

---

---

**HANSA RESOURCES LIMITED**

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS  
FOR THE NINE MONTHS ENDED  
MARCH 31, 2019

*(Unaudited - Expressed in Canadian Dollars)*

---

---

**NOTICE OF NO AUDITOR REVIEW OF  
CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

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

The accompanying unaudited condensed consolidated interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

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

**HANSA RESOURCES LIMITED**  
**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION**  
*(Unaudited - Expressed in Canadian Dollars)*

	Notes	March 31, 2019 \$	June 30, 2018 \$
<b>ASSETS</b>			
<b>Current assets</b>			
Cash		765,288	832,767
GST receivable		5,907	8,611
Prepaid expense		<u>3,900</u>	<u>15,523</u>
<b>Total current assets</b>		<u>775,095</u>	<u>856,901</u>
<b>Non-current assets</b>			
Deposit	5	<u>-</u>	<u>131,680</u>
<b>Total non-current assets</b>		<u>-</u>	<u>131,680</u>
<b>TOTAL ASSETS</b>		<u>775,095</u>	<u>988,581</u>
<b>LIABILITIES</b>			
<b>Current liabilities</b>			
Accounts payable and accrued liabilities	4 & 7	<u>254,688</u>	<u>298,718</u>
<b>TOTAL LIABILITIES</b>		<u>254,688</u>	<u>298,718</u>
<b>SHAREHOLDERS' EQUITY</b>			
Share capital	6	10,956,188	10,956,188
Share-based payments reserve		1,399,441	1,399,441
Deficit		<u>(11,835,222)</u>	<u>(11,665,766)</u>
<b>TOTAL SHAREHOLDERS' EQUITY</b>		<u>520,407</u>	<u>689,863</u>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<u>775,095</u>	<u>988,581</u>

**Nature of Operations and Going Concern-** see Note 1

**Events after the Reporting Period** - Note 10

These condensed consolidated interim financial statements were approved for issue by the Board of Directors on May 22, 2019 and are signed on its behalf by:

/s/ Robert G. Atkinson  
 Robert G. Atkinson  
 Director

/s/ John Nugent  
 John Nugent  
 Director

*The accompanying notes are an integral part of these condensed consolidated interim financial statements.*

**HANSA RESOURCES LIMITED**  
**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE LOSS**  
*(Unaudited - Expressed in Canadian Dollars)*

	Note	Three Months Ended		Nine Months Ended	
		March 31,		March 31,	
		2019	2018	2019	2018
		\$	\$	\$	\$
<b>Expenses</b>					
Accounting and administrative	7(b)	1,950	3,450	11,050	13,600
Audit		-	-	16,320	18,870
Corporate development		5,482	9,667	28,446	9,667
Executive management compensation	7(a)	27,000	27,000	81,000	81,000
Legal		4,992	16,814	21,621	47,383
Office and miscellaneous		307	1,173	2,838	13,230
Professional fees		-	10,000	180	10,000
Regulatory fees		1,300	2,800	5,679	7,301
Rent		1,005	1,005	3,015	3,015
Shareholder costs		-	521	1,062	1,837
Transfer agent		2,654	2,653	8,686	8,773
Travel		-	2,882	5,216	13,929
Website costs		768	2,872	5,468	13,772
		<u>45,458</u>	<u>80,837</u>	<u>190,581</u>	<u>242,377</u>
<b>Loss before other items</b>		<u>(45,458)</u>	<u>(80,837)</u>	<u>(190,581)</u>	<u>(242,377)</u>
<b>Other items</b>					
Interest income		4,246	3,641	12,021	8,892
Foreign exchange		<u>(14,964)</u>	<u>28,005</u>	<u>9,104</u>	<u>(6,448)</u>
		<u>(10,718)</u>	<u>31,646</u>	<u>21,125</u>	<u>2,444</u>
<b>Comprehensive loss for the period</b>		<u>(56,176)</u>	<u>(49,191)</u>	<u>(169,456)</u>	<u>(239,933)</u>
<b>Loss per share - basic and diluted</b>		<u>\$(0.00)</u>	<u>\$(0.00)</u>	<u>\$(0.00)</u>	<u>\$(0.00)</u>
<b>Weighted average number of common shares outstanding - basic and diluted</b>		<u>57,413,317</u>	<u>57,413,317</u>	<u>57,413,317</u>	<u>57,413,317</u>

