INTERNATIONAL MONTORO RESOURCES INC.

Financial Statements

Three months ended November 30, 2016

Expressed in Canadian Dollars - Unaudited

NOTICE TO READER

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim financial statements have been prepared by and are the responsibility of the management.

The Company's independent auditor has not performed a review of these financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

INTERNATIONAL MONTORO RESOURCES INC.
Statements of Financial Position
(Expressed in Canadian dollars - Unaudited)

	Notes		November 30, 2016		August 31, 2016
ASSETS					
Current assets					
Cash		$	5,054	$	10,951
Amounts recoverable	4		519		1,348
Prepaid expenses and deposits			6,838		6,638
			12,411		18,937
Non-current assets					
Exploration and evaluation assets	5		2,026,711		2,026,711
		$	2,039,122	$	2,045,648
LIABILITIES AND SHAREHOLDERS' EQUITY					
Current liabilities					
Accounts payable and accrued liabilities	6	$	223,591	$	271,691
Promissory notes	11		185,074		176,119
Due to related parties	9		380,616		341,836
			789,281		789,646
Shareholders' equity					
Share capital	7		10,724,418		10,699,918
Share subscription advance			400		400
Reserves	8		943,293		943,293
Deficit			(10,418,270)		(10,387,609)
			1,249,841		1,256,002
		$	2,039,122	$	2,045,648

Nature and continuance of operations (Note 1)

Approved on behalf of the Board of Directors

"Gary Musil" Director
Gary Musil

"Brent Griffin" Director
Brent Griffin

The accompanying notes are an integral part of these financial statements

INTERNATIONAL MONTORO RESOURCES INC.
Statements of Operations and Comprehensive Loss
(Expressed in Canadian dollars - Unaudited)

	Notes	Three months ended November 30, 2016	2015
Expenses			
Bank and interest charges		$ 1,087	$ 502
Bonus shares	12	-	9,000
Filing and transfer agent fees		3,385	2,564
Loan interest	12	8,955	5,765
Management fees	10	15,000	15,000
Office and miscellaneous	10	1,589	2,077
Professional fees		1,200	1,575
Rent	10	7,050	7,050
Salaries and benefits		3,544	741
Telephone		698	556
Travel and promotion		802	21,663
Total expenses		(43,310)	(66,493)
Other income (loss):			
Loss on disposal of computer equipment		-	(229)
Impairment of exploration and evaluation assets	5	(11,249)	(1,247)
Exchange gain (loss)		-	-
Gain on debt settlement		23,898	-
		12,649	(1,476)
Net loss for the period		(30,661)	(67,969)
Total comprehensive loss for the period		$ (30,661)	$ (67,969)
Weighted average number of common shares outstanding (basic and diluted)		75,575,911	67,943,053
Basic and diluted net loss per share		$ (0.00)	$ (0.00)

The accompanying notes are an integral part of these financial statements

INTERNATIONAL MONTORO RESOURCES INC.
Statements of Shareholders' Equity
(Expressed in Canadian dollars - Unaudited)

	Share capital												
	Number of shares		Amount		Share subscription advance		Option Reserves		Warrant reserves		Deficit		Total
Balance at August 31, 2015	69,170,526	$	10,512,701	$	10,500	$	859,155	$	40,916	$	(9,977,679)	$	1,445,593
Loss for the period			-		-		-		-		(67,969)		(67,969)
Shares issued pursuant to option exercise	20,000		1,000		-		-		-		-		1,000
Shares issued for bonus shares	300,000		9,000										9,000
Transfers from reserves pursuant to option exercise	-		942		-		(942)		-		-		-
Balance at November 30, 2015	**69,490,526**	**$**	**10,523,643**	**$**	**10,500**	**$**	**858,213**	**$**	**40,916**	**$**	**(10,045,648)**	**$**	**1,387,624**
Balance at August 31, 2016	75,220,526	$	10,699,918	$	400	$	901,404	$	41,889	$	(10,387,609)	$	1,256,002
Loss for the period	-		-		-		-		-		(30,661)		(30,661)
Shares issued for debt settlement	980,000		24,500		-		-				-		24,500
Balance at November 30, 2016	**76,200,526**	**$**	**10,724,418**	**$**	**400**	**$**	**901,404**	**$**	**41,889**	**$**	**(10,418,270)**	**$**	**1,249,841**

The accompanying notes are an integral part of these financial statements

INTERNATIONAL MONTORO RESOURCES INC.
Statements of Cash Flows
(Expressed in Canadian dollars - Unaudited)

