

(An Exploration Stage Company)

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
Three Months Ended March 31, 2018 AND 2017
(Expressed in Canadian dollars)

### **NOTICE TO READER**

The accompanying condensed consolidated interim financial statements of Lara Exploration Ltd. for the three months ended March 31, 2018 and 2017 have been prepared by management and approved by the Audit Committee and the Board of Directors of the Company. These condensed consolidated interim financial statements have not been reviewed by the Company's external auditors.

(An Exploration Stage Company)
Condensed Consolidated Interim Statements of Financial Position
(Expressed in Canadian dollars)

	March 31,	De	ecember 31
	2018		201
ASSETS			
Current assets			
Cash and cash equivalents	\$ 1,445,868	\$	1,532,33
Short-term investments	-		551,61
Receivables	42,567		16,52
Prepaids and deposits	137,555		50,06
Total current assets	1,625,990		2,150,53
Non-current assets			
Restricted cash equivalents	57,500		57,50
Equipment	61,776		61,82
Exploration and evaluation assets (Note 3)	189,975		185,01
Investment in associated companies and joint ventures (Note 5)	303,630		306,73
Long-term investments (Note 6)	1,088,652		1,681,38
Total non-current assets	1,701,533		2,292,45
TOTAL ASSETS	\$ 3,327,523	\$	4,442,99
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities (Note 9)	\$ 115,145	\$	98,84
TOTAL LIABILITIES	115,145		98,84
EQUITY			
Share capital (Note 7)	24,371,350		24,283,88
Commitment to issue shares (Note 7)	4,438		
Share-based payments reserve	9,194,039		9,054,74
Accumulated other comprehensive income	341,927		695,50
Deficit	30,699,376)	(	29,689,992
TOTAL EQUITY	 3,212,378		4,344,14
TOTAL LIABILITIES AND EQUITY	\$ 3,327,523	\$	4,442,99

Nature of operations and ability to continue as a going concern (Note 1)

These condensed consolidated interim financial statements were authorized for issuance by the Board of Directors on May 17, 2018.

### **Approved by the Board of Directors**

"Miles Thompson" , Director "Christopher Jones" , Director

(An Exploration Stage Company) Condensed Consolidated Interim Statements of Comprehensive Loss (Expressed in Canadian dollars)

	 Three Mo	Three Months End 2018  356,641 \$  173 30,000 91,230 11,890 25,660 211,194 5,370 32,376 407,893			
	2018		2017		
EXPLORATION EXPENDITURES (Note 4)	\$ 356,641	\$	280,995		
GENERAL AND ADMINISTRATIVE EXPENSES					
Depreciation	173		173		
Management fees	30,000		30,00		
Office, rent and administrative services	91,230		89,99		
Professional fees	11,890		16,56		
Shareholder communication and investor relations	25,660		33,65		
Share-based payments (Notes 7 and 9)	211,194		4,68		
Transfer agent and regulatory fees	5,370		29,32		
Travel	32,376		1,15		
Total general and administrative expenses	407,893		205,54		
	(764,534)		(486,50		
Equity loss on investment in associated companies and					
joint ventures (Note 5)	(35,158)		(42,15		
Foreign exchange gain (loss)	25,496		(1,84		
Interest income	3,964		6,5		
Change in fair value of derivative financial instruments (Note 6)	(239,153)		224,4		
	(244,851)		187,0		
Net income (loss) for the period	\$ (1,009,385)	\$	(299,48		
OTHER COMPREHENSIVE INCOME (LOSS)					
Change in fair value of AFS financial instruments (Note 6)	(353,579)		284,523		
Comprehensive income (loss) for the period	\$ (1,362,964)	\$	(14,960		
Loss per common share	ć 0.03	<u> </u>	0		
Earnings (loss) loss per common share – basic and diluted	\$ 0.03	\$	0.0		
Weighted average number of common shares outstanding – basic and	24 240 044		24 242 6		
diluted	34,349,941		34,212,6		

(An Exploration Stage Company) Condensed Consolidated Interim Statements of Cash Flows (Expressed in Canadian dollars)

