FANCAMP EXPLORATION LTD.

ANNUAL CONSOLIDATED FINANCIAL STATEMENTS

APRIL 30, 2019 AND 2018

(Expressed in Canadian Dollars)

Management's Responsibility for Financial Reporting

To the shareholders of Fancamp Exploration Ltd.

Management is responsible for the preparation and presentation of the accompanying consolidated financial statements, including responsibility for significant accounting judgments and estimates in accordance with International Financial Reporting Standards. This responsibility includes selecting appropriate accounting principles and methods, and making decisions affecting the measurement of transactions in which objective judgment is required.

In discharging its responsibilities for the integrity and fairness of the consolidated financial statements, management designs and maintains the necessary accounting systems and related internal controls to provide reasonable assurance that transactions are authorized, assets are safeguarded and financial records are properly maintained to provide reliable information for the preparation of consolidated financial statements.

The Board is responsible for overseeing management in the performance of its financial reporting responsibilities, and for approving the financial information included in the annual report. The Board fulfils these responsibilities by reviewing the financial information prepared by management and discussing relevant matters with management and external auditors. The Audit Committee has the responsibility of meeting with management and external auditors to discuss the internal controls over the financial reporting process, auditing matters and financial reporting issues. The Audit Committee is also responsible for recommending the appointment of the Company's external auditors.

MNP LLP is appointed by the shareholders to audit the consolidated financial statements and report directly to them; their report follows. The external auditors have full and free access to, and meet periodically and separately with, both the Audit Committee and management to discuss their audit findings.

August 27, 2019

(signed)	*(signed)*
Peter H. Smith President and CEO	Debra Chapman CFO

Independent Auditor's Report

To the Shareholders of Fancamp Exploration Ltd.:

Opinion

We have audited the consolidated financial statements of Fancamp Exploration Ltd. and its subsidiaries (the "Company"), which comprise the consolidated statements of financial position as at April 30, 2019 and April 30, 2018, and the consolidated statements of operations and comprehensive income (loss), changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at April 30, 2019 and April 30, 2018, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audits in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audits of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Management is responsible for the other information. The other information comprises Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audits of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits or otherwise appears to be materially misstated. We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

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

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company’s internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the entity’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audits and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Ron Miller.

MNP LLP

Vancouver, British Columbia
August 27, 2019

Chartered Professional Accountants

FANCAMP EXPLORATION LTD.
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

Expressed in Canadian Dollars

		April 30 2019		April 30 2018
Assets				
Current Assets				
Cash	$	1,558,641	$	50,012
Marketable Securities (Note 5)		14,955,116		12,976,530
Trade and Other Receivable (Note 6)		50		50
Sales Taxes Refundable		160,765		40,268
Investment Tax Credits Receivable		177,275		158,346
Accrued Mining Duty Receivable		32,655		111,714
Prepaid Expenses		61,143		40,596
		16,945,645		13,377,516
Non-Current Assets				
Patent and Process Development (Note 7)		-		331,786
Exploration and Evaluation Assets (Note 8)		11,975,002		12,930,389
Total Assets	**$**	**28,920,647**	**$**	**26,639,691**
Liabilities				
Current Liabilities				
Accounts Payable and Accrued Liabilities	$	311,308	$	555,985
Due to Related Parties (Note 10)		400,410		597,130
Note Payable to Related Party (Note 10)		-		150,000
Pilot Plant Grant Obligation (Note 7)		1,094,187		-
		1,805,905		1,303,115
Non-Current Liabilities				
Deferred Tax Liabilities		2,864,309		2,470,997
Deferred Quebec Mining Duties		334,397		388,928
Total Liabilities		5,004,611		4,163,040
Equity				
Share Capital (Note 9)		38,657,750		38,601,000
Contributed Surplus		13,571,417		13,376,544
Accumulated Other Comprehensive Income		-		10,213,754
Deficit		(28,227,115)		(39,731,813)
Equity Attributable to Equity Holders of Parent		24,002,052		22,459,485
Non-controlling Interest		(86,016)		17,166
Total Equity		**23,916,036**		**22,476,651**
Total Liabilities and Equity	**$**	**28,920,647**	**$**	**26,639,691**

Contingencies (Note 13)

Subsequent Events (Note 15)

On behalf of the Board, approved on August 27, 2019:

"Paul Ankcorn"	**"Peter H. Smith"**
Director	Director

(The accompanying notes are an integral part of these consolidated financial statements)

FANCAMP EXPLORATION LTD.
CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME (LOSS)
Expressed in Canadian Dollars, except share amounts

	Year Ended April 30, 2019	Year Ended April 30, 2018
Expenses		
Accounting and Audit	$ 158,858	$ 160,900
Bad Debt Expense	-	200,000
Commissions	21,060	1,906
Directors Fees (Note 10)	77,000	84,000
Field Administration	211,863	118,380
Insurance	38,435	40,870
Interest Expenses and Bank Charges	18,133	1,173
Legal Fees	224,220	37,334
Management and Consulting	189,844	139,588
Mineral Property Sundry Expenses	48,502	18,110
Office Rent, Supplies and Services	110,039	96,443
Share Transfer, Listing and Filing Fees	22,480	30,932
Stock Based Compensation	194,873	1,060,399
Investment Tax Credits and Penalties	-	137,746
Technical Fees	470,806	-
Travel and Accommodations	15,010	8,961
Total Expenses	1,801,123	2,136,742
Net (Loss) from Operations	(1,801,123)	(2,136,742)
Impairment of Exploration and Evaluation Assets (Note 8)	(2,073,665)	(391,856)
Impairment on Marketable Securities	-	(221,103)
Impairment on Patent and Process (Note 7)	(402,724)	-
Unrealized Gain on Marketable Securities (Note 5)	6,227,986	-
Gain (Loss) from Disposal of Marketable Securities (Note 5)	(369,400)	494,426
Net Income (Loss) before Taxes	**1,581,074**	**(2,255,275)**
Deferred Tax Recovery (Expense)	(393,312)	68,480
Net Income (Loss) for the year	**$ 1,187,762**	**$ (2,186,795)**
Net Gain on Revaluation of Available For Sale Marketable Securities	-	1,126,462
Comprehensive Income (Loss) for the Year	**$ 1,187,762**	**$ (1,060,333)**
Net Income (Loss) Attributable		
Equity Shareholders of the Company	$ 1,290,944	$ (2,182,151)
Non-controlling Interests	$ (103,182)	$ (4,644)
	$ 1,187,762	**$ (2,186,795)**
Comprehensive Income (Loss) Attributable to:		
Equity Shareholders of the Company	$ 1,290,944	$ (1,055,689)
Non-Controlling Interests	$ (103,182)	$ (4,644)
	$ 1,187,762	**$ (1,060,333)**
Net Income (Loss) Per Share - Basic and Diluted	$ 0.01	$ (0.01)
Weighted Average Number of Shares Outstanding - Basic	153,537,108	152,123,410
Weighted Average Number of Shares Outstanding - Fully Diluted	153,537,108	152,123,410

(The accompanying notes are an integral part of these consolidated financial statements)

FANCAMP EXPLORATION LTD.
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

Express in Canadian Dollars, except share amounts

	Number of Shares	Capital Stock	Contributed Surplus	Deficit	Accumulated Other Comprehensive Income	Total	Non-controlling Interest	Total equity
		$	$	$	$	$	$	$
Balance, April 30, 2017	151,801,629	38,414,000	12,316,145	(37,549,662)	9,087,292	22,267,775	21,810	22,289,585
Issued for exercise of stock options	50,000	5,000	-	-	-	5,000	-	5,000
Issued for acquisition of mineral property	1,350,000	182,000	-	-	-	182,000	-	182,000
Stock based compensation	-	-	1,060,399	-	-	1,060,399	-	1,060,399
Other comprehensive income	-	-	-	-	1,126,462	1,126,462	-	1,126,462
Net loss for the period	-	-	-	(2,182,151)	-	(2,182,151)	(4,644)	(2,186,795)
Balance, April 30, 2018	153,201,629	38,601,000	13,376,544	(39,731,813)	10,213,754	22,459,485	17,166	22,476,651
Balance, April 30, 2018	153,201,629	38,601,000	13,376,544	(39,731,813)	10,213,754	22,459,485	17,166	22,476,651
Reclassification on Adoption of IFRS 9 (Note 4)	-	-	-	10,213,754	(10,213,754)	-	-	-
Issued for acquisition of mineral property	750,000	56,750	-	-	-	56,750	-	56,750
Stock based compensation	-	-	194,873	-	-	194,873	-	194,873
Net income for the period	-	-	-	1,290,944	-	1,290,944	(103,182)	1,187,762
Balance, April 30, 2019	153,951,629	38,657,750	13,571,417	(28,227,115)	-	24,002,052	(86,016)	23,916,036

(The accompanying notes are an integral part of these consolidated financial statements)

FANCAMP EXPLORATION LTD.
CONSOLIDATED STATEMENTS OF CASH FLOWS

Expressed in Canada Dollars

	Year Ended April 30, 2019	Year Ended April 30, 2018
Operating Activities		
Net Income (Loss) for the Period	$ 1,187,762	$ (2,186,795)
Items Not Affecting Cash in the Period		
Unrealized (Gain) Loss on Investments	(6,227,986)	-
Impairment of Patent and Process	402,724	-
Write-off of Receivables	-	200,000
Loss (Gain) from Disposal of Marketable Securities	369,400	(494,426)
Write Down of Marketable Securities	-	221,103
Stock Based Compensation	194,873	1,060,399
Impairment of Exploration and Evaluation Assets	2,073,665	391,856
Deferred Tax Recovery	393,312	(68,480)
	(1,606,250)	(876,343)
Changes in Non-Cash Working Capital Items		
ITC's, Mining Duties Receivable	(30,003)	(24,450)
Trade and Other Receivable	-	723
Sales Tax Refundable	(120,497)	(11,047)
Prepaid Expenses	(20,548)	(2,189)
Accounts Payable and Accrued Liabilities	(244,675)	184,575
Due to Related Parties	(196,720)	227,290
	(2,218,693)	(501,441)
Investing Activities		
Patent and Process Development	(70,939)	(76,437)
Purchase of Marketable Securities	(100,000)	-
Exploration and Evaluation Assets	(1,025,926)	(434,141)
Total Investing Activities	(1,196,865)	(510,578)
Financing Activities		
Proceeds from Sale of Marketable Securities	3,980,000	842,333
Options and Other Mineral Property Payments Received	-	19,864
Loan Receivable	(150,000)	150,000
Shares Issued for Exercise of Stock Options	-	5,000
Pilot Plant Grant Received	1,094,187	-
Total Financing Activities	4,924,187	1,017,197
Increase in Cash	1,508,629	5,178
Cash, Beginning of the Year	50,012	44,834
Cash, End of the Year	**$ 1,558,641**	**$ 50,012**
Supplementary Disclosure of Non-Cash Financing and Investing Activities		
Shares Issued on the acquisition of a mineral property	$ 56,750	$ 182,000

(The accompanying notes are an integral part of these consolidated financial statements)

NOTE 1 – NATURE AND CONTINUANCE OF OPERATIONS

Fancamp Exploration Ltd. ("Fancamp") was incorporated under the laws of the Province of British Columbia. The Company owns interests in mineral properties in the Provinces of Ontario, Quebec and New Brunswick, Canada. Fancamp is an exploration stage enterprise in the business of mineral exploration. It is in the process of exploring its mineral properties interests and has not yet determined whether these properties contain ore reserves that are economically recoverable. The address of its head and registered office is 7290 Gray Avenue, Burnaby, BC, V5J 3Z2. The Company's financial year end is April 30. The Company's consolidated financial statements for the year ended April 30, 2019 were approved by the Board of Directors on August 27, 2019.