	Three months ended	
	November 30, 2016	November 30, 2015
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the period	$ (30,661)	$ (67,969)
Adjustments to reconcile loss to net cash used in operating activities:		
Bonus shares	-	9,000
Interest accrued on loans and payables	9,882	5,765
Impairment of exploration and evaluation assets	11,249	1,247
Gain on settlement of debt	(23,898)	-
Loss on disposal of equipment	-	229
Changes in non-cash items:		
Decrease (increase) in amounts recoverable	829	7,817
Decrease (increase) in prepaid expenses and deposits	(200)	(1,150)
Increase (decrease) in accounts payable and accrued liabilities	(630)	(4,825)
Net cash used in operating activities	(33,429)	(49,886)
CASH FLOWS FROM INVESTING ACTIVITIES		
Accounts payable and due to related parties related to evaluation and exploration assets	-	(41,357)
Exploration and evaluation assets	-	(1,681)
Net cash used in investing activities	-	(43,038)
CASH FLOWS FROM FINANCING ACTIVITIES		
Issuance of common shares, net of share issue costs	-	1,000
Promissory note	-	75,000
Increase in due to related parties	27,532	12,151
Net cash provided by financing activities	27,532	88,151
Increase (Decrease) in cash	(5,897)	(4,773)
Cash, beginning of the period	10,951	17,192
Cash, end of the period	$ 5,054	$ 12,419
Supplemental disclosure of cash flow information:		
Cash paid (received) for interest	$ -	$ -
Cash paid for income taxes	$ -	$ -

Supplemental disclosure with respect to cash flows (Note 14)

The accompanying notes are an integral part of these financial statements

1. Nature and continuance of operations

International Montoro Resources Inc. (the "Company") was incorporated on January 30, 1987 under the laws of the Province of British Columbia, Canada, and its principal activity is the acquisition and exploration of mineral properties in Canada. The Company's shares are traded on the TSX Venture Exchange ("TSX-V") under the symbol "IMT".

The corporate office and principal place of business of the Company is 625 Howe Street, Suite 600, Vancouver, British Columbia, Canada, V6C 2T6.

The Company is in the business of exploring its mineral exploration assets and has not yet determined whether these properties contain ore reserves that are economically recoverable. At November 30, 2016 the Company was in the exploration stage and had interests in properties in Canada.

These financial statements have been prepared on a going concern basis, which presumes the realization of assets and discharge of liabilities in the normal course of business for the foreseeable future. The ability of the Company to continue as a going concern and the recoverability of the amounts shown for exploration and evaluation assets are dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development, and upon future profitable production or proceeds from the disposition thereof. There is significant uncertainty regarding the outcome of these matters. The Company has sustained losses from operations, and has an ongoing requirement for capital investment to explore its exploration and evaluation assets. As at November 30, 2016, the Company had a working capital deficiency of $776,870 (August 31, 2016 – $770,709). Based on its current plans, budgeted expenditures, and cash requirements, the Company does not have sufficient cash to finance its current plans. These uncertainties cast substantial doubt about the Company's ability to continue as a going concern. The Company expects that it will need to raise substantial additional capital to accomplish its business plan over the next several years. The Company expects to seek additional financing through equity financing. There can be no assurance as to the availability or terms upon which such financing might be available.

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 in business.

2. Significant accounting policies and basis of preparation

The financial statements were authorized for issue on January 24, 2016 by the directors of the Company.

Statement of compliance

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). "). Therefore, these financial statements comply with International Accounting Standard ("IAS") 34 "Interim Financial Reporting".

This interim financial report does not include all of the information required of a full annual financial report and is intended to provide users with an update in relation to events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the end of the last annual reporting period. It is therefore recommended that this financial report be read in conjunction with the annual financial statements of the Company for the year ended 31 August 2016. The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

2. Significant accounting policies and basis of preparation (cont'd)

Basis of preparation

The financial statements of the Company have been prepared on an accrual basis and are based on historical costs, except for financial instruments classified as available-for-sale or fair value through profit and loss, which are stated at their fair value. The financial statements are presented in Canadian dollars, which is the Company's functional currency, unless otherwise noted.

Significant accounting judgments, estimates and assumptions

The preparation of the Company's financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

Significant estimates made in the preparation of these financial statements include the recoverable value of exploration and evaluation assets, fair value estimates for financial instruments and equity-based payments, and the valuation of provisions for restoration and environmental liabilities. Actual results may differ from those estimates.