	Three M	1onths E	hs Ended March 31,		
	2018		2017		
OPERATING ACTIVITIES					
Net income (loss) for the period	\$ (1,009,385)	\$	(299,483)		
Items not affecting cash:					
Depreciation	173		173		
Depreciation included in exploration expenditures	3,875		795		
Equity loss on investment in associated companies and joint ventures	35,158		42,153		
Change in fair value of derivative financial instruments	239,153		(224,485)		
Unrealized foreign exchange (gain) loss	(18,739)		3,201		
Share-based payments	211,194		4,685		
Changes in non-cash working capital items:					
Receivables	(26,038)		37,726		
Prepaids and deposits	(87,493)		4,888		
Accounts payable and accrued liabilities	16,301		(17,887)		
Advances from joint venture partners	-		(26,410)		
	(635,801)		(474,644)		
INVESTING ACTIVITIES					
Short-term investments	551,616		-		
Acquisition of exploration and evaluation assets	(4,962)		-		
Investment in associated companies and joint ventures	(32,053)		(44,241)		
Purchase of equipment	(4,003)		-		
· aronace or equipment	510,598		(44,241)		
FINANCING ACTIVITIES					
Exercise of options	20,000		-		
·	20,000		-		
Effect of exchange rate changes on cash and cash equivalents	18,739		(3,201)		
Change in cash and cash equivalents	(86,464)		(522,086)		
Cash and cash equivalents, beginning of year	1,532,332		3,103,765		
Cash and cash equivalents, end of year	\$ 1,445,868	\$	2,581,679		
Supplementary cash flow information					
Interest received	\$ 3,964	\$	6,529		

(An Exploration Stage Company) Condensed Consolidated Interim Statements of Changes in Equity (Expressed in Canadian dollars)

	Number of shares		Share capital	Cor	nmitment to issue shares	SI	hare-based payments reserve	со	Accumulated other mprehensive income (loss)	Deficit		Total
Balance as at December 31, 2017	34,287,608	\$	24,283,887	\$	_	\$	9,054,746	\$	695,506	\$ (29,689,991)	\$	4,344,148
Exercise of stock options	80,000	•	20,000	•	-	•	-	•	-	-	•	20,000
Reclassification of share-based payments												
reserve on exercise of stock options	-		7,464		-		(7,464)		-	-		-
Share-based payments	82,332		59,999		4,438		146,757		-	-		211,194
Change in fair value of AFS investments	-		-		-		-		(353,579)	-		(353,579)
Net income for the period	-		-		-		-		-	(1,009,385)		(1,009,385)
Balance as at March 31, 2018	34,450,940	\$	24,371,350	\$	4,438	\$	9,194,039	\$	341,927	\$ (30,699,376)	\$	3,212,378
Balance as at December 31, 2016	34,212,607	\$	24,226,886	\$	44,558	\$	8,349,246	\$	85,055	\$ (28,512,445)	\$	4,193,300
Share-based payments	-		-		4,685		-		-	-		4,685
Change in fair value of AFS investments	-		-		-		-		284,523	-		284,523
Net loss for the period	-		-		-		-		-	(299,483)		(299,483)
Balance as at March 31, 2017	34,212,607	\$	24,226,886	Ś	49,243	Ś	8,349,246	\$	369,578	\$ (28,811,928)	Ś	4,183,025

(An Exploration Stage Company)
Notes to the Condensed Consolidated Interim Financial Statements
For the Three Months Ended March 31, 2018 and 2017
(Expressed in Canadian dollars)

# 1. NATURE OF OPERATIONS AND ABILITY TO CONTINUE AS A GOING CONCERN

Lara Exploration Ltd. (the "Company" or "Lara") was incorporated under the British Columbia Business Corporations Act on March 31, 2003. The Company's principal business activities are the acquisition, exploration and development of mineral properties in South America, currently with exploration and evaluation properties in Brazil and Peru. These condensed consolidated interim financial statements of the Company as at and for the three months ended March 31, 2018 and 2017 are comprised of the Company and its subsidiaries. The Company's common shares are listed on the TSX Venture Exchange under the symbol of "LRA".

The Company is in the process of exploring its exploration and evaluation assets and has not yet determined whether they contain reserves that are economically recoverable. The recoverability of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete their exploration and development, confirmation of the Company's interest in the underlying claims and leases, ability to obtain the necessary permits to mine and future profitable production or proceeds from the disposition of these assets.