These consolidated financial statements have been prepared on a going-concern basis, which contemplates that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future.

The Company has working capital as at April 30, 2019 of $15,139,740 (2018 - $12,074,401) and an accumulated deficit of $28,227,115 (2018 - $39,731,813). The Company recorded a net income of $1,187,762 for the year ended April 30, 2019 (2018 – net loss of $2,186,795). The Company has not yet determined whether its mineral properties contain ore reserves that are economically recoverable. The recoverability of the amounts incurred for mineral properties is dependent upon the existence of economically recoverable reserves, securing and maintaining title and beneficial interest in the properties, the ability of the Company to obtain necessary financing to complete the exploration and development of its properties, and to attain future profitable production or to obtain proceeds from disposition of its properties. The Company's ability to maintain is dependent upon the continuing support of its creditors and its success in obtaining new equity financing for its ongoing operations. Financing options available to the Company include public equity financings, sales of marketable securities, loans and tax credit refunds.

NOTE 2 – BASIS OF PRESENTATION

Statement of Compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). These consolidated financial statements are presented in Canadian dollars unless otherwise noted.

The consolidated financial statements include the accounts of the Company and its subsidiary, The Magpie Mines Inc. (the "Subsidiary" or "Magpie"). All significant intercompany balances and transactions were eliminated on consolidation.

These financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair value, as explained in the accounting policies set out in Note 3 of the Company's annual audited financial statements for the year ended April 30, 2019.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES

The preparation of consolidated financial statements in conformity with IFRS requires management to make judgment, estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of commitments and contingencies at the date of the consolidated financial statements and the reported amount of expenses during the period. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period of the revision and in any future periods affected. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are as follows:

Critical Accounting Judgments

(i) Exploration and Evaluation Expenditures
The application of the Company's accounting policy for exploration and evaluation expenditures capitalized requires judgment in determining which expenditures are recognized as exploration and evaluation assets and applying the policy consistently. In making this determination, the Company considers the degree to which the expenditure can be associated with finding specific mineral resources that are economically recoverable.

(ii) Title to Mineral Property Interests
Although the Company has taken steps to verify title to mineral properties in which it has an interest, these procedures do not guarantee the Company's title. Such properties may be subject to prior agreements or transfers and title may be affected by undetected defects.

Critical Accounting Estimates

(i) Impairment of Long-lived Assets
The Company reviews and assesses the carrying amount of exploration and evaluation assets and, its patent and process development for indicators of impairment when facts or circumstances suggest that the carrying amount is not recoverable. If impairment is indicated, the amount by which the carrying value of the assets exceeds the estimated fair value is charged to the statement of operations and comprehensive income (loss).

(ii) Current and Deferred Taxes
The determination of income tax expense and the composition of deferred tax and mining tax assets and liabilities involves judgment and estimates as to the future taxable earnings, expected timing of reversals of deferred tax assets and liabilities, and interpretations of tax laws. The Company is subject to assessments by tax authorities who may interpret the tax law differently. Changes in these interpretation, judgements and estimates may materially affect the final amount of current and deferred tax provisions, deferred income tax assets and liabilities, and results of operations.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Critical Accounting Estimates - Continued

(iii) Stock Based Compensation

Fair values are determined using the Black-Scholes option pricing model. Estimating fair value requires determining the most appropriate valuation model for a grant of equity instruments, which is dependent on the terms and conditions of the grant. Option-pricing models require the use of highly subjective estimates and assumptions including the expected stock price volatility. Changes in the underlying assumptions can materially affect the fair value estimates and, therefore, existing models do not necessarily provide reliable measurement of the fair value of the Company's stock options.

Financial Instruments

Financial assets

The Company classifies its financial assets in the following categories:

- Fair value through profit or loss (FVTPL)
- Fair value through other comprehensive income (FVTOCI)
- Amortized cost

The determination of the classification of financial assets is made at initial recognition. Marketable securities that are held for trading are classified as FVTPL: for other marketable securities and investments, on the day of acquisition the Company can make an irrevocable election to classify them as FVTOCI.

The Company's accounting policy for each of the categories is a follows:

Financial assets at FVTPL

Financial assets carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the consolidated statements of operations and comprehensive income (loss). Realized and unrealized gains and losses arising from changes in the fair value of financial assets held at FVTPL are included in the consolidated statements of operations and comprehensive income (loss).

Financial assets at FVTOCI

Financial assets carried at at FVTOCI are initially recognized at fair value plus transaction costs. Subsequently they are measured at fair value, with gains and losses arising from changes in fair value recognized in other comprehensive income (loss).

Financial assets at amortized cost

A financial assets is measured at amortized cost if the objective is to hold the financial asset for the collection on contractual cash flows and the asset's contractual cash flows are comprised solely of payments of principal and interest. The financial asset is classified as current or non-current based on its maturity date and is initially recognized at fair value and subsequently carried at amortized cost less any impairment.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Financial Instruments - continued

Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost.

On May 1, 2018, the Company adopted a new accounting standard, IFRS 9 – financial instruments (“IFRS 9”). Details are discussed in Note 4 – Changes in Accounting Standards.

The following table shows the classification of the Company’s financial assets under IFRS 9:

Financial asset	IFRS 9 Classification
Cash	Amortized cost
Trade and Other Receivables	Amortized cost
Marketable Securities	FVTPL

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:

Financial liabilities at FVTPL

This category comprises derivatives or liabilities acquired or incurred principally for the purpose of selling or repurchasing in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the consolidated statements of operations and comprehensive income (loss).

Financial liabilities at amortized cost

This category includes accounts payable and accrued liabilities, due to related parties, note payable to related party and pilot plant grant obligations, which are recognized at amortized cost using the effective interest method.

The effective interest method calculates the amortized cost of a financial liability and allocates interest expense over the corresponding period. The effective interest rate is the rate that discounts estimated future cash receipts over the expected life of the financial liability, or, where appropriate, a shorter period.

Transaction costs in respect of financial liabilities at fair value through profit or loss are recognized in the consolidated statements of operations and comprehensive income (loss) immediately while transaction costs associated with other financial liabilities are included in the initial measurement of the financial liability.

Cash

Cash consists of cash in the bank, short-term deposits and highly liquid investments with a maturity of three months or less. As of April 30, 2018 and 2019, the Company has no cash equivalents.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Marketable Securities

Marketable securities consist of common shares of publicly-traded companies listed on the TSX Venture Exchange. Marketable securities are classified as FVTPL and are recorded at their fair values using quoted market prices at the statement of financial position date. Subsequent revaluation resulting in unrealized gains or losses is recorded in the consolidated statements of operations and comprehensive income (loss).

Patent and Process Development

Costs incurred in obtaining a patent are capitalized and amortized on a straight-line basis over the legal life of the respective patent, or its economic life, if shorter. Patent costs is capitalized only if the costs can be measured reliably, the patent process is technically and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development and to use or sell the patent. Costs incurred in successfully obtaining a patent are measured at cost less accumulated amortization and accumulated impairment losses. The cost of servicing the Company's patents is expensed as incurred.

The patent costs are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an assets or asset group may not be recoverable, and at least annually.

An impairment is considered to exist if the total undiscounted future cash flows expected from the use of the asset or asset group are less than its carrying amount. An impairment loss, if any, is recorded for the excess of the asset's or asset group's carrying value over its fair value, as determined by a valuation technique appropriate to the given circumstances.

Exploration and Evaluation Assets

Costs directly related to the acquisition and evaluation of mineral properties are capitalized once the legal rights to explore the properties have been obtained. When it is determined that such costs will be recouped through successful development and exploitation, expenditures are transferred to tangible assets and depreciated over the expected productive life of the asset. Costs for a producing prospect are amortized on a unit-of-production method based on the estimated life of the ore-reserves, while costs for the prospects abandoned are written off.

Impairment reviews for deferred exploration and evaluation costs are carried out on a project by project basis, with each project representing a single cash generating unit. An impairment review is undertaken at the end of each reporting period or when indicators of impairment arise but typically when one or more of the following circumstances apply:

- Unexpected geological occurrences that render the resource uneconomic;
- Title to the asset is compromised;
- Fluctuations in metal prices that render the project uneconomic;
- Variation in the currency of operations; and
- Threat to political stability in the country of operation.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Exploration and Evaluation Assets - Continued

From time to time, the Company may acquire or dispose of properties pursuant to the terms of option agreements. Due to the fact that options are exercisable entirely at the discretion of the optionee, the amounts payable or receivable are not recorded. Option payments are recorded as exploration and evaluation assets or recoveries when the payments are made or received.

The recoverability of the amounts capitalized for the undeveloped resource properties is dependent upon the determination of economically recoverable ore reserves, confirmation of the Company's interest in the underlying mineral claims, the ability to farm out its resource properties, the ability to obtain the necessary financing to complete their development and future profitable production or proceeds from the disposition thereof.

