A copy of this preliminary short form prospectus has been filed with the securities regulatory authorities in each of the provinces and territories of Canada, except the Province of Québec, but has not yet become final for the purpose of the sale of securities. Information contained in this preliminary short form prospectus may not be complete and may have to be amended. The securities may not be sold until a receipt for the short form prospectus is obtained from the securities regulatory authorities.

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise. This short form prospectus constitutes a public offering of these securities only in those jurisdictions where they may be lawfully offered for sale and therein only by persons permitted to sell such securities.

*The securities and underlying securities offered under this short form prospectus have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**U.S. Securities Act**"), or any state securities laws, and may not be offered or sold to, or for the account or benefit of, persons in the United States of America, its territories and possessions, any state of the United States or the District of Columbia (collectively, the "**United States**") or U.S. persons (as such term is defined in Regulation S under the U.S. Securities Act ("**U.S. Persons**")) unless exemptions from the registration requirements of the U.S. Securities Act and applicable state securities laws are available. This short form prospectus does not constitute an offer to sell or a solicitation of an offer to buy any of the securities offered hereby within the United States or to, or for the account or benefit of persons within the United States or U.S. Persons. See "Plan of Distribution".*

***Information has been incorporated by reference in this short form prospectus from documents filed with securities commissions or similar authorities in each of the provinces and territories of Canada, except the Province of Québec**. Copies of the documents incorporated herein by reference may be obtained on request without charge from the Corporate Secretary of Integra Resources Corp. at Suite 1050, 400 Burrard Street, Vancouver, British Columbia, V6C 3A6, telephone (604) 416-0576, and are also available electronically at www.sedar.com.*

PRELIMINARY SHORT FORM PROSPECTUS

New Issue

October 19, 2018

INTEGRA RESOURCES

INTEGRA RESOURCES CORP.

12,500,000 Shares

$10,000,000

This short form prospectus (the "**Prospectus**") qualifies the distribution (the "**Offering**") of 12,500,000 common shares (the "**Shares**") in the capital of Integra Resources Corp. ("**Integra**" or the "**Corporation**") at a price of $0.80 per Share (the "**Offering Price**"). The Shares will be issued pursuant to an underwriting agreement (the "**Underwriting Agreement**") dated October 19, 2018, between the Corporation, Raymond James Ltd. ("**Lead Underwriter**"), PI Financial Corp., BMO Nesbitt Burns Inc. and GMP Securities L.P. (together with the Lead Underwriter, the "**Underwriters**"). See "Plan of Distribution".

The issued and outstanding common shares of the Corporation (the "**Common Shares**") are listed and posted for trading on the TSX Venture Exchange (the "**TSXV**") under the symbol "ITR". On October 15, 2018, the last full trading day prior to the announcement of the Offering, the closing price per Common Share on the TSXV was $0.85. The Corporation has applied to list the Common Shares distributed under this Prospectus on the TSXV. Listing will be subject to the Corporation fulfilling all of the requirements of the TSXV.

	Price: $0.80 per Share		
	Price to the Public	**Underwriters' Fee**(2)	**Net Proceeds to the Corporation**(3)
Per Share(1) …...…………	$0.80	$0.041	$0.752
Total …………………...	$10,000,000	$510,000	$9,400,000

(1) The Offering Price was determined by arm's length negotiation between the Lead Underwriter, on behalf of the Underwriters, and the Corporation, with reference to the prevailing market price of the Common Shares on the TSXV.

(2) In consideration for the services rendered by the Underwriters in connection with the Offering, the Underwriters will be paid an aggregate cash fee of $510,000, representing: (i) 6% of the proceeds of the Offering, other than the President's List (defined below), in the amount of $420,000; and (ii) 3% of the proceeds of Shares sold to the president's list, which will not exceed an

amount of $3,000,000 (the "**President's List**"), in the amount of $90,000 (plus any gross proceeds raised on exercise of the Over-Allotment Option (as defined below)) (collectively, the "**Underwriters' Fee**").

(3) After deducting the Underwriters' Fee and a finder's fee of $90,000 representing 3% of the proceeds from Shares sold to the President's List (the "**Finder's Fee**"), but before deducting expenses of the Offering, including in connection with the preparation and filing of this Prospectus, which are estimated to be $250,000, which will be paid from the gross proceeds of the Offering.

The Corporation has granted the Underwriters an over-allotment option (the "**Over-Allotment Option**"), exercisable in whole or in part, at any time and from time to time, in the sole discretion of the Underwriters, for a period of 30 days from the closing of the Offering, to purchase up to an additional amount of Shares equal to 15% of the Shares sold pursuant to the Offering, being 1,875,000 Shares (the "**Over-Allotment Shares**"), at the Offering Price, to cover over-allotments, if any, and for market stabilization purposes. The grant of the Over-Allotment Option and the Over-Allotment Shares is hereby qualified for distribution under this Prospectus. A purchaser who acquires Over-Allotment Shares issuable on the exercise of the Over-Allotment Option, forming part of the Underwriters' over-allocation position, acquires such Over-Allotment Shares under this Prospectus regardless of whether the over-allocation position is ultimately filled through the exercise of the Over-Allotment Option or secondary market purchases. If the Over-Allotment Option is exercised in full, the total "Price to the Public", "Underwriters' Fee", "Finder's Fee" and "Net Proceeds" to the Corporation (before payment of the expenses of the Offering) will be approximately $11,500,000, $600,000, $90,000 and $10,810,000, respectively. See "Plan of Distribution" and the table below:

Underwriters' Position	Number of Over-Allotment Securities Available	Exercise Period	Exercise Price
Over-Allotment Option(1)	1,875,000 Over-Allotment Shares	Up to 30 days from closing of the Offering	$0.80 per Over-Allotment Share

(1) This Prospectus qualifies the grant of the Over-Allotment Option and the distribution of all securities issuable thereunder. See "Plan of Distribution".

Unless the context otherwise requires, when used herein, all references to the "Offering" and "Shares" assumes the exercise of the Over-Allotment Option and includes all securities issuable thereunder.

Investing in the Shares is speculative and involves significant risks that should be carefully considered by prospective investors before purchasing such securities. The risks outlined in this Prospectus and in the documents incorporated by reference herein should be carefully reviewed and considered by prospective investors in connection with an investment in such securities. See "Risk Factors".

The Underwriters, as principals, conditionally offer the Shares, subject to prior sale, if, as and when issued by the Corporation and accepted by the Underwriters in accordance with the conditions contained in the Underwriting Agreement referred to under "Plan of Distribution" and subject to the approval of certain legal matters on behalf of the Corporation by Cassels Brock & Blackwell LLP and on behalf of the Underwriters by Blake, Cassels & Graydon LLP.

Subscriptions for Shares will be received subject to rejection or allotment in whole or in part and the right is reserved to close the subscription books at any time without notice. Closing of the Offering is expected to take place on or about November 6, 2018, or on such other date as may be agreed upon by the Corporation and the Underwriters and, in any event, on or before a date not later than 42 days after the date of the receipt for the final short form prospectus (the "**Closing Date**"). Other than Shares issued in the United States or to, or for the account or benefit of, U.S. Persons that are "accredited investors" as defined under Regulation D under the U.S. Securities Act ("**Accredited Investors**"), if any, it is expected that the Corporation will arrange for an instant deposit of the Shares to or for the account of the Underwriters with CDS Clearing and Depository Services Inc. ("**CDS**") on the Closing Date, against payment of the aggregate purchase price for the Shares. Unless the Corporation and the Underwriters agree to complete an electronic delivery, the Shares, if any, issued in the United States or to, or for the account or benefit of, U.S. Persons that are Accredited Investors will be in the form of definitive certificates delivered to the holders thereof. A purchaser of Shares located outside of the United States will receive only a customer confirmation from the registered dealer through which the Shares are purchased.

