ROCKRIDGE GOLD LTD.

FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)

APRIL 30, 2017
(unaudited)

UNAUDITED INTERIM FINANCIAL STATEMENTS

In accordance with National Instrument 51-102 released by the Canadian Securities Administrators, the Company discloses that its auditors have not reviewed the unaudited financial statements for the period ended April 30, 2017.

ROCKRIDGE GOLD LTD.
STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)
AS AT

	April 30, 2017 (Unaudited)	July 31, 2016
ASSETS		
Current		
Cash	$ 128,872	$ 104,199
Receivables	1,220	-
Deferred financing costs (Note 10)	68,928	-
	199,020	104,199
Exploration and evaluation assets (Note 4)	46,500	-
	$ 245,520	$ 104,199

LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Advances payable and accrued liabilities	$ 20,250	$ 250
Shareholders' equity		
Capital stock (Note 5)	229,001	4,001
Share subscriptions received in advance (Note 5)	-	100,000
Deficit	(3,731)	(52)
	225,270	103,949
	$ 245,520	$ 104,199

Nature and continuance of operations (Note 1)

Subsequent events (Note 10)

Approved and authorized by the by the Board of Directors on June 27, 2017.

"Jordan Trimble" Director — Jordan Trimble

"James Pettit" Director — James Pettit

The accompanying notes are an integral part of these financial statements.

ROCKRIDGE GOLD LTD.
STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian Dollars)

	Nine Month Period Ended April 30, 2017 (Unaudited)	Period From Incorporation On November 10, 2015 to July 31, 2016
GENERAL AND ADMINISTRATIVE EXPENSES		
Bank service charge	$ 183	$ 52
Office and miscellaneous	347	-
Filing fees	3,149	-
Loss and comprehensive loss for the period	$ (3,679)	$ (52)
Basic and diluted loss per common share	$ (0.00)	$ (0.00)
Weighted average number of common shares outstanding	7,697,071	104,199

The accompanying notes are an integral part of these financial statements.

ROCKRIDGE GOLD LTD.
STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)

	Nine Month Period Ended April 30, 2017 (Unaudited)	Period From Incorporation On November 10, 2015 to July 31, 2016
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss for the period	$ (3,679)	$ (52)
Changes in non-cash working capital items:		
(Increase) in receivables	(1,220)	-
Cash used in operating activities	(4,899)	(52)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from capital stock issued	120,000	4,001
Share subscriptions received in advance	-	100,000
Advances payable	-	250
Deferred financing costs	(48,928)	-
Cash provided by financing activities	71,072	104,251
CASH FLOWS FROM INVESTING ACTIVITIES		
Expenditures on exploration and evaluation assets	(41,500)	-
Cash used in investing activities	(41,500)	-
Increase in cash during the period	24,673	104,199
Cash, beginning of period	104,199	-
Cash, end of period	$ 128,872	$ 104,199

Supplemental disclosure with respect to cash flows (Note 7)

The accompanying notes are an integral part of these financial statements.

ROCKRIDGE GOLD LTD.
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(Expressed in Canadian Dollars)

	Capital Stock					
	Number	**Amount**	**Reserves**	**Share subscriptions received in advance**	**Deficit**	**Total**
Balance, as at November 10, 2015	-	$ -	$ -	$ -	$ -	$ -
First share issuance	1	1	-	-	-	1
Private placements	4,000,000	4,000	-	-	-	4,000
Share subscriptions received in advance	-	-	-	100,000	-	100,000
Loss for the period	-	-	-	-	(52)	(52)
Balance, as at July 31, 2016	4,000,001	4,001	-	100,000	(52)	103,949
Private placements	4,400,000	220,000	-	(100,000)	-	120,000
Exploration and evaluation asset	100,000	5,000	-	-	-	5,000
Loss for the period	-	-	-	-	(3,679)	(3,679)
Balance, as at April 30, 2017 (Unaudited)	8,500,001	$ 229,001	$ -	$ -	$ (3,731)	$ 225,270

The accompanying notes are an integral part of these financial statements.

1. NATURE AND CONTINUANCE OF OPERATIONS

Rockridge Gold Ltd. (the "Company") was incorporated under the name “1055018 B.C. Ltd.” pursuant to the provisions of the *British Columbia Business Corporations Act* on November 10, 2015. On August 4, 2016, the Company changed its name to “Rockridge Gold Ltd”.