These condensed consolidated interim financial statements are prepared on a going concern basis, which assumes that the Company will be able to meet its obligations and continue its operations for its next fiscal year. Realization values may be substantially different from the carrying values shown and these condensed consolidated interim financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. The Company's continuing operations and the ability of the Company to meet mineral property and other commitments are dependent upon the ability of the Company to continue to raise additional equity or debt financing and to seek joint venture partners. At the date of these condensed consolidated interim financial statements, the Company has not identified a known body of commercial grade mineral on any of its properties. The Company has not achieved profitable operations and has accumulated losses since inception. The Company will need to raise additional capital resources to fund its exploration programs and administrative expenses for the next twelve months.

### 2. BASIS OF PRESENTATION

#### **Basis of Measurement and Presentation**

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34") using accounting policies consistent 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 condensed consolidated interim financial statements have been prepared using the accrual basis of accounting except for cash flow information.

These condensed consolidated interim financial statements have been prepared in accordance with the same accounting policies and methods of application as the most recent audited financial statements for the year ended December 31, 2017, except that they do not include all the information required for the annual audited financial statements. These financial statements should be read in conjunction with the consolidated financial statements of the Company for the year ended December 31, 2017.

(An Exploration Stage Company)
Notes to the Condensed Consolidated Interim Financial Statements
For the Three Months Ended March 31, 2018 and 2017
(Expressed in Canadian dollars)

### 2. BASIS OF PRESENTATION (continued)

These condensed consolidated interim financial statements have been prepared on a historical cost basis, except for financial instruments classified as available-for-sale ("AFS") and fair value through profit or loss ("FVTPL"), which are stated at their fair value. The preparation of these condensed consolidated interim financial statements requires management to make judgments, estimates and assumptions that affect the application of the policies and reported amounts of assets, liabilities, revenue and expenses. Actual results may differ from these estimates.

#### **Change of Accounting Policy**

On January 1, 2018, the Company adopted all of the requirements of IFRS 9 – Financial Instruments. IFRS 9 uses a single approach to determine whether a financial asset is classified and measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments and the contractual cash flow characteristics of the financial asset. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward in IFRS 9, therefore the Company's accounting policy with respect to financial liabilities is unchanged.

The main area of change is the accounting for equity securities previously classified as available for sale. The Company elected to classify its equity investments as fair value through other comprehensive income ("FVTOCI") as they are considered to be held for trading.

The Company completed an assessment of its financial assets and liabilities as at January 1, 2018. The following table shows the original classification under IAS 39 and the new classification under IFRS 9:

Financial Assets and Liabilities	Original Classification – IAS 39	New Classification – IFRS 9				
Cash and cash equivalents	Amortized cost	Amortized cost				
Restricted cash	Amortized cost	Amortized cost				
Receivables	Amortized cost	Amortized cost				
Long-term investments	Available for sale	FVTOCI				
Accounts payable and accrued liabilities	Amortized cost	Amortized cost				

The adoption of IFRS 9 did not result in any material changes to the Company's financial statements.

### **Basis of Consolidation**

These condensed consolidated interim financial statements comprise the accounts of the parent company, and its subsidiaries, after the elimination of all material intercompany balances and transactions.

(An Exploration Stage Company)
Notes to the Condensed Consolidated Interim Financial Statements
For the Three Months Ended March 31, 2018 and 2017
(Expressed in Canadian dollars)

#### 3. EXPLORATION AND EVALUATION ASSETS

	March 31,	December 31,
	2018	2017
Brazil		
Planalto Copper	\$ 55,449	\$ 55,449
Azul Tin	21,638	21,638
Damolandia	38,333	19,358
<u>Peru</u>		
Antamaray	28,229	27,511
Puituco	26,240	40,971
Buenos Aires	20,086	20,086
Total	\$ 189,975	\$ 185,013

#### Brazil

#### Curionóplis Copper-Gold Project

In October 2013 the Company signed an option agreement with Tessarema Resources Inc. ("Tessarema") whereby Tessarema can earn a 100% interest in the Curionópolis Copper Project. Tessarema can complete its acquisition of 100% of the project by making a final payment of US\$750,000 to Lara, and placing the project into commercial production at a minimum rate of 500 tonnes per day, thereafter paying a 2% net smelter return ("NSR") royalty to Lara. Tessarema was not able to reach commercial production on the property in 2017 by the contractual deadline. Subsequent to that deadline Lara and Tessarema agreed to revise the terms of the agreement. In June 2017, Lara completed the sale of the Curionopolis Copper Project to Tessarema and received \$983,250 (US\$750,000), a 5% carried interest in the project company, Mineracao Maravaia Ltda., and a 2% NSR royalty on the Maravaia project and the other mineral rights covered by the original Curionopolis Option Agreement with Tessarema. If the Maravaia Mine does not reach commercial production by November 26,

2018, Tessarema must make an additional US\$1,000,000 payment to Lara. Tessarema completed the acquisition of the project by acquiring two subsidiaries from Lara, Carajas (BVI) Ltd. and Maravaia Mineracao Ltda.