Subject to applicable laws, the Underwriters may, in connection with the Offering, effect transactions intended to stabilize or maintain the market price of the Common Shares at levels other than those which might otherwise prevail in the open market. Such transactions, if commenced, may be discontinued at any time. **After the Underwriters have made reasonable efforts to sell all of the Shares at the Offering Price, the Offering Price may be decreased, and further**

changed from time to time, to an amount not greater than the Offering Price. Any such reduction will not affect the proceeds received by the Corporation. See “Plan of Distribution”.

Prospective investors are advised to consult their own tax advisors regarding the application of Canadian federal income tax laws to their particular circumstances, as well as any other provincial, territorial, local, foreign and other tax consequences of acquiring, holding or disposing of Shares.

Integra has prepared its financial statements, incorporated herein by reference, in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (“**IFRS**”) which is incorporated within Part 1 of the CPA Canada Handbook – Accounting, and its consolidated financial statements are subject to Canadian generally accepted auditing standards and auditor independence standards.

Unless otherwise indicated, all references to “$”, “C$” or “dollars” in this Prospectus refer to Canadian dollars.

The registered, head and principal office of the Corporation is located at Suite 1050, 400 Burrard Street, Vancouver, British Columbia, V6C 3A6.

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ABOUT THIS PROSPECTUS

Unless otherwise noted or the context indicates otherwise, the "**Corporation**" and "**Integra**" refer to Integra Resources Corp. and its subsidiaries.

Readers should rely only on information contained or incorporated by reference in this Prospectus. The Corporation has not authorized anyone to provide the reader with different information. The Corporation and the Underwriters are not making an offer to sell or seeking offers to buy the Shares in any jurisdiction where the offer or sale is not permitted. Prospective purchasers should assume that the information appearing or incorporated by reference in this Prospectus is accurate only as at the respective dates thereof, regardless of the time of delivery of the Prospectus or of any sale of the Shares. The Corporation's business, financial condition, results of operations and prospects may have changed since that date. The Corporation does not undertake to update the information contained or incorporated by reference herein, except as required by applicable securities laws.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This Prospectus contains "forward-looking statements" or "forward-looking information" within the meaning of applicable securities legislation (collectively referred to herein as "**forward-looking information**" or "**forward-looking statements**"). Forward-looking statements are included to provide information about management's current expectations and plans that allows investors and others to get a better understanding of the Corporation's operating environment, the business operations and financial performance and condition. Forward-looking information is provided as of the date of this Prospectus and the Corporation does not intend, and does not assume any obligation, to update this forward-looking information, except as required by law.

Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often, but not always, identified by words or phrases such as "expects", "is expected", "anticipates", "believes", "plans", "projects", "estimates", "assumes", "intends", "strategy", "goals", "objectives", "potential", "possible" or variations thereof or stating that certain actions, events, conditions or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved (or the negative of any of these terms and similar expressions) are not statements of fact and may be forward-looking statements. Forward-looking statements include, but are not limited to, statements regarding the use of proceeds of the Offering; the timing for completion of the Offering; the estimation of mineral resources; proposed exploration plans and expected results of exploration from the DeLamar Project (as defined herein); Integra's ability to obtain licenses, permits and regulatory approvals required to implement expected future exploration plans; changes in commodity prices and exchange rates; and currency and interest rate fluctuations.

Forward-looking statements are necessarily based upon a number of factors and assumptions that, if untrue, could cause actual results, performance or achievements to be materially different from future results, performance or achievements expressed or implied by such statements. Forward-looking statements are based upon a number of estimates and assumptions that, while considered reasonable by the Corporation at this time, are inherently subject to significant business, economic and competitive uncertainties and contingencies that may cause the Corporation's actual financial results, performance, or achievements to be materially different from those expressed or implied herein. Some of the material factors or assumptions used to develop forward-looking statements include, without limitation, the future price of gold and silver, anticipated costs and the Corporation's ability to fund its programs, the Corporation's ability to carry on exploration and development activities, the timing and results of drilling programs, the discovery of additional mineral resources on the Corporation's mineral properties, the timely receipt of required approvals and permits, including those approvals and permits required for successful project permitting, construction and operation of projects, the costs of operating and exploration expenditures, the Corporation's ability to operate in a safe, efficient and effective manner and the Corporation's ability to obtain financing as and when required and on reasonable terms.

Forward-looking statements are subject to a variety of known and unknown risks, uncertainties and other factors that could cause actual events or results to differ from those expressed or implied. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Certain important factors that could cause actual results, performance or achievements to differ materially from those in the forward-looking statements include, among others: (i) access to additional capital; (ii) net proceeds of the Offering may be reallocated; (iii) volatility in the market price of the Corporation's securities; (iv) future sales of the Corporation's securities; (v) dilution of shareholder's holdings; (vi) negative operating cash flow; (vii) failure to obtain required regulatory and stock exchange approvals with respect to the Offering; (viii) uncertainty and variations in the estimation of mineral resources; (ix) health, safety and environmental risks; (x) success of exploration, development and operations activities; (xi) delays in obtaining or failure to obtain governmental permits, or non-compliance with permits; (xii) delays in getting access from surface rights owners; (xiii) the fluctuating price of gold and silver; (xiv) assessments by taxation authorities; (xv) uncertainties related to title to mineral properties; and (xvi) the Corporation's ability to identify, complete and successfully integrate acquisitions.

This list is not exhaustive of the factors that may affect any of the Corporation's forward-looking statements. Although the Corporation believes its expectations are based upon reasonable assumptions and have attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. See the section entitled "Risk Factors" below, and in the section entitled "Risk Factors" in the Corporation's annual information form for the year ended December 31, 2017 dated April 13, 2018 and incorporated by reference herein, for additional risk factors that could cause results to differ materially from forward-looking statements.

Investors are cautioned not to put undue reliance on forward-looking statements. The forward-looking statements contained herein are made as of the date of this Prospectus and, accordingly, are subject to change after such date. The Corporation disclaims any intent or obligation to update publicly or otherwise revise any forward-looking statements or the foregoing list of assumptions or factors, whether as a result of new information, future events or otherwise, except in accordance with applicable securities laws. Investors are urged to read the Corporation's filings with Canadian securities regulatory agencies, which can be viewed online under the Corporation's profile on the System for Electronic Document Analysis and Retrieval ("**SEDAR**") at *www.sedar.com*.

ELIGIBILITY FOR INVESTMENT

In the opinion of Cassels Brock & Blackwell LLP, counsel to the Corporation, and Blake, Cassels & Graydon LLP, counsel to the Underwriters, based on the current provisions of the *Income Tax Act* (Canada) (the "**Tax Act**") and the regulations thereunder, in force as of the date hereof, the Shares if issued on the date hereof, would be qualified investments for trusts governed by a registered retirement savings plan, registered retirement income fund, registered education savings plan, registered disability savings plan, tax-free savings account (collectively referred to as "**Registered Plans**") or a deferred profit sharing plan ("**DPSP**"), provided that the Shares are listed on a designated stock exchange in Canada for the purposes of the Tax Act (which currently includes Tiers 1 and 2 of the TSXV) or the Corporation qualifies as a "public corporation" (as defined in the Tax Act).

Notwithstanding the foregoing, the holder of, or annuitant or subscriber under, a Registered Plan (the "**Controlling Individual**") will be subject to a penalty tax in respect of Shares held in the Registered Plan if such securities are a prohibited investment for the particular Registered Plan. A Share generally will be a "prohibited investment" for a Registered Plan if the Controlling Individual does not deal at arm's length with the Corporation for the purposes of the Tax Act or the Controlling Individual has a "significant interest" (as defined in subsection 207.01(4) the Tax Act) in the Corporation. Controlling Individuals should consult their own tax advisors as to whether the Shares will be a prohibited investment in their particular circumstances.

Persons who intend to hold Shares in a Registered Plan, should consult their own tax advisors in regard to the application of these rules in their particular circumstances.