The Company’s principal business activity is the acquisition and exploration of mineral property interests. The Company is considered to be in the exploration stage and substantially all of the Company’s efforts will be devoted to financing and exploring these property interests. There has been no determination whether the Company’s interests in unproven mineral properties contain mineral reserves which are economically recoverable.

The head office and registered records office of the Company are located at Suite #1610 - 777 Dunsmuir Street, Vancouver, British Columbia, Canada.

The Company continues to be dependent upon its ability to finance its operations and exploration programs through financing activities that may include issuances of additional debt or equity securities. The recoverability of the carrying value of exploration projects, and ultimately, the Company’s ability to continue as a going concern, is dependent upon the existence and economic recovery of reserves, the ability to raise financing to complete the development of the properties, and upon future profitable production or, alternatively, upon the Company’s ability to dispose of its interest on an advantageous basis, all of which are uncertain.

While the Company is in the process of completing an Initial Public Offering (“IPO”) (Note 10), there is no assurance that such future financing will be available or be available on favourable terms. An inability to raise additional financing may impact the future assessment of the Company as a going concern. The financial statements do not include adjustments to amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue operations. These material uncertainties may cast significant doubt upon the Company’s ability to continue as a going concern.

2. BASIS OF PRESENTATION

Statement of Compliance

These financial statements, have been prepared in accordance with International Financial Reporting Standards (“IFRS”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”).

The financial statements have been prepared on a historical cost basis, except for financial instruments classified as fair value through profit and loss, which are stated at their fair value. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information

3. SIGNIFICANT ACCOUNTING POLICIES

Critical accounting estimates

The preparation of these financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the period. Actual results could differ from these estimates.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the end of the reporting period, that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

i) The carrying value and the recoverability of exploration and evaluation assets, which are included in the statements of financial position. The cost model is utilized and the value of the exploration and evaluation assets is based on the expenditures incurred. At every reporting period, management assesses the potential impairment which involves assessing whether or not facts or circumstances exist that suggest the carrying amount exceeds the recoverable amount.

ii) The valuation of shares issued in non-cash transactions. Generally, the valuation of non-cash transactions is based on the value of the goods or services received. When this cannot be determined, it is based on the fair value of the non-cash consideration. When non-cash transactions are entered into with employees and those providing similar services, the non-cash transactions are measured at the fair value of the consideration given up using market prices.

iii) The recognition of deferred tax assets. The Company considers whether the realization of deferred tax assets is probable in determining whether or not to recognize these deferred tax assets.

Exploration and evaluation assets

Pre-exploration costs are expensed as incurred. Costs related to the acquisition and exploration of mineral properties are capitalized by property until the commencement of commercial production. If commercially profitable ore reserves are developed, capitalized costs of the related property are reclassified as mining assets after an impairment test and amortized using the unit of production method. If, after management review, it is determined that capitalized acquisition, exploration and evaluation costs are not recoverable over the estimated economic life of the property, or the property is abandoned, or management deems there to be an impairment in value, the property is written down to its net recoverable amount.

Any option payments received by the Company from third parties or tax credits refunded to the Company are credited to the capitalized cost of the mineral property. If payments received exceed the capitalized cost of the mineral property, the excess is recognized as income in the year received. The amounts shown for mineral properties do not necessarily represent present or future values. Their recoverability is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development, and future profitable production or proceeds from the disposition thereof.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

Impairment

At the end of each reporting period, the Company's assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in the profit or loss for the period. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Provision for environmental rehabilitation

The Company recognizes liabilities for statutory, contractual, constructive or legal obligations associated with the retirement of mineral properties and equipment, when those obligations result from the acquisition, construction, development or normal operation of the assets. The net present value of future rehabilitation cost estimates arising from the decommissioning of plant and other site preparation work is capitalized to mining assets along with a corresponding increase in the rehabilitation provision in the period incurred. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value. The rehabilitation asset is depreciated on the same basis as mining assets.

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

Changes in the net present value, excluding changes in the Company's estimates of reclamation costs, are charged to profit and loss for the period. The Company had no provisions for environmental rehabilitation as at July 31, 2016 and April 30, 2017.