*The accompanying notes are an integral part of these condensed consolidated interim financial statements.*

**HANSA RESOURCES LIMITED**  
**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY**  
*(Unaudited - Expressed in Canadian Dollars)*

	<b>Nine Months Ended March 31, 2019</b>				
	<b>Share Capital</b>		<b>Share-Based Payments Reserve</b>	<b>Deficit</b>	<b>Total Equity</b>
	<b>Number of Shares</b>	<b>Amount \$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
<b>Balance at June 30, 2018</b>	57,413,317	10,956,188	1,399,441	(11,665,766)	689,863
Net loss for the period	-	-	-	(169,456)	(169,456)
<b>Balance at March 31, 2019</b>	<u>57,413,317</u>	<u>10,956,188</u>	<u>1,399,441</u>	<u>(11,835,222)</u>	<u>520,407</u>

	<b>Nine Months Ended March 31, 2018</b>				
	<b>Share Capital</b>		<b>Share-Based Payments Reserve</b>	<b>Deficit</b>	<b>Total Equity</b>
	<b>Number of Shares</b>	<b>Amount \$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
<b>Balance at June 30, 2017</b>	57,413,317	10,956,188	1,399,441	(11,159,784)	1,195,845
Net loss for the period	-	-	-	(239,933)	(239,933)
<b>Balance at March 31, 2018</b>	<u>57,413,317</u>	<u>10,956,188</u>	<u>1,399,441</u>	<u>(11,399,717)</u>	<u>955,912</u>

*The accompanying notes are an integral part of these condensed consolidated interim financial statements.*

**HANSA RESOURCES LIMITED**  
**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS**  
*(Unaudited - Expressed in Canadian Dollars)*

	<b>Nine Months Ended March 31,</b>	
	<b>2019</b>	<b>2018</b>
	<b>\$</b>	<b>\$</b>
<b>Operating activities</b>		
Net loss for the period	(169,456)	(239,933)
Adjustment for:		
Foreign exchange	-	(830)
Changes in non-cash working capital items:		
GST receivable	2,704	(3,476)
Prepaid expense	11,623	(21,323)
Accounts payable and accrued liabilities	<u>(44,030)</u>	<u>(32,796)</u>
<b>Net cash used in operating activities</b>	<u>(199,159)</u>	<u>(298,358)</u>
<b>Investing activity</b>		
Refund of deposit	<u>131,680</u>	<u>-</u>
<b>Net cash provided by investing activity</b>	<u>131,680</u>	<u>-</u>
<b>Financing activity</b>		
Deferred share issue costs	<u>-</u>	<u>(5,082)</u>
<b>Net cash used in financing activity</b>	<u>-</u>	<u>(5,082)</u>
<b>Net change in cash during the period</b>	(67,479)	(303,440)
<b>Cash at beginning of period</b>	<u>832,767</u>	<u>1,377,315</u>
<b>Cash at end of period</b>	<u>765,288</u>	<u>1,073,875</u>

*The accompanying notes are an integral part of these condensed consolidated interim financial statements.*

**HANSA RESOURCES LIMITED**  
**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
**FOR THE NINE MONTHS ENDED MARCH 31, 2019**  
*(Unaudited - Expressed in Canadian Dollars)*

---

**1. Nature of Operations and Going Concern**

Hansa Resources Limited (the “Company”) was incorporated on March 19, 1980 under the provisions of the Company Act (British Columbia). The Company is listed and traded on the TSX Venture Exchange (“TSXV”) under the symbol “HRL”. The Company’s head office is located at #1305 - 1090 West Georgia Street, Vancouver, British Columbia V6E 3V7 Canada.

During fiscal 2017 the Company concluded an agreement whereby it acquired a majority interest in the rights to explore and develop the Zhumba Property in Kazakhstan. The Company subsequently completed an assignment of the rights and work commitments on the Zhumba Property to Kazzinc Limited (“Kazzinc”), a major international mining corporation. See Note 4. On February 1, 2018 the Company entered into an agreement to agree to form a joint venture to hold and conduct exploration and development on an exploration license for the entire continental shelf of Ghana. There have been significant delays in awarding the exploration license, as described in Note 5. As at March 31, 2019 the Company had working capital of \$520,407, and considers that it has adequate resources to maintain its corporate administration for the next twelve months. The Company’s operations are funded from equity financings which are dependent upon many external factors and may be difficult to impossible to secure or raise when required. While the Company has been successful in securing financings in the past, there can be no assurance that it will be able to do so in the future.