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

Decommissioning Obligations

Decommissioning liabilities arise from the legal obligation to abandon and reclaim property, plant and equipment incurred upon the acquisition, construction, development and use of the asset. The initial liability is measured at the discounted value of the estimated costs to reclaim and abandon using a risk free rate, subsequently adjusted for the accretion of discount and changes in expected costs. The decommissioning cost is capitalized in the relevant asset category. Costs capitalized to property, plant and equipment are depreciated into earnings based upon the unit-of-production method consistent with the underlying assets. Actual costs incurred upon settlement of the obligations are charged against the provision to the extent the provision was established. The Company had no asset retirement obligations recognized as of April 30, 2019 and 2018.

Share Capital

Common shares are classified as equity. Incremental costs directly attributable to the issue of common shares are recognized as a deduction from equity, net of any tax effects.

Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Deferred Quebec Mining Duties

The Company qualifies under the Mining Duties Act (Quebec) for a refundable credit on qualifying exploration and evaluation expenditures incurred in Quebec. Qualifying expenditures claimed for the purposes of receiving payment of this refund on a current basis will not be deductible in the calculation of duties from mineral production in future years. Accordingly, the full amount of such assistance has been recorded as deferred Quebec mining duties. On commencement of earnings from mineral production, the Company intends to amortize this amount as a reduction of mining duties then payable over the estimated productive life of its properties.

Exploration Tax Credits

The Company accounts for accrued tax credits on eligible exploration expenditures as a deduction from its mineral properties interests, on a property by property basis, and will be charged to operations on the same basis as the deferred acquisition and exploration and evaluation expenditures. The exploration tax credits are accrued in the year when the exploration and evaluation expenditures are incurred, provided there is reasonable assurance that the Company has complied with, and will continue to comply with, all conditions needed to obtain the credits.

Stock Based Payments

The Company's Stock Option Plan allows directors, officers and consultants to acquire shares of the Company in exchange for the options exercised. The fair value of stock options granted to employees is recognized as an expense over the vesting period using the graded vesting method with a corresponding increase in equity. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, including directors of the Company.

The fair value is measured at the grant date and recognized over the period during which the options vest. The fair value of the options granted is measured using the Black-Scholes option-pricing model, taking into account the terms and conditions upon which the options were granted. At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the actual number of share options that are expected to vest based on estimate of forfeiture rate.

The compensation cost of stock options granted to consultant is initially measured at fair value of the awards at the grant date and periodically re-measured to fair value until the consultant's performance is complete, and recognized over the periods during which the consultant become unconditionally entitled to the options. The compensation cost is charged to income with a corresponding increase to contributed surplus.

Income Tax

Income tax expense comprises current and deferred tax. Income tax expense is recognized in the statement of comprehensive income (loss) except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Income Tax - continued

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting, nor taxable income or loss. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Income (Loss) Per Share

Basic income (loss) per share is calculated by dividing the income (loss) for the period by the weighted average number of shares outstanding in the year. Diluted income (loss) per share is calculated giving effect to the potential dilution that would occur if securities or other contracts to issue common shares were exercised or converted to common shares using the treasury method. Treasury method assumes that proceeds received from the exercise of stock options and warrants are used to repurchase common shares at the prevailing market rate. Diluted earnings per share is equal to the basic earnings per share as the outstanding options and warrants are anti-dilutive.

Related Party Transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

Foreign Currency Transactions and Translation

The Company's functional currency is Canadian dollars. Transactions in other currencies are recorded in Canadian dollars at the rates of exchange prevailing when the transactions occur. Monetary assets and liabilities denominated in other currencies are translated into Canadian dollars at rates of exchange in effect at the balance sheet dates. Exchange gains and losses are recorded in the consolidated statements of operations and comprehensive income (loss).

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Future Accounting Policy Changes Issued but not yet in Effect

Certain pronouncements were issued by the IASB or IFRIC but are not yet effective as at April 30, 2019. The Company intend to adopt these standards and interpretations when they become effective. The following are the accounting standards issued but not effective as of April 30, 2019 that the Company believes could be significant:

IFRS 16 - Leases

IFRS 16 - Leases will replace IAS 17 Leases. This standard introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. A lessee is required to recognize a right-of- use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The standard will be effective for annual periods beginning on or after January 1, 2019, but earlier application is permitted for entities that apply IFRS 15 Revenue from Contracts with Customers at or before the date of initial adoption of IFRS 16. The Company intends to adopt IFRS 16 for the annual periods beginning May 1, 2019. The Company does not expect the adoption of this new standard to have a significant impact on the consolidated financial statements.

IFRS 9 Financial Instruments (Amendment)

On October 2017, the International Accounting Standards Board (IASB) issued amendments to IFRS 9 Financial Instruments to address the classification of certain prepayable financial assets.

The amendments clarify that a financial asset that would otherwise have contractual cash flows that are solely payments of principal and interest but do not meet that condition only as a result of a prepayment feature with negative compensation may be eligible to be measured at either amortized cost or fair value through other comprehensive income. This classification is subject to the assessment of the business model in which the particular financial asset is held as well as consideration of whether certain eligibility conditions are met.

NOTE 4 – CHANGE IN ACCOUNTING STANDARD

On May 1, 2018, the Company adopted a new accounting standard, IFRS 9 – financial instruments ("IFRS 9"), which replaced International Accounting Standard 39 (IAS 39) Financial Instruments: Recognition and Measurement. This new standard introduces changes to IAS 39's guidance on the classification and measurement of financial assets and is effective for annual periods beginning after January 1, 2018. IFRS 9 did not impact the Company's classification and measurement of financial assets and liabilities except for marketable securities. The Company adopted IFRS 9 retrospectively without restatement of comparative amounts resulting in a reclassification of $10,213,754 from accumulated other comprehensive income to deficit at May 1, 2018. Future changes in the fair value of marketable securities will be recorded directly in profit or loss. No other differences of any significance have been noted in relation to the adoption of IFRS 9.

NOTE 4 – CHANGE IN ACCOUNTING STANDARD - CONTINUED

The Company completed an assessment of its financial instruments at May 1, 2018. The following table shows the original classification under IAS 39 and the new classification under IFRS 9.

	Original Classification – IAS 39	New Classification – IFRS 9
Cash	FVTPL	Amortized cost
Trade and other receivables	Loans and receivables	Amortized cost
Marketable securities	Available for sale	FVTPL
Accounts payable and accrued liabilities	Other financial liabilities	Amortized cost
Due to related parties	Other financial liabilities	Amortized cost
Note payable to related party	Other financial liabilities	Amortized cost
Pilot plant grant obligation	Other financial liabilities	Amortized cost

NOTE 5 – MARKETABLE SECURITIES

The Company holds shares and warrants in various public companies throughout the mining industry. During the year ended April 30, 2019, these shares and warrants were fair valued and this resulted in an unrealized gain of $6,227,986 (2018 - $1,126,462) Disposition of some marketable securities during the year ended April 30, 2019 resulted in a realized loss of $369,400 (2018 - $494,426).

The shares in various public companies are classified as FVTPL and are recorded at fair value using the quoted market price as at April 30, 2019 and are therefore classified as level 1 within the fair value hierarchy.

The warrants in various public companies are classified as FVTPL and are recorded at fair value using a Black-Scholes option pricing model with observable inputs.

The following table summarizes information regarding the Company's marketable securities as at April 30, 2019 and 2018:

	April 30, 2019 $	April 30, 2018 $
Balance at beginning of year	12,976,530	12,214,648
Additions	100,000	-
Disposals	(3,980,000)	(859,006)
Realized (loss)/gain	(369,400)	494,426
Unrealized (loss)/gain	6,227,986	1,126,462
Balance at end of year	14,955,116	12,976,530

NOTE 5 – MARKETABLE SECURITIES – CONTINUED

i) The Company held 1,110,000 common shares of Argex Titanium Inc. at April 30, 2019 and April 30, 2018. These common shares were valued at $nil at April 30, 2019 (2018 - $0.04), since Argex Titanium Inc. has declared bankruptcy and was delisted from TSX on June 29, 2019.

ii) The Company held 1,000,000 common shares of Beauce Gold Fields Inc. at April 30, 2019 (2018 – Nil) and 1,384,373 share purchase warrants (2018 – Nil). 1,000,000 share purchase warrants are exercisable at $0.15 until December 2, 2020. 384,373 share purchase warrants are exercisable at $0.825 until January 22, 2020. The common shares were valued at a per share quoted market price of $0.15 at April 30, 2019, while the share purchase warrants were valued at $102,138 as at April 30, 2019. The fair value of share purchase warrants was estimated using the Black-Scholes model with weighted average assumptions for the grant as follows: stock price - $0.15, risk-free interest rate – 1.60%, expected life of warrants – 1.59 and .73 years, annualized volatility – 147.77% - 164.47% and dividend rate – 0%.

iii) The Company held 6,768,333 common shares of Champion Iron Limited at April 30, 2019 (2018 – 10,268,333 common shares). These common shares were valued at a per share quoted market price of $2.15 at April 30, 2019 (2018 - $1.23). In May 2018, 2,500,000 common shares were disposed of and in September 2018 1,000,000 common shares were disposed of for a recorded loss of $325,000.

iv) The Company held 1,250 common shares of Iconic Minerals Ltd. at April 30, 2019 (2018 – 1,250 common shares). The common shares were valued at a per share quoted market price of $0.12 at April 30, 2019 (2018 - $0.09).

v) The Company held 4,564,000 common shares of KWG Resources Inc. at April 30, 2019 (2018 – 4,564,000 common shares). These common shares were valued at a per share quoted market price of $0.01 at April 30, 2019 (2018 - $0.015).

vi) The Company held 208 common shares of RT Minerals Inc. at April 30, 2019 (2018 – 208 common shares). These common shares were valued at a per share quoted market price of $0.055 at April 30, 2019 (2018 - $0.2).

vii) The Company held 450,000 common shares of St-Georges Eco-Mining Corp. at April 30, 2019 (2018 – 450,000 common shares). These common shares were valued at a per share quoted market price of $0.15 at April 30, 2019 (2018 - $0.355).

viii) The Company held 8,000,000 share purchase warrants of HPQ Silicon Resources Inc. (formerly Uragold Bay Resources Inc.) at April 30, 2019 (2018 – 8,000,000 share purchase warrants). The share purchase warrants are exercisable at $0.20 in the first 24 months, $0.27 in the 25th month to the 48th month, at $0.36 in the 49th month to the 60th month. The share purchase warrants were valued at $37,760 as at April 30, 2019 (2018 - $73,716). The fair value of share purchase warrants was estimated using the Black-Scholes model with weighted average assumptions for the grant as follows: stock price – $0.09, risk-free interest rate – 1.60%, expected life of warrants – 0.73 years, annualized volatility – 108.61%, and dividend rate – 0%.