### Planalto Copper Project

In February 2013 (amended in June 2016), the Company entered into an option agreement to acquire a 100% interest in the Planalto Copper Project by paying US\$500,000 (US\$50,000 paid to date) in cash and a 2% NSR royalty. Lara has the right to acquire 50% of the NSR for US\$2,000,000. The original Planalto mineral licenses were cancelled by the DNPM based on perceived deficiencies in the application paperwork. These deficiencies have been rectified and the licenses were reissued to Lara in June 2016. During the year ended December 31, 2016, the Company made an option payment of \$29,672 (US\$25,000) which was capitalized to exploration and evaluation assets. Lara signed a memorandum of understanding to option the Planalto Copper Project to Avanco Resources Ltd. ("Avanco") subject to due diligence whereby Avanco could earn up to a 75% interest in the project. Avanco completed electromagnetic surveys over two of the soil geochemical anomalies on the property and elected not to proceed with its option.

(An Exploration Stage Company)
Notes to the Condensed Consolidated Interim Financial Statements
For the Three Months Ended March 31, 2018 and 2017
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#### 3. EXPLORATION AND EVALUATION ASSETS (continued)

### **Azul Tin Project**

In October 2015, the Company entered into an option agreement with Best Metais e Soldas S.A. ("Best") to acquire the Azul Tin Project, located in Tocantins State, central Brazil. The Company paid US\$7,500 on signing the agreement and a second payment of US\$7,500 was made in January 2016. In order to complete the acquisition, Lara must make the following payments to Best: US\$40,000 by December 31, 2016; US\$200,000 by December 31, 2017 and US\$500,000 by December 31, 2018. Lara did not make the US\$40,000 payment due on December 31, 2016. In April 2017, Best agreed to extend the option in exchange for a single payment of US\$700,000 due by December 31, 2018. Best is entitled to a 2% royalty on the value of ore produced. Lara can purchase the royalty from Best for a one-time payment of US\$3,000,000.

#### Damolândia Nickel Project

In February 2016, the Company entered into an agreement with BCV Consultoria e Projetos Ltda. ("BCV"), to acquire the Damolândia Nickel Project in central Brazil. Lara has agreed to make staged cash payments totalling US\$580,000. BCV will also be entitled to a 1% NSR royalty on any production from the project, but Lara retains the right to purchase this royalty for a cash payment of US\$2,000,000. During the year ended December 31, 2016, the Company made its first option payment in the amount of \$19,358 (US\$15,000) which was capitalized to exploration and evaluation assets. On January 23, 2018 the agreement was amended and Lara now has until February 16, 2020 to make the first of three US\$50,000 payments. Originally that payment was due in 2019. The other terms of the agreement remain as before the amendment.

### Peru

### Corina Gold Project

In July 2014, the Company signed a definitive agreement with Compañía Minera Ares S.A.C. ("Ares"), a subsidiary of London-listed Hochschild Mining plc. who operates mines nearby, granting an option to purchase its Corina Gold Project in southern Peru. Under the proposed terms, Ares can acquire the Corina property from Lara for staged cash payments totalling US\$4,150,000, carrying out US\$2,000,000 in exploration and paying a 2% NSR royalty on any future production. In October 2016, Ares signed a community agreement in support of their application to conduct drilling on the property and made a cash payment of US\$150,000 to Lara. Ares has 36 months from the date of the community agreement, to complete the acquisition. Ares has been conducting surface fieldwork, as well as baseline environmental and archeological surveys for their drill permit application.

### **Grace Gold Project**

In November 2013, Lara signed an option agreement with S.A.C., ("Apumayo") a subsidiary of Peruvian gold miner Aruntani S.A.C., for Apumayo to acquire 100% of the Company's Grace Gold Project in southern Peru for a total of US\$2,000,000 (US\$75,000 received to date) within 36 months of receiving approval by Dirección General de Minería for the start of exploration activities. Lara will also be entitled to an NSR royalty of between 0.75% and 1% on gold and gold equivalent production in excess of 200,000 troy ounces. Apumayo further committed to minimum exploration expenditures on the property of US\$500,000 and the completion of a minimum of 3,000 metres of drilling. The timing of the payments to Lara and the work commitments are subject to securing community agreements and drilling permits from the Peruvian government. Apumayo secured a drill permit and completed some drilling in 2017. The option agreement with Apumayo expired on December 2017.

