GEM INTERNATIONAL RESOURCES INC.

Condensed Interim Consolidated Financial Statements

(Expressed in Canadian Funds)

For the Three Months Ended December 31, 2018 and 2017

(Unaudited – Prepared by Management)

GEM INTERNATIONAL RESOURCES INC.

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GEM INTERNATIONAL RESOURCES INC.

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

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

The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

GEM INTERNATIONAL RESOURCES INC.
Consolidated Statements of Financial Position
(Expressed in Canadian Dollars)

	Note	December 31, 2018	September 30, 2018
ASSETS			
Current Assets			
Cash		**$ 1,788**	$ 1,795
Other receivables	3	**3,867**	3,821
		$ 5,655	$ 5,616
LIABILITIES			
Current Liabilities			
Accounts payable and accrued liabilities	8	**$ 235,987**	$ 396,080
Disputed claims		**202,316**	-
Loans payable		**145,409**	141,067
		583,712	537,147
SHAREHOLDERS' EQUITY			
Share capital	6	**26,717,682**	26,717,682
Contributed surplus		**3,771,991**	3,771,991
Deficit		**(31,067,730)**	(31,021,204)
		(578,057)	(531,531)
		$ 5,655	$ 5,616

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On behalf of the Board of Directors:

"John W. Barr", Director
John W. Barr

"J. Campbell Smyth", *Director*
J. Campbell Smyth

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

GEM INTERNATIONAL RESOURCES INC.
Consolidated Statements of Loss and Comprehensive Loss
For the Three Months Ended December 31, 2018 and 2017
(Expressed in Canadian Dollars)

	Note	2019	2018
General and Administrative Expenses			
Audit, accounting and legal	8	**$ 6,750**	$ 23,572
Bank charges, interest and financing fees		**3,864**	83
Consulting fees	8	**23,180**	30,000
Regulatory and transfer agent fees		**2,762**	1,053
Rent	8	**-**	4,500
Shareholders communication		**-**	1,320
Travelling and promotion		**10,151**	8,435
		(46,526)	(68,963)
Other Income (Expense):			
Foreign exchange gain		**-**	13
Interest income		**-**	2
Net and comprehensive loss for the period		**($46,526)**	($68,948)
Basic and diluted loss per share		**($0.00)**	($0.00)
Weighted average number of common shares outstanding		**58,265,539**	58,265,539

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

GEM INTERNATIONAL RESOURCES INC.
Consolidated Statements of Changes in Shareholders' Equity
For the Three Months Ended December 31, 2018 and 2017
(Expressed in Canadian Dollars)

	Number of Common Shares	Share Capital	Contributed Surplus	Deficit	Total Shareholders' Equity
Balance, September 30, 2017	**58,265,539**	**$26,717,682**	**$3,771,991**	**($30,687,961)**	**($198,288)**
Net loss for the period	-	-	-	(68,948))	(68,948)
Balance, December 31, 2017	**58,265,539**	**$26,717,682**	**$3,771,991**	**($30,756,909)**	**($267,236)**
Net loss for the period				(264,295)	(264,295)
Balance, September 30, 2018	**58,265,539**	**$26,717,682**	**$3,771,991**	**($31,021,204)**	**($531,531)**
Net loss for the period				**(46,526)**	**(46,526)**
Balance, December 31, 2018	**58,265,539**	**$26,717,682**	**$3,771,991**	**(31,067,730)**	**($578,057)**

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

GEM INTERNATIONAL RESOURCES INC.
Consolidated Statements of Cash Flows
For the Three Months Ended December 31, 2018 and 2017
(Expressed in Canadian Dollars)

	2018	2017
Operating Activities		
Net and comprehensive loss for the period	**($46,526)**	($68,948)
Changes in non-cash working capital		
- Other receivables	**(46)**	(96)
- Accounts payable and accrued liabilities	**42,223**	68,086
Net cash used in operating activities	**(4,349)**	(437,418)
Investing Activities		
Net cash used in investing activities	**-**	-
Financing Activities		
Loans payable	**4,342**	-
Net cash provided by financing activities	**4,342**	-
Decrease in cash	**(7)**	(958)
Cash, beginning of period	**1,795**	2,866
Cash, end of period	**$1,788)**	$1,908

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

1. Nature of Operations

Gem International Resources Inc. (the "Company") was incorporated on September 25, 1985 under the laws of British Columbia, Canada and is a junior natural resource company listed on the TSX Venture Exchange, having the symbol GI.V. As at the date of this report, the shares are currently suspended from trading. The Company is primarily engaged in the acquisition, exploration and development of mineral properties with its principal focus on diamond, gold and other precious metals. All of the Company's activities to date have been of an exploratory nature.