NOTE 6 – TRADE AND OTHER RECEIVABLE

	April 30, 2019 $	April 30, 2018 $
Trade Receivables	-	200,000
Other Receivables	50	50
	50	200,050
Allowance for doubtful accounts	-	(200,000)
	50	50

NOTE 7 – PATENT AND PROCESS DEVELOPMENT, PILOT PLANT

The Company is in the process of obtaining exclusive rights for licensing patent(s) for the two-stage leaching process. Patent applications were filed in US, Canada, and countries with known TiO2 resources and/or production operations.

In July 2018, the Company's subsidiary and Sustainable Development Technology Canada ("SDTC") entered into a Contribution Agreement ("SDTC agreement"), where federal grant funding was provided to the Company towards construction of a test facility. Eligible project costs, under terms and conditions of the SDTC agreement and when approved by SDTC, will be funded through advances by STDC. As at year end April 30, 2019, the Company has received a total amount of $1,094,187 from SDTC as the initial advance. After completion of Phase 1, the Company has determined to temporarily set aside such proprietary process and written off capitalized cost of $402,724 in connection with expenditures incurred for the application of these patents. Please refer to Note 13 on details of claims related to this patent. The full amount of the grant received, which is subject to repayment, has been recorded as pilot plant grant obligation on the consolidated statements of financial position as at April 30, 2019.

NOTE 8 – EXPLORATION AND EVALUATION ASSETS

The Company's active mineral exploration properties' interests are detailed below and in Schedule I – Summary of Deferred Costs on Exploration and Evaluation Assets.

(a) 100% owned claims in the Province of New Brunswick

The Company has a 100% ownership interest in numerous claims in the Province of New Brunswick, including the Becagiumec Lake and Brunswick North properties. Certain properties are subject to the following royalties or option agreements:

Brunswick North claims

In February 2018, the Company entered into a purchase agreement to acquire 45 claim units located in the Bathurst Camp of New Brunswick. The Company may earn a 100% interest in these claims by:

(i) paying a total of $35,000 to the Vendors over three years ($15,000 paid)
(ii) issuing a total of 500,000 common shares to the Vendors over three years (200,000 issued)

NOTE 8 – EXPLORATION AND EVALUATION ASSETS - CONTINUED

(b) 100% owned claims in the Province of Quebec

The Company has a 100% ownership interest in numerous claims in the Province of Quebec, including the Baie Verte-Brompton, Baril, Beauce, Baude Lake, Beaudoin, Brennan Lake, Chapleau, Cherry Hill, Clinton, Clova, Gaspe Bay Group, Hunt, Kinross, Lac Claire, Lac a la Roche, Lac Au Vents, Lac Lamelee, Langevin, Magpie, Maurici, Mitchi, New Richmond, Opal & Anorthosite, Portage Lake, Restigouche, Risborough, Riviere Des Plantes, Rockaway Valley, St. Gabriel, St. Venant , Superior Quartz, Stoke Mountain, Timber Lake, Vachon, Val D'Or, and Wilson properties. Certain of the properties are subject to the following royalties or option agreements:

Beauce

The Company earned a 100% interest in 32 mineral claims which are subject to a royalty interest of 1.5% net smelter return, of which the Company may retire 1% net smelter returns by the payment of $1,000,000. The Company currently holds a total of 56 claim units, including those that were acquired by staking.

In January, 2015, the Company entered into an agreement with HPQ Silicon Resources (formerly Uragold Bay Resources) regarding the sale of 32 claims through:

- i) The issuance to Fancamp of 8,000,000 HPQ Silicon Resources (formerly Uragold Bay Resources) Units. Each unit consisting of one common share and 1 common share purchase warrant, exercisable at prices from $0.20 to $0.40 for a 60 month period. (issued)
- ii) Making a cash payment to Fancamp of $25,000 within six months of signing the definitive agreement (received).
- iii) HPQ will finance $400,000 worth of exploration work on the claims over a 4 year period (canceled)

Fancamp has been granted a 3.5% Gross Metal Royalty on any gold production extracted from the 32 claim block. The capitalized costs associated with Beauce were written down to nominal value as HPQ has fulfilled the obligations under the agreement and obtained 32 claims from the Company.

Lac Lamelee

In February 2011, the Company entered into a purchase agreement to acquire the additional 50% interest in 29 claims, located in the Fermont district of New Quebec, through the transfer of 375,000 shares of Champion Minerals Inc. to its partner. The Company owns 100% interest these claims as at April 30, 2012. The vendor retained a 1.5% NSR, of which 0.5% may be bought back for $1,500,000. An advance royalty of $100,000 per annum will be paid to the Vendor. Champion Iron Mines Ltd. retains a right of first refusal over Fancamp's interest in this property.

On December 20, 2013, the Company completed the sale of the Lac Lamelee property to Lamelee Iron Ore Ltd. and retained 1.5% NSR. On June 29, 2016, Lamêlée returned to the Company 49 mining claims designated as Lac Lamêlée Property. The Company also received the original 1.5% NSR through an asset acquisition and now holds the 3.0% NSR on this property.

The Company currently holds 32 claim units.

NOTE 8 – EXPLORATION AND EVALUATION ASSETS - CONTINUED

Lemoine

The Lemoine claims are subject to a royalty interest of 1.5% of net smelter returns, of which the Company may retire 1% net smelter returns by the payment of $1,000,000. There are no capitalized amounts associated with these claims.

Magpie

In fiscal 2016, as part of an asset acquisition, the Company acquired a 100% interest in 70 mineral claims in the Province of Quebec. The Company currently holds 100% interest in 44 mining claims. The Company also acquired the 2% NSR attached to some of the claims. During the year ended April 30, 2019, the Company recorded an impairment loss of $1,947,725 (2017 - $Nil) on its exploration and evaluation assets due to the Company's lack of exploration plans.

Stoke Mountain

In December 2009, the Company entered into an option agreement to acquire 44 claim units located in the Eastern Townships of Quebec. The Company has earned a 100% interest by:

(i) paying a total of $65,000 to the Optionor over three years (paid)
(ii) issuing a total of 275,000 common shares over three years (issued)
(iii) spending $600,000 on exploration and development over three years (incurred)

The Optionor will retain a 2% NSR, of which 1% may be bought back for $1,000,000.

The Company currently holds 121 claim units, including those that were acquired by staking.

(c) 100% owned claims in the Province of Ontario

The Company has a 100% ownership interest in numerous claims in the Province of Ontario, including Cunningham, Dorothy, Desolation Lake, McFaulds Lake and Mallard Heenan. Certain of the properties are subject to the following royalties or option agreements:

Cunningham

In June, 2018 the Company entered into a purchase agreement to acquire 24 claim units located in the western central part of Cunningham Township, Ontario. The Company may earn a 100% interest by:

(i) paying a total advance royalty of $25,000 to the Vendor over 5 years ($5,000 paid)
(ii) issuing a total of 100,000 common shares (issued)

The Optionor will retain a 2% NSR, of which 1% may be bought back for $1,000,000.

In January, 2019 the Company entered into a purchase agreement to acquire 185 claim units located in the western central part of Cunningham Township, Ontario. The Company may earn a 100% interest by:

(i) paying a total of $15,000 to the Vendor over 2 years ($5,000 paid)
(ii) issuing a total of 200,000 common shares (issued)

The Optionor will retain a 2% NSR, of which 1% may be bought back for $1,000,000.

The Company has also acquired an additional 3 claim units by staking.

NOTE 8 – EXPLORATION AND EVALUATION ASSETS - CONTINUED

Dorothy

In June, 2018 the Company entered into a purchase agreement to acquire 67 claim unites located in the NE corner of Megissi Township, Ontario. The Company may earn a 100% interest by:

(i) paying a total advance royalty of $62,500 to the Vendor over 5 years ($12,500 paid)
(ii) issuing a total of 250,000 common shares (issued)

The Optionor will retain a 2% NSR, of which 1% may be bought back for $1,000,000.

The Company has also acquired an additional 97 claim units by staking.

Mallard Heenan

In January and February 2018 the Company entered into purchase agreements to acquire 26 claim units located in the Swayze greenstone belt, southwest of Timmins, Ontario. The Company may earn a 100% interest by:

(i) paying a total advance royalty of $150,000 to the Vendors over 5 years ($60,000 paid)
(ii) issuing a total of 1,250,000 common shares (issued)
(iii) spending $225,000 on exploration and development over two years ($405,487 incurred)

The Optionors of 23 claims will retain a 2% NSR, of which 1% may be bought back within 7 years for $1,000,000, and the Optionors of 2 claims will retain a 1.5% NSR, of which 1% may be bought back within 7 years for $1,000,000.

In December, 2018 the Company entered into a purchase agreement to acquire 2 claim units located in the Swayze greenstone belt, southwest of Timmins, Ontario. The Company may earn a 100% interest by:

(i) paying a total of $6,000 to the Vendors (paid)
(ii) issuing a total of 100,000 common shares (issued)

The Optionor will retain a 0.5% NSR.

McFaulds Fancamp

The Company owns 100% interest in 4 claim units. The McFaulds Fancamp claims are subject to a royalty interest of 2% net smelter returns, of which the Company may retire 1.5% net smelter returns by the payment of $1,500,000.

On March 5, 2012, the Company entered into a letter of intent with Bold Ventures Inc. (“Bold”) whereby Bold can earn up to a 50% interest in the McFaulds Lake claims by making option payments totaling $1,500,000 and spending $8,000,000 on exploration over a three year period, commencing on the execution of a memorandum of understanding or other necessary agreements from local First Nation groups. Bold has the right to elect to earn a further 10% interest by delivering a positive feasibility study and making a further $700,000 option payment.

Further to the letter of intent, the Earn-in Option Agreement was signed May 7, 2012. On October 31, 2012, a Memorandum of Understanding between Bold Ventures Inc. and Marten Falls First Nation was signed.

