

CURRIE ROSE RESOURCES INC.

(An Exploration Stage Enterprise)

CONSOLIDATED FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2017 AND 2016

(Stated in \$CAD)

Independent Auditor's Report

To the Shareholders of Currie Rose Resources Inc.

We have audited the accompanying consolidated financial statements of **Currie Rose Resources Inc.** which comprise the consolidated balance sheets as at December 31, 2017 and December 31, 2016 and the consolidated statements of net income (loss) and comprehensive income (loss), changes in shareholders' equity and cash flows for the years then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purposes of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the presentation of the consolidated financial statements.

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

Opinion

In our opinion, the financial statements present fairly in all material respects, the financial position of Currie Rose Resources Inc. as at December 31, 2017 and December 31, 2016 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 1 to the consolidated financial statements which indicates that Currie Rose Resources Inc. has incurred losses for the years ended December 31, 2017 and December 31, 2016. This fact, along with other matters set forth in Note 1, indicate the existence of a material uncertainty that may cast significant doubt about the company's ability to continue as a going concern.

Jones & O'Connell LLP

Jones & O'Connell LLP
Chartered Professional Accountants
Licensed Public Accountants

April 27, 2018
St. Catharines, Ontario

CURRIE ROSE RESOURCES INC.

(An Exploration Stage Enterprise)

CONSOLIDATED BALANCE SHEETS

AS AT DECEMBER 31, 2017 AND 2016

(Stated in \$CAD)

	<u>2017</u>	<u>2016</u>
ASSETS		
Current:		
Cash	\$ 385,137	\$ 319,314
Accounts receivable (Note 5)	31,331	4,256
Prepaid expenses	2,150	16,900
Marketable securities (Note 6)	-	1,350
	<u>418,618</u>	<u>341,820</u>
Long term:		
Long term receivable	-	52,425
Resource properties (Note 7)	577,648	525,223
	<u>\$ 996,266</u>	<u>\$ 919,468</u>
LIABILITIES		
Current:		
Accounts payable and accrued liabilities (Note 8)	\$ 85,739	\$ 67,527
Long term:		
Loans payable - related parties (Note 9)	-	158,600
	<u>85,739</u>	<u>226,127</u>
SHAREHOLDERS' EQUITY		
Common shares (Note 10)	15,527,373	14,981,851
Contributed surplus	1,281,537	1,183,235
Warrants (Note 10(d))	37,002	-
Share based compensation (Note 11)	198,502	287,196
Accumulated deficit	(16,158,513)	(15,783,567)
Accumulated comprehensive income	24,626	24,626
	<u>910,527</u>	<u>693,341</u>
	<u>\$ 996,266</u>	<u>\$ 919,468</u>
Going concern (Note 1(b))		
Contingencies (Note 13(b)(ii))		
Subsequent events (Note 17)		

The accompanying notes form an integral part of these consolidated financial statements

Approved on behalf of the Board:

"Michael Griffiths" Director

"Stephen Coates" Director

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
CONSOLIDATED STATEMENTS OF NET INCOME (LOSS) AND
COMPREHENSIVE INCOME (LOSS)
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

	<u>2017</u>	<u>2016</u>
Revenue		
Gain on forgiveness of debt (Notes 9 & 14)	\$ -	\$ 450,117
Gain on sale of marketable securities (Note 6)	<u>-</u>	<u>341,824</u>
	<u>-</u>	<u>791,941</u>
Expenses		
Management fees	118,200	83,400
Consulting fees	94,486	-
Travel	51,992	-
Professional fees	39,943	59,976
Listing fees and shareholder information	34,554	24,763
Office and general	18,440	31,755
Share based compensation (Note 11(e))	9,608	9,608
Interest (Note 9)	3,470	7,401
Occupancy costs	3,000	8,500
Loss on foreign exchange	1,088	18,676
Loss on sale of marketable securities (Note 6)	165	-
	<u>374,946</u>	<u>244,079</u>
Net income (loss)	(374,946)	547,862
Other comprehensive income		
Foreign exchange translation gain	<u>-</u>	<u>3,598</u>
Net income (loss) and comprehensive income (loss)	<u>\$ (374,946)</u>	<u>\$ 551,460</u>
Basic income (loss) per share (Note 10(e))	<u>\$ (0.024)</u>	<u>\$ 0.038</u>
Diluted income (loss) per share (Note 10(e))	<u>\$ (0.024)</u>	<u>\$ 0.033</u>

The accompanying notes form an integral part of these consolidated financial statements

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

		Common shares		Contributed	Warrant s	Share based compens ation	Accumulated	Accumulated other comprehensive	Total
	Note	Number	Amount	surplus			deficit	income	
As at January 1, 2016		35,701,309	\$14,981,851	\$ 1,041,132	\$ -	\$ 419,691	\$ (16,331,429)	\$ 21,028	\$ 132,273
Net income and comprehensive income		-	-	-	-	-	547,862	3,598	551,460
Share based payments	11(e)	-	-	-	-	9,608	-	-	9,608
Stock options expired	11(a)	-	-	142,103	-	(142,103)	-	-	-
As at December 31, 2016		35,701,309	14,981,851	1,183,235	-	287,196	(15,783,567)	24,626	693,341
Share consolidation	10(b)	(21,420,787)	-	-	-	-	-	-	-
Proceeds on private placement	10(c)	11,650,480	545,522	-	37,002	-	-	-	582,524
Net income (loss) and comprehensive income (loss)		-	-	-	-	-	(374,946)	-	(374,946)
Share based compensation	11(e)	-	-	-	-	9,608	-	-	9,608
Stock options cancelled	11(a)	-	-	98,302	-	(98,302)	-	-	-
As at December 31, 2017		25,931,002	\$15,527,373	\$ 1,281,537	\$37,002	\$ 198,502	\$ (16,158,513)	\$ 24,626	\$ 910,527

