

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

SEPTEMBER 30, 2019

Expressed in Canadian Dollars

Unaudited



NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the Company's 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 condensed interim consolidated financial statements of the Company have been prepared by, and are the responsibility of, the Company's management.

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

"Bahman Yamini"

"Kerry Spong"

President and Chief Executive Officer

Vice President, Finance & CFO

November 22, 2019

1760-750 West Pender Street, Vancouver, B.C. V6C 2T8 Tel: (604) 708-3788 Fax: (604) 708-3728 *Email: admin@canasil.com*

CANASIL RESOURCES INC. CONDENSED INTERIM CONSOLIDATED BALANCE SHEETS

Expressed in Canadian Dollars Unaudited

ASSETS	September 30, 2019	December 31, 2018
Current		
Cash and cash equivalents	\$ 1,196,096	\$ 118,314
Marketable securities (Note 3)	-	56,000
Receivables	26,127	57,282
Prepaid expenses	 14,456	 12,618
	1,236,679	244,214
Reclamation bonds	47,000	47,000
Right-of-use asset – office (Note 8)	79,705	-
Property and equipment	 38,740	40,618
	\$ 1,402,124	\$ 331,832
Current Accounts payable and accrued liabilities (Note 7) Current portion of lease liability	\$ 69,289 <u>38,509</u> 107,798	\$ 127,048 - 127,048
Lease liability (Note 8)	44,965	-
	 152,763	127,048
SHAREHOLDERS' EQUITY		
Share capital (Note 5)	21,837,835	21,837,835
Contributed surplus	6,484,218	6,484,218
Accumulated other comprehensive income	624,830	625,458
Deficit	(27,697,522)	(28,742,727)
	 1,249,361	204,784
		\$

Nature and continuance of operations (Note 1) Commitments (Note 9)

ON BEHALF OF THE BOARD:

<u>"Michael McInnis"</u>, Director

CANASIL RESOURCES INC.

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

Expressed in Canadian Dollars Unaudited

	Number of Shares	Share Capital <i>(Notes 5,6)</i>	Contributed Surplus (Note 6)	Accumulated Other omprehensive Income (loss)	Deficit	Total
Balance – December 31, 2017	101,897,372	\$ 21,437,985	\$ 6,514,588	\$ 678,997	\$ (27,307,062)	\$ 1,324,508
Exercise of warrants Fair value of warrants exercised Comprehensive loss for	2,309,250	369,480 30,370	- (30,370)	-	-	369,480 -
the period		-	-	(29,179)	(1,183,196)	(1,212,375)
Balance – September 30, 2018	104,206,622	21,837,835	6,484,218	649,818	(28,490,258)	481,613
Comprehensive loss for the period		-	-	(24,360)	(252,469)	(276,829)
Balance – December 31, 2018	104,206,622	21,837,835	6,484,218	625,458	(28,742,727)	204,784
Comprehensive income for the period		-	-	(628)	1,045,205	1,044,577
Balance – September 30, 2019	104,206,622	\$ 21,837,835	\$ 6,484,218	\$ 624,830	\$ (27,697,522)	\$ 1,249,361

CANASIL RESOURCES INC.

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF INCOME (LOSS) AND COMPREHENSIVE INCOME (LOSS) FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30