NOTE 8 – EXPLORATION AND EVALUATION ASSETS - CONTINUED

McFaulds Fancamp – Continued

On January 14, 2013, the Company announced the signing of an agreement (the "Amended Agreement") with Bold Ventures Inc. ("Bold"). The Amendment Agreement extends the terms of the original Earn-In Option Agreement, giving Bold two options permitting Bold to earn up to a 100% working interest in the Koper Lake Project (the "Project"). The additional two options apply for a period of 90 days following the date Bold earns its 60% interest.

In the first additional option, Bold can earn a further 20% interest in the Property by paying Fancamp $15,000,000 payable in equal installments over 3 years with half of the amount payable in cash and the balance payable, at Bold's option, through the issuance of common shares of Bold at the market price at the time the shares are issued. At that point, Fancamp would retain a 20% carried interest in the Koper Lake Project.

If the first option is exercised, Bold would then have the additional option to acquire from Fancamp the 20% carried interest in exchange for a Gross Metal Royalty ("GMR") payable to Fancamp. Execution of the additional option would result in Bold holding a 100% interest in the Koper Lake Project. The GMR would entitle Fancamp to be paid 2% of the total revenue from the sale of all metals and mineral products from the Property from the commencement of Commercial Production. Once all of the capital costs to bring the Project to the production stage have been recovered, the GMR may be scaled up to a maximum of 4% of the total revenue from the sale of all metals and mineral products from the Property contingent upon the prices of products sold from the Property.

On March 4, 2013, Bold signed an option and joint venture agreement with KWG Resources Inc. ("KWG") to option its interests in Koper Lake. Under the terms of the option agreement, Bold would act as operator of the exploration programs which are to be financed by KWG. KWG would also make the option payments due under the agreement with Fancamp. KWG could acquire an 80% interest in chromite produced from Koper Lake by financing 100% of the costs to a feasibility study leaving Bold and its co-venturer with a 20% carried interest, pro rata. For nickel and other non-chromite minerals identified during the exploration programs, the parties have agreed to form a joint venture in which KWG would have a 20% participating interest and Bold and its co-venturer would have an 80% participating interest, pro rata. KWG would have a right of first refusal to purchase all ores or concentrates produced by such joint venture whenever its interest in the joint venture exceeds 50%.

The Company has received $300,000 and been issued 10,000,000 common shares of KWG Resources Inc. at $0.05 per share with a fair value of $500,000 and 35,000,000 common shares at $0.02 per share with a fair value of $700,000.00.

On October 29, 2015, the Company extended for one year all obligations and dates under the various agreements. As consideration for the extension, Fancamp has received 25,000,000 common shares of KWG, at a deemed value of $500,000, of which $300,000 will be applied as a reduction of the required exploration expenditures under option agreement. On October 14, 2016, the Company announced that KWG and Bold met all obligations necessary to earn a 50% interest in the property and establish a joint venture.

(d) Mineral property royalty interests

Johan Beetz claims

The Company retains a 3.0% net smelter royalty for the first two years of commercial production, increasing to 5% thereafter. The Company is entitled to receive quarterly advance royalty payments of $25,000 commencing January 1, 2008, $Nil (2018 - $Nil) have been received. Due to the uncertainty of receiving the advanced royalty payments, no amounts receivable have been recorded by the Company.

NOTE 8 – EXPLORATION AND EVALUATION ASSETS - CONTINUED

Fermont Properties claims

The Company acquired an additional 1.5% NSR (2015 – 1.5% NSR) in the Fermont properties claims as part of an asset acquisition. This 1.5% NSR was sold to Champion Iron Limited, a non-arm's length party, for $50,000 in cash and non-interest bearing promissory note of $250,000. The Company holds its original 1.5% net smelter royalty on these claims.

Lac La Blache claims

The Lac La Blache claims are subject to a royalty interest of 2.0% of net smelter returns, rising to 4% two years following production. The Company also receives an annual advance royalty payment of $100,000. The Company recorded a receivable of $300,000 for advance royalty payment due in 2015, 2016 and 2017 and is currently pursuing legal action to collect the amount due. As at April 30, 2018, the entire amount had been written off. There are no capitalized amounts associated with these claims.

(e) Impairment of mineral properties interests

During the year ended April 30, 2019, the Company recorded an impairment loss of $2,073,665 (2018 - $391,856) on its exploration and evaluation assets for those properties management decided to abandon.

NOTE 9 - SHARE CAPITAL

(a) Authorized: Unlimited common shares without par value

Issued:

On January 12, 2018 the Company issued a total of 50,000 common shares at a price of $0.10 per common shares, for the exercise of stock options.

On January 30, 2018 the Company issued a total of 1,000,000 common shares at a deemed price of $0.14 per share, pursuant to the option agreement to acquire a 100% interest in the claims of the Mallard Heenan property.

On February 26, 2018 the Company issued a total of 250,000 common shares, at a deemed price of $0.12 per share, pursuant to a purchase agreement for the acquisition of a 100% interest in claims of the Mallard Heenan property.

On February 26, 2018 the Company issued a total of 100,000 common shares, at a deemed price of $0.12 per share, pursuant to a purchase agreement for the acquisition of a 100% interest in the Brunswick North property.

On July 17, 2018 the Company issued a total of 100,000 common shares, at a deemed price of $ 0.085 per share, pursuant to a purchase agreement for the acquisition of a 100% interest in the Cunningham property.

On July 17, 2018 the Company issued a total of 250,000 common shares, at a deemed price of $ 0.085 per share, pursuant to a purchase agreement for the acquisition of a 100% interest in the Dorothy property.

On December 17, 2018 the Company issued a total of 100,000 common shares, at a deemed price of $0.05 per share, pursuant to a purchase agreement for the acquisition of a 100% interest in the Mallard/Heenan property.

NOTE 9 - SHARE CAPITAL – CONTINUED

On December 17, 2018, the Company issued a total of 200,000 common shares, at a deemed price of $0.05 per share, pursuant to a purchase agreement for the acquisition of a 100% interest in the Cunningham property.

On February 26, 2019, the Company issued a total of 100,000 common shares, at a deemed price of $0.12 per share, pursuant to a purchase agreement for the acquisition of a 100% interest in the Brunswick North property.

(b) Share purchase warrants

The Company has no share purchase warrants outstanding.

(c) Management incentive options

The Company's stock option plan provides for the granting of stock options totaling in aggregate up to 10% of the Company's total number of shares issued and outstanding on a non-diluted basis. The stock option plan provides for the granting of stock options to regular employees and persons providing investor relation services or consulting services up to a limit of 5% and 2% respectively of the Company's total number of issued and outstanding shares per year. The stock options are fully vested on the date of grant, except stock options granted to consultants or employees performing investor relation activities, which vest over 12 months. The option price must be greater or equal to the discounted market price on the grant date and the option expiry date cannot exceed five years after the grant date.

A summary of the options granted under the Company's plan as at April 30, 2019 and 2018 and the changes during the year then ended is as follows:

	No. of shares	Weighted average exercise price ($)
Outstanding, April 30, 2017	8,475,000	0.15
Expired	(2,500,000)	0.22
Exercised	(50,000)	0.10
Granted	9,200,000	0.15
Outstanding, April 30, 2018	15,125,000	0.14

	No. of shares	Weighted average exercise price ($)
Outstanding, April 30, 2018	15,125,000	0.14
Cancelled	(5,050,000)	0.15
Expired	(2,450,000)	0.10
Granted	3,845,163	0.08
Outstanding, April 30, 2019	11,470,163	0.12

The weighted average remaining contractual life for the management incentive options outstanding as at April 30, 2019 is 3.11 years (2018 – 3.23 years).

NOTE 9 - SHARE CAPITAL – CONTINUED

The fair value of the options was estimated at the dates of grant using the Black-Scholes option pricing model with the following assumptions:

	2019	2018
Volatility rate	97.02% - 100.12%	104.30%
Risk-free interest rate	2.30% - 2.44%	2.00%
Dividend yield rate	0.00%	0.00%
Weighted average life	5 years	5 years

Volatility is based on the historic price changes over a term comparable to the remaining life of the option. These grants vest immediately, with the exception of options granted to investors relations personnel which vest over a one-year period. Stock based compensation related to the options granted is $194,873.

A summary of stock options outstanding and exercisable is as follows:

Exercise price per share		Number of options outstanding and exercisable	
$	Expiry date	2019	2018
0.10	October 25, 2018	-	2,450,000
0.15	May 2, 2019	1,650,000	2,250,000
0.10	December 22, 2019	1,225,000	1,225,000
0.15	January 15, 2023	4,750,000	9,200,000
0.08	September 13, 2023	1,000,000	-
0.08	November 5, 2023	2,845,163	-
		11,470,163	15,125,000

NOTE 10 - RELATED PARTY TRANSACTIONS AND BALANCES

Peter H. Smith, Director, Chairman, President, CEO
Mark Billings, Director, AC, CC
Debra Chapman, CFO
Fouad Kamaleddine, Director – The Magpie Mines Inc.
Mike Flanagan, VP Exploration – To June 14, 2018
Mel de Quadros, Director – To December 20, 2018
Ashwath Mehra, Director
Paul Ankcorn, Director, AC, CC

AC = Audit Committee, CC = Compensation Committee

Transactions and balances with related parties not disclosed elsewhere in these financial statements comprise of the following:

NOTE 10 - RELATED PARTY TRANSACTIONS AND BALANCES - CONTINUED

Transactions for the year ended April 30:	2019	2018
	$	**$**
Professional geological fees paid or payable to P.H. Smith	192,500	125,000
Rent paid or payable, to P.H. Smith	24,000	24,000
Professional management fees paid or payable to D. Chapman	85,988	81,250
Professional management fees paid to F. Kamaleddine	105,599	179,677
Directors fee paid to M. de Quadros	8,000	24,000
Stock-based compensation incurred to directors and officers	96,292	1,060,399
Directors and committee fees paid or payable to P. Ankcorn	24,000	24,000
Directors fees paid or payable to M. Billings	24,000	24,000
Directors fees paid to A. Mehra	21,000	12,000
Professional geological fees paid or payable to M. Flanagan	1,389	28,204

The Company also had a note payable to a director in the amount of $150,000 which was outstanding as of April 30, 2018. No guarantees have been provided for this note payable and the note was fully repaid in during the year ended April 30, 2019 with interest of $6,000.