Financial statement areas requiring significant judgment relate to the going concern assessment, impairment of exploration and evaluation assets, recognition of deferred tax assets, determination of cash-generating units, selection of fair value models, and the determination of technical feasibility and commercial viability of mineral properties.

Foreign currency translation

The financial statements are presented in Canadian dollars which is the Company's functional and presentation currency. Foreign currency transactions are translated into Canadian dollars using the exchange rates at the date of the transactions. Foreign exchange gains or losses resulting from the settlement of transactions and from the translation at year-end rate of monetary assets and liabilities denominated in foreign currencies are recognized in profit or loss.

Share-based payments

The Company operates an employee stock option plan. Share-based payments to employees are measured at the fair value of the instruments issued and amortized over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to the option reserve. The fair value of options is determined using a Black–Scholes pricing model which incorporates all market vesting conditions. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

Financial instruments

The Company classifies its financial instruments in the following categories: fair value through profit or loss ("FVTPL"), loans and receivables, available-for-sale, held-to-maturity, and other financial liabilities. The classification depends on the purpose for which the financial instruments were acquired. Management determines the classification of its financial instruments at initial recognition.

Financial assets are classified as fair value through profit or loss when they are either held for trading for the purpose of short-term profit taking, derivatives not held for hedging purposes, or when they are designated as such to avoid an accounting mismatch or to enable performance evaluation where a group of financial assets is managed by key management personnel on a fair value basis in accordance with a documented risk

2. Significant accounting policies and basis of preparation (cont'd)

Financial instruments (cont'd)

management or investment strategy. Such assets are subsequently measured at fair value with changes in carrying value being included in profit or loss.

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortized cost. They are included in current assets, except for maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets. The Company's cash is classified as loans and receivables.

Available-for-sale financial assets are non-derivative financial assets that are designated as available-for-sale or are not suitable to be classified as financial assets at fair value through profit or loss, loans and receivables or held-to-maturity investments and are subsequently measured at fair value. These are included in current assets. Unrealized gains and losses are recognized in other comprehensive income, except for impairment losses and foreign exchange gains and losses.

Held-to-maturity financial assets are measured at amortized cost.

Non-derivative other financial liabilities (excluding financial guarantees) are subsequently measured at amortized cost. The Company's accounts payable and accrued liabilities, due to related parties, and promissory notes are classified as other financial liabilities.

Regular purchases and sales of financial assets are recognized on the trade-date – the date on which the Company commits to purchase the asset.

Financial assets are derecognized when the rights to receive cash flows from the investments have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

At each reporting date, the Company assesses whether there is objective evidence that a financial instrument has been impaired. In the case of available-for-sale financial instruments, a significant and prolonged decline in the value of the instrument is considered to determine whether an impairment has arisen.

The Company does not have any derivative financial assets and liabilities.

Transaction costs associated with FVTPL financial assets are expensed as incurred, while transaction costs with all other financial assets are included in the initial carrying amount of the asset.

Impairment of assets

The carrying amount of the Company's assets (which include equipment and exploration and evaluation assets) is reviewed at each reporting date to determine whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognized in profit or loss.

The recoverable amount is the greater of an asset's fair value less cost to sell and value-in-use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss is only reversed if there is an indication that the impairment loss may no longer exist and there has been a change in the estimates used to determine the recoverable amount, however, not to an amount higher than the carrying amount that would have been determined had no impairment loss been recognized in previous years.

Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, and other short-term highly liquid investments with original maturities of three months or less.

2. Significant accounting policies and basis of preparation (cont'd)

Income taxes

Deferred income tax:

Deferred income tax is provided using the liability 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 profit 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.

Exploration and Evaluation Assets

The Company is in the exploration stage in respect to its exploration and evaluation assets.

Pre-exploration costs are expensed in the year in which they are incurred.

Once the legal right to explore a property has been acquired, costs directly related to exploration and evaluation expenditures are recognized and capitalized, in addition to the acquisition costs. These direct expenditures include such costs as materials used, geological and geophysical evaluation, surveying costs, drilling costs, payments made to contractors and depreciation on property and equipment during the exploration phase. Costs not directly attributable to exploration and evaluation activities, including general administrative overhead costs, are expensed in the year in which they occur.

Where the Company has entered into option agreements for the acquisition of an interest in exploration and evaluation assets which provided for periodic payments, such amounts unpaid are not recorded as a liability when they are payable entirely at the Company's discretion. Although the Company has taken steps to verify title to the exploration and evaluation assets in which it has an interest, these procedures do not guarantee the Company's title. The exploration and evaluation assets may be subject to prior undetected agreements or transfers and title may be affected by such defects.