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

	<u>2017</u>	<u>2016</u>
Operating activities		
Net income (loss)	\$ (374,946)	\$ 547,862
Add (deduct) items not affecting cash		
Share based compensation	9,608	9,608
(Gain) loss on debt forgiveness	-	(450,117)
(Gain) loss on sale of marketable securities	165	(341,824)
	<u>(365,173)</u>	<u>(234,471)</u>
Change in non-cash working capital items		
Accounts receivable	(27,075)	(998)
Prepaid expenses	14,750	(12,759)
Accounts payable and accrued liabilities	18,212	116,863
	<u>(359,286)</u>	<u>(131,365)</u>
Investing activities		
Proceeds on sale of marketable securities	1,185	373,079
Financing activities		
Proceeds from issuance of common shares and warrants	482,524	-
Repayment of loans payable - related parties	(58,600)	-
	<u>423,924</u>	<u>-</u>
Other		
Effect of foreign exchange	-	19,374
	<u>-</u>	<u>19,374</u>
Change in cash	65,823	261,088
Cash, beginning of year	319,314	58,226
Cash, end of year	<u>\$ 385,137</u>	<u>\$ 319,314</u>
Non-cash transactions:		
Supplemental cash flow disclosure		
Accounts payable and accrued liabilities converted to loans payable - related parties	\$ -	\$ 158,600
Loan payable - related party settled by issuance of common shares (Note 8)	100,000	-
	<u>\$ 100,000</u>	<u>\$ 158,600</u>

The accompanying notes form an integral part of these consolidated financial statements

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

1. **NATURE OF OPERATIONS AND GOING CONCERN**

(a) **Nature of operations**

Currie Rose Resources Inc. was incorporated under the Canada Business Corporations Act on August 24, 1973. It is a public company that trades on the TSX Venture Exchange under the symbol "CUI.V". The Company is an exploration stage company that since its inception has been engaged principally in the acquisition, exploration and development of resource properties and has not earned any significant revenues to date.

The head office and principal address of the Company is located at 401 Bay Street, Suite 2702, Toronto, Ontario, Canada, M5H 2Y4.

(b) **Going concern**

The accompanying consolidated financial statements have been prepared using International Financial Reporting Standards ("IFRS") (as issued by the International Accounting Standard Board ("IASB")) applicable to a going concern. Accordingly, they do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and, therefore be required to realize its assets and liquidate its liabilities and commitments in other than the normal course of business and at amounts different from those in the accompanying consolidated financial statements. Such adjustments could be material.

As at December 31, 2017, the Company had no source of operating cash flow and had an accumulated deficit of \$16,158,513 (December 31, 2016 - \$15,783,567). Working capital as at December 31, 2017 was \$332,879 compared to \$274,293 as at December 31, 2016. Net comprehensive loss for the year ended December 31, 2017 was \$374,946 (net comprehensive income for the year ended December 31, 2016 - \$551,460). Operations since inception have been funded from the (i) issuance of share capital, (ii) sale of marketable securities, and (iii) sale of resource property interests.

The Company's primary concern since 2014 has been the generation of cash and subsequent preservation of limited working capital resources. This has resulted in major recent transactions, including (i) the sale of its 34% interest in Jubilee Reef in Tanzania that closed in December 2014, (ii) the sale of the Mabale Hills claims in Tanzania that closed in January 2015, (iii) the sale of the 4.2 million common shares held in Tanga Resources Limited during the year ended December 31, 2016 for net proceeds of \$373,079 (*see note 6(b)*), (iv) \$407,600 of accounts payable and accrued liabilities owing to management being forgiven by them in May, 2016 (*see note 9*), and (v) a private placement in 2017 for gross consideration of \$582,524 (*see note 10(c)*).

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

The Company anticipates it will have sufficient cash on hand and can liquidate other assets to service its liabilities and fund public company operating costs for the next twelve months. However, there is uncertainty as to how long these funds will last, and therefore exploration activities were reduced. In order to continue active operations, the Company will need to (i) arrange future financing that will largely depend upon prevailing capital market conditions, and (ii) the continued support of its shareholder base. There is uncertainty that the Company will be able to obtain additional financing for the long-term future, given current market environment for junior exploration stage companies. These factors create material uncertainties that cast significant doubt as to the propriety of the use of the going concern assumption upon which these consolidated financial statements have been prepared.

2. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of presentation and statement of compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). They were authorized for issuance by the Board of Directors on April 27, 2018.

Unless otherwise stated, the financial statements are presented in Canadian dollars, which is the Company's presentation currency as the Company is based in Canada and obtains the majority of its financing through Canadian dollar private placements. The Canadian dollar is also the Company's functional currency for Canadian exploration activities and its corporate head office in Canada.

(b) Basis of consolidation

These consolidated financial statements include the accounts of Currie Rose Resources Inc. and the accounts of its wholly owned subsidiary, Currie Rose Resources (T) Limited, as at and for the years ended December 31, 2017 and 2016.

A subsidiary is an entity controlled by the Company. Control exists when the Company has power over an investee, is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to use its power over the investee to affect its returns. The financial statements of a subsidiary are included in the consolidated financial statements from the date that control commences until the date that control ceases. The accounting policies of subsidiaries are changed when necessary to align them with the policies applied by the Company in these consolidated financial statements. All intercompany balances, income and expenses, and unrealized gains and losses resulting from intercompany transactions are eliminated in full.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

2. **SIGNIFICANT ACCOUNTING POLICIES, CONTINUED**

(c) **Financial instruments**

Financial instruments are initially recognized at their fair value on a settlement date basis when the Company becomes a party to the contractual provisions of the financial instrument or non-financial derivative contract. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Subsequent measurement of financial instruments is based on the classification of the financial instruments as follows:

Loans and receivables

Financial assets classified as loans and receivables are measured at amortized cost using the effective interest method. The fair value of cash approximates its cost given its short-term maturity as it is expected to be recovered within one year. The fair value of accounts receivable approximate their original cost amounts due to their short-term maturities as they are expected to be recovered within one year.

Fair value through profit or loss ("FVTPL")

Marketable securities have been designated as financial assets at fair value through profit and loss and recorded on the balance sheet at fair value, with any changes in fair value being recorded in other income (expense). The fair value of marketable securities is valued using quoted market price in an active market. Transaction costs associated with these items are expensed as incurred.