Balance with related parties as of April 30	2019	2018
	$	**$**
Amounts due to directors and officers	400,410	597,130

Transactions with related parties are measured at the exchange amount of consideration established and agreed to by the related parties.

NOTE 11 – FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
Level 3 – Inputs that are not based on observable market data.

The Company's financial instruments consist of cash, marketable securities, trade and other receivables, accounts payable and accrued liabilities, due to related parties and note payable to related party. The carrying value of cash, trade and other receivables, accounts payable and accrued liabilities, pilot plant grant obligation and due to related party approximate their fair values due to their immediate or short-term maturity. Marketable securities consisting of common shares are recorded at fair value based on the quoted market process in active markets at the recording date, which is consistent with Level 1 of the fair value hierarchy. Marketable securities consisting of warrants are recorded at fair value based on a Black-Scholes pricing model consistent with Level 2 of the fair value hierarchy.

The Company is exposed to a variety of financial risks by virtue of its activities, including credit risk, interest rate risk, liquidity risk, foreign currency risk and equity market risk. The Company's objective with respect to risk management is to minimize potential adverse effects on the Company's financial performance. The Board of Directors provides direction and guidance to management with respect to risk management. Management is responsible for establishing controls and procedures to ensure that financial risks are mitigated to acceptable levels.

NOTE 11 – FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT – CONTINUED

The following table sets forth the Company's financial assets measured at fair value on a recurring basis by level within the fair value hierarchy as follows:

	April 30, 2019	April 30, 2018	
	Marketable Securities	Cash	Marketable Securities
	$	$	$
Level 1	14,815,218	50,012	12,902,813
Level 2	139,898	-	73,717
Level 3	-	-	-

There has been no changes between levels during the period.

Financial Risk Management

The Company's activities expose it to a variety of financial risks including credit risk, foreign exchange risk, interest rate risk, liquidity risk and market risk.

Credit risk

Credit risk is the risk of loss associated with a counter party's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to its cash. The Company manages its credit risk on bank deposits by holding deposits in high credit quality banking institutions in Canada.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient capital to meet liabilities when due after taking into account the Company's holdings of cash that might be raised from equity financings. As at April 30, 2019, the Company had current assets of $16,945,645 (2018 - $13,377,516) and current liabilities of $1,805,905 (2018 - $1,303,115). All of the Company's accounts payable and accrued liabilities have contractual maturities of less than 60 days and are subject to normal trade terms. The Company believes that these sources will be sufficient to cover the expected short and long term cash requirements.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets and liabilities with variable interest rates expose the Company to interest rate risk with respect to its cash flow. It is management's opinion that the Company is not exposed to significant interest rate risk.

Foreign currency risk

The Company is not exposed to foreign currency risk on fluctuations considering that its assets and liabilities are stated in Canadian dollars.

NOTE 12 – CAPITAL MANAGEMENT

The Company's objective when managing capital is to maintain investor and market confidence and a flexible capital structure which will allow it to execute on its capital expenditure program, which includes expenditures primarily in the exploration and evaluation assets, which may or may not be successful. Therefore, the Company monitors the level of risk incurred in its capital expenditures to balance the equity in its capital structure.

The Company manages its common shares as capital. As the Company is in the exploration stage, its principal source of funds is from the issuance of common shares. It is the Company's objective to safeguard its ability to continue as a going concern, so that it can continue to explore and develop its projects for the benefit of its stakeholders. No changes were made in the objectives, policies and processes for managing capital during the year. The Company is not subject to any externally imposed capital requirement.

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the exploration and development of its mineral properties. The Board of Directors has not established quantitative capital structure criteria for management, but will review on a regular basis the capital structure of the Company to ensure its appropriateness to the stage of development of the business.

The properties in which the Company currently has interest are in the exploration stage and the Company is dependent on external financing to fund its activities. In order to carry out planned exploration and development and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

In order to facilitate the management of capital and maintenance and development of future mining sites, the Company may issue new equity, incur additional debt, option its properties for cash and/or expenditure commitments from optionees, enter into joint venture arrangements, or dispose of certain assets. The Company's investment policy is to hold cash in interest bearing accounts at high credit quality financial institutions to maximize liquidity. In order to maximize ongoing development efforts, the Company does not pay dividends. The Company expects to continue to raise funds, from time to time, to continue meeting its capital management objectives.

NOTE 13 – CONTINGENCIES

In April 2019, the Corporation and Magpie ("Defendants") received a statement of claim relating to liquidated damages for termination of the agreement dated January 1, 2018 whereby a former director (the "Former Officer") acted as consultant to Fancamp to assist Magpie with mineral engineering research and development activities (the "Agreement"), for alleged unpaid services and for alleged moral and punitive damages, in the aggregate amount of approximately $933,500 (the "Damages"). The Company has recorded $375,142.60 in the Due to Related Parties for services rendered. Management has not recognized provision for remaining claimed amount given the conditions to recognize provision were not met.

In June 2019, the Defendants filed a statement of defense in the Ontario Superior Court of Justice whereby they alleged that Former Officer breached his obligations towards the Defendants by misappropriating part of the intellectual property of Magpie through the named company controlled by the Former Officer, and misusing the funds of Magpie, including a grant from Sustainable Development Technology Canada. These actions led to the termination of the Agreement in November 2018.

Based on the facts of the case, Fancamp believes that the litigation instituted by the Plaintiffs is without merit and believes that the Plaintiffs are not entitled to any of the Damages. As such, the Defendants intend to vigorously defend themselves against the Plaintiffs.

NOTE 13 – CONTINGENCIES – CONTINUED

Concurrently with the proceedings described above, on July 11, 2019, Fancamp and Magpie filed an Originating Application to Institute Proceedings (the "Originating Application") against the Former Officer and two named companies controlled by him for damages and declaratory judgment in the Superior Court of Quebec, notably to declare Fancamp/Magpie owner of the intellectual property in dispute and to claim monetary damages they are entitled to. The monetary damages notably cover costs that have been incurred for professional services rendered for the development of the intellectual property with regards to the process for the recovery of high-grade synthetic rutile from low-grade titanium bearing ores of Magpie, costs incurred for the patent application s, costs of third parties that were not authorized and misuse of funds, amounts received as a result of misappropriation of the intellectual property, and loss of profits associated to the commercialization of the intellectual property, in the aggregate amount of approximately $930,000. As of August 27, 2019, the approval date of the consolidated financial statement, all litigations are still in process.

NOTE 14 – INCOME TAXES

The following table reconciles the expected income taxes expense (recovery) at the Canadian statutory income tax rates to the amounts recognized in the statement of operations and comprehensive income (loss) for the years ended April 30, 2019 and 2018:

	2019 $	2018 $
Net income (loss) before tax	1,581,074	(2,255,275)
Statutory tax rate	27.00%	26.33%
Expected income tax (recovery)	426,890	(593,814)
Non-(taxable) deductible items	(738,292)	259,937
Change in tax rates	29,405	17,477
Change in estimates	(11,026)	247,920
Change in deferred tax asset not recognized	686,335	-
Total tax expense (recovery)	393,312	(68,480)

	2019 $	2018 $
Current tax expense (recovery)	-	-
Deferred tax expense (recovery)	393,312	(68,480)
Total tax expense (recovery)	393,312	(68,480)

The statutory tax rate increased from 26.33% to 27% due to an increase in the BC Corporate tax rate on January 1, 2019.

Deferred taxes reflect the tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax values. Details of deferred tax assets (liabilities) are as follows:

	2019 $	2018 $
Non-capital losses carryforwards	823,370	1,033,369
Capital losses carryforwards	106,021	653,782
Mining equipment	830	1,678
Exploration and evaluation assets	(1,958,898)	(2,573,456)
Allowance for doubtful account	54,000	53,500
Patent	-	(88,750)
Marketable securities	(1,889,632)	(1,590,281)
Financing costs	-	39,161
Net deferred tax assets (liabilities)	(2,864,309)	(2,470,997)

NOTE 14 – INCOME TAXES – CONTINUED

The unrecognized deductible temporary differences as at April 30, 2019 and 2018 are comprised of the following:

	2019	2018
	$	$
Non-capital losses carryforwards	2,429,840	-
Mining equipment	2,424	-
Financing costs	146,400	-
Total unrecognized dedutible temporary differences	2,578,664	-

The Company has not recognized a deferred tax asset in respect of non-capital loss carryforwards of approximately $2,429,840 (2018: $3,863,060) which may be carried forward to apply against future income for Canadian income tax purposes, subject to the final determination by taxation authorities, expiring in the following years:

Expiry	$
2027	42,087
2029	10,337
2030	341,256
2031	178,154
2032	150,061
2033	188,523
2034	101,530
2035	119,989
2036	308,302
2037	269,446
2038	619,761
2039	100,394
Total	2,429,840

NOTE 15 – SUBSEQUENT EVENTS

In May 2019, 1,650,000 of the stock options with exercise price of $0.15 were expired.

In June, 2019, the Company entered into a three year option agreement with Edge Exploration Ltd. to earn a 50% interest in a series of mineral claims in New Brunswick, known as the “Mactaquac property. Fancamp will contribute a total of $300,000 in exploration expenses and issue 250,000 fully paid shares of Fancamp Exploration Ltd. once the 50% interest is earned. Only the initial payment of $15,000 and first year exploration commitment of $75,000 are firm.

In August 2019 the Company provided comments on a claim filed against the Company and its subsidiary by a former officer. Please refer to Note 13 for details of the claims. The Company believes that the litigation is without merit and has not recorded any contingent liability as at year end April 30, 2019.

Fancamp Exploration Ltd.