These condensed consolidated interim financial statements do not reflect any adjustments, which could be material to the carrying values of assets and liabilities, which may be required should the Company be unable to continue as a going concern.

**2. Basis of Preparation**

***Statement of Compliance***

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34, *Interim Financial Reporting* (“IAS 34”), as issued by the International Accounting Standards Board (“IASB”), and its interpretations, using accounting policies consistent with International Financial Reporting Standards (“IFRS”). The condensed consolidated interim financial statements should be read in conjunction with the annual financial statements for the year ended June 30, 2018, which have been prepared in accordance with IFRS as issued by the IASB and interpretations of the IFRS Interpretations Committee (“IFRIC”). The accounting policies followed in these condensed consolidated interim financial statements are consistent with those applied in the Company’s consolidated financial statements for the year ended June 30, 2018 other than the adoption of IFRS 9 - *Financial Instruments* (“IFRS 9”).

***Financial Instruments***

Effective July 1, 2018, the Company adopted IFRS 9 - *Financial Instruments* (“IFRS 9”) using the modified retrospective approach. IFRS 9 did not impact the Company’s classification and measurement of financial assets and liabilities. The standard did not have an impact on the carrying amounts of the Company’s financial instruments at the transition date. IFRS 9 uses a single approach to determine whether a financial asset is classified and measured at amortized cost or fair value. The classification and measurement of financial assets is based on the Company’s business models for managing its financial assets and whether the contractual cash flows represent solely payments for principal and interest.

Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward in IFRS 9.

***Basis of Measurement***

The Company’s condensed consolidated interim financial statements have been prepared on the historical cost basis except for the revaluation of certain financial assets and financial liabilities to fair value. The condensed consolidated interim financial statements are presented in Canadian dollars unless otherwise stated.

**HANSA RESOURCES LIMITED**  
**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
**FOR THE NINE MONTHS ENDED MARCH 31, 2019**  
*(Unaudited - Expressed in Canadian Dollars)*

---

**3. Subsidiaries**

As at March 31, 2019 the subsidiaries of the Company are as follows:

<u>Company</u>	<u>Location of Incorporation</u>	<u>Ownership Interest</u>
Altynor Resources LLP	Kazakhstan	90%
Altyn-Komir LLP	Kazakhstan	90%

**4. Assignment of Zhumba Property**

The Company had previously identified the Zhumba gold prospect (the “Zhumba Property”), which consisted of two claims located in the Kokepektinsky and Ulansky districts in eastern Kazakhstan, and worked to deal with all government agencies in regards to obtaining title to the Zhumba Property. After extensive negotiations, in fiscal 2017 the Company was advised that the concession to the Zhumba Property had been granted. On June 23, 2017 the Company completed all conditions precedent and finalized the farm out of its 90% interest in the Zhumba Property to Kazzinc Limited. As consideration the Company received payment of \$797,436 in fiscal 2017. The Company will also receive a 1.9% net smelter return royalty on the 90% interest from production at the Zhumba Property.

The Company is obligated to pay US \$100,000 to the former owner of the Zhumba Property. As at March 31, 2019 the Company has recorded \$133,630 (June 30, 2018 - \$131,680) in accounts payable and accrued liabilities. See also Note 10 (iii).

**5. Deposit**

On February 1, 2018 the Company entered into a mineral property option agreement (the “Option Agreement”) with Poseidon Offshore Minerals Inc. (“Poseidon”). Poseidon had applied for an offshore mineral reconnaissance license (the “License”) to explore for gold, diamonds and heavy minerals on the continental shelf of Ghana. Pursuant to the Option Agreement, Poseidon granted to the Company an exclusive option to acquire 60% of Poseidon’s direct and indirect interest in and to the License, which would represent a 54% interest in the License taking into account the interests of the Government of Ghana. To earn the interest the Company will be required to fund work programs totaling US \$4,000,000 over the 36 month period following the effective date, of which \$136,070 (US \$100,000) (the “Option Advance”) has been paid by the Company.