DOCUMENTS INCORPORATED BY REFERENCE

Information has been incorporated by reference into this Prospectus from documents filed with the securities commissions or similar authorities in each of the provinces and territories of Canada, except the Province of Québec. Copies of the documents incorporated herein by reference may be obtained on request without charge from the Corporate Secretary of Integra Resources Corp. at Suite 1050, 400 Burrard Street, Vancouver, British Columbia, V6C 3A6, telephone (604) 416-0576, and are also available electronically under the Corporation's profile at *www.sedar.com*. The filings of the Corporation through SEDAR are not incorporated by reference in this Prospectus except as specifically set out herein.

The following documents, filed by the Corporation with the securities commissions or similar authorities in each of the provinces and territories of Canada, except the Province of Québec, are specifically incorporated by reference into, and form an integral part of, this Prospectus:

(a) the annual information form of the Corporation dated April 13, 2018 for the financial year ended December 31, 2017 (the "**Annual Information Form**");

(b) the Corporation's audited consolidated financial statements as at and for the financial years ended December 31, 2017 and December 31, 2016, and related notes thereto, together with the independent auditors' report thereon;

(c) the management's discussion and analysis for the financial year ended December 31, 2017;

(d) the Corporation's unaudited condensed consolidated interim financial statements as at and for the three and six month periods ended June 30, 2018 and June 30, 2017, and related notes thereto (the "**Interim Financial Statements**");

(e) the management's discussion and analysis for the three and six month periods ended June 30, 2018 (the "**Interim MD&A**");

(f) the management information circular of the Corporation dated May 14, 2018 in connection with the annual general meeting of shareholders of the Corporation held on June 26, 2018;

(g) the material change report of the Corporation dated February 16, 2018 related to the Corporation's completion of a maiden inferred mineral resource estimate at its Florida Mountain Gold and Silver Deposit; and

(h) the material change report of the Corporation dated October 18, 2018 related to the Offering.

Any statement contained in this Prospectus or in a document incorporated or deemed to be incorporated by reference herein will be deemed to be modified or superseded for purposes of this Prospectus to the extent that a statement contained in this Prospectus or in any other subsequently filed document which also is, or is deemed to be, incorporated by reference into this Prospectus modifies, replaces or supersedes that statement. The modifying or superseding statement need not state that it has modified or superseded a prior statement or include any other information set forth in the document that it modifies or supersedes. The making of a modifying or superseding statement shall not be deemed an admission for any purposes that the modified or superseded statement when made, constituted a misrepresentation, an untrue statement of a material fact or an omission to state a material fact that is required to be stated or that is necessary to prevent a statement that is made from being false or misleading in the circumstances in which it was made. Any statement so modified or superseded shall not be deemed, except as so modified or superseded, to constitute part of this Prospectus.

Any document of the type required to be incorporated into the Prospectus by item 11.1 of Form 44-101F1 *Short Form Prospectus Distributions* (excluding confidential material change reports and excluding those portions of documents that are not required pursuant to National Instrument 44-101 *Short Form Prospectus Distributions* to be incorporated by reference herein) filed by the Corporation after the date of this Prospectus and before the termination of the distribution of the Offering are deemed to be incorporated by reference in this Prospectus.

MARKETING MATERIALS

Any "template version" of any "marketing materials" (as defined in National Instrument 41-101 *General Prospectus Requirements*) that are used by the Underwriters in connection with the Offering are not part of this Prospectus to the extent that the contents of any template version of the marketing materials have been modified or superseded by a statement contained in this Prospectus. Any template version of any other marketing materials filed under the Corporation's profile on SEDAR at *www.sedar.com* after the date of this Prospectus but before the termination of the distribution under the Offering (including any amendments to, or an amended version of, the marketing materials) is deemed to be incorporated by reference in this Prospectus.

THE CORPORATION

Integra is a mineral exploration company, whose Common Shares are listed on the TSXV and in the United States on the OTCQX. The Corporation's principal asset is the DeLamar Project, a mineral exploration project located in the heart of the historic Owyhee County mining district in south western Idaho (the "**DeLamar Project**"). The DeLamar Project consists of the neighbouring DeLamar and Florida Mountain Deposits and was formerly operated as a gold and silver mine. The primary focus of the Corporation is the advancement of its DeLamar Project. Please refer to the Annual Information Form for a detailed description of the Corporation and its business.

Recent Developments

The first exploration program in over 25 years is currently underway on the DeLamar Project with more than 20,000 meters planned for 2018. As of October 15, 2018, the Corporation has drilled 20,314m, including 10,321m of Reverse Circulation ("**RC**") drilling and 9,993m of diamond core drilling. Drilling highlights include:

Drill Hole Number	**Assay Result**
IDM18_007	1.20 g/t AuEq over 150.88 m
IDM18_008	1.05 g/t AuEq over 91.44 m
IDM18_005	1.19 g/t AuEq over 140. 21 m
IDM-18-014	2.16 g/t AuEq over 220.98 m
Including	4.14 g/t AuEq over 73.15 m
IDM-18-011	1.74 g/t AuEq over 198.12 m
Including	8.95 g/t AuEq over 10.67 m
Including	7.49 g/t AuEq over 12.19 m
IDM18_052	1.33 g/t AuEq over 195.99 m
including	5.40 g/t AuEq over 10.51 m
including	10.58 g/t AuEq over 7.31 m
including	11.45 g/t AuEq over 2.29 m
IDM18_046	1.41 AuEq g/t over 144.78 m
including	12.69 g/t AuEq over 9.15 m
IDM18_047	1.21 AuEq g/t over 179.83 m
IDM18_048	0.74 g/t AuEq over 327.66 m
IFM18_012	13.94 g/t AuEq over 3.05 m
IFM18_026A	10.57 g/t AuEq over 2.74 m
IFM18_012	3.20 g/t AuEq over 19.51 m
IDM18_066	3.33 g/t AuEq over 30.48 m
including	13.00 g/t AuEq over 4.57 m

The Corporation has also commenced a metallurgical testwork program at the DeLamar Project. The program is intended to support the preparation of a preliminary economic assessment, with three principal objectives:

- To establish the milling characteristics of mineralization from the DeLamar and Florida Mountain Deposits.
- To establish the amenability of different mineralization types from both the DeLamar and Florida Mountain Deposits to potential heap leaching.
- To provide the Corporation with information to establish future "trade-off" parameters of using one or both of the above means of gold-silver extraction on the DeLamar Project.

For further information regarding Integra and the DeLamar Project, see the Annual Information Form and other documents incorporated by reference in this Prospectus available at *www.sedar.com* under the Corporation's profile.

CONSOLIDATED CAPITALIZATION

There have been no material changes in the consolidated capitalization of the Corporation since the Interim Financial Statements. The following table shows the consolidated capitalization of the Corporation as at the date of the Corporation's Interim Financial Statements and as at such date, on an adjusted basis, after giving effect to the Offering. The following table should be read in conjunction with the Interim Financial Statements and Interim MD&A, each of which are incorporated by reference into this Prospectus:

	Interim Financial Statements		
	As at June 30, 2018	**As at June 30, 2018 After Giving Effect to the Offering(1)(2)(4)**	**As at June 30, 2018 After Giving Effect to the Offering(1)(3)(4)**
Share Capital	$45,934,888	$60,390,888	$61,800,888
(Authorized unlimited)	56,064,911 Common Shares	75,439,911 Common Shares	77,314,911 Common Shares
Cash	$8,348,656	$22,804,656	$24,214,656

(1) After deducting the Underwriters' Fee, Finder's Fee and estimated expenses of the Offering.
(2) Assuming no exercise of the Over-Allotment Option.
(3) Assuming full exercise of the Over-Allotment Option.
(4) Assuming the sale of up to 6,875,000 Special Warrants (as defined under "Other Matters") pursuant to the Non-Brokered Offering (as defined and described under "Other Matters") and includes Common Shares to be issued upon conversion of the Special Warrants.