Expressed in Canadian Dollars Unaudited

	For the Three Months Ended September 30						onths Ended ber 30	
		2019		2018		2019		2018
Expenses								
Accounting and audit	\$	9,518	\$	10,243	\$	30,915	\$	39,888
Depreciation – equipment		626		925		1,878		2,774
Depreciation – right-of-use								
asset – office (Note 8)		9,963		-		29,889		-
Director fees		9,000		9,000		27,000		33,000
Exploration and evaluation (Note 4)		361,005		325,073		505,216		703,385
Foreign exchange loss (gain)		(9,072)		5,283		(5,881)		(5,467)
Interest – lease liability (Note 8)		2,613		-		8,501		-
Interest income		(3,156)		(32)		(7,043)		(719)
Investor relations and promotions		11,762		11,689		11,762		13,013
Legal fees		1,616		5,840		30,008		10,610
Listing and filing fees		(7,875)		-		(396)		10,876
Management fees		37,500		37,500		112,500		112,500
Office rent, services and supplies		9,674		18,943		24,403		55,991
Salaries, wages and consulting		58,556		57,369		176,695		175,852
Shareholder communications		1,790		2,492		5,278		19,541
Transfer agent fees		938		1,642		3,658		4,927
Travel and accommodation		412		-		412		2,664
Loss for the period before other item Gain on sale of mineral property (Note 4)		(494,870) -		(485,967) -		(954,795) 2,000,000		(1,178,835)
						_,000,000		
Income (loss) for the period before taxes		(494,870)		(485,967)		1,045,205		(1,178,835)
Deferred income tax expense (Note 3)		(404,070)		(2,863)		1,040,200		(4,361)
		-				-		
Income (loss) for the period		(494,870)		(488,830)		1,045,205		(1,183,196)
Other comprehensive loss								
Change in fair value of marketable								
securities, net of taxes (Note 3)		-		(19,157)		(628)		(29,179)
Comprehensive income (loss)	¢	(40.4.070)	۴	(507.007)	۴	4 0 4 4 5 7 7	۴	(4.040.075)
for the period	\$	(494,870)	\$	(507,987)	\$	1,044,577	\$	(1,212,375)
Income (loss) per share – basic and diluted	\$	(0.00)	\$	(0.00)	\$	0.01	\$	(0.01)
	Ψ	(0.00)	Ψ	(0.00)	Ψ	0.01	Ψ	(0.01)
Weighted-average shares outstanding – basic – diluted		104,206,622 104,723,786		04,206,622 04,206,622		04,206,622 104,656,622		03,487,625 03,487,625

CANASIL RESOURCES INC. CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE NINE MONTHS ENDED SEPTEMBER 30

Expressed in Canadian Dollars Unaudited

CASH RESOURCES PROVIDED BY (USED IN)	2019	2018
Operating activities		
Income (loss) for the period	\$ 1,045,205	\$ (1,183,196
Items not involving cash	4 070	0.77/
Depreciation – equipment	1,878	2,774
Depreciation – right-of-use asset – office Gain on sale of mineral property	29,889 (2,000,000)	
Deferred income tax expense	(2,000,000)	4,361
Changes in non-cash working capital		,
Receivables	31,155	16,712
Prepaid expenses	(1,838)	(2,526
Accounts payable and accrued liabilities	 (57,759)	(37,512
	 (951,470)	(1,199,387
Investing activities	2 000 000	
Proceeds on sale of mineral property Proceeds on sale of marketable securities	2,000,000 55,372	942,96
Reclamation bonds	- 55,572	942,90
	 2,055,372	935,96
Financing activities		
Share capital issued for cash	-	369,48
Principal payments – lease liability	 (26,120)	
	 (26,120)	369,48
Change in cash for the period	1,077,782	106,05
Cash position - beginning of period	 118,314	202,02
Cash position - end of period	\$ 1,196,096	\$ 308,08
Supplemental schedule of non-cash		
financing and investing transactions		
Unrealized losses on marketable securities	\$ 628	\$ 33,54
Fair value of warrants exercised	\$ -	\$ 30,37
Right-of-use asset – office	\$ 109,594	\$
Lease liability	\$ 109,594	\$
Supplemental cash flow information	 	

Expressed in Canadian Dollars Unaudited

1. NATURE AND CONTINUANCE OF OPERATIONS

Canasil Resources Inc. ("Canasil" or the "Company") is a mineral exploration company incorporated in British Columbia with its head office located at 1760 – 750 West Pender Street, Vancouver, British Columbia. The Company is considered to be in the exploration stage with respect to its interests in mineral properties, which are located in Canada and Mexico. Based on the information available to date, the Company has not yet determined whether these properties contain ore reserves. The Company's continuing operation is dependent upon the confirmation of reserves, the ability of the Company to obtain the financing necessary to maintain operations and successfully complete its exploration and development, and the attainment of future profitable production.

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") on a going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. As at September 30, 2019 the Company had working capital of \$1,128,881, which it considers to be inadequate to fund its overhead and planned exploration activities for the ensuing twelve months. Consistent with other junior exploration companies, the Company has no source of operating revenue, is unable to self-finance operations, and has significant cash requirements to meet its overhead and maintain its mineral interests. These material uncertainties cast significant doubt upon the Company's ability to continue as a going concern. The Company has incurred operating losses since inception and as at September 30, 2019 had an accumulated deficit of \$27,697,522.