(An Exploration Stage Company)
Notes to the Condensed Consolidated Interim Financial Statements
For the Three Months Ended March 31, 2018 and 2017
(Expressed in Canadian dollars)

### 3. EXPLORATION AND EVALUATION ASSETS (continued)

### **Strategic Alliances - Kiwanda Alliances**

In October 2014, Lara and Kiwanda agreed to sell all the rights and options held under their Phosphate Alliance and Coal Alliance, to Bifox Limited ("Bifox") formerly Phillips River Mining Limited. In November 2016, Bifox signed definitive option agreements with the underlying owners of the phosphate rock mine and processing facilities at Bahia Inglesa in northern Chile and has assumed control and management of the day to day operations. Bifox will seek to list its shares on the Australian Securities Exchange ("ASX") in 2018, which will also mark the completion of the transaction with Lara for the sale of all its direct project rights under the Kiwanda alliances to Bifox in exchange for reimbursement of US\$570,000 of project expenses, issue to Lara of vendor shares in Bifox and a 2% production royalty.

(An Exploration Stage Company)
Notes to the Condensed Consolidated Interim Financial Statements
For the Three Months Ended March 31, 2018 and 2017
(Expressed in Canadian dollars)

### 4. EXPLORATION EXPENDITURES

During the three months ended March 31, 2018, the Company incurred the following exploration expenditures, which were expensed as incurred:

	Curionópolis Brazil	General and other Brazil	General and other Peru	General and other Lara	Total
	0.500		4.000	0.077	E 4 750
Administrative	\$ 2,562	\$ 44,797	\$ 4,322	\$ 3,077	\$ 54,758
Assays	-	22,339	289	-	22,628
Drilling	-	89,725	-	-	89,725
Field costs	-	24,924	2,179	-	27,103
Property maintenance	-	33,454	58	267	33,779
Salaries / consultants	14,018	65,388	19,202	17,780	116,388
Telecommunications	-	2,146	566	-	2,712
Travel	-	8,870	486	192	9,548
Total expenditures	16,580	291,643	27,102	21,316	356,641
Recoveries	-	-	-	-	-
Net expenditures	\$ 16,580	\$ 291,643	\$ 27,102	\$ 21,316	\$ 356,641

Expenditures incurred on general and other projects in Brazil are for activity where Lara does not hold title. Expenditures incurred on general and other projects in Peru include costs incurred on several minor properties all of which were nominal.

(An Exploration Stage Company)
Notes to the Condensed Consolidated Interim Financial Statements
For the Three Months Ended March 31, 2018 and 2017
(Expressed in Canadian dollars)

### 4. **EXPLORATION EXPENDITURES** (continued)

During the three months ended March 31, 2017, the Company incurred the following exploration expenditures, which were expensed as incurred:

	Curionópolis	General and other	Buenos	Antamaray	General Antamaray and other				
	Brazil	Brazil	Aires Peru	Peru	Peru	Total			
Administrative	\$ 14,651	\$ 52,341	\$	\$ -	\$ 6,488	\$ 73,480			
Assays	7,621	2,692	-	1,501	564	12,378			
Field costs	908	16,798	-	-	3,454	21,160			
Property maintenance	-	48,487	-	-	-	48,487			
Salaries / consultants	41,313	48,437	2,725	7,234	46,594	146,303			
Telecommunications	-	807	-	-	753	1,560			
Travel	13,445	5,089	-	-	463	18,997			
Total expenditures	77,938	174,651	2,725	8,735	58,316	322,365			
Recoveries	(41,410)	-		-	-	(41,410)			
Net expenditures	\$ 36,528	\$ 174,651	\$ 2,725	\$ 8,735	\$ 58,316	\$ 280,955			

Expenditures incurred on general and other projects in Brazil are for activity where Lara does not hold title. Expenditures incurred on general and other projects in Peru include costs incurred on several minor properties all of which were nominal.