USE OF PROCEEDS

The net proceeds to the Corporation from the Offering and Non-Brokered Offering, after deducting the Underwriters' Fee, the Finder's Fee and the estimated expenses of the Offering (estimated expenses to be $250,000), will be approximately $14,456,000, or approximately $15,866,000 if the Over-Allotment Option is exercised in full.

The net proceeds from the Offering, assuming no exercise of the Over-Allotment Option, will be used as follows:

Use of Proceeds	**Approximately (C$ MM)**
General and administrative	**$2.2**
Exploration (DeLamar and Florida Mtn)	
Drilling (core, RC)	**$4.5.**
Engineering (Revised 43-101 and PEA)	**$0.7**
Other (field costs, geology work, land acquisition, site G&A, geophysics, metallurgy work, etc.)	**$1.6**
	$6.8
Payment to Kinross Gold U.S.A., Inc.(1)	**$4.5**
Site Ongoing Environmental Monitoring / Water Treatment	**$1.0**
Total:	**$14.5**

(1) Payable on May 3, 2019 pursuant to promissory note dated November 3, 2017.

The Corporation intends to spend the available funds as set forth above based on plans approved by the Board of Directors and consistent with established internal control guidelines. The anticipated use of net proceeds of the Offering as detailed above is based on the best estimates prepared by management of the Corporation.

The above noted allocation represents the Corporation's intentions with respect to its use of proceeds based on current knowledge, planning and expectations of management of the Corporation. Actual expenditures may differ from the estimates set forth above. There may be circumstances where, for sound business reasons, a reallocation of funds may be deemed prudent or necessary. The actual amount that the Corporation spends in connection with each of the intended uses of proceeds may vary significantly from the amounts specified above and will depend on a number of factors, including those referred to under "Risk Factors".

Until applied, the net proceeds will be held as cash balances in the Corporation's bank account or invested in certificates of deposit and other instruments issued by banks or obligations of or guaranteed by the Government of Canada or any province thereof. Unallocated funds from the Offering will be added to the working capital of the Corporation, and will be expended at the discretion of management.

The Corporation will require additional financing over and above the Offering in order to meet its longer-term business objectives and there can be no assurances that such financing sources will be available as and when needed. Historically, capital requirements have been primarily funded through the sale of Common Shares. Factors that could affect the availability of financing include the progress and results of ongoing exploration at the DeLamar Project, the state of international debt and equity markets, and investor perceptions and expectations of the global gold and/or silver markets. There can be no assurance that such financing will be available in the amount required at any time or for any period or, if available, that it can be obtained on terms satisfactory to the Corporation. Based on the amount of funding raised, the Corporation's planned exploration or other work programs may be postponed, or otherwise revised, as necessary. See "Risk Factors Liquidity and Capital Resources".

The Corporation is in the exploration stage with no source of operating revenue and is dependent upon equity or debt financing to maintain its current operations. Accordingly, the Corporation had a negative operating cash flow for the year ended December 31, 2017; and for the six months ended June 30, 2018. The Corporation anticipates that negative operating cash flows will continue as long as it remains in the exploration stage. None of the proceeds from the Offering will be used to fund negative operating cash flows.

PLAN OF DISTRIBUTION

Pursuant to the Underwriting Agreement, the Underwriters have severally and not jointly, nor jointly and severally agreed to purchase, as principals, and the Corporation has agreed to sell, subject to compliance with all necessary legal requirements and pursuant to the terms and conditions of the Underwriting Agreement, on the Closing Date, not less than all of the Shares at the Offering Price, payable in cash to the Corporation against delivery of the Shares. In consideration for the services rendered by the Underwriters in connection with the Offering, the Underwriters will be paid a cash fee representing: (i) 6% of the proceeds of the Offering, other than the President's List, in the amount of $420,000; and (ii) 3% of the proceeds of Shares sold to the President's List in the amount of $90,000 (plus any gross proceeds raised on exercise of the Over-Allotment Option). The Corporation will also pay a Finder's Fee of $90,000 representing 3% of the proceeds from Shares sold to the President's List. The Offering Price was determined by negotiation between the Corporation and the Lead Underwriter with reference to the prevailing market price of the Common Shares.

The Corporation has granted the Underwriters the Over-Allotment Option, exercisable in whole or in part, at any time and from time to time, in the sole discretion of the Underwriters, for a period of 30 days from the Closing Date, to purchase up to an additional amount of Shares equal to 15% of the Shares sold pursuant to the Offering, being 1,875,000 Over-Allotment Shares, at the Offering Price, to cover over-allotments, if any, and for market stabilization purposes. The grant of the Over-Allotment Option and the Over-Allotment Shares issued upon exercise of the Over-Allotment Option are qualified for distribution under this Prospectus. A person who acquires Over-Allotment Shares issuable on the exercise of the Over-Allotment Option acquires such Over-Allotment Shares under this Prospectus regardless of whether the over-allotment position is ultimately filled through the exercise of the Over-Allotment Option or secondary market purchases. If the Over-Allotment Option is exercised in full, the total price to the public, the Underwriters' Fee, the Finder's Fee and the net proceeds to the Corporation (before payment of the expenses of the Offering) will be approximately $11,500,000, $600,000, $90,000 and $10,810,000, respectively.

Subscriptions will be received subject to rejection or allotment in whole or in part and the right is reserved to close the subscription books at any time without notice. Other than Shares issued in the United States or to, or for the account or benefit of, U.S. Persons that are Accredited Investors, if any, it is expected that the Corporation will arrange for an instant deposit of the Shares to or for the account of the Underwriters with CDS on the Closing Date, against payment of the aggregate purchase price for the Shares. Unless the Corporation and the Underwriters agree to complete an electronic delivery, the Shares, if any, issued in the United States or to, or for the account or benefit of, U.S. Persons that are Accredited Investors will be in the form of definitive certificates delivered to the holders thereof. A purchaser of Shares outside of the United States will receive only a customer confirmation from the registered dealer through which the Shares are purchased.

The obligations of the Underwriters under the Underwriting Agreement may be terminated at their discretion upon the occurrence of certain stated events. The Underwriters are, however, obligated to take up and pay for all of the Shares offered hereby if any of such Shares are purchased under the Underwriting Agreement. The Underwriting Agreement also provides that the Corporation will indemnify the Underwriters and their directors, officers, employees and shareholders against certain liabilities and expenses or will contribute to payments that the Underwriters may be required to make in respect thereof.

The Corporation has agreed in favour of the Underwriters that, during the period ending 90 days following the Closing Date, it will, not, without the prior written consent of the Lead Underwriter, which consent will not be unreasonably withheld, directly or indirectly issue, negotiate, announce or agree to sell or issue any Common Shares or securities or other financial instruments convertible into or having the right to acquire Common Shares, other than issuances (i) as contemplated in the Underwriting Agreement; (ii) pursuant to the grant of convertible awards in the normal course pursuant to the Company's employee equity incentive plan or issuance of securities pursuant to the exercise or conversion, as the case may be, of options or securities of the Company outstanding on the date of the Underwriting Agreement; (iii) an issuance of options or securities in connection with a bona fide acquisition by the Company (other than a direct or indirect acquisition, whether by way of one or more transactions, of an entity all or substantially all of the assets of which are cash, marketable securities or financial in nature or an acquisition that is structured primarily to defeat the intent of this provision); or (iv) pursuant to the Non-Brokered Offering.

The Corporation has also agreed to cause each of the directors and senior officers of the Corporation to enter into lock up agreements in form and substance satisfactory to the Lead Underwriter, evidencing their agreement to not, without the consent of the Lead Underwriter, which consent shall not be unreasonably withheld, offer, sell, transfer, pledge, assign, resell or otherwise dispose of (or announce any intention to do so) any securities of the Company held by them or agree to or announce any such offer or sale for a period of 90 days following the Closing Date, other than securities sold to satisfy tax obligations on the exercise of convertible securities of the Company held by such person as of the date of the Underwriting Agreement.