During fiscal 2018 the Company made a deposit of \$131,680 (US \$100,000) (the “License Deposit”) to the Government of Ghana, Minerals Commission in respect to the review process for the granting of the License.

In August 2018 the Company was informed of delays in the License process which impacted the Company’s ability to conduct a financing. As there is no time table for the granting of the License the Company received a refund of the License Deposit in October 2018, and accordingly, during fiscal 2018 the Company determined to record a write-off of the Option Advance of \$136,070.

**HANSA RESOURCES LIMITED**  
**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
**FOR THE NINE MONTHS ENDED MARCH 31, 2019**  
*(Unaudited - Expressed in Canadian Dollars)*

---

**6. Share Capital**

(a) *Authorized Share Capital*

The Company's authorized share capital consists of an unlimited number of common shares without par value. All issued common shares are fully paid. In addition the Company also has an unlimited number of preferred shares without par value.

(b) *Reconciliation of Changes in Share Capital*

There were no equity financings conducted by the Company during the nine months ended March 31, 2019 or fiscal 2018.

(c) *Share Option Plan*

The Company has established a rolling share option plan (the "Plan"), in which the maximum number of common shares which can be reserved for issuance under the Plan is 10% of the issued and outstanding shares of the Company. The minimum exercise price of the options is set at the Company's closing share price on the day before the grant date, less allowable discounts. Options granted may be subject to vesting provisions as determined by the Board of Directors and have a maximum term of five years.

No share options were granted or vested during during the nine months ended March 31, 2019 and 2018.

A summary of the Company's share options at March 31, 2019 and 2018, and the changes for the periods ended on those dates, is as follows:

	2019		2018	
	Number of Options Outstanding	Weighted Average Exercise Price \$	Number of Options Outstanding	Weighted Average Exercise Price \$
Balance, beginning and end of period	4,000,000	0.05	4,000,000	0.05

As at March 31, 2019 options to purchase 4,000,000 common shares were outstanding and exercisable at an exercise price of 0.05 per share expiring April 22, 2019.

See also Note 10.

**7. Related Party Disclosures**

A number of key management personnel, or their related parties, hold positions in other entities that result in them having control or significant influence over the financial or operating policies of those entities. Certain of these entities transacted with the Company during the reporting period. The Company has determined that key management personnel consists of members of the Company's Board of Directors and Executive Officers.

(a) During the nine months ended March 31, 2019 the Company incurred \$81,000 (2018 - \$81,000) for executive management compensation to key management personnel. As at March 31, 2019, \$12,005 (June 30, 2018 - \$27,005) remained unpaid and has been included in accounts payable and accrued liabilities.

(b) During the nine months ended March 31, 2019 the Company incurred a total of \$11,050 (2018 - \$13,600) with Chase Management Ltd. ("Chase"), a private corporation owned by the CFO of the Company, for accounting and administrative services provided by Chase personnel, excluding the CFO, and \$3,015 (2018 - \$3,015) for rent. As at March 31, 2019, \$585 (June 30, 2018 - \$3,335) remained unpaid and has been included in accounts payable and accrued liabilities.

**HANSA RESOURCES LIMITED**  
**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
**FOR THE NINE MONTHS ENDED MARCH 31, 2019**  
*(Unaudited - Expressed in Canadian Dollars)*

**8. Financial Instruments and Risk Management**

*Categories of Financial Assets and Financial Liabilities*

Financial instruments are classified into one of the following categories: FVTPL; amortized cost; fair value through other comprehensive income (“FVOCI”); and other financial liabilities. The carrying values of the Company’s financial instruments are classified into the following categories:

Financial Instrument	Category	March 31, 2019 \$	June 30, 2018 \$
Cash	FVTPL	765,288	832,767
Accounts payable and accrued liabilities	Amortized cost	(254,688)	(298,718)

The Company’s financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

Level 1 - Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and value to provide pricing information on an ongoing basis.

Level 2 - Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the market place.

Level 3 - Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

The recorded amounts for accounts payable and accrued liabilities approximate their fair value due to their short-term nature. The Company’s fair value of cash under the fair value hierarchy are measured using Level 1 inputs.