These financial statements do not include adjustments to amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future. While the Company has been successful in the past at raising funds, there can be no assurance that it will be able to do so in the future.

2. SIGNIFICANT ACCOUNTING POLICIES

Statement of compliance and basis of presentation

These condensed interim consolidated financial statements have been prepared in accordance with IFRS as issued by the International Accounting Standards Board as applicable to the preparation of interim financial statements, including IAS 34, *Interim Financial Reporting*. These statements do not include all of the information and disclosures required by IFRS for annual financial statements. In the opinion of management, all adjustments and information considered necessary for fair presentation have been included in these financial statements.

Except for the adoption of IFRS 16 on January 1, 2019 as detailed below, these condensed interim consolidated financial statements follow the same accounting policies and methods of their application as the most recent annual financial statements and should be read in conjunction with the Company's audited consolidated financial statements including the notes thereto for the year ended December 31, 2018. All financial information presented herein is unaudited. The Company's board of directors approved these financial statements for issue on November 22, 2019.

Expressed in Canadian Dollars Unaudited

2. SIGNIFICANT ACCOUNTING POLICIES - continued

Basis of measurement

These condensed interim consolidated financial statements have been prepared under the historical cost convention, except for those items classified as fair value through profit and loss or fair value through other comprehensive income, using the accrual basis of accounting, except for cash flow information.

Principles of consolidation

These condensed interim consolidated financial statements include the accounts of the Company and its significant wholly-owned subsidiaries, CRD Minerals Corp. ("CRD"), Minera Canasil S.A. de C.V. and Minera CRD S.A. de C.V. ("Minera CRD"). All significant inter-company transactions, balances, and unrealized foreign exchange translation gains or losses have been eliminated.

Foreign currency translation

The presentation currency of the Company and the functional currency of the Company and its subsidiaries is the Canadian dollar. Transactions in currencies other than the functional currency are recorded at rates approximating those in effect at the time of the transactions. Monetary items are translated at the exchange rate in effect at the balance sheet date and non-monetary items are translated at historical exchange rates. Translation gains and losses are reflected in profit or loss for the period.

Adoption of new accounting standard

On January 1, 2019, the Company adopted IFRS 16 – *Leases,* according to which all leases are presented in the balance sheet of the lessee, except those that meet the limited exception criteria. The Company currently leases its office premises under a three-year lease agreement, which in previous years has been accounted for as an operating lease applying IAS 17. Under IFRS 16, the Company has presented a right-of-use asset representing its office premises, and an offsetting lease liability representing the future cash payments due under the lease agreement.

The Company elected to apply IFRS 16 retrospectively with the cumulative effect of initially applying the standard at the date of initial application such that there is no restatement of comparative information and no adjustment to opening deficit. Accordingly, on January 1, 2019, the date of initial application, the Company has recorded a lease liability measured at the present value of the remaining lease payments due under its lease agreement using the Company's estimated incremental borrowing rate. The right-of-use asset has been measured at an amount equal to the initial lease liability.

Payments made under the lease agreement, which were previously recorded as rent expense, are now recorded as principal and interest due under the lease liability. The right-of-use asset is depreciated on a straight-line basis over the remaining term of the lease. Accordingly, in the statement of cash flows, interest expense has been included in operating activities and the principal reduction of the lease liability has been presented as a financing activity.

Subsequent to the date of initial application, the carrying amounts of the lease liability and right-of-use asset are subject to remeasurement to reflect any lease modifications or revised in-substance fixed lease payments.

Expressed in Canadian Dollars Unaudited

3. MARKETABLE SECURITIES

The Company acquired common shares of Orex Minerals Inc. ("Orex") and Barsele Minerals Corp. through a private placement with, and subsequent reorganization of, Orex and which were not designated as held for trading. At the time of the acquisition of these shares, the Company had an option agreement with Orex on the Sandra-Escobar project (*Note 4*) and the shares were considered a strategic investment in the project. Upon adopting IFRS 9 on January 1, 2018, the Company elected to measure these shares at FVTOCI.