Certain of the Underwriters and their affiliates have performed investment banking, commercial banking and advisory services for the Corporation from time to time for which they have received customary fees and expenses. The Underwriters and their affiliates may, from time to time, engage in transactions with and perform services for the Corporation in the ordinary course of their business.

The Offering is being made in each of the provinces and territories of Canada, except the Province of Québec. The Shares will be offered in each of the relevant provinces and territories of Canada through those Underwriters or their affiliates who are registered to offer the Shares for sale in such provinces and such other registered dealers as may be designated by the Underwriters. Subject to applicable law, the Underwriters may offer the Shares in the United States and such other jurisdictions outside of Canada and the United States as agreed between the Corporation and the Underwriters.

The Shares to be issued pursuant to the Offering, have not been and will not be registered under the U.S. Securities Act, or any state securities laws, and may not be offered, sold or delivered within the United States or to, or for the account or benefit of, U.S. Persons, unless registered under the U.S. Securities Act and applicable state securities laws or an exemption therefrom is available. Each Underwriter and each of its United States broker-dealer affiliates ("**U.S. Affiliates**") has agreed that, except as permitted by the Underwriting Agreement and subject to all the agreements, covenants and restrictions set forth therein, it will not offer or sell the Shares, as part of its distribution at any time, within the United States or to, or for the account or benefit of, U.S. Persons and that all offers and sales of the Shares will otherwise be made outside of the United States in accordance with Rule 903 of Regulation S under the U.S. Securities Act. Terms used in this and the next paragraph have the meanings given to them in Regulation S under the U.S. Securities Act.

This Prospectus does not constitute an offer to sell, or a solicitation of an offer to buy, any of the Shares in the United States or to, or for the account or benefit of, U.S. Persons. In addition, until 40 days after the commencement of the Offering, an offer or sale of the Shares within the United States or to, or for the account or benefit of, a U.S. Person by any dealer, whether or not participating in the Offering, may violate the registration requirements of the U.S. Securities Act if such other offer or sale is made otherwise than in accordance with an available exemption from the registration requirements under the U.S. Securities Act. The Shares offered and sold in such circumstance will be restricted securities within the meaning of Rule 144(a)(3) under the U.S. Securities Act and any certificates representing such securities will bear or deemed to bear, as applicable, a legend to the effect that the securities represented thereby are not registered under the U.S. Securities Act and may only be offered, sold, pledged or otherwise transferred pursuant to certain exemptions from the registration requirements of the U.S. Securities Act, if available, and any other restrictions agreed to under the terms of any offer or sale that are applicable to such purchaser in the United States or to, or for the account or benefit of, such U.S. Persons.

Pursuant to policy statements of certain securities regulators, the Underwriters may not, throughout the period of distribution, bid for or purchase Common Shares. The foregoing restriction is subject to certain exceptions including: (a) a bid or purchase permitted under the Universal Market Integrity Rules for Canadian Marketplaces administered by the Investment Industry Regulatory Organization of Canada relating to market stabilization and passive market making activities, (b) a bid or purchase made for and on behalf of a customer where the order was not solicited during the period of the distribution, provided that the bid or purchase was for the purpose of maintaining a fair and orderly market and not engaged in for the purpose of creating actual or apparent active trading in, or raising the price of, such securities, or (c) a bid or purchase to cover a short position entered into prior to the commencement of a prescribed restricted period. Consistent with these requirements, and in connection with this distribution, the Underwriters may over-allot or effect transactions that stabilize or maintain the market price of the Common Shares at levels other than those which otherwise might prevail on the open market. If these activities are commenced, they may be discontinued by the Underwriters at any time. The Underwriters may carry out these transactions on the TSXV, in the over-the-counter market or otherwise.

The Underwriters propose to offer the Shares initially at the Offering Price specified. After the Underwriters have made reasonable efforts to sell all of the Shares at such price, the Offering Price may be decreased, and may be further changed from time to time, to an amount not greater than the Offering Price, and the compensation realized by the Underwriters will be decreased by the amount that the aggregate price paid by purchasers for the Shares is less than the gross proceeds to be paid by the Underwriters to the Corporation. However, in no event will the Corporation receive less than net proceeds of $0.752 per Share.

The Corporation has applied to list the Shares distributed under this Prospectus on the TSXV. Listing will be subject to the Corporation fulfilling all listing requirements of the TSXV.

DESCRIPTION OF SECURITIES BEING DISTRIBUTED

Common Shares

The Corporation is authorized to issue an unlimited number of the Common Shares. As of October 18, 2018 there were 56,064,911 Common Shares issued and outstanding. The holders of Common Shares are entitled to receive notice of and to attend any meeting of the shareholders of the Corporation and are entitled to one vote for each Common Share held (except at meetings at which only the holders of another class of shares are entitled to vote). The holders of Common Shares are entitled to receive dividends, on a *pro rata* basis, if, as and when declared by the Board of Directors and, subject to the prior satisfaction of all preferential rights, to participate rateably in the net assets of the Corporation in the event of any dissolution, liquidation or winding-up of the Corporation, whether voluntary or involuntary, or other distribution of assets of the Corporation among shareholders for the purposes of winding up its affairs. The Common Shares do not carry any pre-emptive, subscription, redemption or conversion rights, nor do they contain any sinking or purchase fund provisions.

While there are no restrictions precluding the Corporation from paying dividends, it has no source of cash flow, and anticipates using all available cash resources toward its stated business objectives. As such the Corporation does not anticipate the payment of dividends in the foreseeable future. At present, the Corporation's policy is to retain earnings, if any, to finance its business operations. The payment of dividends in the future will depend upon, among other factors, the Corporation's earnings, capital requirements and operating financial conditions.

CERTAIN CANADIAN FEDERAL INCOME TAX CONSIDERATIONS

The following is, as of the date hereof, a summary of the principal Canadian federal income tax considerations generally applicable to a purchaser who acquires Shares pursuant to this Offering. For purposes of this summary, references to Common Shares include Shares unless otherwise indicated. This summary applies only to a purchaser who is a beneficial owner of Common Shares acquired pursuant to this Offering and who, for the purposes of the Tax Act, and at all relevant times: (i) deals at arm's length with the Corporation and the Underwriters; (ii) is not affiliated with the Corporation or the Underwriters; and (iii) acquires and holds the Shares as capital property (a "**Holder**").

Common Shares will generally be considered to be capital property to a Holder unless they are held in the course of carrying on a business of trading or dealing in securities or were acquired in one or more transactions considered to be an adventure or concern in the nature of trade.

This summary is not applicable to a Holder: (i) that is a "financial institution" within the meaning of section 142.2 of the Tax Act; (ii) that is a "specified financial institution" as defined in the Tax Act; (iii) that has made a "functional currency" reporting election under section 261 of the Tax Act; (iv) an interest in which is, or for whom a Common Share would be, a "tax shelter investment" for the purposes of the Tax Act; (v) that has entered into or will enter into a "derivative forward agreement" or "synthetic disposition arrangement", each as defined in the Tax Act, in respect of Common Shares; or (vi) that is a corporation resident in Canada, and is or becomes (or does not deal at arm's length within the meaning of the Tax Act with a corporation resident in Canada that is or becomes) controlled by a non-resident corporation for purposes of the "foreign affiliate dumping" rules in section 212.3 of the Tax Act. Such Holders should consult their own tax advisors. In addition, this summary does not address the deductibility of interest otherwise incurred debt in connection with the acquisition of Shares.