Other financial liabilities

Financial liabilities classified as other financial liabilities include accounts payable and accrued liabilities and loans payable - related parties and are measured at amortized cost using the effective interest rate method. The effective interest method is a method of calculating the amortized cost of a financial asset or liability and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset or liability, or, where appropriate, a shorter period.

The fair value of accounts payable and accrued liabilities approximates their cost due to their inherent nature. The fair value of loans payable - related parties approximate their cost as the interest rate on the loans is equivalent to the Company's market borrowing rate.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

2. **SIGNIFICANT ACCOUNTING POLICIES, CONTINUED**

(c) **Financial instruments, continued**

Impairment of financial assets

Financial assets are assessed for indicators of impairment at the end of each reporting period. Financial assets are impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial assets, the estimated future cash flows of the investments have been negatively impacted. Evidence of impairment could include:

- ◆ Significant financial difficulty of the issuer or counterparty
- ◆ Default or delinquency in interest or principal payments, or
- ◆ Probability that the borrower will enter bankruptcy or financial reorganization

The carrying amount of financial assets is reduced by any impairment loss directly for all financial assets with the exception of accounts receivable, where the carrying amount is reduced through the use of an allowance account. When an account receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognized in profit or loss.

(d) **Resource properties**

Resource properties are recorded at cost on an area of claims basis and carried as an asset until the results of the project are known. Cost includes initial acquisition costs of the property and exploration expenses incurred with respect to the property, net of any recoveries received with respect to option agreements entered into related to the property. In the event a commercial ore deposit is located, cost will be amortized against income by the unit of production method. In the event of an abandonment, sale, or the expiration of an area of claims, cost will be written off against income. Any costs incurred in the review of properties for possible acquisition, such as travel and geological consulting, are expensed as incurred, and only capitalized once the acquisition decision has been reached by management.

The cost of resource properties does not necessarily reflect present or future values. The ultimate realization of the amounts shown as resource properties is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the successful commercial development and exploration of the areas of interest, including the ability to obtain necessary financing to complete development or alternatively by their sale.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

2. SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

Based on annual impairment reviews by management, or circumstances indicating that the net carrying amount of these resource property costs will not be recovered, the carrying value is written down to fair value and charged against operations. Indicators of impairment would include any of the following:

- ◆ exploration activities have ceased;
- ◆ exploration results are not promising such that exploration will not be planned for the foreseeable future;
- ◆ lease ownership right expired;
- ◆ funding is not available to complete the exploration program; or
- ◆ the sale of the property,

(e) Share capital

Common shares issued in exchange for goods and services are recorded at an amount based on the fair market value of the common shares just prior to the date of issuance.

Common shares issued in private placements, in conjunction with common share purchase warrants, are recorded using the residual method, whereby the proceeds of the private placement are allocated first to the common shares at the lesser of the common share's fair value and the gross proceeds of the private placement, with any residual amounts then being allocated to the common share purchase warrants.

Share issuance expenses are applied against share capital.

(f) Share based compensation

The Company recognizes as compensation the fair value of common share purchase warrants or stock options issued in exchange for services provided by officers and directors and outside consultants. The cost of officer and director compensation is calculated using the fair value method based on the fair value of the common share purchase warrant or stock option on the granting date. The cost of outside consultant compensation is calculated using the fair value method based on the fair value of the common share purchase warrant or stock option on the earlier of a) date when performance is complete, b) date on which a commitment for performance by the counterparty to earn the compensation is reached, or c) the grant date. Compensation expense is recognized over the vesting period of the related instrument granted or the service period for which such instrument is granted, whichever is shorter.

The proceeds from the exercise of stock options or warrants are recognized in share capital upon exercise at the exercise price paid by the holder, along with the related cost of such items originally credited to common share purchase warrants or options.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

2. SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

Option pricing models require the input of highly subjective assumptions, including the expected price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate and therefore the existing models do not necessarily provide a reliable single measure of the fair value of the common share purchase warrants and stock options issued.

(g) Foreign currency translation

Translation to functional currency

All transactions taking place in currencies other than the functional currency of the related operating segment are recorded in the functional currency on the date of the transaction using the spot exchange rate between the functional currency and the transactional currency. At the end of the reporting period, monetary items in currencies other than the functional currency are translated using the closing rate on such date. Non-monetary items in currencies other than the functional currency are measured using the historical exchange rate in effect when the transaction occurred. Exchange gains and losses arising on the translation of monetary items to the functional currency are included in other income (expense) for the year.

Translation to presentation currency

Amounts in a functional currency that are not the presentation currency are translated to the presentation currency as follows: assets and liabilities are translated at the closing rate at the end of the period; income and expenses are translated at the exchange rate at the dates of the transactions. All resulting differences are recognized in other comprehensive income.

(h) Income taxes

The Company follows the liability method of income tax allocation. Under this method, future tax assets and liabilities are determined based on differences between the financial reporting and tax bases of assets and liabilities and are measured using the substantially enacted tax rates and laws that will be in effect when the differences are expected to reverse. The amount of future tax assets recognized is limited to the amount, if any, that is considered to be more likely than not to be realized.

(i) Accumulated other comprehensive income

Net comprehensive income (loss) is comprised of net income (loss) and other comprehensive income (loss). Certain gains and losses arising from changes in fair value are temporarily recorded outside the consolidated statements of income (loss) in accumulated comprehensive income ("AOCI") as a separate component of consolidated shareholders' deficiency. Other comprehensive income (loss) includes any unrealized gains and losses on available-for-sale securities.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

2. **SIGNIFICANT ACCOUNTING POLICIES, CONTINUED**

(j) **Provisions and contingencies**

A provision is recognized when the Company has a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

(k) **Loss per share**

Basic loss per share amounts are calculated by dividing consolidated net loss for the reporting period attributable to common shareholders by the weighted average number of common shares outstanding during the year.