Schedule I - Summary of Deferred Costs on Exploration and Evaluation Assets

The following is a summary of exploration and evaluation costs deferred during the year ended April 30, 2019:

	As At April 30, 2018			Exploration and Evaluation Expenditures Incurred During the Year Ended April 30, 2019				As At April 30, 2019		
	Deferred Acquisition Costs	Deferred Exploration Expenditures	Total	Acquisition Costs Incurred	Option and Other Payments (Received)	Exploration Expenditures Net of Exploration Tax Credits	(Write Downs) (Write Offs) Income/Sales	Deferred Acquisition Costs	Deferred Exploration Expenditures	Total
Projects										
Clinton, PQ	$ 42,042	$ 769,819	$ 811,861	$ 3,878	$ -	$ 3,991	$ -	$ 45,920	$ 773,810	$ 819,730
Gaspe Bay Group, PQ *	13,671	909,388	923,059	362	(77,483)	115,366	-	14,033	947,271	961,304
Lac au Vents, PQ	-	9,874	9,874	587	-	-	(10,460)	1	-	1
Lac Lamelee, PQ	495,539	70,154	565,693	-	-	19,188	-	495,539	89,342	584,881
Longue Pointe de Mingan, PQ	-	1	1	-	-	-	-	-	1	1
Magpie, PQ	2,110,590	(102,092)	2,008,498	-	47,847	(95,695)	(1,947,725)	12,926	-	12,926
Risborough, PQ	239	13,793	14,032	-	-	729	-	239	14,522	14,761
Stoke Mountain, PQ	94,761	2,261,034	2,355,795	-	-	4,793	(18,827)	75,934	2,265,827	2,341,761
Becagiumec Lake, NB	1,930	64,440	66,370	-	-	9,475	-	1,930	73,915	75,845
Desolation Lake, ON	1	-	1	-	-	-	-	1	-	1
McFaulds Fancamp, ON	1,290	5,697,648	5,698,938	-	-	-	-	1,290	5,697,648	5,698,938
Prospects										
Allard, PQ	358	533	891	-	-	-	(891)	-	-	-
Baie Verte-Brompton, PQ	-	-	-	6,570	-	149,107		6,570	149,107	155,677
Baril, PQ	239	575	814	-	-	-	-	239	575	814
Beauce, PQ	3,269	14,968	18,238	193	-	7,865	-	3,462	22,833	26,295
Baude Lake, PQ	2,088	27,238	29,326	-	-	5,129	-	2,088	32,367	34,455
Beaudoin, PQ	-	-	-	769	-	470	-	769	470	1,239
Bill Lake, PQ	358	1,913	2,271	-	-	-	(2,271)	-	-	-
Bornite Hill, PQ	55	-	55	-	-	-	(55)	-	-	-
Brennan Lake, PQ	513	1,890	2,403	-	-	1,015	-	513	2,905	3,419
Bruno Hill, PQ	1	-	1	-	-	-	(1)	-	-	-
Calamite, PQ	385	1,481	1,866	-	-	-	(1,865)	-	-	-
Chapleau, PQ	298	3,312	3,610	-	-	1,411	-	298	4,723	5,021
Cherry Hill, PQ	1,259	1,398	2,657	-	-	-	(1,329)	629	699	1,328
Clapham, PQ	256	180	436	-	-	70	(506)	-	-	-
Clova, PQ	2,307	5,459	7,766	-	-	17	(7,783)	-	-	-
Coaticook, PQ	-	-	-	320	-	360	-	320	360	680
Diabior, PQ	513	-	513	-	-	-	(513)	-	-	-
Electrum, PQ	276	-	276	-	-	-	(276)	-	-	-
Fanhir, PQ	686	1,174	1,860	-	-	-	(1,860)	-	-	-
Fort Coulange, PQ	577	180	757	-	-	-	(757)	-	-	-
Gaspe Bay Lithium, PQ	-	1,791	1,791	-	-	-	-	-	1,791	1,791
Gravelly, PQ	705	1,260	1,965	-	-	70	(2,035)	-	-	-
Grosse Roches, PQ	2,756	2,306	5,062	1,730	-	3,969	-	4,486	6,275	10,761
Hemmingford, PQ	385	-	385	-	-	-	(385)	-	-	-
Hunt, PQ	192	-	192	-	-	-	(192)	-	-	-
Kinross, PQ	1,025	616	1,641	-	-	30,153	-	1,025	30,769	31,794
Lac Claire, PQ	-	-	-	1,109	-	-	-	1,109	-	1,109
Lac Guesclin, PQ	513	466	979	-	-	-	(979)	-	-	-
Lac A La Roche, PQ	955	-	955	-	-	-	(955)	-	-	-

The following is a summary of exploration and evaluation costs deferred during the year ended April 30, 2019:

	As At April 30, 2018			Exploration and Evaluation Expenditures Incurred During the Year Ended April 30, 2019				As At April 30, 2019		
	Deferred Acquisition Costs	Deferred Exploration Expenditures	Total	Acquisition Costs Incurred	Option and Other Payments (Received)	Exploration Expenditures Net of Exploration Tax Credits	(Write Downs) (Write Offs) Income/Sales	Deferred Acquisition Costs	Deferred Exploration Expenditures	Total
Langevin, PQ	-	-	-	1,867	-	641	-	1,867	641	2,508
Leeds, PQ	-	124	124	-	-	813	(937)	-	-	-
Machin, PQ	833	-	833	-	-	-	(833)	-	-	-
Maurici, PQ	-	-	-	848	-			848	-	848
Mitchi, PQ	1,123	2,160	3,283	-	-	-	-	1,123	2,160	3,283
Moquin, PQ	1,538	1,041	2,579	-	-	-	(2,579)	-	-	-
New Richmond, PQ	-	-	-	-	-	360	-	-	360	360
Opal & Anorthosite, PQ	537	5,256	5,793	-	-	140	(2,966)	268	2,698	2,967
Portage Lake, PQ	203	-	203	-	-	4,054	-	203	4,054	4,257
Restigouche, PQ	-	-	-	256	-	451	-	256	451	708
Ripon, PQ	513	3,464	3,977	-	-	-	(3,976)	-	-	-
Riviere Des Plantes, PQ	192	-	192	-	-	-	-	192	-	192
Rockaway Valley, PQ	1,154	271	1,424	-	-	-	-	1,154	271	1,424
Rocky Brook, PQ	256	-	256	-	-	-	(256)	-	-	-
St. Gabriel, PQ	1,339	5,614	6,953	-	-	-	(1,172)	167	5,614	5,781
St. Venant, PQ	-	-	-	-	-	1,481	-	-	1,481	1,481
Superior Quartz, PQ	-	-	-	385	-			385	-	385
Teck/Esso, PQ	449	2,813	3,262	-	-	140	(3,401)	-	-	-
Thorne, PQ	359	180	539	-	-	70	(609)	-	-	-
Timber Lake, PQ	888	2,144	3,032	-	-	180	-	888	2,324	3,212
Vachon, PQ	-	-	-	1,218	-	4,344	-	1,218	4,344	5,562
Val D'Or, PQ	449	1,080	1,529	-	-	540	-	449	1,620	2,069
Voyageur, PQ	358	2,322	2,680	-	-	-	(2,680)	-	-	-
Johan Beetz, PQ	1	-	1	-	-	-	-	1	-	1
Villebon, PQ	1	-	1	-	-	-	(1)	-	-	-
Wilson, PQ	-	-	-	392	-	-	-	392	-	392
Brunswick North, NB	19,600	6,340	25,940	22,000	(20,950)	134,538	-	41,600	119,928	161,528
Northeast Lake, NB	650	53,778	54,428	-	-	160	(54,588)	-	-	-
Cunningham, ON	-	-	-	35,550	-	100,024	-	35,550	100,024	135,574
Dorothy, ON	-	-	-	38,950	-	166,698	-	38,950	166,698	205,648
Mallard Heenan, ON	174,000	98,525	272,525	72,800	-	306,962	-	246,800	405,487	652,287
Nominal Value Properties	5	-	5	-	-	-	-	5	-	5
	$ 2,984,480	$ 9,945,911	$ 12,930,390	189,785	(50,586)	979,079	(2,073,667)	1,041,639	10,933,364	11,975,002

Fancamp Exploration Ltd.

Schedule I - Summary of Deferred Costs on Exploration and Evaluation Assets

The following is a summary of exploration and evaluation costs deferred during the year ended April 30, 2018:

	As At April 30, 2017			Exploration and Evaluation Expenditures Incurred During the Year Ended April 30, 2018				As At April 30, 2018		
	Deferred Acquisition Costs	Deferred Exploration Expenditures	Total	Acquisition Costs Incurred	Option and Other Payments (Received)	Exploration Expenditures Net of Exploration Tax Credits	(Write Downs) (Write Offs) Income/Sales	Deferred Acquisition Costs	Deferred Exploration Expenditures	Total
Projects										
Clinton, PQ	$ 42,042	$ 768,224	$ 810,266	$ -	$ -	$ 1,597	$ -	$ 42,042	$ 769,819	$ 811,861
Gaspe Bay Group, PQ *	11,458	851,912	863,370	2,213	-	57,476	-	13,671	909,388	923,059
Lac au Vents, PQ	-	1	1	-	-	9,873	-	-	9,873	9,873
Lac Lamelee, PQ	494,500	46,707	541,207	1,039	-	23,447	-	495,539	70,154	565,693
Longue Pointe de Mingan, PQ	-	1	1	-	-	-	-	-	1	1
Magpie, PQ	2,110,590	(108,693)	2,001,897	-	-	6,601	-	2,110,590	(102,092)	2,008,498
Risborough, PQ	239	432	671	-	-	13,363	-	239	13,793	14,032
Stoke Mountain, PQ	94,761	2,240,906	2,335,667	-	-	20,128	-	94,761	2,261,034	2,355,795
Becagiumec Lake, NB	-	42,488	42,488	1,930	(19,864)	41,815	-	1,930	64,440	66,370
Desolation Lake, ON	1	-	1	-	-	-	-	1	-	1
McFaulds Fancamp, ON	1,290	5,697,648	5,698,938	-	-	-	-	1,290	5,697,648	5,698,938
Prospects										
Allard, PQ	358	533	891	-	-	-	-	358	533	891
Baril, PQ	239	575	814	-	-	-	-	239	575	814
Beauce, PQ	1	-	1	3,268	-	14,968	-	3,269	14,968	18,238
Baude Lake, PQ	358	-	357	1,730	-	27,238	-	2,088	27,238	29,326
Bill Lake, PQ	358	1,253	1,611	-	-	660	-	358	1,913	2,271
Bornite Hill, PQ	-	-	-	55	-	-	-	55	-	55
Brennan Lake, PQ	-	-	-	513	-	1,890	-	513	1,890	2,403
Bruno Hill, PQ	1	-	1	-	-	-	-	1	-	1
Calamite, PQ	385	720	1,105	-	-	761	-	385	1,481	1,866
Chapais, PQ	1,602	255	1,857	-	-	-	(1,857)	-	-	-
Chapleau, PQ	299	2,155	2,454	-	-	1,157	-	298	3,312	3,610
Cherry Hill, PQ	656	1,398	2,054	602	-	-	-	1,259	1,398	2,657
Chibougamau Lithium, PQ	5,549	18,192	23,741	-	-	-	(23,741)	-	-	-
Clapham, PQ	256	180	436	-	-	-	-	256	180	436
Clova, PQ	2,307	1,440	3,747	-	-	4,019	-	2,307	5,459	7,766
Cranberry Fault, PQ	716	475	1,191	-	-	995	(2,187)	-	-	-
Diabior, PQ	513	-	512	-	-	-	-	513	-	513
Electrum, PQ	276	-	276	-	-	-	-	276	-	276
Fanhir, PQ	358	1,174	1,532	328	-	-	-	686	1,174	1,860
Flavel West, PQ	221	-	221	-	-	-	(221)	-	-	-
Fort Coulange, PQ	577	180	757	-	-	-	-	577	180	757
Gaspe Bay Lithium, PQ	-	1,791	1,791	-	-	-	-	-	1,791	1,791
Gravelly, PQ	705	180	885	-	-	1,080	-	705	1,260	1,965
Grosse Roches, PQ	2,051	720	2,770	705	-	1,586	-	2,756	2,306	5,062
Hemmingford, PQ	385	-	385	-	-	-	-	385	-	385
Hunt, PQ	-	-	-	192	-	-	-	192	-	192
Jasper, PQ	221	4,018	4,239	-	-	-	(4,239)	-	-	-
Kinross, PQ	7,457	13,187	20,644	-	-	6,263	(25,264)	1,025	616	1,641
Lac Guesclin, PQ	-	-	-	513	-	466	-	513	466	979
Lac A La Roche, PQ	955	-	955	-	-	-	-	955	-	955