This summary is based upon: (i) the current provisions of the Tax Act and the regulations thereunder ("**Regulations**") in force as of the date hereof; (ii) except as described below, all specific proposals ("**Proposed Amendments**") to amend the Tax Act or the Regulations that have been publicly announced by, or on behalf of, the Minister of Finance (Canada) prior to the date hereof; and (iii) counsel's understanding of the current published administrative policies and assessing practices of the Canada Revenue Agency ("**CRA**"). No assurance can be given that the Proposed Amendments will be enacted or otherwise implemented in their current form, if at all. If the Proposed Amendments are not enacted or otherwise implemented as presently proposed, the tax consequences may not be as described below in all cases. Other than the Proposed Amendments, this summary does not take into account or anticipate any changes in law, administrative policy or assessing practice, whether by legislative, regulatory, administrative, governmental or judicial decision or action, nor does it take into account the tax laws of any province or territory of Canada or of any jurisdiction outside of Canada.

This summary is of a general nature only, is not exhaustive of all possible Canadian federal income tax considerations and is not intended to be, nor should it be construed to be, legal or tax advice to any particular Holder. Accordingly, Holders should consult their own tax advisors with respect to their particular circumstances.

Holders Resident in Canada

This section of the summary applies to a Holder who, at all relevant times, is, or is deemed to be, resident in Canada for the purposes of the Tax Act ("**Resident Holder**"). Certain investors who are resident in Canada for purposes of the Tax Act and whose Common Shares might not constitute capital property may make, in certain circumstances, an irrevocable election permitted by subsection 39(4) of the Tax Act to deem the Common Shares, and every other "Canadian security" as defined in the Tax Act, held by such persons, in the taxation year of the election and each subsequent taxation year to be capital property.

Dividends

A Resident Holder will be required to include in computing its income for a taxation year any taxable dividends received or deemed to be received on the Common Shares.

In the case of a Resident Holder that is an individual (other than certain trusts), such dividends will be subject to the gross-up and dividend tax credit rules in the Tax Act applicable to taxable dividends received from taxable Canadian corporations (as defined in the Tax Act). Taxable dividends received from a taxable Canadian corporation which are designated by such corporation as "eligible dividends" will be subject to an enhanced gross-up and dividend tax credit regime in accordance with the rules in the Tax Act.

In the case of a Resident Holder that is a corporation, the amount of any such taxable dividend that is included in its income for a taxation year will generally be deductible in computing its taxable income for that taxation year. In certain circumstances a dividend or deemed dividend received by a Resident Holder that is a corporation may be treated as a capital gain or proceeds of disposition. Such Resident Holders should consult their own tax advisors in this regard.

A Resident Holder that is a "private corporation" or a "subject corporation", as defined in the Tax Act, will generally be liable to pay a refundable tax under Part IV of the Tax Act on dividends received on the Common Shares to the extent such dividends are deductible in computing the Resident Holder's taxable income for the year. A "subject corporation" is generally a corporation (other than a private corporation) resident in Canada and controlled directly or indirectly by or for the benefit of an individual (other than a trust) or a related group of individuals (other than trusts).

Dispositions of Common Shares

A Resident Holder who disposes of or is deemed to have disposed of a Common Share (other than in a disposition to the Corporation that is not a sale in the open market in the manner in which shares would normally be purchased by any member of the public in an open market) will generally realize a capital gain (or capital loss) in the taxation year of the disposition equal to the amount by which the proceeds of disposition of the Common Share net of any reasonable costs of disposition, are greater (or are less) than the adjusted cost base to the Resident Holder of the Common Share immediately before the disposition or deemed disposition. Such capital gain (or capital loss) will be subject to the tax treatment described below under "*Holders Resident in Canada - Taxation of Capital Gains and Capital Losses*".

Taxation of Capital Gains and Capital Losses

A Resident Holder will generally be required to include in computing its income for the taxation year of disposition, one-half of the amount of any capital gain (a "**taxable capital gain**") realized in such year. Subject to and in accordance with the provisions of the Tax Act, a Resident Holder will be required to deduct one-half of the amount of any capital loss (an "**allowable capital loss**") against taxable capital gains realized in the taxation year of disposition. Allowable capital losses in excess of taxable capital gains for the taxation year of disposition may be carried back and deducted in any of the three preceding taxation years or carried forward and deducted in any subsequent taxation year against net taxable capital gains realized in such years, to the extent and under the circumstances specified in the Tax Act.

The amount of any capital loss realized on the disposition or deemed disposition of a Common Share by a Resident Holder that is a corporation may, in certain circumstances, be reduced by the amount of dividends received or deemed to have been received by it on such Common Shares to the extent and under the circumstances specified in the Tax Act. Similar rules may apply where a corporation is a member of a partnership or a beneficiary of a trust that owns Common Shares, directly or indirectly, through a partnership or trust. Resident Holders to whom these rules may be relevant should consult their own tax advisors.

Other Income Taxes

A Resident Holder that is throughout the relevant taxation year a "Canadian-controlled private corporation" (as defined in the Tax Act) may be liable to pay a refundable tax on its "aggregate investment income" (as defined in the Tax Act) for the year, including taxable capital gains.

Generally, a Resident Holder that is an individual (other than certain trusts) that receives or is deemed to have received taxable dividends on the Common Shares or realizes a capital gain on the disposition or deemed disposition of Common Shares may be liable for minimum tax under the Tax Act. Resident Holders that are individuals should consult their own tax advisors in this regard.

Holders Not Resident in Canada

This portion of the summary is generally applicable to a Holder who, at all relevant times, for purposes of the Tax Act: (i) is not, and is not deemed to be, resident in Canada at any time while they hold the Common Shares; and (ii) does not use or hold and is not deemed to use or hold the Common Shares in connection with carrying on a business in Canada ("**Non-Resident Holder**"). This summary does not apply to a Holder that carries on, or is deemed to carry on, an insurance business in Canada and elsewhere or that is an "authorized foreign bank" (as defined in the Tax Act). Such Holders should consult their own tax advisors.

Dividends

Dividends paid or credited or deemed under the Tax Act to be paid or credited by the Corporation to a Non-Resident Holder on the Common Shares will be subject to Canadian withholding tax at the rate of 25% on the gross amount of the dividend, subject to any reduction in the rate of withholding to which the Non-Resident Holder is entitled to under any applicable income tax convention between Canada and the country in which the Non-Resident Holder is resident. For example, where a Non-Resident Holder is a resident of the United States, is fully entitled to the benefits under the *Canada-United States Tax Convention (1980)*, as amended, and is the beneficial owner of the dividend, the applicable rate of Canadian withholding tax is generally reduced to 15%. Non-Resident Holders should consult their own tax advisors.

Dispositions of Common Shares

A Non-Resident Holder will not be subject to tax under the Tax Act in respect of any capital gain realized on a disposition or deemed disposition of a Common Share, nor will capital losses arising therefrom be recognized under the Tax Act, unless the Common Share is, or is deemed to be, "taxable Canadian property" of the Non-Resident Holder for the purposes of the Tax Act and the Non-Resident Holder is not entitled to an exemption under an applicable income tax convention between Canada and the country in which the Non-Resident Holder is resident.

Generally, a Common Share will not constitute taxable Canadian property of a Non-Resident Holder provided that the Common Shares are listed on a "designated stock exchange" for the purposes of the Tax Act (which currently includes Tiers 1 and 2 of the TSXV), unless at any time during the 60 month period immediately preceding the disposition, (i) at least 25% of the issued shares of any class or series of the capital stock of the Corporation were owned by or belonged to any combination of (a) the Non- Resident Holder, (b) persons with whom the Non-Resident Holder did not deal at arm's length, and (c) partnerships in which the Non-Resident Holder or a person described in (b) holds a membership interest directly or indirectly through one or more partnerships; and (ii) at such time, more than 50% of the fair market value of such shares was derived, directly or indirectly, from any combination of real or immovable property situated in Canada, "Canadian resource property" (as defined in the Tax Act), "timber resource property" (as defined in the Tax Act), or options in respect of, interests in, or for civil law rights in such properties, whether or not such property exists. A Common Share may be deemed to be "taxable Canadian property" in certain other circumstances. Non-Resident Holders should consult their own tax advisors as to whether their Common Shares constitute "taxable Canadian property" in their own particular circumstances.

