.10**

Stock options:
The Company has established a share purchase option plan whereby the Board of Directors may, from time to time, grant options to directors, officers, employees or consultants to a maximum of 10% of the issued and outstanding share capital amount. Options granted must be exercised no later than five years from date of grant or such lesser period as determined by the Company's Board of Directors. The exercise price of an option is not less than the closing price on the TSX-Venture Exchange (the "Exchange") on the last trading day preceding the grant date. The options vest immediately, except for investor relations employees which vest quarterly over a one year period, and share-based compensation is expensed based upon the relative fair values and vesting conditions of the options granted. Option pricing models require the input of highly subjective assumptions including the expected price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate, and therefore the existing models do not necessarily provide a reliable single measure of the fair value of the Company's stock options.

On September 19, 2017, options allowing for the acquisition of up to, in the aggregate, 745,000 shares in the capital of the Company at $0.10 per share expired.

(Canadian Funds)

For the period ended September 30, 2017 and the year ended June 30, 2017, stock option transactions were as follows:

	Number of options (#)	Weighted Average Exercise Price ($)
Balance – June 30, 2016	**2,390,000**	**0.08**
Expired	-	-
Granted	1,000,000	0.10
Balance – June 30, 2017	**3,390,000**	**0.08**
Expired	(745,000)	0.10
Balance – September 30, 2017	**2,645,000**	**0.08**

The following is a summary of the Company's options outstanding as at September 30, 2017, which outstanding options have a weighted average life of 2.78 years at June 30, 2017:

Date of Grant	Options Issued (#)	Price per Share ($)	Expiry Date	Options Exercisable (#)
October 30, 2012	295,000	0.10	October 30, 2017	295,000
June 19, 2014	1,000,000	0.06	June 19, 2019	1,000,000
December 10, 2015	350,000	0.05	December 10, 2020	350,000
March 27, 2017	1,000,000	0.10	March 27, 2022	1,000,000
	2,645,000			**2,645,000**

10. Related party transactions

a) During the periods ended September 30, 2017 and 2016, the Company incurred the following net charges, all recorded based on fair value, in respect of services received from related parties:

	Three months ended September 30, 2017 ($)	2016 ($)
Mike Koziol - services (Officer and company with Director in common)	39,000	39,000
Mirador Management – management fees (company with an officer in common)	10,500	-
J Collins Consulting - Corporate Secretary services	9,000	150
Venturex Consulting - CFO services	10,500	-
McMillan LLP – legal fees (Legal firm with a partner and Company Director in Common)	1,270	2,916
Gary Zak - consulting services (Director and Former Officer in Common)	1,000	-
Total	**71,270**	**42,066**

In respect of services provided to and expenses incurred on behalf of the Company, the Company owed various related parties the following at September 30, 2017 and June 30,2017:

	September 30, 2017 ($)	June 30, 2017 ($)
In respect of services provided to the Company		
owed to Companies with directors and officers in common	17,168	49,496
owed to a Director and Officer	9,000	-
In respect of expenses incurred on behalf of the Company		
owed to Directors and Officers	16,111	8,522
	42,279	**58,018**

In addition, pursuant to an agreement with an officer, a severance payment of $156,000 will be due to him in the event of termination without cause.

(Canadian Funds)

b) Compensation of key management personnel
During the periods ended September 30, 2017 and 2016, the Company incurred the following fees from key management personnel:

	Three months ended September 30,	
	2017	**2016**
	($)	**($)**
Management fees, directors and audit committee fees	71,270	39,150
Share-based compensation	-	-
	71,270	**39,150**

11. Segmented information

(a) Operating Segment
The Company's operations are primarily directed towards the acquisition and exploration of resource properties in Canada and consequently there is only one operating segment.

(b) Geographic information
All interest income is earned in Canada and all assets are held in Canada.

12. Subsequent events

- On October 19, 2017, the Company closed the first tranche of the non-brokered private placement announced October 2, 2017, for gross proceeds of $248,500, pursuant to which it issued 3,550,000 common shares and share purchase warrants allowing for the purchase of up to, in the aggregate, 1,775,000 common shares of the Company at a price of $0.12 per share until April 19, 2020. In addition, the Company issued finders' warrants allowing for the purchase of up to, in the aggregate, 224,000 shares at $0.12 per share until April 19, 2020 and paid $15,680 in cash commissions.
- On October 12, 2017, the Company sold 2,250,000 Beaufield shares for net proceeds of approximately $335,810.
- On October 30, 2017, options allowing for the acquisition of up to, in the aggregate, 295,000 shares in the capital of the Company at $0.10 per share expired.