Details as at September 30 are as follows:

	Shares 2019	Cost 2019	Fair Value 2019	Fair Value 2018
Orex Minerals Inc.	- \$	-	\$-	\$ 84,000

Sales and changes in the fair value of these securities for the periods ended September 30 are as follows:

	 2019	2018
Fair value – beginning of period	\$ 56,000	\$ 1,060,500
Sold – 700,000 Orex shares	(55,372)	-
Sold – 1,400,000 Barsele shares	-	(942,960)
Change in fair value	(628)	(33,540)
Fair value – end of period	\$ -	\$ 84,000

The carrying value of the Company's marketable securities is determined by using the quoted closing price of the security as at the balance sheet date. During the period, the Company sold 700,000 Orex shares for net cash proceeds of \$55,372 and a loss of \$14,584. In accordance with IFRS 9, gains realized upon sale remain in accumulated other comprehensive income and are not recognized in profit or loss. The Company also recorded unrealized losses of \$628 (2018 - \$29,179), net of deferred income tax impact of \$nil (2018 - \$4,361), through accumulated other comprehensive income.

4. EXPLORATION AND EVALUATION

The Company expenses costs relating to the exploration and evaluation of its mineral properties in the period incurred. A description of the Company's mineral interests follows:

Sandra-Escobar project, Mexico

Between 2004 and 2006, the Company acquired, by staking, the Sandra claims located in Durango State, Mexico. In accordance with a 2009 agreement with Pan American Silver Corp. ("Pan American"), the Company also earned a 40% interest in Pan American's Escobar claims in 2012, which are contiguous with the Sandra claims. In addition to these claims, the Company also acquired various other claims in the area from third parties, all of which formed the Sandra-Escobar project.

Expressed in Canadian Dollars Unaudited

4. EXPLORATION AND EVALUATION - continued

Sandra-Escobar project, Mexico - continued

In September 2015, the Company signed an option agreement with Orex on the Sandra-Escobar project providing Orex with the right to earn an initial 55% interest by paying the Company \$500,000 (received) and incurring US\$2,000,000 in exploration expenditures over a three-year period. Orex could earn an additional 10% interest by paying the Company \$500,000 in cash or shares and incurring an additional US\$2,000,000 in exploration expenditures within two years. In January 2017, Orex advised the Company that it had completed the required expenditures of US\$2,000,000 to earn a 55% interest in the project and declined the second option to earn an additional 10% interest.

In December 2017, the Company signed a non-binding letter of intent with Pan American and Orex, which provided the basis for entering into a definitive option agreement whereby the three companies would advance the Sandra-Escobar project jointly. In October 2018, prior to signing a definitive option agreement, the Company and Pan American signed a non-binding letter of intent providing Pan American with the right to purchase the Company's rights, title, and interest in the project. In June 2019, the Company signed a definitive purchase agreement with Pan American and transferred the Company's interest in the project for proceeds of \$2,000,000 plus a 2% net smelter returns royalty interest ("NSR Royalty Interest") payable on Pan American's share of the project; the NSR Royalty Interest can be reduced to 1% upon payment of \$4,000,000 to the Company.

In September 2017, Pan American filed a legal action against the Company in the Supreme Court of British Columbia claiming certain rights under the 2009 option agreement. The Company was never served in respect of this action and believes that the action was without merit. A condition of the definitive purchase agreement was the withdrawal of this action.

La Esperanza project, Mexico

During 2006, the Company entered into an option agreement to earn a 100% interest in certain claims within the La Esperanza project area, subject to a net smelter returns royalty ("NSR") of up to 1%. The claims are located in Zacatecas State, Mexico. The Company acquired a 100% interest in these claims in May 2011 and purchased the NSR in 2016. From 2006 to 2010, the Company also added further claims, by direct staking, to increase the size of the project area.

Salamandra project, Mexico

The Salamandra project, located in Durango State, Mexico, was acquired through staking and an option to purchase a 100% interest in certain claims comprising the central 900 hectares of the project area. During 2017, the Company renegotiated the terms of this option agreement such that it acquired a 100% interest in the 900 hectares by making a final payment of US\$25,000 bringing the total paid for these claims to US\$250,000. These claims are subject to a 0.5% NSR that can be purchased from the owner for US\$500,000.

Other projects

The Company has staked other claims located in Durango State, Mexico, which include the Colibri, Carina, Vizcaino, and Nora projects. The Company has also staked and holds claims in British Columbia, Canada, which include the Brenda, Lil, Vega, and Granite projects (*Note 10*). The Company holds a 100% interest in all of these projects.