In cases where a Non-Resident Holder disposes (or is deemed to have disposed) of a Common Share that is taxable Canadian property to that Non-Resident Holder, and the Non-Resident Holder is not entitled to an exemption under an applicable income tax convention, the consequences described above under the headings "*Holders Resident in Canada — Dispositions of Common Shares*" and "*Holders Resident in Canada — Taxation of Capital Gains and Capital Losses*" will generally be applicable to such disposition. Such Non-Resident Holders should consult their own tax advisors.

PRIOR SALES

Common Shares

The following table summarizes details of the Common Shares issued by the Corporation during the 12 month period prior to the date of this Prospectus.

Date of Issuance	Reason for Issuance	Price ($)	Number of Common Shares
March 15, 2018	Exercise of Warrants	0.85	44,837
November 3, 2017	Purchase of the DeLamar Project	0.85	5,545,987
November 3, 2017	Conversion of Subscription Receipts	0.85	32,072,677
			37,663,501

Warrants

The following table summarizes details of warrants which were issued by the Corporation during the 12 month period prior to the date of this Prospectus.

Date of Issuance	Security	Price ($)(1)	Number of Securities
November 3, 2017	Broker Warrants(2)	0.85	1,793,488
			1,793,488

(1) Exercise price of the warrants.
(2) Issued as compensation to underwriters pursuant to a brokered private placement (the "**Broker Warrants**"). Each Broker Warrant entitles the holder thereof to subscribe for one Common Share at a price of $0.85 until April 30, 2019.

Stock Options

The following table summarizes details of the stock options issued by the Corporation during the 12 month period prior to the date of this Prospectus.

Date of Issuance	Security	Price ($)[(1)]	Number of Securities
September 10, 2018	Stock Options	0.87	100,000
August 29, 2018	Stock Options	0.87	225,000
February 28, 2018	Stock Options	1.18	250,000
February 1, 2018	Stock Options	1.28	250,000
November 3, 2017	Stock Options	1.00	4,150,000
			4,975,000

(1) Exercise price of the stock options.

TRADING PRICE AND VOLUME

Common Shares

The outstanding Common Shares are traded on the TSXV under the trading symbol "ITR". The following table sets forth the reported intraday high and low prices and monthly trading volumes of the Common Shares for the 12-month period prior to the date of this Prospectus.

Month	High (C$)	Low ($)	Volume
Year ended December 31, 2017			
October[(1)]	1.00	1.00	n/a
November[(1)]	1.25	0.98	801,674
December	1.11	0.96	635,898
Year Ending December 31, 2018			
January	1.39	1.04	935,780
February	1.40	1.16	771,338
March	1.16	0.99	1,983,387
April	1.07	0.91	1,047,645
May	0.96	0.85	778,301
June	0.93	0.80	1,521,392
July	0.90	0.79	781,214
August	0.90	0.77	1,158,524
September	0.93	0.82	1,269,703
October 1 – 18	0.92	0.79	4,631,113

(1) The Common Shares were halted from trading on the Canadian Securities Exchange (the "**CSE**") on September 15, 2017. On November 6, 2017, the Common Shares were delisted from the CSE and started trading on the TSXV.

At the close of business on October 18, 2018, the last trading day prior to the date of this Prospectus, the price of the Common Shares as quoted by the TSXV was $0.88.

RISK FACTORS

An investment in the Shares should be considered highly speculative and involves significant risks due to the nature of the Corporation's business, its limited operating history and the status of its properties. Any prospective investor should review and carefully consider all of the information contained and incorporated by reference in this Prospectus before purchasing any of the Shares distributed under this Prospectus. The risks described herein are not the only risk factors facing the Corporation and should not be considered exhaustive. Additional risks and uncertainties not currently known to the Corporation, or that the Corporation currently considers immaterial, may also materially and adversely affect the business, operations and condition, financial or otherwise, of Integra.

These risk factors, together with all other information included or incorporated by reference in this Prospectus, including, without limitation, information contained in the section "Cautionary Note Regarding Forward-Looking Statements" as well as the risk factors set out below, should be carefully reviewed and considered by investors.

Some of the factors described herein, in the documents incorporated or deemed incorporated by reference herein are interrelated and, consequently, investors should treat such risk factors as a whole. If any of the adverse effects set out in the risk factors described herein, or in another document incorporated or deemed incorporated by reference herein occur, it could have a material adverse effect on the business, financial condition and results of operations of the Corporation. Additional risks and uncertainties of which the Corporation currently is unaware of or that are unknown or that it currently deems to be immaterial could have a material adverse effect on the Corporation's business, financial condition and results of operations. The Corporation cannot provide assurance that it will successfully address any or all of these risks. There is no assurance that any risk management steps taken will avoid future loss due to the occurrence of the adverse effects set out in the risk factors herein, or in the other documents incorporated or deemed incorporated by reference herein or other unforeseen risks.

Risks Associated with the Common Shares and the Offering

Capital Resources

Historically, capital requirements have been primarily funded through the sale of Common Shares. Factors that could affect the availability of financing include the progress and results of ongoing exploration at the Corporation's mineral properties, the state of international debt and equity markets, and investor perceptions and expectations of the global gold and/or silver markets. There can be no assurance that such financing will be available in the amount required at any time or for any period or, if available, that it can be obtained on terms satisfactory to the Corporation. Based on the amount of funding raised, the Corporation's planned exploration or other work programs may be postponed, or otherwise revised, as necessary.

Discretion in the Use of Proceeds

The Corporation intends to spend the funds available as stated in this Prospectus. However, there may be circumstances where, for sound business reasons, a reallocation of funds may be deemed prudent or necessary. In such circumstances, the net proceeds will be reallocated at the Corporation's sole discretion.

Management will have discretion concerning the use of proceeds of the Offering as well as the timing of their expenditures. As a result, an investor will be relying on the judgment of management for the application of the proceeds of the Offering. Management may use the net proceeds of the Offering in ways that an investor may not consider desirable. The results and the effectiveness of the application of the proceeds are uncertain. If the proceeds are not applied effectively, the Corporation's results of operations may suffer.

Trading Price for the Common Shares is Volatile

The securities of publicly traded companies, particularly mineral exploration and development companies, can experience a high level of price and volume volatility and the value of the Corporation's securities can be expected to fluctuate depending on various factors, not all of which are directly related to the success of the Corporation and its operating performance, underlying asset values or prospects. These include the risks described elsewhere in this Prospectus and in the documents incorporated by reference herein. The trading price of the Common Shares has been and may continue to be subject to large fluctuations, which may result in losses to investors. The trading price of the Common Shares may increase or decrease in response to a number of events and factors, including:

(a) issuances of the Common Shares or debt securities by the Corporation;

(b) the Corporation's operating performance and the performance of competitors and other similar companies;

(c) the addition or departure of key management and other personnel;

(d) significant acquisitions or business combinations, strategic partnerships, joint ventures or capital commitments by or involving the Corporation or its competitors;

(e) the public's reaction to the Corporation's press releases, other public announcements and the Corporation's filings with the various securities regulatory authorities;

(f) changes in recommendations by research analysts who track the Common Shares or the shares of other companies in the resource sector;

(g) the number of the Common Shares to be publicly traded after an offering; and

(h) the factors listed under the heading "Cautionary Note Regarding Forward-Looking Statements".

