

# **Condensed Interim Financial Statements**

(Unaudited) (Expressed in Canadian Dollars)

For the Nine Months Ended September 30, 2018

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# Financial Statements September 30, 20189 (Canadian Funds)

<u>Index</u>	<u>Page</u>
Notice	1
Condensed Interim Financial Statements	
Condensed Interim Statements of Financial Position	2
Condensed Interim Statements of Comprehensive Loss	3
Condensed Interim Statements of Cash Flows	4
Condensed Interim Statements of Shareholders' Equity	5
Notes to Financial Statements	6-15

NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM FINANCIAL STATEMENTS
The accompanying unaudited condensed interim financial statements of Fjordland Exploration Inc. ("the Company" or "Fjordland"), for the nine months ended September 30, 2018, have been prepared by management and have not been the subject of a review by the Company's Independent auditor.

# **Condensed Interim Statements of Financial Position**

(Unaudited)

(Expressed in Canadian Dollars)

	Note	September 30, 2018	December 31, 2017 (Audited)
Assets			
Current Cash Receivables Prepaids	5	\$ 952,624 148,601 -	\$ 1,029,097 142,277 20,478
		1,101,225	1,191,852
Project Advance	8(a)	25,000	100,000
Mineral Properties	8	1,884,252	1,752,664
Deposits	7	99,774	84,190
Equipment	6	846	1,074
		\$ 3,111,097	\$ 3,129,780
Liabilities			
Current Accounts payable and accrued liabilities Advance – HPX BC Holdings Ltd	9 8(a)	\$ 240,564 51,770 292,334	\$ 224,598 - 224,598
Shareholders' equity		202,001	22 1,000
Share Capital	11	18,622,865	18,575,365
Share-based compensation reserve		883,523	614,915
Deficit		(16,687,625)	(16,285,098)
		2,818,763	2,905,182
		\$ 3,111,097	\$ 3,129,780

Approved and authorized by the Board on November 21, 2018

On behalf of the Board: "Richard C. Atkinson" "Victor A. Tanaka"

Richard C. Atkinson Victor A. Tanaka

# **Condensed Interim Statements of Loss and Comprehensive Loss**

(Unaudited)

(Expressed in Canadian Dollars)

	For the Three Months Ended				For the Nine Months Ended			
	_	ptember 30, September 30, 2018 2017		September 30, 2018			September 30, 2017	
General and administrative expenses								
Accounting and audit	\$	9,250	\$	9,000	\$	32,750	\$	27,280
Administration fees		9,000		9,000		27,000		27,000
Depreciation		76		107		228		321
Filing fees		280		2,060		8,490		15,134
Legal fees		-		13,826		2,458		14,009
Office and miscellaneous		1,378		2,592		7,479		7,782
Rent		5,540		4.775		16,090		14,313
Marketing		10,665		18,968		37,267		21,319
Share-based compensation		97,846		122,007		435,009		157,497
Transfer fees		485		5,165		3.685		7,510
Wages and benefits		261		231		1,462		717
Loss before other items		(134,781)		(187,731)		(571,918)		(292,882)
Other items Operator fees Financing expenses and interest		2,600		3,575		2,990		3,575
on loan		-		(5,041)		-		(14,960)
Loss and comprehensive loss for the period	\$	(132,181)	\$	(189,197)	\$	(568,928)	\$	(304,267)
Basic and diluted loss per share	\$	(0.00)	\$	(0.01)	\$	(0.01)	\$	(0.01)
Weighted Average Shares Outstanding		47,455,187		25,740,995		47,294,841		22,635,827

# FJORDLAND EXPLORATION INC. Condensed Interim Statements of Cash Flows

(Unaudited)

(Expressed in Canadian Dollars)