Loss per share

The Company presents basic loss per share for its common shares, calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the year. Diluted loss per share does not adjust the loss attributable to common shareholders or the weighted average number of common shares outstanding when the effect is anti-dilutive.

Income taxes

Income tax on the profit or loss for the years presented comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

Income taxes (cont'd…)

Deferred tax is recorded providing for temporary differences, between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: goodwill not deductible for tax purposes; the initial recognition of assets or liabilities that affect neither accounting or taxable loss and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the statement of financial position date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized.

Additional income taxes that arise from the distribution of dividends are recognized at the same time as the liability to pay the related dividend. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Financial instruments

Financial assets

The Company classifies its financial assets into one of the following categories, depending on the purpose for which the asset was acquired. The Company's accounting policy for each category is as follows:

Fair value through profit or loss - This category comprises derivatives, or assets acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of loss and comprehensive loss.

Loans and receivables - These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are carried at cost less any provision for impairment. Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default.

Held-to-maturity investments - These assets are non-derivative financial assets with fixed or determinable payments and fixed maturities that the Company's management has the positive intention and ability to hold to maturity. These assets are measured at amortized cost using the effective interest method. If there is objective evidence that the investment is impaired, determined by reference to external credit ratings and other relevant indicators, the financial asset is measured at the present value of estimated future cash flows. Any changes to the carrying amount of the investment, including impairment losses, are recognized in the statement of loss and comprehensive loss.

Available-for-sale - Non-derivative financial assets not included in the above categories are classified as available-for- sale. They are carried at fair value with changes in fair value recognized directly in equity. Where a decline in the fair value of an available-for-sale financial asset constitutes objective evidence of impairment, the amount of the loss is removed from equity and recognized in the statement of loss and comprehensive loss.

All financial assets except for those at fair value through profit or loss are subject to review for impairment at least at each reporting date. Financial assets are impaired when there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets, which are described above.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

Financial liabilities

The Company classifies its financial liabilities into one of two categories, depending on the purpose for which the liability was incurred. The Company's accounting policy for each category is as follows:

Fair value through profit or loss - This category comprises derivatives, or liabilities acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of loss and comprehensive loss.

Other financial liabilities: This category includes amounts due to related parties and accounts payables and accrued liabilities, all of which are recognized at amortized cost.

The Company has classified its cash as fair value through profit and loss. The Company's advances payable are classified as other financial liabilities.

Financial instrument disclosures

The Company provides disclosures that enable users to evaluate (a) the significance of financial instruments for the entity's financial position and performance; and (b) the nature and extent of risks arising from financial instruments to which the entity is exposed during the period and at the date of the statement of financial position, and how the entity manages these risks.

The Company provides information about its financial instruments measured at fair value at one of three levels according to the relative reliability of the inputs used to estimate the fair value:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

New standards, interpretations and amendments not yet adopted

Certain new standards, interpretations and amendments to existing standards have been issued by the IASB or IFRIC that are mandatory for accounting periods beginning after January 1, 2017, or later periods. Updates that are not applicable or are not consequential to the Company have been excluded in the standards listed below.

The Company anticipates that the application of these standards, amendments, revisions and interpretations will not have a material impact on the results and financial position of the Company.

IFRS 9 Financial Instruments

IFRS 9 Financial Instruments is part of the IASB's wider project of replacing IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 simplifies the mixed measurement model and establishes two primary measurement categories for financial assets: amortized cost and fair value. The basis of classification depends on the entity's business model and the contractual cash flow characteristic of the financial assets. This standard is effective for annual periods beginning on or after January 1, 2018.

(Expressed in Canadian Dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

New standards, interpretations and amendments not yet adopted (cont'd…)

IFRS 16 Leases

IFRS 16 Leases replaces IAS 17 - Leases and requires lessees to account for leases on the statement of financial position by recognizing a right to use asset and lease liability. The standard is effective for annual reports beginning on or after January 1, 2019, with earlier adoption permitted.