In addition, the market price of the Common Shares is affected by many variables not directly related to the Corporation's success and therefore not within the Corporation's control. Factors which may influence the price of the Corporation's securities, include, but are not limited to: worldwide economic conditions; changes in government policies; investor perceptions; movements in global interest rates and global stock markets; variations in operating costs; the cost of capital that the Corporation may require in the future; the market price of metals, including gold and silver; the price of commodities necessary for the Corporation's operations; recommendations by securities research analysts; the share price performance of the Corporation's competitors; news reports relating to trends, concerns, technological or competitive developments, regulatory changes and other related industry and market issues affecting the mining sector; publicity about the Corporation, the Corporation's personnel or others operating in the industry; loss of a major funding source; and all market conditions that are specific to the mining industry, including other developments that affect the market for all resource sector shares, the breadth of the public market for the Common Shares, and the attractiveness of alternative investments. The effect of these and other factors on the market price Common Shares on the exchanges on which the Corporation trades has historically made the Corporation's share price volatile and suggests that the Corporation's share price will continue to be volatile in the future

As a result of any of these factors, the market price of the Common Shares at any given point in time may not accurately reflect the long-term value of the Corporation. Securities class-action litigation often has been brought against companies following periods of volatility in the market price of their securities. The Corporation may in the future be the target of similar litigation. Securities litigation could result in substantial costs and damages and divert management's attention and resources.

Sales of a significant number of Common Shares in the public markets, or the perception of such sales, could depress the market price of the Common Shares.

Sales of a substantial number of Common Shares or other equity-related securities in the public markets by the Corporation or its significant shareholders could depress the market price of the Common Shares and impair our ability to raise capital through the sale of additional equity securities. The Corporation cannot predict the effect that future sales of Common Shares or other equity-related securities would have on the market price of the Common Shares. The price of the Common Shares could be affected by possible sales of the Common Shares by hedging or arbitrage trading activity. If the Corporation raises additional funding by issuing additional equity securities, such financing may substantially dilute the interests of shareholders of the Corporation and reduce the value of their investment.

Holders of Common Shares will be diluted.

The Corporation may issue additional securities in the future, which may dilute a shareholder's holdings in the Corporation. The Corporation's articles permit the issuance of an unlimited number of Common Shares, and shareholders will have no pre-emptive rights in connection with such further issuance. The directors of the Corporation have discretion to determine the price and the terms of further issuances. Moreover, additional Common Shares will be issued by the Corporation on the exercise of options under the Corporation's stock option plan and upon the exercise of outstanding warrants.

Risks Relating to the Corporation

Prior to making an investment decision, prospective purchasers of Shares should carefully consider the information described in this Prospectus and the documents incorporated or deemed incorporated by reference herein. There are certain risks inherent in an investment in the Shares, including the factors described under the heading "Risks Factors" in the

Annual Information Form for the year ended December 31, 2017 and any other risk factors described in this Prospectus or in a document incorporated or deemed incorporated by reference in this Prospectus, which investors should carefully consider before investing.

Negative Operating Cash Flow

The Corporation is an exploration stage company and has not generated cash flow from operations. The Corporation is devoting significant resources to the development and acquisition of its properties, however there can be no assurance that it will generate positive cash flow from operations in the future. The Corporation expects to continue to incur negative consolidated operating cash flow and losses until such time as it achieves commercial production at a particular project. The Corporation currently has negative cash flow from operating activities.

INTEREST OF EXPERTS

The following persons have been named as having prepared or certified a report, valuation, statement or opinion described or included in a filing, or referred to in a filing, made under National Instrument 51-102 – *Continuous Disclosure Obligations* during, or relating to, the Corporation's financial year ended December 31, 2017:

> ***Technical Report and Resource Estimate for the DeLamar and Florida Mountain Gold - Silver Project, Owyhee County, Idaho, USA*** – Michael M. Gustin, C.P.G. and Steven I. Weiss, C.P.G. of Mine Development Associates.

None of the foregoing persons, or any director, officer, employee or partner thereof, as applicable, received or has received a direct or indirect interest in the Corporation's property or the property of any of the Corporation's associates or affiliates. The foregoing persons held an interest in either less than 1% or none of the Corporation's securities or the securities of any associate or affiliate of the Corporation when they prepared the technical report and after the preparation of such reports and estimates, and they did not receive any direct or indirect interest in any of the Corporation's securities or the securities of any associate or affiliate of the Corporation in connection with the preparation of the technical report. Neither the aforementioned persons nor any director, officer, employee or partner, as applicable, of the aforementioned companies or partnerships is currently expected to be elected, appointed or employed as a director, officer or employee of us or of any associate or affiliate of the Corporation.

All scientific and technical information in this Prospectus has been reviewed and approved by E. Max Baker PhD. (FAusIMM), Vice President Exploration, who is a qualified person under National Instrument 43-101 - *Standards of Disclosure for Mineral Projects* ("**NI 43-101**"). As of the date hereof, Mr. Baker holds less than 1% of the Corporation's outstanding securities.

Each of Cassels Brock & Blackwell LLP, Canadian counsel for the Corporation and Blake, Cassels & Graydon LLP counsel for the Underwriters, have provided its opinion on certain matters contained in this Prospectus. As of the date hereof, partners and associates of Cassels Brock & Blackwell LLP and Blake, Cassels & Graydon LLP each as a group, own, directly or indirectly, in the aggregate, less than 1% or no securities of the Corporation.

MNP LLP, Chartered Professional Accountants, are the independent auditors of the Corporation and are independent of the Corporation within the meaning of the Rules of Professional Conduct of the Chartered Professional Accountants of British Columbia.

STATUTORY RIGHTS OF WITHDRAWAL AND RESCISSION

Securities legislation in certain of the provinces of Canada provides purchasers with the right to withdraw from an agreement to purchase securities. This right may be exercised within two business days after receipt or deemed receipt of a prospectus and any amendment. In several of the provinces of Canada, the securities legislation further provides a purchaser with remedies for rescission or, in some jurisdictions, revision of the price or damages if the prospectus and any amendment contains a misrepresentation or is not delivered to the purchaser, provided that the remedies for rescission, revision of the price or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province for the particulars of these rights or consult with a legal adviser.

OTHER MATTERS

Non-Brokered Offering

The Corporation is undertaking a non-brokered private placement of up to 6,875,000 special warrants (the "**Special Warrants**") at an issue price of $0.80 per Special Warrant for gross proceeds of $5,500,000 (the "**Non-Brokered Offering**"). The Special Warrants will be issued to accredited investors identified by Integra and is expected to close on or before completion of the Offering. Following closing of the Non-Brokered Offering, Integra will be obligated to convert the Special Warrants to Common Shares for no additional consideration through the filing of a short form prospectus.

CERTIFICATE OF THE CORPORATION

Dated: October 19, 2018

This short form prospectus, together with the documents incorporated by reference, constitutes full, true and plain disclosure of all material facts relating to the securities offered by this short form prospectus as required by the securities legislation in each of the provinces and territories of Canada, excluding the province of Québec.

(Signed) GEORGE SALAMIS	(Signed) ANDREE ST-GERMAIN
President, Chief Executive Officer and Director	Chief Financial Officer

On behalf of the Board of Directors

(Signed) STEPHEN DE JONG	(Signed) DAVID AWRAM
Director	Director

CERTIFICATE OF THE UNDERWRITERS

Dated: October 19, 2018

To the best of our knowledge, information and belief, this short form prospectus, together with the documents incorporated by reference, constitutes full, true and plain disclosure of all material facts relating to the securities offered by this short form prospectus as required by the securities legislation in each of the provinces and territories of Canada, excluding the province of Québec.

RAYMOND JAMES LTD.

By: (Signed) Kevin Carter
Managing Director, Investment Banking

PI FINANCIAL CORP.

By: (Signed) Dan Barnholden
Managing Director, Co-Head of Investment Banking

BMO NESBITT BURNS INC.

By: (Signed) Jamie Rogers
Managing Director

GMP SECURITIES L.P.

By: (Signed) Pierre Laliberte
Director, Investment Banking