When a project is deemed to no longer have commercially viable prospects to the Company, exploration and evaluation expenditures in respect of that project are deemed to be impaired. As a result, those exploration and evaluation expenditure costs, in excess of estimated recoveries, are written-off to profit or loss.

The Company assesses exploration and evaluation assets for indications of impairment at each reporting date.

Once the technical feasibility and commercial viability of extracting the mineral resource has been determined, the property is considered to be a mine under development and is classified as "mine development cost". Exploration and evaluation assets are tested for impairment before the assets are transferred to development properties.

Any incidental revenue earned in connection with exploration activities is applied as a reduction to capitalized exploration costs. Any operational income earned in connection with exploration activities is recognized in the profit or loss.

Mineral exploration and evaluation expenditures are classified as intangible assets.

2. Significant accounting policies and basis of preparation (cont'd)

Provision for Environmental Rehabilitation

The Company recognizes liabilities for legal or constructive obligations associated with the retirement of mineral properties and equipment. The net present value of future rehabilitation costs is capitalized to the related asset along with a corresponding increase in the rehabilitation provision in the period incurred. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value.

The Company's estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to the related assets with a corresponding entry to the rehabilitation provision.

The increase in the provision due to the passage of time is recognized as interest expense. The Company does not have any provisions for rehabilitation obligations.

Flow-through Shares

The Company may from time to time, issue flow-through common shares to finance its exploration program. Pursuant to the terms of the flow-through share agreements, these shares transfer the tax deductibility of qualifying resource expenditures to investors. On issuance, the Company bifurcates the flow-through share into i) a flow-through share premium, equal to the estimated premium, if any, investors pay for the flow-through feature, which is recognized as a liability, and ii) share capital. Upon expenses being incurred, the Company derecognizes the liability and recognizes a deferred tax liability and deferred tax expense for the amount of tax reduction renounced to the shareholders. The reduction of the flow-through share premium previously recorded is recognized as other income.

Proceeds received from the issuance of flow-through shares are restricted to be used only for Canadian exploration expenses (as defined in the Tax Act).

The Company may also be subject to a Part XII.6 tax on flow-through proceeds renounced under the Lookback Rule, in accordance with the Tax Act. When applicable, this tax is accrued as a financial expense until paid.

Share capital

The proceeds from the exercise of stock options, warrants and escrow shares are recorded as share capital in the amount for which the option, warrant or escrow share enabled the holder to purchase a share in the Company. The Company's common shares, share warrants and flow-through shares are classified as equity instruments. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Loss per Share

The Company applies the "Treasury Stock Method" to calculate loss per common share. Under this method, the basic loss per share is calculated based on the weighted average aggregate number of common shares outstanding during each period. The diluted loss per share assumes that the outstanding stock options and share purchase warrants had been exercised at the beginning of the period and proceeds from dilutive instruments are assumed to be used to purchase common shares at the average market price during the period. The assumed conversion of outstanding common share warrants and options had an anti-dilutive impact in 2016 and 2015.

(Expressed in Canadian dollars)

2. Significant accounting policies and basis of preparation (cont'd)

Warrants

The Company has adopted the residual value method with respect to the valuation of warrants issued as part of a private placement unit. The residual value method allocates the net proceeds to the common shares up to their fair value, as determined by the current quoted trading price on the announcement date, and the balance, if any, to the attached warrants. Any fair value attributed to the warrants is recorded as warrants reserve. If the warrants are exercised, the related amount is reclassified as share capital.

3. New accounting pronouncements

Certain new accounting standards and interpretations have been published that are not mandatory for the November 30, 2016 reporting period. The Company has not yet begun the process of assessing the impact that the new and amended standards will have on its financial statements or whether to early adopt any of the new requirements. The following is a brief summary of the new standard:

IFRS 9 Financial Instruments – IFRS 9 is a partial replacement of IAS 39 "Financial Instruments: Recognition and Measurement". The standard will be effective for annual periods beginning on or after January 1, 2018.