	F	or the Three	Mon	ths Ended	For the Nine Months Ended				
	Se	ptember 30, 2018	Se	eptember 30, 2017	Se	ptember 30, 2018	Se	September 30, 2017	
Cash provided by (used for):									
Operating activities									
Loss for the period Items not affecting cash:	\$	(132,181)	\$	(189,197)	\$	(568,928)	\$	(304,267)	
Depreciation Financing expenses and interest on loan		76		107		228		321	
payable Share-based payments		97,846		5,041 122,007		- 435,009		14,960 157,497	
Net change in non-cash working capital									
Receivable		(132,983)		(38,512)		(6,324)		(39,480)	
Prepaid expenses		5,083		(25,980)		20,478		(29,966)	
Project advance Accounts payable		120,000 (3,286)		(106,370) 76,658		75,000 (25,069)		(106,370) 61,362	
		(45,445)		(156,246)		(69,606)		(245,943)	
Investing activities									
Advance – HPX BC Holdings Ltd		(379,566)		-		51,770		-	
Recoveries mineral properties Acquisition and exploration costs related		989,566		-		1,158,230		-	
to mineral properties		(877,395)		(218,592)		(1,201,283)		(223,293)	
Deposits		(860)		(72,090)		(15,584)		(72,090)	
		(268,255)		(290,682)		(6,867)		(295,383)	
Financing activities									
Payment of loans and interest				(218,301)		-		(218,301)	
Shares issued for cash Share issuance costs		-		2,777,366 (40,826)		-		2,777,366 (40,826)	
Share issuance costs				, ,				, ,	
		-		2,518,239		-		2,518,239	
Change in cash		(313,700)		2,071,311		(76,473)		1,976,913	
Cash position - beginning of period		1,266,324		109,996		1,029,097		204,394	
Cash position - end of period	\$	952,624	\$	2,181,307	\$	952,624	\$	2,181,307	
ncome taxes paid	\$ \$	-	\$	-	\$	-	\$	-	
nterest paid	\$	-	\$	5,041	\$	-	\$	14,960	

Supplemental Disclosure with Respect to Cash Flows (Note 12)

# Condensed Interim Statements of Shareholders' Equity For the Periods Ended September 30

(Unaudited) (Expressed in Canadian Dollars)

	Share	· Capital	Share-based Compensation		Total Shareholder's
	No. of Shares	Amount	Reserve	Deficit	Equity
Balance, December 31, 2016	20,756,383	\$15,820,888	\$308,108	\$(15,742,338)	\$386,658
Shares issued for cash					
Private placements, net of issue costs	24,480,000	2,460,174	-	=	2,460,174
Transfer to share capital on exercise of warrants	-	37,473	(37,473)	-	-
Exercise of warrants	1,596,956	276,366	-	-	276,366
Issued for other consideration					
Mineral properties	200,000	19,000	=	-	19,000
Fair value of finder's fee warrants	-	(29,343)	29,343	-	-
Transfer to share capital on expiry of warrants	-	14,407	(14,407)	-	-
Transfer to deficit on expiry of options	-	=	(2,243)	2,243	-
Share-based compensation	-	-	157,497	-	157,497
Loss for the period	<u>-</u>	-	<u>-</u>	(304,267)	(304,267)
Balance, September 30, 2017	47,033,339	\$18,598,965	\$440,825	\$(16,044,362)	\$2,995,428
	Share	· Capital	Share-based Compensation		Total Shareholder's
	No. of Shares	Amount	Reserve	Deficit	Equity
Balance, December 31, 2017	47,213,339	\$18,575,365	\$614,915	\$(16,285,098)	\$2,905,182
Issued for other consideration					
Mineral properties	250,000	47,500	_	_	47,500
Transfer to deficit on expiry of options	-	-	(166,401)	166,401	
Share-based compensation	-	-	435,009	-	435,009
Loss for the period	, -			(568,928)	(568,928)
Balance, September 30, 2018	47,463,339	\$18,622,865	\$883,523	\$(16,687,625)	\$2,818,763

Notes to Condensed Interim Financial Statements Period Ended September 30, 2018

Canadian Funds

#### 1. NATURE OF OPERATIONS AND ABILITY TO CONTINUE AS A GOING CONCERN

Fjordland Exploration Inc. (the "Company" or "Fjordland") was incorporated on September 19, 1996 pursuant to the *Company Act* (British Columbia) and the common shares were listed for trading on the TSX Venture Exchange ("Exchange"). The Company is in the process of actively exploring its mineral properties and has not yet determined whether these properties contain ore reserves that are economically recoverable. The Company is considered to be in the exploration stage and does not have operating cash flow.

The Company's head office, principal address and registered and records office is 1100, 1111 Melville Street, Vancouver, British Columbia, Canada, V6E 3V6.

On June 21, 2017, the Company consolidated its share capital on a 5:1 basis. All shares and per share amounts have been restated to reflect the share consolidation.

These financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") on a going concern basis, which contemplates that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. Accordingly, these financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

The Company's continuing operations as intended are dependent upon its ability to identify, evaluate and negotiate the acquisition of, participation in or interest in new properties, assets or business opportunities, and raise additional funds by way of equity financings. Any acquisition may be subject to shareholder and regulatory approval and obtaining the necessary financing. Should the Company be unable to complete such a transaction, its ability to raise sufficient financing to maintain operations may be impaired. The available funds are insufficient to continue operations for the ensuing year. Although the Company has been successful at raising funds in the past through the issuance of share capital, it is uncertain whether it will be able to continue this financing in the future. These material uncertainties may cast significant doubt on the Company's ability to continue as a going concern.

#### 2. STATEMENT OF COMPLIANCE

These financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC"). The financial statements have been prepared on a historical basis, using the accrual basis of accounting except for cash flow information. The accounting policies set out in Note 3 have been applied consistently to all years presented in these financial statements unless otherwise indicated.

These financial statements were authorized for issue by the Board of Directors on November 21, 2018.

#### 3. SIGNIFICANT ACCOUNTING POLICIES

#### (a) Basis of Presentation

The condensed interim financial statements have been prepared on a historical cost basis except for certain financial assets measured at fair value. All dollar amounts presented are in Canadian dollars unless otherwise specified.

#### (b) Use of Estimates and Judgment

The preparation of financial statements in conformity with IFRS requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported revenues and expenses during the year.

Notes to Condensed Interim Financial Statements Period Ended September 30, 2018

Canadian Funds

#### 3. SIGNIFICANT ACCOUNTING POLICIES (continued)

# (b) Use of Estimates and Judgment (continued)

Although management uses historical experience and its best knowledge of the amount, events or actions to form the basis for judgments and estimates, actual results may differ from these estimates.

The most significant accounts that require estimates as the basis for determining the stated amounts include the recoverability of mineral properties, valuation of share-based payments, and recognition of deferred tax amounts.

Critical judgments exercised in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements are as follows:

i) Economic recoverability and probability of future benefits of exploration and evaluation costs

Management has determined that exploration, evaluation and related costs incurred which were capitalized may have future economic benefits and may be economically recoverable. Management uses several criteria in its assessments of economic recoverability and probability of future economic benefits including, geologic and other technical information, history of conversion of mineral deposits with similar characteristics to its own properties to proven and probable mineral reserves, the quality and capacity of existing infrastructure facilities, evaluation of permitting and environmental issues and local support for the project.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in material adjustments are as follows:

#### ii) Valuation of share-based payments

The Company uses the Black-Scholes Option Pricing Model for valuation of share-based payments. Option pricing models require the input of subjective assumptions including expected price volatility, interest rates, and forfeiture rate. Changes in the input assumptions can materially affect the fair value estimate and the Company's earnings and equity reserves.

#### iii) Income taxes

In assessing the probability of realizing income tax assets, management makes estimates related to expectations of future taxable income, applicable tax opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified.

While management believes that these estimates are reasonable, actual results could differ from those estimates and could impact future results of operation and cash flows.

# (c) Segmented information

The Company has one operating segment, mineral acquisition and exploration, and operates in one geographical segment, being Canada.

Notes to Condensed Interim Financial Statements Period Ended September 30, 2018

Canadian Funds

#### 3. SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (d) Adoption of New IFRS Pronouncements

The adoption of the following new IFRS pronouncements did not have an effect on the Company's financial statements:

- IFRS 15, Revenue from Contracts with Customers is effective for annual periods beginning on or after January 1, 2018
- IFRS 9, Financial Instruments (effective date January 1, 2018) introduces new requirements for the classification and measurement of financial assets and liabilities.

#### (e) New Standards Not Yet Adopted

The Company has not yet adopted the following revised or new IFRS that have been issued but are not yet effective at September 30, 2018:

i) FRS 16, Leases is a new standard that sets out the principles for recognition, measurement, presentation and disclosure of leases including guidance for both parties to a contract, the lessee and the lessor. The new standard eliminates the classification of leases as either operating or finance leases as is required by IAS 17 and instead introduces a single lessee accounting model. This standard is effective for the years beginning on or after January 1, 2019.

The Company expects these new accounting standards will have no significant impact on the financial statements other than increased note disclosure.