4. EXPLORATION AND EVALUATION ASSETS

Raney Gold Project	April 30, 2017 (Unaudited)	July 31, 2016
Acquisition costs:		
Balance, beginning of period	$ -	$ -
Additions	40,000	-
Balance, end of period	40,000	-
Exploration costs:		
Incurred during the period		
Maps and reports	6,500	-
Balance, end of period	6,500	-
Total costs, January 31, 2017	$ 46,500	$ -

Title to exploration and evaluation assets

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

Raney Gold Project, Ontario, Canada

The Company entered into a property option agreement dated September 1, 2016 with 1082545 B.C. Ltd. to acquire a 100% interest in eleven mineral claims located in the Raney Township, in the Porcupine Mining Division of Ontario. Pursuant to the agreement, the Company paid $35,000 and issued 100,000 common shares valued at $5,000.

In order to complete the acquisition, the Company is required to pay an additional $125,000, issue an additional 350,000 common shares and incur exploration expenditures of $900,000 in stages based on the following schedule:

(Expressed in Canadian Dollars)

4. EXPLORATION AND EVALUATION ASSETS (cont'd…)

Raney Gold Project, Ontario, Canada (cont'd…)

Date for Completion	Cash Payment	Number of Common Shares to be Issued	Minimum Exploration Expenditures to be Incurred
On or before the first anniversary of the Effective Date(1)	$NIL	NIL	$200,000
On or before the second anniversary of the Effective Date(1)	$50,000	150,000	$300,000
On or before the third anniversary of the Effective Date(21)	$75,000	200,000	$400,000
TOTAL	$125,000	350,000	$900,000

(1) "Effective Date" means the date that is 10 days after the date of the final approval by the TSX Venture Exchange ("Exchange") giving notice of the approval by the Exchange of the listing of the common shares of the Company on the facilities of the Exchange.

The property is subject to a 2% net smelter royalty ("NSR") in favor of certain holders.

Five of the eleven claims are the subject of a work plan/permit application that has not yet been approved. Due to the delay in the permitting process, the mining recorder at the request of the claim holder has placed the claims in a special circumstances category. The five claims are under a pending exclusion of time, a discretionary measure used by the mining recorder.

5. CAPITAL STOCK AND RESERVES

Authorized

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

Private placements

On November 10, 2015, the Company issued 1 common share at a price of $1 per share that are subject to an escrow agreement entered into subsequent to January 31, 2017 and may not be transferred, assigned or otherwise dealt with, without the consent of the regulatory authorities.

On July 12, 2016, the Company issued 4,000,000 common shares at a price of $0.001 that are subject to an escrow agreement entered into subsequent to January 31, 2017 and may not be transferred, assigned or otherwise dealt with, without the consent of the regulatory authorities.

On September 15, 2016, the Company completed a non-brokered private placement by the issuance of 4,200,000 common shares at a price of $0.05 per share of which 500,000 are subject to an escrow agreement entered into subsequent to January 31, 2017 and may not be transferred, assigned or otherwise dealt with, without the consent of the regulatory authorities and 3,800,000 common shares are subject to resale restrictions such that 20% of the total is released on closing of the offering and 20% of the total is released every month thereafter.

(Expressed in Canadian Dollars)

5. CAPITAL STOCK AND RESERVES (cont'd…)

On September 15, 2016, the Company issued 100,000 common shares valued at $0.05 per share pursuant to the property option agreement dated September 1, 2016 with 1082545 B.C. Ltd. to acquire 100% interested in 11 mineral claims, in the Province of Ontario, known as the "Raney Project" (Note 4).

On November 15, 2016, the Company completed a non-brokered private placement by the issuance of 200,000 common shares at a price of $0.05 per share per share for proceeds of $10,000. These common shares are subject to resale restrictions such that 20% of the total is released on closing of the offering and 20% of the total is released every month thereafter.

Escrow Agreement

On February 10, 2017, the Company entered into an escrow agreement whereby 4,500,001 common shares are subject to an escrow agreement and may not be transferred without the consent of the Exchange. The escrow agreement provides, among other things, that 10% of such common shares will be released from escrow on the date the common shares commence trading on the Exchange ("Listing Date") and 15% of such common shares will be released every six months thereafter.

6. INCOME TAXES

A reconciliation of current income taxes at statutory rates with the reported taxes is as follows:

	Nine Month Period Ended April 30, 2017 (Unaudited)	Period From Incorporation On November 10, 2015 to July 31, 2016
Loss before income taxes	$ (3,679)	$ (52)
Combined Canadian federal and provincial statutory rate	26%	26%
Expected income tax recovery at statutory tax rates	957	14
Change in unrecognized deductible temporary differences	(957)	(14)
Total deferred tax recovery	$ -	$ -

Significant components of the Company's temporary differences and unused tax losses include losses available for future periods of $3,731 (July 31, 2016 - $52) expiring in 2036.