4. Accounts recoverable

	November 30, 2016	August 31, 2016
Goods and services tax recoverable	$ 519	$ 1,348
	$ 519	$ 1,348

(Expressed in Canadian dollars)

5. Exploration and Evaluation Assets

	Canada					
	Crackingstone	Orbit Lake	Serpent River	Chuchinka	Other	**Total**
Balance, August 31, 2016	$ 1	$ 1	$ 2,026,705	$ 1	$ 3	$ 2,026,711
Exploration and evaluation costs:						
Travel, reports and miscellaneous	-	-	-	11,249	-	11,249
	-	-	-	11,249	-	11,249
Total expenditures for the period	-	-	-	11,249	-	11,249
Writedown due to impairment	-	-	-	(11,249)	-	(11,249)
Balance, November 30, 2016	$ 1	$ 1	$ 2,026,705	$ 1	$ 3	$ 2,026,711

	Canada						
	Crackingstone	Orbit Lake	Serpent River	Chuchinka	Tacheeda	Other	**Total**
Balance, August 31, 2015	$ 1	$ 1	$ 2,010,101	$ 79,525	$ 1	$ 3	$ 2,089,632
Exploration and evaluation costs:							
Assays and testing	-	-	434	-	-	-	434
Travel, reports and miscellaneous	-	-	16,170	11,404	1,247	-	28,821
	-	-	16,604	11,404	1,247	-	29,255
Total expenditures for the year	-	-	16,604	11,404	1,247	-	29,255
Writedown due to impairment	-	-	-	(90,928)	(1,248)	-	(92,176)
Balance, August 31, 2016	$ 1	$ 1	$ 2,026,705	$ 1	$ -	$ 3	$ 2,026,711

5. Exploration and Evaluation Assets (cont'd)

The following is a description of the Company's exploration and evaluation assets and the related spending commitments:

a. Crackingstone River Project (Saskatchewan)

The Company and Belmont Resources Inc. ("Belmont") entered into an agreement to acquire a 100% interest (50% interest for the Company) in a 750 hectare claim block in northern Saskatchewan near Uranium City. Terms of the agreement include cash payment of $15,000 (paid) and issuance of 50,000 shares (issued for $12,500). The property is subject to a 2% net smelter royalty. The Company and Belmont have entered into a 50:50 joint venture for this project. The Company together with Belmont entered into an additional agreement to acquire a 100% interest (50% interest for the Company) in an adjoining 232 hectare claim block for $5,000 ($2,500 paid by the Company). In 2013, the Company decided not to continue with the project and wrote down the project to a nominal cost.

b. Orbit Lakes Project (Saskatchewan)

The Company has a 50% interest in 11,109 hectares staked in claim blocks adjoining the Crackingstone Project in northern Saskatchewan. The Company and Belmont have entered into a 50:50 joint venture for this project. In 2013, the Company decided not to continue with the project and wrote down the project to a nominal cost.

c. Serpent River Project (Ontario)

The Company entered into an agreement to acquire a 100% interest in ten mining claims in the Sault Ste. Marie Mining Division, Elliot Lake area, in Northern Ontario. Terms of the agreement include the issuance of 500,000 common shares at a value of $91,000 (issued) and $500,000 in cash (paid). In addition, there is a 2.0% net smelter return relating to the acquisition. The Company may at any time purchase 1.0% of the NSR for $1.5 million. A finders' fee of 25,000 common shares valued at $8,550 and $25,000 cash has been paid.

d. Chuchinka Project (British Columbia)

The Company entered into an agreement to acquire a 100% interest in four mining claims in the Cariboo Mining District, British Columbia. Terms of the agreement include the issuance of a total 1,000,000 common shares (1,000,000 issued for $60,000), issuance of non-transferable warrants, valued at $56,150, for the right to purchase an additional 1,000,000 shares at a price of $0.10 in the first year and $0.15 in the second year (issued), and $50,000 in cash payments (paid). In addition, there is a 2.0% net smelter return relating to the acquisition. The Company may at any time purchase 1.0% of the NSR for $1.0 million. A finders' fee of a total of 80,000 common shares (80,000 issued for $4,000) and $4,000 cash was paid.

The Company acquired an additional mineral claim covering 449 hectares in the Cariboo Mining District. Terms of the agreement include the issuance of a total 200,000 common shares (200,000 issued for $16,000), issuance of non-transferable warrants valued at $4,797, for the right to purchase an additional 100,000 shares at a price of $0.10 in the first year and $0.15 in the second year, and $6,250 in cash payments (paid). In addition, there is a 2.0% net smelter return relating to the acquisition. The Company may at any time purchase 1.0% of the NSR for $1.0 million. A finders' fee of a total of 16,000 common shares (16,000 issued for $1,280) and $500 cash was paid. In 2016 the Company determined that it is unlikely to conduct additional exploration on the property in the near future and as a result has recognized an impairment of $90,928 at August 31, 2016.