Expressed in Canadian Dollars Unaudited

4. **EXPLORATION AND EVALUATION** - continued

Expenditures for the periods ending September 30, by activity, are as follows:

	2019	2018
Administration and indirect	\$ 142,408	\$ 105,804
Assays	4,298	20,527
Drilling	-	46,093
Field costs	13,972	26,240
Geological	106,260	99,992
Geophysical	-	20,000
Land holding costs	205,640	450,476
Legal	-	3,298
Mapping and surveying	10,689	4,528
Road building	-	10,367
Transportation and rentals	30,232	6,937
Travel and accommodation	3,755	-
Expenditure recoveries	 (12,038)	(90,877)
	\$ 505,216	\$ 703,385

Expenditures for the periods ended September 30 and cumulative expenditures to September 30, 2019 are as follows:

		Expenditures 2019	Expenditures 2018	Cumulative 2019
Brenda, Canada	\$	-	\$ 6,646	\$ 2,392,170
- Expenditure recoveries		(1,993)	-	(224,573)
Vega, Canada		76,877	16,281	361,995
- Expenditure recoveries		(10,045)	-	(47,061)
Other, Canada		-	-	141,767
- Expenditure recoveries		-	-	(22,776)
La Esperanza, Mexico		209,626	430,098	3,364,879
 Expenditure recoveries 		-	-	(262,373)
 Option payments received 		-	-	(300,000)
Sandra-Escobar, Mexico		12,375	120,363	2,021,999
 Expenditure recoveries 		-	(90,877)	(177,486)
 Option payments received 		-	-	(500,000)
Salamandra, Mexico		94,357	112,908	6,304,334
- Expenditure recoveries		-	-	(223,652)
- Option payments received		-	-	(553,989)
Other, Mexico		124,019	107,966	3,651,787
- Expenditure recoveries		-	-	(131,346)
- Option payments received	_	-	-	(133,471)
	\$	505,216	\$ 703,385	\$ 15,662,204

Mineral title

Title to mineral properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral properties. The Company has investigated title to all of its mineral properties and, to the best of its knowledge, title to all of its properties is in good standing.

Expressed in Canadian Dollars Unaudited

5. SHARE CAPITAL

The Company's authorized share capital consists of an unlimited number of voting common shares without par value.

There were no shares issued from treasury during the period ended September 30, 2019.

In March 2018, the Company granted the holders of 4,194,250 share purchase warrants, with an exercise price of \$0.50 per share, the right to exercise their warrants at a reduced price of \$0.16 on or before March 23, 2018. In March 2018, 2,309,250 warrants were exercised for cash proceeds of \$369,480. Holders exercising their warrants also received a replacement warrant with an exercise price of \$0.25 per share expiring on February 28, 2020, subject to an acceleration clause should the closing price of the Company's shares exceed \$0.33 per share for a period of ten consecutive trading days. The terms of the 1,885,000 unexercised warrants remained unchanged and these warrants expired unexercised in June 2018.

The related fair value of \$30,370, which was recognized in contributed surplus upon issuance of 134,250 of the exercised warrants, has been recorded as share capital.

6. STOCK OPTIONS AND WARRANTS

Stock option and share purchase warrant transactions are summarized as follows:

	Warr	S	Options			
	Number		Weighted Average Exercise Price	Number		Weighted Average Exercise Price
			1 1100			
Outstanding, December 31, 2017	4,194,250	\$	0.50	7,635,000	\$	0.10
Exercised	(2,309,250)	\$	0.16	-	\$	-
Issued	2,309,250	\$	0.25	-	\$	-
Expired	(1,885,000)	\$	0.50	(70,000)	\$	0.13
Outstanding, December 31, 2018	2,309,250	\$	0.25	7,565,000	\$	0.10
Expired		\$	-	(325,000)	\$	0.10
Outstanding, September 30, 2019	2,309,250	\$	0.25	7,240,000	\$	0.10
Exercisable, September 30, 2019	2,309,250	\$	0.25	7,240,000	\$	0.10

Expressed in Canadian Dollars Unaudited

6. STOCK OPTIONS AND WARRANTS - continued

At September 30, 2019, the Company had outstanding stock options and warrants enabling holders to acquire common shares as follows:

	Number of Shares	Exercise Price	Expiry Date
Options	4,950,000 400,000 1,155,000 735,000	\$ 0.06 \$ 0.21 \$ 0.20 \$ 0.20	December 21, 2020 March 1, 2021 January 20, 2022 January 25, 2022
	7,240,000		
	Number of Shares	Exercise Price	Expiry Date
Warrants	2,309,250	\$ 0.25	February 28, 2020

At September 30, 2019, the weighted-average remaining life for the outstanding stock options was 1.52 years and 0.41 years for the outstanding warrants.