(Expressed in Canadian Dollars)

7. SUPPLEMENTAL DISCLOSURES WITH RESPECT TO CASH FLOWS

	Nine Month Period Ended April 30, 2017 (Unaudited)	Period From Incorporation On November 10, 2015 to July 31, 2016
Cash paid or accrued during the period for interest	$ -	$ -
Cash paid during the period for income taxes	$ -	$ -

There were no significant non cash transactions during the period from incorporation on November 10, 2015 to July 31, 2016. The significant non cash transactions during the period ended April 30, 2017 were the issuance of 100,000 common shares valued at $5,000 for exploration and evaluation assets, the accrual of deferred finance costs of $20,000 and the issuance of 2,000,000 common shares for proceeds of $100,000 received in advance.

8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values.

Cash is carried at fair value using a level 1 fair value measurement. The fair values of advances payable approximate their carrying values due to the short-term nature of the instruments.

Financial risk factors

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. The Company does not believe it is currently exposed to any significant credit risk.

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.

8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (cont'd…)

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when they come due. At April 30, 2017, the Company had a cash balance of $128,872 to settle current liabilities of $20,250. The Company does not believe it is currently exposed to any significant liquidity credit risk.

(a) Interest rate risk

The Company has cash balances held with financial institutions. The Company's current policy is to invest excess cash in short-term demand treasury bills issued by the Government of Canada and its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks.

(b) Foreign currency risk

The Company is not currently exposed to significant foreign currency risk as most transactions are denominated in Canadian dollars.

(c) Price risk

The Company is exposed to price risk with respect to commodity prices. Changes in commodity prices will impact the economics of development of the Company's mineral properties. The Company closely monitors commodity prices to determine the appropriate course of action to be taken.

9. 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 shareholders' equity.

The properties in which the Company currently has an option interest are in the exploration stage; as such the Company intends to relied on the equity markets to fund its activities. 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. The Company is not subject to any externally imposed capital restrictions.

10. SUBSEQUENT EVENTS

Prospectus

Subsequent to the period ended April 30, 2017, in connection with the offering of securities of 4,000,000 common shares at the price of $0.20 per common share for gross proceeds of $800,000, the Company has entered into an engagement letter with Canaccord Genuity Corp. (the "Agent") pursuant to which the Company has granted the agent an option exercisable, in whole or in part, up to 48 hours prior to Closing, to solicit additional common shares of up to 10% of the offering ("Agent's Option"). The Company has agreed to pay the Agent a cash commission of 7% of the aggregate gross proceeds of the offering, including the Agent's Option, and a cash corporate finance fee of $35,000. In addition, the Company paid in advance other expenses of $68,928 related to the prospectus during the period ended April 30, 2017.

On June 15, 2017, the British Columbia Securities Commission issued a Receipt for the Company's final Prospectus dated June 15, 2017.

In addition, the Agent is entitled to receive upon successful completion of the offering, Agent's warrants entitling the holder thereof to purchase that number of common shares equal to 7% of the number of shares sold pursuant to this offering, including shares sold pursuant to the Agent's Option. The Agent's warrants will be exercisable at a price of $0.20 per common share for a period of twenty-four months from the listing date. The Company has agreed to pay the Agent the president's list commission equal to 4% of the gross proceeds of common shares sold under the offering and Agent's warrants to purchase up to 4% of the number of common shares sold under the offering for shares subscribed to by investors introduced to the Agent by the Company.

Stock Option Plan

On November 22, 2016, the Company adopted a stock option plan. The stock option plan provides that, subject to the requirement of the Exchange, the aggregate number of securities reserved for issuance will be 10% of the number of common shares of the Company issued and outstanding from time to time. In addition, the number of common shares which may be reserved for issuance on a yearly basis to any one individual upon exercise of all stock options held by such individual may not exceed 5% of the issued shares calculated at the time of grant. All options granted under the stock option plan will expire not later than the date that is ten years from the date that such options are granted.

The Company has not granted any stock options since incorporation.