(Expressed in Canadian dollars)

5. Exploration and Evaluation Assets (cont'd)

e. Tacheeda Project (British Columbia)

The Company entered into an agreement to acquire 12 claim blocks (4,654.06 ha) in northeastern British Columbia. Consideration includes staged cash payments totaling $50,000 (paid) and the issuance of 2,000,000 common shares and 2,000,000 share purchase warrants in stages over one year. Each share purchase entitles the holder to purchase one additional common share at a price of $0.15 for one year. The Company has issued a total of 2,000,000 shares valued at $135,000. The warrants attached to the units have been valued at $33,506.

On October 3, 2011, the Company entered into a further agreement to acquire an additional 11 claims (4,278.52 ha) adjoining the previous claims. Consideration includes a cash payment of $2,500 (paid) and the issuance of 400,000 common shares (valued at $20,000 and issued) and 400,000 share purchase warrants. Each share purchase warrant entitles the holder to purchase one common share at a price of $0.10 in year one; thereafter two share purchase warrants will be required to purchase an additional common share at a price of $0.15 in year two. The warrants have been valued at $7,976.

On May 24, 2012, the Company entered into a further agreement to acquire an additional 4 claims (1,065.10 ha) adjoining the previous claims. Consideration includes a cash payment of $2,000 (paid) and the issuance of 300,000 common shares (valued at $12,000 and issued) and 300,000 share purchase warrants. Each share purchase warrant entitles the holder to purchase one additional common share at a price of $0.10 in year one and $0.12 in year two. The warrants have been valued at $6,524. The property is subject to a 1% NSR with the right to purchase ½% by paying the vendor $500,000 prior to bankable feasibility.

During the year ended August 31, 2014, 8,933 hectares in the Tacheeda claims expired. The Company retained and restaked 3 claim blocks totaling 160 hectares in the area. The Company recognized and recorded an impairment of $392,952 on the property in the year ended August 31, 2014 and $8,264 in the year ended August 31, 2015. The Company decided to abandon the claims and recorded an additional impairment of $1,248 during the year ended August 31, 2016.

6. Accounts payable and accrued liabilities

	November 30, 2016	**August 31, 2016**
Accounts payable	$ 207,891	$ 257,191
Accrued liabilities	15,700	14,500
	$ 223,591	$ 271,691

7. Share capital

Authorized share capital

Unlimited number of common shares without par value.

Issued share capital

At November 30, 2016 there were 76,200,526 issued and fully paid common shares (August 31, 2016 – 75,220,526).

Issuances

On October 28, 2016 the Company issued 980,000 units to settle debt in the amount of $49,000. Each unit consisted of one common share and one non-transferable common share purchase warrant. One warrant will entitle the holder to purchase one additional common share of the Company at a price of $0.07 per share for twelve months to October 28, 2017 and thereafter at a price of $0.10 from October 28, 2017 until October 28, 2018. The shares were valued at fair market of $24,500 resulting in a gain on settlement of $23,898.

(Expressed in Canadian dollars)

7. Share capital (cont'd)

During the year ended August 31, 2016 the Company issued a total of 20,000 common shares pursuant to the exercise of incentive stock options at the price of $0.05 per share for total proceeds of $1,000. The weighted average share price at the date of exercise of these options was $0.045.

On April 11, 2016, March 29, 2016, and March 11, 2016 the Company issued a total of 5,730,000 units, at $0.03 per unit for total gross proceeds of $171,900. The unit financing consisted of one common share and one non-transferable common share purchase warrant. One warrant will entitle the holder to purchase one additional common share of the Company at a price of $0.06 per share for twelve months from the date of issuance and thereafter at a price of $0.10 until twenty four months after issuance. Finder's fees of $4,752 cash was paid and 40,000 broker's warrants was paid. The warrants were valued at $973 using volatility of 101.537%, interest rate of 0.53% and dividend yield of 0.00%. The warrant has the same terms as above.

On November 18, 2015 the Company issued 300,000 shares valued at $9,000 as bonus shares in connection with a loan advanced by a non-related party.