#### 4. FINANCIAL AND CAPITAL RISK MANAGEMENT

The Company's financial instruments consist of cash, receivables, deposits, accounts payable, accrued liabilities and loans. The fair value of these financial instruments, other than cash, approximates their carrying value, unless otherwise noted. Cash is measured at fair value using level 1 inputs.

#### **Credit Risk**

Credit risk is the risk of a financial loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligations.

The Company's cash is primarily held in major Canadian financial institutions. The Company's receivables consist of recoveries and reimbursements for mineral property costs. Management believes that the credit risk concentration with respect to these financial instruments is minimal.

#### **Interest Rate Risk**

The Company is not exposed to significant interest rate risk due to the short-term maturity of its monetary assets and liabilities.

## **Liquidity Risk**

The Company ensures that there is sufficient capital in order to meet annual business requirements, after taking into account administrative, property holding and exploration budgets. As the Company does not have operating cash flow, the Company has relied primarily on equity financings to meet its capital requirements. The Company is exposed to liquidity risk.

Notes to Condensed Interim Financial Statements Period Ended September 30, 2018

Canadian Funds

# 4. FINANCIAL AND CAPITAL RISK MANAGEMENT (continued)

#### Foreign Exchange Risk

The Company is not exposed to significant foreign exchange risk as it operates in Canada and does not undertake any significant foreign currency transactions.

### Capital management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the exploration of its mineral properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Company defines its capital as shareholder's 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. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt, acquire or dispose of assets or adjust the amount of cash.

In order to facilitate the management of its capital requirements, the Company prepares periodic expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. In order to maximize ongoing exploration efforts, the Company does not pay out dividends. The Company's investment policy is to keep its cash treasury on deposit in an interest bearing Canadian chartered bank account. The Company is not subject to any externally imposed capital restrictions.

#### 5. RECEIVABLES

The Company's receivables are as follows:

	Se	eptember 30 2018	, De	ecember 31, 2017
GST receivable	\$	148,601	\$	142,277
	\$	148,601	\$	142,277

Notes to Condensed Interim Financial Statements Period Ended September 30, 2018

Canadian Funds

# 6. EQUIPMENT

	Furniture and fixtures	Office equipment	Total
Cost Balance, December 31, 2017 Additions Disposals	\$6,161	\$42,039	\$48,200
	-	-	-
	-	-	-
Balance, September 30, 2018	\$6,161	\$42,039	\$48,200
Accumulated depreciation Balance, December 31, 2017 Depreciation	\$5,981	\$41,145	\$47,126
	27	201	228
Balance, September 30, 2018	\$6,008	\$41,346	\$47,354
Carrying amounts As at December 31, 2017 As at September 30, 2018	\$180	\$894	\$1,074
	\$153	\$693	\$ 846

# 7. DEPOSITS

	Sep	otember 30, 2018	Dec	ember 31, 2017
Office lease deposit Exploration deposits	\$	3,910 95,864	\$	3,050 81,140
	\$	99,774	\$	84,190

# 8. MINERAL PROPERTIES

	Milligan West BC	South Voisey's Bay LB	Total
Cost			
Balance December 31, 2017	\$192,912	\$1,559,752	\$1,752,664
Additions:			
Acquisition costs	-	96,500	96,500
Permitting	-	1,330	1,330
Administration	-	7,811	7,811
Drilling	-	934,545	934,545
Geology	-	146,358	146,358
Geophysics	-	102,649	102,649
First Nations		625	625
Option payments		(1,158,230)	(1,158,230)
Balance, September 30, 2018	\$192,912	\$1,691,340	\$1,884,252

Notes to Condensed Interim Financial Statements Period Ended September 30, 2018

Canadian Funds

## 8. MINERAL PROPERTIES (continued)

## (a) South Voisey's Bay, Labrador

The Company, in September 2014 as amended November 2014, entered into a Memorandum of Understanding ("MOU") with Commander Resources Ltd ("Commander") whereby the Company was granted an option to earn a 75% undivided interest in the South Voisey's Bay property.

The Company has earned a 15% interest in the property by having expended \$350,000 in exploration costs prior to the option agreement expiration on August 15, 2015.

The Company, in June 2017, entered into a Memorandum of Understanding ("MOU") with Commander Resources Ltd ("Commander") whereby the Company was granted a series of options to earn an additional 85% undivided interest in the South Voisey's Bay property.