Diluted loss per share amounts are calculated by dividing the consolidated net loss attributable to common shareholders by the weighted average number of shares outstanding during the year plus the weighted average number of shares that would be issued on the conversion of all the dilutive potential ordinary shares into common shares. Diluted loss per share amounts are not presented if their inclusion would be anti-dilutive.

(l) **Critical accounting estimates and judgements**

The preparation of these consolidated financial statements requires management to make estimates and judgements about the future that affect the amounts recorded in the consolidated financial statements. These estimates and judgements are based on the Company's experience and management's expectations about future events that are believed to be reasonable under the circumstances, and they are continually being evaluated based on new facts and experience. Actual results may differ from these estimates and judgements.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

3. **RECENTLY ADOPTED ACCOUNTING PRONOUNCEMENTS**

- (a) **IAS 7 "Statement of Cash Flow"** has been revised to incorporate amendments issued by the IASB in January 2016. The amendments require entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities. The amendments are effective for annual periods beginning on or after January 1, 2017. The new amendments were adopted effective January 1, 2017 and their adoption did not have a significant impact on these consolidated financial statements.
- (b) **IAS 12 "Income Taxes"** was amended by the IASB in January 2016 to clarify the requirements for recognizing deferred tax assets on unrealized losses. The amendments clarify the accounting for deferred tax where an asset is measured at fair value and that fair value is below the asset's tax base. They also clarify certain other aspects of accounting for deferred tax assets. The amendments are effective for annual periods beginning on or after January 1, 2017. The new amendments were adopted effective January 1, 2017 and their adoption did not have a significant impact on these consolidated financial statements.

4. **NEW AND REVISED IFRS STANDARDS AND INTERPRETATIONS NOT YET ADOPTED**

As at the date of authorization of these consolidated financial statements, the IASB has issued the following new or revised standards which are not yet effective:

- (a) **IFRS 9: "Financial Instruments: Classification and Measurement of Financial Assets and Financial Liabilities"** was issued by the IASB in July 2014 and will replace IAS 39 "Financial Instruments: Recognition and Measurement". In addition, IFRS 7 "Financial Instruments: Disclosures" was amended to include additional disclosure requirements on transition to IFRS 9. The mandatory effective date of applying these standards is for annual periods beginning on or after January 1, 2018. The standard uses a single approach to determine whether a financial asset is measured at amortized cost or fair value. The approach is based on how an entity manages its financial instruments (its business model) and the contractual cash flow characteristics of the financial assets. The new standard also requires a single impairment method to be used. The standard requires that for financial liabilities measured at fair value, any changes in an entity's own credit risk are generally to be presented in other comprehensive income instead of net earnings. A new hedge accounting model is included in the standard, as well as increased disclosure requirements about risk management activities for entities that apply hedge accounting. The Company is currently evaluating the potential impact of this standard; however, it is not expected to have a significant impact on the consolidated financial statements.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

4. **NEW AND REVISED IFRS STANDARDS AND INTERPRETATIONS NOT YET ADOPTED,**
CONTINUED

- (b) **IFRS 16 "Leases"** was issued by the IASB in January 2016 and will ultimately replace IAS 17, "Leases" and related interpretations. The new standard will be effective for fiscal years beginning on or after January 1, 2019, with early adoption permitted provided the Company has adopted IFRS 15, Revenue from Contracts with Customers. The new standard requires lessees to recognize a lease liability reflecting future lease payments and a "right-of-use asset" for virtually all leases contracts, and record it on the statement of financial position, except with respect to lease contracts that meet limited exception criteria. If the Company has significant contractual obligations in the form of operating leases under IAS 17, there will be a material increase to both assets and liabilities on adoption of IFRS 16, and material changes to the timing of recognition of expenses associated with the lease arrangements. The Company is analyzing the new standard to determine the impact of adopting this standard.

5. **ACCOUNTS RECEIVABLE**

	<u>2017</u>	<u>2016</u>
Refundable HST ITC's	\$ 23,831	\$ 4,256
Share subscriptions receivable	7,500	-
	<u>\$ 31,331</u>	<u>\$ 4,256</u>

The share subscriptions receivable are part of the 2nd tranche of the private placement that closed on December 29, 2017 (*see note 10(c)(ii)*).

6. **MARKETABLE SECURITIES**

	<u>2017</u>	<u>2016</u>
Trueclaim Exploration Inc.	\$ -	\$ 1,350

- (a) The investment consisted of 45,000 common shares of Trueclaim Exploration Inc., a Canadian public company listed on the TSX Venture Exchange. Trueclaim was the party to the option agreement re the Scadding Township resource property (*see note 7*). The Trueclaim shares were sold in February 2017 for proceeds of \$1,185, resulting in a loss on disposal of \$165.
- (b) During the three month period ended March 31, 2016, the Company liquidated its entire position of 4,200,000 shares of Tanga Resources Limited, an Australian corporation. The shares had been received as part of the consideration for the sale of the Company's Mabale Hills project that closed in January 2015. The disposition of the shares resulted in a gain of \$341,824.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

7. **RESOURCE PROPERTIES**

	<u>Opening</u>	<u>Disposal</u>	<u>Capitalization of long term receivable</u>	<u>Write- down</u>	<u>Closing</u>
<u>Year ended December 31, 2015</u>					
Canada (Scadding)	\$ 525,223	\$ -	\$ -	\$ -	\$ 525,223
Tanzania (Mabale Hills)	192,340	(176,824)	-	(15,516)	-
	<u>\$ 717,563</u>	<u>\$ (176,824)</u>	<u>\$ -</u>	<u>\$ (15,516)</u>	<u>\$ 525,223</u>
<u>Year ended December 31, 2016</u>					
Canada (Scadding)	<u>\$ 525,223</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 525,223</u>
<u>Year ended December 31, 2017</u>					
Canada (Scadding)	<u>\$ 525,223</u>	<u>\$ -</u>	<u>\$ 52,425</u>	<u>\$ -</u>	<u>\$ 577,648</u>

The carrying values of the Company's resources properties at December 31, 2017 was \$577,648 (2016 - \$525,223). Management's review of these carrying values indicated that at December 31, 2017, the properties were not impaired. During recent years, the availability of financing for exploration or maintenance of resource properties has been remote. Without adequate funding to maintain the Company's claims, management made the decision to terminate exploration activities in Tanzania and negotiated the sale of the properties located there. Sale agreements were negotiated, and accordingly the determination of the sale value resulted in an appropriate write-down of the carrying value of the particular resource properties in Tanzania during 2013, through December 31, 2015.