Stock options

The Company has adopted an incentive stock option plan, which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with the TSX-V requirements, grant to directors, officers, employees and technical consultants to the Company, non-transferable stock options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed 10% of the Company's issued and outstanding common shares. Such options will be exercisable for a period of up to 10 years from the date of grant. In connection with the foregoing, the number of common shares reserved for issuance to any one optionee will not exceed five percent (5%) of the issued and outstanding common shares and the number of common shares reserved for issuance to all technical consultants will not exceed two percent (2%) of the issued and outstanding common shares. Options may be exercised no later than 90 days following cessation of the optionee's position with the Company or 30 days following cessation of an optionee conducting investor relations activities' position.

The changes in options during the period ended November 30, 2016 and year ended August 31, 2016 are as follows:

	November 30, 2016		August 31, 2016	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Options outstanding, beginning of period	4,350,000	$ 0.05	2,820,000	$ 0.05
Options granted	-	0.05	1,550,000	0.05
Options exercised	-	0.05	(20,000)	0.05
Options expired	-	-	-	-
Options outstanding, end of period	4,350,000	$ 0.05	4,350,000	$ 0.05
Options exercisable, end of period	4,350,000	$ 0.05	4,350,000	$ 0.05

Details of options outstanding as at November 30, 2016 are as follows:

Weighted average exercise price	Weighted average contractual life	Number of options outstanding
$0.05	1.11 years	4,000,000
0.07	1.39 years	350,000
$0.05	1.13 years	4,350,000

(Expressed in Canadian dollars)

7. Share capital (cont'd)

Stock options (cont'd)

The weighted average fair value of options granted during the period ended November 30, 2016 was $nil (year ended August 31, 2016 - $0.03). The fair value was determined using the Black-Scholes option pricing model using the following weighted average assumptions:

	August 31, 2016
Expected life of options	3 years
Annualized volatility	121.50%
Risk-free interest rate	0.71%
Dividend rate	0%

Volatility is calculated based on the historical trading price of the Company's shares.

Warrants

The changes in warrants during the period ended November 30, 2016 and year ended August 31, 2016 are as follows:

	November 30, 2016		August 31, 2016	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Balance, beginning of period	13,627,400	$ 0.07	8,692,400	$ 0.12
Issued	980,000	0.07	5,730,000	0.08
Expired	-	-	(835,000)	(0.18)
Balance, end of period	14,607,400	$ 0.07	13,627,400	$ 0.07

Details of warrants outstanding as at November 30, 2016 are as follows:

Date of expiry	Number	Exercise Price $
February 18, 2017	4,055,000	0.07
February 18, 2017	60,000	0.14
April 10, 2017	2,422,000	0.07
April 10, 2017	5,400	0.14
April 21, 2017	1,315,000	0.07
March 11, 2018	2,280,000	0.06(1)
March 29, 2018	2,390,000	0.06(1)
April 11, 2018	1,100,000	0.06(1)
October 28, 2018	980,000	0.07(2)
	14,607,400	

(1)These warrants are exercisable at $0.06 in the first year and $0.10 in the second year.
(2)These warrants are exercisable at $0.07 in the first year and $0.10 in the second year.

On December 24, 2015 the Company modified the terms of 7,792,000 warrants issued in relation to private placements which closed on February 18, 2015, April 10, 2015, and April 21, 2015 to reduce the exercise prices from $0.10 and $0.14 to $0.07. All other terms remain the same.

(Expressed in Canadian dollars)

8. Reserves

The reserves recorded on the Company's statement of financial position are composed of the value of stock option grants and share purchase warrants prior to exercise at which time the corresponding amount will be transferred to share capital. The Company uses the Black Scholes model to determine the fair value of stock option grants and share purchases warrants. During the period a total of $nil (year ended August 31, 2016 - $942) was transferred to share capital pursuant to the exercise of incentive stock options.

9. Related party transactions

Related party balances

The following amounts are due to related parties:

	November 30, 2016	August 31, 2016
CEO/President	$ 308,678	$ 281,269
Company with directors and officers in common	71,938	60,567
	$ 380,616	$ 341,836

These amounts are unsecured, non-interest bearing and have no fixed terms of repayment.

Related party transactions

The Company incurred the following transactions with a company related by common directors.

	November 30, 2016	November 30, 2015
Rent	$ 7,050	$ 7,050
Office and secretarial	2,792	2,421
	$ 9,842	$ 9,471

Key management personnel compensation

	November 30, 2016	November30 2015
Short-term employee benefits – management fees	$ 15,000	$ 15,000
	$ 15,000	$ 15,000

Effective February 1, 2012 the Company signed a renewal and Amendment to the Management Agreement effectively increasing the salary from $4,500 to $5,000 per month and continue for a term of twenty-four (24) months. In February 2014 the agreement was renewed for an additional two years and in February 2016 the agreement was renewed for an additional two years.