The Company’s risk exposures and the impact on the Company’s financial instruments are summarized below:

*Credit Risk*

Credit risk is the risk of loss associated with a counterparty’s inability to fulfill its payment obligations. The Company’s credit risk is primarily attributable to cash. Management believes that the credit risk concentration with respect to financial instruments included in cash is remote.

*Liquidity Risk*

Liquidity risk is the risk that the Company will not have the resources to meet its obligations as they fall due. The Company manages this risk by closely monitoring cash forecasts and managing resources to ensure that it will have sufficient liquidity to meet its obligations. All of the Company’s financial liabilities are classified as current and are anticipated to mature within the next fiscal period. The following table is based on the contractual maturity dates of financial assets and the earliest date on which the Company can be required to settle financial liabilities.

	Contractual Maturity Analysis at March 31, 2019				
	Less than 3 Months \$	3 - 12 Months \$	1 - 5 Years \$	Over 5 Years \$	Total \$
Cash	765,288	-	-	-	765,288
Accounts payable and accrued liabilities	(254,688)	-	-	-	(254,688)

**HANSA RESOURCES LIMITED**  
**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
**FOR THE NINE MONTHS ENDED MARCH 31, 2019**  
*(Unaudited - Expressed in Canadian Dollars)*

---

**8. Financial Instruments and Risk Management (continued)**

*Market Risk*

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. These fluctuations may be significant.

(a) Interest Rate Risk

The Company is exposed to interest rate risk to the extent that the cash bears floating rates of interest. The interest rate risk on cash and on the Company's obligations are not considered significant.

(b) Foreign Currency Risk

The Company's operating expenses are incurred in Canadian Dollars. The Company maintains a US Dollar bank account in Canada to support the cash needs of its foreign operations. The fluctuation of the Canadian Dollar in relation to the US Dollar will have an impact upon the profitability of the Company and the value of the Company's assets and the amount of shareholders' equity. The Company has not entered into any agreements or purchased any instruments to hedge possible currency risks. At March 31, 2019, 1 Canadian Dollar was equal to \$0.75 US Dollar.

Balances are as follows:

	US Dollar	CDN \$ Equivalent
Cash	556,305	741,739
Accounts payable and accrued liabilities	<u>(101,198)</u>	<u>(134,931)</u>
	<u>455,107</u>	<u>606,808</u>

Based on the net exposures as of March 31, 2019 and assuming that all other variables remain constant, a 10% fluctuation on the Canadian Dollar against the US Dollar would result in the Company's net loss being approximately \$62,000 higher (or lower).

*Capital Management*

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition and exploration of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company defines capital that it manages as share capital, cash and cash equivalents and short-term investments. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

**9. Segmented Information**

The Company operates in one reportable segment, the exploration and development of unproven exploration and evaluation assets. The Company is in the exploration stage and has no reportable segment revenues or operating results.

**HANSA RESOURCES LIMITED**  
**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
**FOR THE NINE MONTHS ENDED MARCH 31, 2019**  
*(Unaudited - Expressed in Canadian Dollars)*

---

**9. Segmented Information** (continued)

The Company's total assets and operations are segmented geographically as follows:

	<u>March 31, 2019</u>		
	<u>Canada</u>	<u>Kazakhstan</u>	<u>Total</u>
	\$	\$	\$
Total assets	<u>708,280</u>	<u>66,815</u>	<u>775,095</u>
Net loss for the period	<u>(169,456)</u>	<u>-</u>	<u>(169,456)</u>
	<u>June 30, 2018</u>		
	<u>Canada</u>	<u>Ghana</u>	<u>Kazakhstan</u>
	\$	\$	\$
Total assets	<u>791,061</u>	<u>131,680</u>	<u>65,840</u>
Net loss for the year	<u>(329,718)</u>	<u>(136,070)</u>	<u>(40,194)</u>
	<u>(505,982)</u>		

**10. Events after the Reporting Period**

Subsequent to March 31, 2019:

- (i) stock options to purchase 4,000,000 common shares at an exercise price of \$0.05 per share expired without exercise;
- (ii) the Company granted stock options to purchase 4,000,000 common shares at an exercise price of \$0.05 per share expiring April 23, 2024; and
- (iii) the Company paid US \$50,000 to the former owner of the Zhumba Property.