Scadding Township, Canada

Beneficial ownership consists of 49% of gold mining claims covering 1,895 acres in Northern Ontario, embodied in seven leases granted by the Ministry of Natural Resources totaling 56 claims. One of these leases is set to expire in 2023, three in 2025, one in 2026 and two in 2027. Each of these leases contain a 21 year renewal clause at the option of Ministry of Natural Resources. Management is of the opinion that such renewals will be offered, and they intend to act on these renewal clauses.

The Company is committed to a royalty payment in the amount of \$100,000, payable 10 days after the end of the third calendar month in which production occurs from the claims. The Company is also committed to a royalty payment of \$1 per ton of ore removed from designated claims registered against the property.

On August 13, 2009, the Company closed an option agreement with Trueclaim Exploration Inc. ("Trueclaim"), through which Trueclaim has acquired a 51% interest in the property upon completion of the following steps:

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

7. RESOURCE PROPERTIES, CONTINUED

- (a) Pay the Company \$100,000 and issue 150,000 common shares. This step was completed upon closing of the option agreement on August 13, 2009, with the payment of \$100,000 and issuance of 150,000 common shares of Trueclaim at a fair value of \$0.15 per common share for a total fair value of \$22,500;
- (b) Incur \$500,000 towards exploration of the property and issue 150,000 common shares to the Company by August 13, 2010. This step was completed on May 5, 2010 upon incurring more than \$500,000 towards exploration of the property and issuance of 150,000 common shares of Trueclaim at a fair value of \$0.13 per common share for a total fair value of \$19,500;
- (c) Incur a further \$1,500,000 towards exploration of the property and issue 150,000 common shares to the Company by August 13, 2012. This step was completed on April 20, 2011 upon incurring more than \$1,500,000 towards exploration of the property and issuance of 150,000 common shares of Trueclaim at a fair value of \$0.17 per common share for a total fair value of \$25,500.

The 450,000 common shares referred to in the above three steps have since been consolidated on a 1 for 10 basis. Consequently, the Company held 45,000 common shares of Trueclaim, all of which were sold during the current reporting period (*see note 6(a)*).

On November 12, 2015, Northern Sphere Mining Corp. ("Northern"), a Canadian public company that trades under NSM on the CSE, entered into a joint venture agreement ("JV-Scadding") with Trueclaim. JV-Scadding stipulates that Northern shall control all recovery operations on the Scadding Property for the benefit of Trueclaim and Northern. Currie Rose still retains a 49% interest in the property, is not be obligated to make any further financial contributions to the joint venture once entered into and its interest will be a carried interest. In the event that the property goes into commercial production, JV-Scadding can increase its interest in the property from 51% to 100% by making a payment of \$2,000,000 to the Company and entering into a royalty agreement for a 3% net smelter return to Company.

8. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	2017	2016
Trade accounts payable	\$ 65,877	\$ 40,124
Accrued liabilities	19,862	27,403
	<u>\$ 85,739</u>	<u>\$ 67,527</u>

9. LOANS PAYABLE - RELATED PARTIES

These loans, payable to entities controlled by current and/or former officers and directors of the Company, bore interest at 8% per annum and were unsecured. The loans were repaid in full in October 2017 by (i) conversion to share capital through the issuance of 2,000,000 common shares at a value of \$0.05 per share (*see note 10(c)(ii)*), and (ii) the balance in cash. Interest paid on these loans for the year ended December 31, 2017 totalled \$3,470 (2016 - \$7,401).

During the year ended December 31, 2016, \$407,600 of the totals owed by the Company to these related parties were forgiven by these parties, resulting in a gain on forgiveness of debt in the Company's favor.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

10. **SHARE CAPITAL**

Continuity schedules for each component of the Company's share capital and other equity instruments are disclosed in the consolidated statements of changes in shareholders' equity for the years ended December 31, 2017 and 2016. Descriptions of the changes in each component are as follows:

(a) **Authorized share capital**

The common shares are authorized for an unlimited number to be issued.

(b) **Share consolidation**

On August 23, 2017, the Company completed a consolidation of its common shares on the basis of one post-consolidation share for each two and a half pre-consolidation shares. The Company previously had 35,701,309 pre-consolidation common shares issued and outstanding. Following the share consolidation (but prior to the private placement), there were 14,280,522 post-consolidation common shares issued and outstanding. The purpose of the consolidation was to meet the financing requirements of the TSX Venture Exchange, and as such, was subject to regulatory and exchange approvals.

The effect of the share consolidation was also such that the 6,150,000 pre-consolidation options exercisable at \$0.05 per option consolidated to 2,460,000 post-consolidation options exercisable at \$0.125 per option (*see note 11*).

(c) **Private placement**

On September 15, 2017, the Company announced a non-brokered offering of units at a price of \$0.05 per unit, with each unit comprised of one common share and one common share purchase warrant. The exercise price of the warrants will be \$0.10 per warrant, with an expiry date two years from the date of closing. The securities are subject to hold periods in accordance with requisite securities laws. Proceeds from this offering have been used for project generation and general corporate purposes.

Under two separate closings, a total of 11,650,480 units, consisting of consisting of 11,650,480 common shares and 11,650,480 warrants, were issued for total consideration of \$582,524, as follows:

- (i) On October 17, 2017, the Company closed the first tranche issuing 7,400,480 units for cash consideration of \$370,024, consisting of 7,400,480 common shares and 7,400,480 warrants.