(An Exploration Stage Company)
Notes to the Condensed Consolidated Interim Financial Statements
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(Expressed in Canadian dollars)

### 4. **EXPLORATION EXPENDITURES** (continued)

During the three months ended March 31, 2018, the Company has not received any option payments.

During the three months ended March 31, 2017, the Company received the aggregate option payments as follows:

		Gross options payments received					Recovery of exploration		Option revenue		Total	
	Share	·S	Cash		Advances		Total	expenditures		Total		
Curionópolis, Brazil	\$ -	\$	-	\$	15,000	\$	15,000	\$ 41,410	\$	-	\$	41,410
Total	\$ _	\$	-	\$	15,000	\$	15,000	\$ 41,410	\$	-	\$	41,410

During the three months ended March 31, 2017, Tessarema advanced \$15,000 to Lara and incurred \$41,410 of expenditures, resulting in an outstanding balance of \$76,162 of advances from JV partners.

(An Exploration Stage Company)
Notes to the Condensed Consolidated Interim Financial Statements
For the Three Months Ended March 31, 2018 and 2017
(Expressed in Canadian dollars)

#### 5. INVESTMENT IN ASSOCIATED COMPANIES AND JOINT VENTURES

The Company has a 45% interest in Minas Dixon S.A. ("Minas"); a 50% interest in Andean Coal (BVI) Ltd. ("Andean Coal") and a 50% interest in Kiwanda Alliance (BVI) Inc. ("Kiwanda"). The continuity of investment in associated companies and joint ventures is as follows:

	Minas		Kiwanda	Andean Coal		Total
Investment in associated company						
Net investment at December 31, 2017 Additional investment (recovery) for the	\$	-	\$ -	\$	306,735	\$ 306,735
three months ended March 31, 2018		32,053	-		-	32,053
Share of net (loss) income		(21,562)	-		(3,105)	(24,667)
Previous losses recognized		(10,491)	-		-	(10,491)
Net investment at March 31, 2018	\$	-	\$ -	\$	303,630	\$ 303,630

### 6. LONG-TERM INVESTMENTS

The Company has the following long-term investments in the common shares and options of companies that trade on the TSX Venture Exchange ("TSX-V") and the Australia Securities Exchange ("ASX"). The common shares have been classified as AFS financial assets and are valued at their fair market values at March 31, 2018. The options held in Valor Resources Ltd. are derivatives and are classified as FVTPL financial assets. They were valued at March 31, 2018 using a Black-Scholes option pricing model with the following assumptions: a stock price of Australian dollars ("AUD") AUD 0.015, an exercise price of AUD 0.004, an expected life of 0.71 years, a volatility of 150%, a risk-free interest rate of 1.60% and a dividend yield of 0%.

	Decer	Fair value December 31, 2017 Change in Fair Value		Ma	Fair value arch 31, 2018	
FVTOCI Investments						
Aguia Resources Ltd.	\$	111,044	\$	(34,513)	\$	76,531
Mt. Ridley Mines Inc.		27,429		(14,786)		12,643
Redzone Resources Ltd.		22,100		2,550		24,650
Reservoir Capital Corp.		1,799		-		1,799
Valor Resources Limited		822,830		(306,830)		516,000
		985,202		(353,579)		631,623
<u>Options</u>						
Valor Resources Limited		696,182		(239,153)		457,029
Total	\$	1,681,384	\$	(592,732)	\$	1,088,652

(An Exploration Stage Company)
Notes to the Condensed Consolidated Interim Financial Statements
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### 7. EQUITY

### **Authorized**

As at March 31, 2018, the authorized share capital of the Company was an unlimited number of common shares without par value.

### **Stock Options**

The changes in stock options outstanding are as follows:

	Number of Options	Exe	Weighted Average ercise Price
Balance as at December 31, 2017	2,865,000	\$	0.60
Granted Exercised	350,000 (80,000)		0.72 (0.25)
Balance as at March 31, 2018	3,135,000	\$	0.62

The following table summarizes the stock options outstanding and exercisable at March 31, 2018:

		Exercise	Number	Number
Date Granted	Expiry Date	Price	Outstanding	Exercisable
April 22, 2014	April 22, 2019	\$0.86	50,000	50,000
July 24, 2015	July 24, 2020	\$0.25	910,000	910,000
May 27, 2016	May 27, 2021	\$0.86	100,000	100,000
November 18, 2016	November 18, 2021	\$1.02	80,000	80,000
November 21, 2017	November 21, 2022	\$0.76	1,645,000	1,645,000
March 14, 2018	March 14, 2023	\$0.72	350,000	350,000
Total			3,135,000	3,135,000

At March 31, 2018 the weighted average remaining life of the outstanding stock options was 3.87 years. During the three months ended March 31, 2018, 80,000 options were exercised with an exercise price of \$0.25.