10. Financial risk management

The Company is exposed in varying degrees to a variety of financial instrument related risks.

Credit Risk

The Company is exposed to credit risk by holding cash. Holding the cash in large Canadian financial institutions minimizes this risk. The Company has minimal accounts receivable exposure, and its various refundable credits are due from the Canadian government.

10. Financial risk management (cont'd)

Currency Risk

The Company's functional currency is the Canadian dollar. The Company has a $50,000 US promissory note and $21,250 US in accrued interest. A 5% change in the foreign exchange rate will have an immaterial effect on operations.

Interest Rate Risk

The Company's exposure to interest rate risk relates to its ability to earn interest income on cash balances at variable rates. The fair value of the Company's cash accounts is relatively unaffected by changes in short term interest rates. The income earned on certain bank accounts is subject to the movements in interest rates. The Company pays interest on loans at a fixed interest rate which does not pose an interest rate risk. Currently, this risk will have an immaterial effect on operations.

Price Risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from currency risk or interest rate risk). The Company is at risk to changes in commodity prices which may affect financing options available to the Company.

Liquidity Risk

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company manages this risk by careful management of its working capital and deferring related party payables.

The Company's expected source of cash flow in the upcoming year will be through equity financing. Cash on hand at November 30, 2016 and expected cash flows for the next 12 months are not sufficient to fund the Company's ongoing operational needs. The Company will need funding through equity or debt financing, entering into joint venture agreements, or a combination thereof.

Capital Management

The Company is engaged in the mineral exploration field and manages related industry risk issues directly. The Company is potentially at risk for environmental issues and fluctuations in commodity based market prices associated with resource property interests. Management is of the opinion that the Company addresses environmental risk and compliance in accordance with industry standards and specific project environmental requirements.

The Company includes cash and equity in the definition of capital. Equity is comprised of issued common shares, reserves, and deficit.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of underlying assets. In order to maintain or adjust its capital structure, the Company may issue new shares, purchase shares for cancellation pursuant to normal course issuer bids or make special distributions to shareholders. The Company is not subject to any externally imposed capital requirements and does not presently utilize any quantitative measures to monitor its capital.

There were no changes in the Company's approach to capital management during the year.

(Expressed in Canadian dollars)

10. Financial risk management (cont'd)

Fair value

The fair value of the Company's financial assets and liabilities approximates the carrying amount. Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data.

Management believes that the recorded values of all cash, amounts recoverable, accounts payable, promissory notes, and amounts due to related parties approximate their current fair values because of their nature and anticipated settlement dates.

11. Promissory Notes

On May 1, 2014, the Company entered into an unsecured promissory note agreement with an arm's length party to borrow $50,000 US. Terms of the agreement are interest of 2½% per month and the issuance of 10% in bonus shares (issued 105,000 shares valued at $5,250). The loan is repayable upon demand. During the period ended November 30, 2016, the Company accrued $5,062 ($3,750 US) (August 31, 2016 - $20,250 ($15,000 US)) in interest and repaid $nil (year ended August 31, 2016 - $6,617 ($5,000US)) of accrued interest. On November 30, 2016, the Company had $28,621 ($21,250 US) (year ended August 31, 2016 – $23,559 ($17,500 US) as interest payable.

On November 10, 2015, the Company entered into an unsecured promissory note agreement with an arm's length party to borrow $75,000. Terms of the agreement are interest of 18% per annum, compounded quarterly, and the issuance of 20% in bonus shares (issued 300,000 shares valued at $9,000). The loan is for a term of one year, after which it will be repayable on demand. During the period ended November 30, 2016, the Company accrued $15,281 in interest and interest payable.

12. Supplemental disclosure with respect to cash flows

During the periods ended November 30, 2016 and 2015, the Company incurred the following non-cash financing and investing transactions that are not reflected in the statement of cash flows:

	November 30, 2016	November 30, 2015
Non-cash financing activities:		
Issuance of share capital for:		
Bonus shares	$ -	$ 9,000
Debt settlement	24,500	-
Non-cash investing activities		
Accounts payable and amounts owing to related parties for exploration	-	225,723

13. Subsequent Events

On December 13, 2016 the Company arranged a demand promissory note for $15,000 from a non-related party. The loan bears interest at 1.5% per month. In consideration for the loan, the Company issued 60,000 bonus common shares on December 14, 2016.