The address of the Company's registered office and principal place of business is the 25th Floor, 700 West Georgia Street, Vancouver, British Columbia, Canada V7Y 1B3.

Going Concern

The Company has not yet determined whether any of its properties contain mineral deposits that are economically recoverable. The recoverability of any amounts shown as deferred mineral interest costs is dependent upon the existence of economically recoverable mineral reserves, the ability of the Company to obtain the necessary financing to complete the exploration and development of its properties, and upon future profitable production or proceeds from the disposition of its properties.

While the Company's consolidated financial statements have been prepared using International Financial Reporting Standards ("IFRS") applicable to a going concern, which contemplates the realization of assets and settlement of liabilities in the normal course of business as they come due, certain conditions and events indicate a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. For the three months ended December 31, 2018, the Company reported a loss of $46,526 (2017: $68,948) and as at that date had an accumulated deficit of $31,067,730 (September 30, 2018: $31,021,204). As of December 31, 2018, the Company had net working capital deficit of $(578,057) (September 30, 2018: working capital deficit of ($531,531). The Company does not have sufficient funds available to bring its mineral properties to production, if possible, which would allow it to be self-sustaining. The Company will need additional financing to continue exploring, and if successful develop its properties to bring it to the production stage. While in the past the Company has been successful in obtaining funding from equity financings, option agreements, loans or through other arrangements, there is no assurance that these initiatives will be successful in the future.

These consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classifications that would be necessary were the going concern assumption deemed to be inappropriate. These adjustments could be material. The directors of the Company have approved these consolidated financial statements.

2. Significant Accounting Policies

b) Statement of Compliance

These condensed interim consolidated financial statements have been prepared in accordance with the International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC") applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. The condensed interim consolidated financial statements should be read in conjunction with the annual audited financial statements for the year ended September 30, 2018, which have been prepared in accordance with IFRS as issued by the IASB.

The policies applied in these financial statements are based on IFRS issued and outstanding as of March 01, 2019, the date the Board of Directors approved these condensed interim consolidated financial statements.

Basis of Presentation

These condensed interim consolidated financial statements were prepared on an accrual basis and are based on historical costs, except for financial instruments measured at fair value.

Adoption of IFRS 15 Revenue from Contracts with Customers ("IFRS 15")

On January 1, 2018, the Company adopted the requirements of IFRS 15. IFRS 15 covers principles that an entity shall apply to report useful information to users of the financial statements about the nature, amount, timing, and uncertainty of revenue and cash flows arising from a contract with a customer. The Company elected to apply IFRS 15 using a full retrospective approach.

IFRS 15 requires companies to recognize revenue when "control" of goods or services transfers to the customer, whereas the previous standard, IAS 18, required entities to recognize revenue when the "risks and rewards" of the goods or services transfer to the customer. The Company concluded that there is no change to the timing of revenue recognition of its concentrate sales under IFRS 15 compared to the previous standard. As such, no adjustment was required to the Company's financial statements.

Adoption of IFRS 9 Financial Instruments ("IFRS 9")

On January 1, 2018, the Company adopted the requirements of IFRS 9. IFRS 9 provides a revised model for recognition and measurement of financial instruments and a single, forward-looking "expected-loss" impairment model. The Company adopted a retrospective approach, other than for hedge accounting, which is applied prospectively.

IFRS 9 did not impact the Company's classification and measurement of financial assets and liabilities, and there was no significant impact on the carrying amounts of the Company's financial instruments at the transition date. The Company had the option to designate its current equity securities as financial assets at fair value through other comprehensive income or loss. The Company chose not to make this election, and changes in the fair value of its current equity securities will continue to be recognized in profit or loss in accordance with the Company's current policy.

2. Significant Accounting Policies – *continued*

b) Statement of Compliance – *continued*

Basis of Presentation - *continued*

The introduction of the new 'expected credit loss' impairment model had negligible impact on the Company, given the Company sells its concentrate to large international organizations with no historical level of customer default, and the corresponding receivables from these sales are short-term in nature.

The Company currently has no hedging arrangements, and will apply the new accounting requirements under IFRS 9 as required.

c) Critical Accounting Estimates, Judgments and Uncertainties

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on the historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

Critical Accounting Estimates and Assumptions

Critical accounting estimates are estimates and assumptions made by management that may result in material adjustments to the carrying amount of assets and liabilities within the next financial year.

Share-Based payments

The Company uses the Black Scholes pricing model to estimate the fair value of stock options granted and warrants issued. Under this model, the Company must estimate the term, volatility and if applicable, the forfeiture rate of options granted and warrants issued.

Critical Accounting Judgments

Critical accounting judgements are accounting policies that have been identified as being complex or involving subjective judgments or assessments.