### **Share-based Payments**

During the three months ended March 31, 2018, the Company granted 250,000 bonus shares to senior management and 83,332 of these were issued on March 22, 2018 with a fair market value of \$59,999. The Company recorded an increase in capital of \$59,999 and accrued \$4,438 of share-based payments for vesting bonus shares.

On March 14, 2018, the Company also granted 350,000 stock options to senior management at an option price of \$0.72 that were fully vested on the grant date. The options were valued using a Black-Scholes option pricing model with the following assumptions: an option life of 5 years, a volatility of 69% and a risk-free interest rate of 1.99%. The Company recorded stock-based compensation expense of \$146,757 for these options.

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#### 8. SEGMENTED INFORMATION

The Company operates in one reportable operating segment, being exploration and development of exploration and evaluation assets. Except for exploration and evaluation assets, equipment and exploration expenditures, substantially all of the Company's assets and expenditures are located and incurred in Canada. Exploration and evaluation assets are in Brazil and Peru, equipment is located mainly in Brazil and all the exploration expenditures are incurred in Brazil and Peru.

#### 9. RELATED PARTY TRANSACTIONS AND BALANCES

The aggregate value of transactions and outstanding balances relating to key management personnel are as follows:

	Three months ended				
	 March 31,		March 31,		
	2018		2017		
Management fees	\$ 86,983	\$	82,861		
Share-based payments	211,192		4,164		
	\$ 298,175	\$	87,025		

Amounts due to and from related parties as at March 31, 2018 and December 31, 2017 are as follows:

		March 31	Dec	ember 31
Related party assets and liabilities	Service or items	2018		2017
Amounts due to:				
Chief Executive Officer	Fees and expenses	\$ 12,020	\$	593
Vice President, Corporate Development	Expenses	9,929		2,499
Vice President, Exploration	Fees and expenses	14,681		11,759

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### **10. FINANCIAL INSTRUMENTS**

The Company classified its financial instruments as follows:

	March 31, 2018								
		Financial						Other	
Financial	instruments		Available-for-sale			Loans and		financial	
instruments		at FVTPL		investments		receivables		liabilities	
Cash and cash equivalents	\$	-	\$	-	\$	1,445,868	\$	-	
Restricted cash equivalents		-		-		57,500		-	
Receivables		-		-		34,024		-	
Long-term investments		457,029		631,623		-		-	
Accounts payable and accrued liabilities		-		-		-		(115,145)	
	\$	457,029	\$	631,623	\$	1,537,392	\$	(115,145)	
	December 31, 2017								
Financial	ir	Financial struments	Δνα	ilable-for-sale		Loans and		Other financial	

	December 31, 2017								
Financial	Financial instruments			ailable-for-sale	Loans and		Other financial		
instruments		at FVTPL		investments		receivables		liabilities	
Cash and cash equivalents	\$	-	\$	-	\$	1,532,332	\$	-	
Short-term investments		-		-		551,616		-	
Restricted cash equivalents		-		-		57,500		-	
Receivables		-		-		11,264		-	
Long-term Investments		696,182		985,202		-		-	
Accounts payable and accrued liabilities		-		· -		-		(98,844)	
	\$	696,182	\$	985,202	\$	2,157,712	\$	(98,844)	

#### **Fair Value**

Financial instruments measured at fair value on the consolidated statement of financial position are summarized into the following fair value hierarchy levels:

- a) Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- b) Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- c) Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

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### 10. FINANCIAL INSTRUMENTS (continued)

The carrying value of receivables, accounts payable and accrued liabilities approximated their fair value due to the short-term nature of these instruments. Financial instruments measured at fair value on the condensed consolidated interim statements of financial position are summarized in levels of fair value hierarchy as follows:

		Level 1		Level 2		Level 3		Total	
March 31, 2018									
Long-term investments	\$	631,623	\$	457,029	\$	-	\$	1,088,652	
December 31, 2017									
Long-term investments	\$	985,202	\$	696,182	\$	-	\$	1,681,384	