7. RELATED PARTY TRANSACTIONS AND KEY MANAGEMENT COMPENSATION

The Company had transactions with related persons or corporations, which were undertaken in the normal course of operations. Key management includes officers and non-executive directors. The compensation paid or payable to key management for the periods ended September 30 is as follows:

	2019	2018
Salaries	\$ 168,750	\$ 168,750
Management fees	112,500	112,500
Director fees	27,000	33,000
Legal fees	 -	6,498
	\$ 308,250	\$ 320,748

Accounts payable and accrued liabilities includes \$nil (December 31, 2018 - \$9,000) in accrued director fees, and \$nil (December 31, 2018 - \$13,125) in management fees payable to the chief financial officer.

Expressed in Canadian Dollars Unaudited

8. RIGHT-OF-USE ASSET AND LEASE LIABILITY

The Company has a lease agreement for its office premises that expires September 30, 2021 and contains no renewal clause. Current monthly payments are \$3,755 and include basic rent and a pro rata share of common operating costs.

On January 1, 2019, the date of initial application under IFRS 16, the Company recorded this agreement as a lease liability with an initial measurement equal to the present value of the remaining lease payments using the Company's estimated incremental borrowing rate of 12%. The right-of-use asset has been measured at an amount equal to the initial lease liability.

2010

Details of the right-of-use asset for the period are as follows:

	 2019
Balance – initial application	\$ 109,594
Depreciation for the period	 (29,889)
Balance – end of period	\$ 79,705

Details of the lease liability for the period are as follows:

	 2019
Balance – initial application	\$ 109,594
Payments made during period	(33,798)
Interest portion of payments	 7,678
	83,474
Less: current portion	 (38,509)
Balance – end of period	\$ 44,965

Accrued interest payable on the lease liability to September 30, 2019 totalled \$823.

Total undiscounted payments due under the lease agreement are as follows:

	Amount
2019	\$ 22,851
2020	46,837
2021	 35,986
	\$ 105,674

9. COMMITMENTS

The Company has an employment agreement with the chief executive officer and a management agreement with the chief financial officer for aggregate monthly compensation totalling \$31,250 per month. The agreements provide for termination provisions should the contracts be terminated without cause or should there be a change of control of the Company.

Expressed in Canadian Dollars Unaudited

10. PROPOSED SPIN-OFF TRANSACTION

In July 2017, the Company announced its intention to undertake a spin-off transaction to segregate its British Columbia properties into a separate company, Canmine, a wholly-owned subsidiary of the Company. Upon completion, shareholders of the Company will receive shares of Canmine in proportion to their shareholdings of the Company, which will continue to hold its Mexican properties. The transaction will be carried out as a Plan of Arrangement under the Business Corporations Act (British Columbia). The shareholders of the Company approved the transaction at a special meeting held on December 12, 2017 and the Company received final court approval on December 20, 2017. Completion of the transaction is subject to the conditional listing of the shares of Canmine on the TSX Venture Exchange, which has been delayed due to market conditions.

11. SEGMENTED INFORMATION

The Company currently operates in only one operating segment, that being the mineral exploration industry. The Company operates in the following geographical locations:

Canada		Mexico		Total
\$ 3,436	\$	35,304	\$	38,740
\$ 79,705	\$	-	\$	79,705
Canada		Mexico		Total
\$ 4,368	\$	36,250	\$	40,618
\$ -	\$	-	\$	-
\$ \$ \$ \$	\$ 3,436 \$ 79,705 Canada \$ 4,368	\$ 3,436 \$ \$ 79,705 \$ Canada \$ 4,368 \$	\$ 3,436 \$ 35,304 \$ 79,705 \$ - Canada Mexico \$ 4,368 \$ 36,250	\$ 3,436 \$ 35,304 \$ \$ 79,705 \$ - \$ Canada Mexico \$ 4,368 \$ 36,250