The following is a summary of exploration and evaluation costs deferred during the year ended April 30, 2018:

	As At April 30, 2017			Exploration and Evaluation Expenditures Incurred During the Year Ended April 30, 2018				As At April 30, 2018		
	Deferred Acquisition Costs	Deferred Exploration Expenditures	Total	Acquisition Costs Incurred	Option and Other Payments (Received)	Exploration Expenditures Net of Exploration Tax Credits	(Write Downs) (Write Offs) Income/Sales	Deferred Acquisition Costs	Deferred Exploration Expenditures	Total
Lac Buit, PQ	2,745	15,835	18,580	-	-	-	(18,581)	-	-	-
Lac Masketsi, PQ	239	-	239	-	-	-	(239)	-	-	-
Leeds, PQ	-	-	-	-	-	124	-	-	124	124
Machin, PQ	833	-	833	-	-	-	-	833	-	833
Megantic Talc, PQ	358	1,155	1,513	-	-	18	(1,531)	-	-	-
Mitchi, PQ	-	-	-	1,123	-	2,160	-	1,123	2,160	3,283
Moquin, PQ	897	180	1,077	641	-	861	-	1,538	1,041	2,579
New Richmond, PQ	663	360	1,023	-	-	-	(1,023)	-	-	-
Opal & Anorthosite, PQ	537	1,666	2,203	-	-	3,589	-	537	5,256	5,793
Picard Lake, PQ	-	6,262	6,262	-	-	-	(6,262)	-	-	-
Portage Lake, PQ	1,689	29,193	30,882	-	-	7,424	(38,103)	203	-	203
Ripon, PQ	513	2,520	3,033	-	-	944	-	513	3,464	3,977
Riviere Des Plantes, PQ	-	-	-	192	-	-	-	192	-	192
Rockaw ay Valley, PQ	-	-	-	1,154	-	271	-	1,154	271	1,425
Rocky Brook, PQ	-	-	-	256	-	-	-	256	-	256
St. Gabriel, PQ	1,339	2,160	3,499	-	-	3,454	-	1,339	5,614	6,953
St. Moise, PQ	385	540	925	-	-	5,507	(6,431)	-	-	-
Superior Quartz, PQ	497	792	1,289	-	-	-	(1,289)	-	-	-
Teck/Esso, PQ	449	1,800	2,249	-	-	1,013	-	449	2,813	3,262
Thorne, PQ	359	180	539	-	-	-	-	359	180	539
Timber Lake, PQ	119	1,253	1,372	769	-	892	-	888	2,144	3,032
Val D'Or, PQ	-	-	-	449	-	1,080	-	449	1,080	1,529
Voyageur, PQ	358	893	1,251	-	-	1,427	-	358	2,322	2,680
Johan Beetz, PQ	1	-	1	-	-	-	-	1	-	1
Villebon, PQ	1	-	1	-	-	-	-	1	-	1
Bear Lake, NB	-	5,933	5,933	-	-	7,069	(13,002)	-	-	-
Brunsw ick North, NB	-	-	-	19,600		6,340		19,600	6,340	25,940
Nason Brook, NB	6,710	227,250	233,960	-	-	-	(233,961)	-	-	-
Northeast Lake, NB	650	38,359	39,009	-	-	15,420	-	650	53,778	54,428
Mallard Heenan, ON	-	-	-	174,000	-	98,525	-	174,000	98,525	272,525
Parks Lake, ON	-	560	560	2,000	-	11,366	(13,926)	-	-	-
Nominal Value Properties				5	-	-	-	5	-	5
	$ 2,801,027	$ 9,924,943	$ 12,725,967	$ 213,277	$ (19,864)	$ 402,865	$ (391,857)	$ 2,984,480	$ 9,945,908	$ 12,930,391

Fancamp Exploration Ltd.
Schedule II - Exploration Expenditures on Exploration and Evaluation Assets
April 30, 2019 and 2018

Incurred in the Year Ended April 30, 2019:

	Camp Drilling Assays	Engineering, Consulting, and Sundry	Prospecting, Ground, Air Surveys	Exploration Tax Credits	Total 2019
Beauce	$ 1,167	$ 248	$ 9,412	$ (2,962)	$ 7,865
Baie Verte-Brompton	126,947	17,455	62,691	(57,986)	149,107
Baude Lake	250	4,124	1,233	(478)	5,129
Beaudoin	-	-	652	(183)	470
Brennan Lake	-	1,225	-	(210)	1,015
Chapleau	513	1,042	-	(144)	1,411
Clapham	-	70	-	-	70
Clinton	-	4,058	-	(67)	3,991
Clova	-	17	0	-	17
Coaticook	-	-	500	(140)	360
Gaspe Bay Group	1,851	35,305	112,264	(34,053)	115,366
Gravelly	-	70	-	-	70
Grosse Roches	-	140	5,318	(1,489)	3,969
Kinross	1,052	4,836	34,112	(9,846)	30,153
Lac Lamelee	-	16,477	3,765	(1,054)	19,188
Langevin	-	-	891	(249)	641
Leeds	449	560	-	(196)	813
Magpie	-	(95,695)	-	-	(95,695)
New Richmond	-	500	-	(140)	360
Opal & Anorthosite	-	140	-	-	140
Portage	-	1,671	2,920	(538)	4,054
Restigouche	-	-	627	(175)	451
Risborough	-	513	300	(84)	729
St Venant	-	2,057	-	(576)	1,481
Stoke Mountain	-	4,929	552	(689)	4,793
Teck/Esso	-	140	-	-	140
Thorne	-	70	-	-	70
Timber Lake	-	250	-	(70)	180
Vachon	724	-	5,310	(1,689)	4,344
Val D'Or	-	-	750	(210)	540
Becagiumec Lake	-	872	8,603	-	9,475
Brunswick North	40,683	20,844	73,012	-	134,538
Northeast Lake	-	160	-	-	160
Cunningham	275	9,363	90,387	-	100,024
Dorothy	4,668	22,890	139,140	-	166,698
Mallard Heenan	174,203	71,725	61,034	-	306,962
	$ 352,780	$ 126,054	$ 613,471	$ (113,227)	$ 979,079

Incurred in the Year Ended April 30, 2018:

	Camp Drilling Assays	Engineering, Consulting, and Sundry	Prospecting, Ground, Air Surveys	Exploration Tax Credits	Total 2018
Beauce	$ 1,066	$ 3,534	$ 16,052	$ (5,684)	$ 14,969
Baude Lake	9,933	8,021	19,876	(10,593)	27,238
Bill Lake	79	-	838	(257)	660
Brennan Lake	-	-	2,625	(735)	1,890
Calamite	53	-	1,004	(296)	761
Chapleau	-	-	1,607	(450)	1,157
Clinton	-	1,573	-	25	1,597
Clova	285	-	5,298	(1,563)	4,019
Cranberry Fault	79	-	1,303	(387)	995
Gaspe Bay Group	3,286	22,764	52,052	(20,628)	57,475
Gravelly	-	-	1,500	(420)	1,080
Grosse Roches	160	250	1,792	(617)	1,586
Kinross	-	6,023	2,625	-2,386	6,263
Lac Guesclin	-	500	148	(182)	467
Lac Lamelee	-	26,988	4,134	(7,675)	23,447
Lac Au Vents	-	9,874		-	9,874
Leeds	172	-	-	(48)	124
Magpie	-	3,151	3,450	-	6,601
Megantic Talc	-	-	25	(7)	18
Mitchi	-	1,000	2,000	(840)	2,160
Moquin	328	-	869	(335)	861
Opal & Anorthosite	-	4,285	500	(1,196)	3,589
Portage Lake	-	-	10,311	(2,887)	7,424
Ripon	119	-	1,192	(367)	944
Risborough	6,652	1,000	10,906	(5,196)	13,362
Rockaway Valley	-	-	376	(105)	271
St. Gabriel	266	750	3,782	(1,344)	3,455
St. Moise	704	440	6,504	(2,142)	5,507
Stoke Mountain	646	11,646	13,169	(5,332)	20,128
Teck/Esso	262	-	1,145	(394)	1,013
Timber Lake	-	-	1,239	(347)	892
Val D'Or	-	1,500	-	(420)	1,080
Voyageur	87	-	1,895	(555)	1,427
Bear Lake	5,487	490	1,091	-	7,069
Becagiumec Lake	193	6,266	35,356	-	41,815
Brunswick North	-	3,720	2,620	-	6,340
Northeast Lake	6,689	720	8,010	-	15,420
Mallard Heenan	-	16,305	82,220	-	98,525
Parks Lake	250	637	10,479	-	11,366
	$ 36,797	$ 131,438	$ 307,992	$ (73,360)	$ 402,865