Under the terms of the agreement, the Company can earn its interest by incurring the following cash, exploration expenditures and share issuance:

- i) 20% interest 200,000 common shares (issued) and \$600,000 in exploration expenditures on or before October 31, 2017
- ii) 40% interest \$10,000 (paid) and 250,000 common shares (issued) on or before July 26, 2018 \$15,000 and 300,000 common shares on or before July 26, 2019 \$25,000 and 350,000 common shares on or before July 26, 2020 \$40,000, 400,000 common shares and \$2,400,000 in exploration expenditures on or before October 31, 2021
- iii) 25% interest \$200,000, 3,000,000 common shares and \$5,000,000 in exploration expenditures on or before October 31, 2024.

A 2% net smelter returns royalty ("NSR") will be granted upon exercising the final payment. 1% of the NSR may be repurchased for consideration of \$5,000,000. Upon commencement of commercial production, an advanced royalty payment will be made in the amount of \$10,000,000.

On September 5, 2017 the Company entered into an agreement with HPX BC Holdings Ltd. ("HPX"), an affiliate of Ivanhoe Industries, LLC. Under the terms of the agreement, HPX has subscribed by means of a private placement and has been issued 14,000,000 units of the Company for proceeds of \$1,400,000. In addition, HPX has the option to incur, on behalf of the Company, \$7,400,000 in exploration expenditures and to make \$290,000 of property payments. If the funding is completed and the Company acquires a 100% interest in the South Voisey's Bay project, the Company has agreed to assign a 65% project interest to HPX.

As at December 31, 2017, the Company has earned an additional 20% interest in the property having issued 200,000 common shares and expended \$600,000 in exploration cost, and has a total interest earned of 35%.

HPX may also nominate two directors if they maintain equity ownership of between 10-50%, and three directors if greater than 50%.

HPX also maintains an anti-dilution right, such that they have the right to participate in future financings to maintain their per ratio ownership percentage.

Notes to Condensed Interim Financial Statements Period Ended September 30, 2018

Canadian Funds

#### 8. MINERAL PROPERTIES (continued)

### (a) South Voisey's Bay, Labrador (continued)

On March 26, 2018, the Company signed a Letter of Intent with Vulcan Minerals Inc. ("Vulcan") granting the Company the option to acquire a 65% interest in 30 mining claims located in the South Voisey's area, Labrador. Under the terms of the agreement, the Company has the option to pay to Vulcan \$45,000 (paid - \$10,000) and incur \$150,000 in exploration expenditures over a period of three years. If the option is exercised a joint venture will be formed whereby Vulcan will be carried for 100% of its joint venture expenditures on the claims until Fjordland either earns its full interest from Commander Resources Ltd. ("Commander") on surrounding contiguous lands or by expending a minimum expenditure of \$7 million on those lands.

On March 28, 2018 the Company signed a Letter of Intent with Unity Resources Inc. ("Unity") granting the Company the option to acquire a 65% interest in one mining claim located in the South Voisey's area, Labrador. Under the terms of the agreement, the Company has the option to pay to Unity \$36,000 (paid - \$9,000) and incur \$75,000 in exploration expenditures over a period of three years. If the option is exercised a joint venture will be formed whereby Unity will be carried for 100% of its joint venture expenditures on the claims until Fjordland either earns its full interest from Commander Resources Ltd. ("Commander") on surrounding contiguous lands or by expending a minimum expenditure of \$7 million on those lands.

On July 24, 2018 the Company signed a Letter of Intent with a consortium of private claim holders. ("The Consortium") granting the Company the option to acquire a 100% interest in thirty-eight mining claims located in the South Voisey's area, Labrador. Under the terms of the agreement, the Company has the option to pay to The Consortium \$110,000 (paid - \$20,000) and incur \$120,000 in exploration expenditures over a period of three years. The Consortium retains a 3% net smelter return royalty that may be reduce to 1% by paying \$600,000 for the first 1% reduction and \$1,200.000 for the second 1% reduction.

As at September 30, 2018, the Company advanced \$25,000 (2016 - \$Nil) in payments for the 2018 drill program.

#### (b) Milligan West, BC

In February 2013, the Company and Serengeti Resources Inc. consolidated certain claims located in north central British Columbia into the Milligan West project. Initially ownership was shared equally, however as a result of the Company electing not to participate in the 2016 exploration program it's interest has been diluted to 43.7%.