A total of \$37,002 of the proceeds were allocated to warrants using the residual method of valuation, based on the excess of the unit price over the trading price of the common shares on the closing date.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

10. **SHARE CAPITAL, CONTINUED**

- (ii) On December 29, 2017, the Company closed the second tranche issuing 4,250,000 units for total consideration of \$212,500, consisting of cash consideration of \$112,500 and conversion of the loan payable - related party of \$100,000. The closing consisted of 4,250,000 common shares and 4,250,000 warrants.

None of the proceeds were allocated to warrants under the residual method of valuation, as the trading price of the common shares on the closing date exceeded the unit price.

(d) **Common share purchase warrants**

As at December 31, 2017, a total of 11,650,480 (2016 - Nil) common share purchase warrants were issued in conjunction with the private placement described above. The warrants are exercisable at \$0.10 each and expire two years from the date of the respective closing.

(e) **Income (loss) per share**

Basic income (loss) per share is computed using the weighted average number of common shares outstanding. After giving retroactive effect to the share consolidation described above, the weighted average number of common shares outstanding for the year ended December 31, 2017 was 15,815,825 (December 31, 2016 - 14,280,522).

After giving retroactive effect to the share consolidation described above, as at December 31, 2017, the potentially dilutive equity instruments outstanding were (i) 1,820,000 stock options (2016 - 2,460,000), and (ii) 11,650,480 common share purchase warrants (2016 - Nil). On a post-consolidation basis, the fully diluted number of common shares outstanding for the years ended December 31, 2017 and 2016 were 39,401,482 and 16,740,522 respectively.

11. **STOCK OPTIONS**

The Company has a stock option plan which allows for the granting of stock options to directors, officers, employees and consultants as additional compensation for services rendered, with such options generally being exercisable over a five year period. The options are generally required to have an exercise price no less than the market price prevailing on the day the option is granted. The maximum number of common shares which may be issued pursuant to options granted under the stock option plan, after giving effect to the share consolidation described in note 10(b), is fixed at 2,856,010 (pre-consolidation - 7,140,026).

The options granted for periods of greater than eighteen month under the plan vest at a rate of 25% upon regulatory approval and 25% every six months thereafter unless otherwise specified. The options granted for periods less than eighteen months vest immediately. Upon change in control, as defined by the Income Tax Act, all outstanding options immediately become vested.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

11. **STOCK OPTIONS, CONTINUED**

Stock option activity for the years ended December 31, 2017 and 2016 was as follows:

	Year ended December 31, 2017		Year ended December 31, 2016	
	Options	Weighted -average exercise price (\$)	Options	Weighted- average exercise price (\$)
Outstanding, beginning of year	6,150,000	0.050	4,925,000	0.150
Expired on April 7, 2016	-	-	(1,000,000)	0.250
Granted on May 26, 2016 <i>(see note 11(c))</i>	-	-	1,925,000	0.050
Granted on May 26, 2016 <i>(see note 11(d))</i>	-	-	300,000	0.100
Effect of share consolidation on August 23, 2017 <i>(see note 10(b))</i>	(3,690,000)	0.125	-	-
Cancelled in 2017 Q3 <i>(see note 11(i))</i>	(640,000)	0.125	-	-
Outstanding, end of year	1,820,000	0.125	6,150,000	0.050

As at December 31, 2017, the issued and outstanding options to acquire common shares of the Company are as follows:

Grant date	Number of options		Exercise price (\$)	Remaining life	Expiry date
	Granted	Exercisable			
May 26, 2009	12,800	12,800	0.125	1.4	May 26, 2019
September 14, 2010	80,000	80,000	0.125	2.7	September 14, 2020
June 13, 2012	887,200	887,200	0.125	4.5	June 13, 2022
April 30, 2015	120,000	120,000	0.125	2.3	April 30, 2020
May 26, 2016	120,000	120,000	0.125	2.8	October 27, 2020
May 26, 2016	600,000	600,000	0.125	8.4	May 26, 2026
	1,820,000	1,820,000	0.125	5.4	

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

11. **STOCK OPTIONS, CONTINUED**

The details of the changes in the options during the reporting period are as follows:

- (a) On May 26, 2016, all options outstanding as of that date were repriced to be exercisable at \$0.05 per option.
- (b) On April 7, 2016, 1,000,000 previously issued options expired unexercised, such that previously recognized share based compensation of \$- was transferred to contributed surplus. In the 3rd quarter of 2017, 640,000 previously issued options were cancelled upon the option holder leaving the company, such that previously recognized share based compensation of \$- was transferred to contributed surplus
- (c) On May 26, 2016 the Company granted options for the purchase of up to 1,925,000 common shares at a price of \$0.05 per share exercisable until May 26, 2026. The fair value of these options was calculated with the Black-Scholes option pricing model. Using the assumptions of: (1) risk free interest rate of 1.58%, (2) expected volatility of 210%, (3) expected life of 10 years, and (4) dividend yield of 0.0%, the total fair value of the options granted as calculated to be \$19,215.
- (d) On May 26, 2016 the Company granted options for the purchase of up to 300,000 common shares at a price of \$0.05 per share exercisable until October 27, 2020. The fair value of these options was calculated with the Black-Scholes option pricing model. Using the assumptions of: (1) risk free interest rate of 0.78%, (2) expected volatility of 241%, (3) expected life of 4.4 years, and (4) dividend yield of 0.0%, the total fair value of the options granted as deemed to be \$Nil.
- (e) Total share based compensation of \$9,608 was recognized during the year ended December 31, 2017 (2016 - \$9,608) based on accrual of previously granted options expected to vest in the reporting period.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

12. **INCOME TAXES**

(a) **Deferred tax**

The following table summarizes the components of deferred tax for the years ending December 31, 2017 and 2016:

	<u>Opening balance</u>	<u>Recognized in profit and loss</u>	<u>Closing balance</u>
<u>December 31, 2017</u>			
Deferred tax assets			
Marketable securities	\$ 8,765	\$ (8,765)	\$ -
Resource properties	888,234	-	888,234
Non-capital losses	2,659,578	89,203	2,748,781
Foreign income taxes	<u>6,936</u>	<u>-</u>	<u>6,936</u>
Total deferred tax assets	3,563,513	80,438	3,643,951
Valuation allowance	<u>(3,563,513)</u>	<u>(80,438)</u>	<u>(3,643,951)</u>
Net deferred tax assets/tax expense	<u>-</u>	<u>-</u>	<u>-</u>
 <u>December 31, 2016</u>			
Deferred tax assets			
Marketable securities	15,308	(6,543)	8,765
Resource properties	888,234	-	888,234
Non-capital losses	2,745,796	(86,218)	2,659,578
Foreign taxes paid	<u>6,936</u>	<u>-</u>	<u>6,936</u>
Total deferred tax assets	3,656,274	(92,761)	3,563,513
Valuation allowance	<u>(3,656,274)</u>	<u>92,761</u>	<u>(3,563,513)</u>
Net deferred tax assets/tax expense	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

12. **INCOME TAXES, CONTINUED**

(b) **Income rate reconciliation**

The reconciliation of the combined Canadian federal and provincial statutory income tax rates on the net loss for the years ended December 31, 2017 and 2016 is as follows:

	<u>2017</u>	<u>2016</u>
Net income (loss) before recovery of income taxes	\$ (374,946)	\$ 551,460
Statutory tax rates	<u>26.50%</u>	<u>26.50%</u>
Expected income tax recovery	(99,361)	146,137
Decrease (increase) resulting from:		
Tax effect relating to origination and reversal of:		
Permanent differences	-	(6,501)
Temporary differences	18,923	(46,875)
Change in valuation allowance	<u>80,438</u>	<u>(92,761)</u>
Income tax expense	\$ -	\$ -

(c) **Other**

The Company has deductible temporary differences with respect to its resource properties, whereby the amounts deductible for income tax purposes exceed the amounts recorded for accounting purposes by \$3,336,311 (2016 - \$3,336,311).

The Company has Canadian non-capital loss carryforwards, which can be used to reduce future Canadian income taxes payable, expiring as follows:

2027	\$ 288,207
2028	518,999
2029	536,837
2030	189,949
2031	516,522
2032	401,981
2033	390,969
2034	215,925
2035	256,770
2036	78,341
2037	<u>365,338</u>
	\$ 3,759,838

The Company's Tanzanian subsidiary has non-capital loss carryforwards, which can be used to reduce future Tanzanian income taxes payable, of \$5,841,413.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

13. **KEY MANAGEMENT COMPENSATION, RELATED PARTY TRANSACTIONS AND BALANCES**

(a) **Key management personnel and directors compensation:**

During the years ended December 31, 2017 and 2016, the Company had the following related party transactions, including (i) compensation of key current and/or former management personnel and directors, and (ii) transactions with entities related to or controlled by officers and/or directors, as follows:

	<u>2017</u>	<u>2016</u>
Professional fees	\$ 12,255	\$ 43,672
Management compensation	118,200	83,400
Share based compensation under stock option plan	9,608	9,608
Consulting fees	73,500	-
Office and general	6,625	19,500
Occupancy costs	3,000	8,500
Interest	3,470	7,401
Gain on debt forgiveness	-	407,600

(b) **Balances owing to, and commitments with, related parties:**

- (i) Accounts payable and accrued liabilities as at December 31, 2017 includes \$63,728 (December 31, 2016 - \$43,672) with respect to balances owing to related parties for the transactions disclosed above. Up to June 30, 2017, the Company was party to management agreements with an entity controlled by the former president for a total of \$3,000 per month (comprised of \$500 for office and equipment rental, \$1,000 for secretarial services and \$1,500 for management services). \$61,430 was paid against these obligations in June 2017. This management agreement has effectively been terminated as of June 30, 2017 with no penalty or obligation to the Company.

Effective July 1, 2017, the CEO entered into a revised contract for management services at a rate of \$10,000 per month compared to the prior rate of \$2,200 per month. The contract is for a 3 year term expiring on June 30, 2019, automatically renewing for a further 3 years upon expiry (unless terminated previously).

The contract also includes a provision for an extraordinary bonus shall be paid to (i) in the amount of 500,000 shares in the capital of the Company in the event one of the Company's projects is verified by an independent engineer's report to NI 43-101 or equivalent standard, confirming the Company's gold reserves plus resources exceeds 1,000,000 ounces of gold or gold equivalent; and (ii) in the amount of 1,000,000 shares in the capital of the Company in the event two of the Company's projects are verified by an independent engineer's report to NI 43-101 or equivalent standard, confirming the Company's gold reserves plus resources exceeds 2,000,000 ounces of gold or gold equivalent.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

13. **KEY MANAGEMENT COMPENSATION, RELATED PARTY TRANSACTIONS AND BALANCES, CONTINUED**

- (ii) On July 1, 2017, the Company entered into a new contract for management and administrative services that replaced the pre-existing management services agreement described above. The contract is billed on a monthly basis at a rate of \$6,000 and includes the services of the CFO and corporate secretary, office rent and regular administrative functions. The contract, with a company related to a newly appointed director, has a three-month notice period and renews annually.
- (iii) The consulting fees were charged by entities related to two directors: \$36,000 for capital market services and \$37,500 for project identification and analysis.

(b) **Debt restructuring:**

In May 2016, the Company restructured its accounts payable and accrued liabilities owing to certain officers of the Company. Of the amounts owing to these related parties at that date, \$407,600 was forgiven in its entirety and \$158,600 was converted into loans payable - related parties (*see note 9*).

14. **SEGMENTED INFORMATION**

With the disposition of its various resource property interests outside of Canada over the last number of years, the Company conducts its business in a single operating segment that consists of its remaining resource property interest at Scadding Township, Ontario. As of December 31, 2016, there were no remaining assets or liabilities in Tanzania, the final realization of which resulted in a gain on forgiveness of debt of \$42,516.

15. **FINANCIAL INSTRUMENTS AND RISK FACTORS**

Fair value of financial instruments

The fair values of cash, miscellaneous receivables, marketable securities, long term receivable, long term receivable, accounts payable and accrued liabilities and loans payable - related parties approximate their fair values due to the short-term or demand nature of these balances.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

15. **FINANCIAL INSTRUMENTS AND RISK FACTORS, CONTINUED**

(a) **Fair value hierarchy**

A fair value hierarchy establishes three levels to classify valuation techniques used to measure fair value. Level 1 includes quoted prices in active markets for identical assets or liabilities. Level 2 includes inputs that are observable other than quoted prices included in level one. Level 3 includes inputs that are not based on observable market data.

	<u>2017</u>	<u>2016</u>
	\$	\$
Level 1		
Cash	385,137	319,314
Marketable securities	-	1,350
Level 3		
Accounts receivable	31,331	4,256

(b) **Classification of financial instruments**

The classification and measurement of the financial assets and liabilities, as well as their carrying amounts and fair values are as follows:

Assets/liabilities	Category	Measurement	2017		2016	
			Carrying amount	Fair value	Carrying amount	Fair value
			\$	\$	\$	\$
Cash	Loans and receivables	Amortized cost	385,137	385,137	319,314	319,314
Accounts receivable	Loans and receivables	Amortized cost	31,331	31,331	4,256	4,256
Marketable securities	FVTPL	Quoted market price	-	-	1,350	1,350
Long term receivable	Other liabilities	Amortized cost	-	-	52,425	52,425
Accounts payable and accrued liabilities	Other liabilities	Amortized cost	85,739	85,739	67,527	67,527
Loans payable - related parties	Other liabilities	Amortized cost	-	158,600	-	-

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

15. **FINANCIAL INSTRUMENTS AND RISK FACTORS, CONTINUED**

(c) **Credit risk**

The Company's credit risk is primarily attributable to accounts receivable, which is comprised primarily of refundable HST ITC's. The Company has no material concentration of credit risk arising from operations. Cash consists of bank deposits, which have been invested with a Canadian chartered bank, from which management believes the risk of loss to be remote. Management believes that credit risk with respect to accounts receivable is minimal. There has been no change in this risk exposure or how it is managed since the prior reporting period.

(d) **Liquidity risk**

The business of the Company necessitates the management of liquidity risk. Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due in the short-term due to a shortfall of working capital and in the long-term due to lack of sufficient capital. The Company's objective is to mitigate short-term liquidity risk by maintaining adequate working capital reserves and its long-term liquidity risk by stipulating in certain option agreements that payments may be made in common shares at the Company's election and through good relations with external capital markets. The Company achieves these objectives by obtaining financing through private placements and issuing shares as payment for resource property costs. There has been no change in this risk exposure or how it is managed since the prior reporting period. However, as at December 31, 2017, the Company believes the exposure to liquidity risk is significant although it holds no arms-length financial liabilities, other than current accounts payable and accrued expenses, that are not adequately covered through working capital and it has no funding commitments that are not at its discretion.

16. **CAPITAL DISCLOSURES**

The Company's objectives when managing capital are: to ensure that there are adequate resources to sustain operations and to continue as a going concern; to maintain adequate funding to support acquisition obligations and exploration of mineral claims and to maintain investor confidence, all with a view to providing a return on shareholders' investment. Funds are primarily obtained through the issuance of common shares as equity capital. Such issuance of common shares is usually done as private placements.

The Company considers the items included in the consolidated statements of shareholders' equity to be capital and it manages the capital structure and adjusts it with an awareness of changes in economic conditions, the risk nature of the underlying assets and the future capital requirements to maintain those assets. The Company is not subject to any externally imposed capital requirements.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

17. **SUBSEQUENT EVENTS**

(a) **Rossland project**

On April 13, 2018, the Company announced it had secured two option agreements over the Rossland Project (the "Project"), which together cover approximately 2,000 hectares of the Rossland mining camp that produced more than 2.7 million ounces of gold, 3.5 million ounces of silver and 71 tonnes of copper between 1894 and 1941 and ranks as the third largest lode gold camp in British Columbia.

The Company is working through the extensive historical data and work to date has identified over 8 priority targets for immediate exploration evaluation, noting that historical mining activities in the area ceased for reasons other than an absence of mineralization.

Under the terms of the agreements, which are subject to TSX Venture Exchange approval, Currie Rose has the right to acquire 100% of the Rossland Project from two private companies via a 3-stage option, as follows:

(i) **Stage 1: 1-12 months**

Upfront payment of \$50,000 and issue of 1,000,000 Currie Rose shares to each of the two companies;
Minimum expenditure of \$500,000 on each option agreement;
Investment by Currie beyond the first year will be contingent on positive results.

(ii) **Stage 2: 13-24 months**

Payment of \$75,000 and issue of 1,500,000 Currie Rose shares to each of the two companies;
Minimum expenditure of \$750,000 on each option agreement.

(iii) **Stage 3: 25-48 months**

Funding and completing a feasibility study - one study to apply to both companies;
Payment of \$100,000 and issue 2,000,000 Currie Rose shares on the 3rd anniversary (to each of the two companies);
Payment of \$100,000 and issue of 2,000,000 Currie Rose shares on the 4th anniversary (to each of the two companies;).

On completion of the feasibility study or the payment obligations, the Company will own 100% of the project and will grant separately, to each company, a 2% net smelter return ("NSR") with Currie Rose having an option to purchase from each company one-half (1%) of the NSR for payment of \$1,000,000.

CURRIE ROSE RESOURCES INC.
(An Exploration Stage Enterprise)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(Stated in \$CAD)

17. **SUBSEQUENT EVENTS, CONTINUED**

(b) **Private placement**

In March, 2018, the Board of Directors approved a private placement for fixed gross proceeds of \$20,000. As the Company was in a black-out period due to the Rossland acquisition (*see note 17(a)*), the pricing of each units has not yet been determined and approved by securities authorities. Similar to the 2017 private placement (*see note 10(c)*), each unit will comprise one common share and one common share purchase warrant.

18. **COMPARATIVE FIGURES**

The consolidated statement of net income and comprehensive income for the year ended December 31, 2016 has been reclassified, where applicable, to conform to the presentation adopted in the current year.