Notes to Condensed Interim Financial Statements Period Ended September 30, 2018

Canadian Funds

#### 9. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Accounts payable and accrued liabilities are as follows:

	Sep	otember 30, 2018	Dec	ember 31, 2017
Trades payable	\$	240,564	\$	192,248
Accruals Related parties payable		-		22,250 10,100
	\$	240,564	\$	224,598

#### 10. RELATED PARTY TRANSACTIONS

The Company entered into the following transactions with related parties:

Compensation of key management personnel

Key management personnel consist of the directors and executive officers of the Company. The remuneration, including share-based compensation, of key management person during the nine months ended September 30, 2018 and 2017 were as follows:

		2018	2017
Administration fees Accounting fees Share-based payments	\$ \$	27,000 27,000 275,353	\$ 27,000 27,000 77,744
- Chare based payments	\$ \$	329,353	\$ 131,744

Amounts due to related parties are included in accounts payable (Note 9), are unsecured and non-interest bearing.

#### 11. SHARE CAPITAL

#### (a) Authorized

As at September 30, 2018, the authorized share capital of the Company is an unlimited number of common shares without par value. All issued shares, consisting only of common shares are fully paid.

#### (b) Issued Share Capital

On July 4, 2018, the Company issued 250,000 common shares, with a fair value of \$47,500 or \$0.19 per share as consideration towards the acquisition of mineral property (Note 8(a))

Notes to Condensed Interim Financial Statements Period Ended September 30, 2018

Canadian Funds

# 11. SHARE CAPITAL (continued)

#### (c) Stock Options

Options to purchase common shares have been granted to directors, officers, employees and consultants at exercise prices determined by reference to the market value on the date of the grant.

In June 2018, the Company received shareholder approval for a 10% Rolling Stock Option Plan.

Stock option transactions are summarized as follows:

	September 30, 2018		December 31, 2017		
		Weighted Average		Weighted Average	
	Shares	Exercise Price	Shares	Exercise Price	
Outstanding at beginning of period	3,305,000	\$0.34	2,229,000	\$0.26	
Granted	1,375,000	\$0.165	1,116,000	\$0.25	
Expired/Forfeited	(1,420,000)	\$0.26	(40,000)	\$0.63	
Outstanding at end of period	3,260,000	\$0.30	3,305,000	\$0.34	

As at September 30, 2018, the Company had outstanding stock options, enabling the holders to acquire further common shares as follows:

Number of Options	Exercisable	Expiry Date	Exercise Price
919,000	919,000	September 16, 2019	\$0.25
966,000	724,500	September 12, 2022	\$0.55
 1,375,000	1,281,250	June 28, 2023	\$0.165
3,260,000	2,924,750		

The fair value of options on the grant date was \$226,480 (2017 - \$555,559) or \$0.16 (2017 - \$0.50) per option. Total share-based compensation expense recognized for the options that vested during the period was \$435,009 (2017 - \$157,497).

The fair value of the options granted during the period were estimated on the date of grant using the Black-Scholes option-pricing model with the following weighted average assumptions:

	2018	2017
Expected dividend yield	0.00%	0.00%
Expected stock price volatility	278.7%	183.49%
Risk-free interest rate	2.01%	1.12%
Forfeiture rate	0.00%	0.00%
Expected life of options	5 year	5 year

Notes to Condensed Interim Financial Statements Period Ended September 30, 2018

Canadian Funds

# 11. SHARE CAPITAL (continued)

# (d) Warrants

Exercise Price	Expiry Date	Outstanding at December 31, 2017	Warrants Issued	Warrants Exercised	Warrants Expired	Outstanding at September 30, 2018
\$0.20	February 18, 2019	3,875,000	-	-	-	3,875,000
\$0.20	March 11,2019	1,483,000	-	-	-	1,483,000
\$0.20	March 27, 2019	7,000,000	-	-	-	7,000,000
		12,358,000				12,358,000
	Weighted average	\$0.20	-	-	-	\$0.20

# 12 SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

The Company had non-cash transactions as follows:

		2018		2017
Significant non-cash investing and financing activities:				
Investing activities				
Mineral properties expenditures included in accounts	¢	220 440	φ	226 007
payable and accrued liabilities	\$	239,119	\$	226,907
Shares issued for mineral properties		47,500		19,000
Financing activities				
Expiration of options and warrants	\$	166,401	\$	16,650
Fair value of finder's warrants		-		29,343
Residual value of unit warrants (expired)		_		37,473