Depreciation rates

The application of determining the useful lives of equipment are estimates by management based on assumptions about future events. Estimates and assumption made may change if new information becomes available. New information may become available during the use of the equipment that causes the Company to adjust its estimate.

(Expressed in Canadian Dollars)

2. Significant Accounting Policies - *continued*

c) Critical Accounting Estimates, Judgments and Uncertainties - *continued*

Critical Accounting Judgments* - *continued

Impairment of non-financial assets

The Company reviews and evaluates its property, including exploration and evaluation assets, plant and equipment for indications of impairment when events or changes in circumstances indicate that the related carrying amount may not be recoverable or at least at the end of each reporting period. The asset's recoverable amount is estimated if an indication of impairment exists.

Impairment loss is recognized when the carrying amount of an asset exceeds its recoverable amount. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or groups of assets. Future cash flows are estimated based on expected future production, commodity prices, operating costs and capital costs.

The recoverable amount is the greater of the asset's fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessment of the time value of money and the risks specific to the asset.

Impairment losses reducing the carrying value to the recoverable amount are recognized in profit and loss. An impairment loss is reversed if there is an indication that there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognized.

d) Subsidiaries

In addition to the Company, the consolidated financial statements include all subsidiaries. Subsidiaries are all corporations over which the Company is able, directly or indirectly, to control financial and operating policies, which is the authority usually connected with holding majority voting rights. Subsidiaries are fully consolidated from the date on which control is acquired by the Company. They are de-consolidated from the date that control by the Company ceases.

The subsidiaries of the Company are as follows:

			Portion of Ownership Interest and Voting Power Held	
Name of Subsidiary	Principal Activity	Place of Incorporation and Operation	**December 31, 2018**	December 31 2017
Sierra Exploration and Mining Ltd.	Inactive	Tanzania	**100%**	100%
Gold Land Group Ltd.	Inactive	British Virgin Island	**100%**	100%
Ease Land Holdings Ltd.	Inactive	British Virgin Island	**100%**	100%

The subsidiaries have been inactive since May 1, 2014.

2. Significant Accounting Policies - *continued*

e) Consolidation Principles

Assets, liabilities, revenues and expenses of the subsidiaries are recognized in accordance with the Company's accounting policies. Intercompany transactions are eliminated at consolidation.

f) Business Combinations

Acquisitions of subsidiaries and businesses (other than entities which were under the control of the parent) are accounted for using the acquisition method. The cost of the business combination is measured as the aggregate of the fair value (at the date of exchange) of assets given, liabilities incurred or assumed, and equity instruments issued by the Company in exchange for control of the acquiree, plus any acquisition-related costs incurred to effect a business combination. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under IFRS 3 *'Business Combinations'* are recognized at their fair value at the acquisition date except for non-current assets (or disposal groups) that are classified as held for sale in accordance with IFRS 5 *'Noncurrent Assets Held for Sale and Discontinued Operations,'* which are recognized and measured at fair value less cost to sell.

g) Functional and Presentation Currency

The Company's functional currency is the Canadian Dollar ("CAN"). The consolidated financial statements are presented in CAN which is the Company's presentation currency, unless otherwise noted.

All amounts in these consolidated financial statements are rounded to the nearest dollar.

h) Exploration and Evaluation Assets

Exploration and evaluation expenditures are capitalized once the legal right to explore a property has been acquired. Exploration and evaluation assets are recorded at cost less accumulated impairment losses. Direct costs related to the acquisition, exploration and evaluation of mineral properties are capitalized until the commercial viability of the asset is established, at which time the capitalized costs are reclassified to mineral properties under development. To the extent that the expenditures are spent to establish ore reserves within the rights to explore, the Company will consider those costs as intangible assets in nature.

The depreciation of a capital asset in connection with exploring or evaluating a property of this nature will be included in the cost of the intangible asset.

When a project is deemed to no longer have commercially viable prospects to the Company, exploration and evaluation expenditures in respect of the project are deemed to be impaired. As a result, those exploration and expenditure costs, in excess of estimated recoveries, are written off to the statement of comprehensive loss/income.

Management reviews the facts and circumstances suggesting if the carrying amount of the exploration and evaluation assets exceeds their recoverable amount on a regular basis. If the facts and circumstances suggest the carrying value exceeds the recoverable amount, the Company will perform an impairment test on the property in accordance with the provisions of IAS 36.

Exploration stage assets and development stage assets are considered separate CGUs for impairment testing purposes.

2. Significant Accounting Policies - *continued*

h) Exploration and Evaluation Assets - *continued*

The amount shown for mineral properties does not necessarily represent present or future values. Recoverability is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development, and future profitable production or proceeds from the disposition thereof.

i) Foreign currency translation

In preparing the consolidated financial statements of the individual entities, transactions in currencies other than the entity's functional currency (foreign currencies) are recorded at the rates of exchange prevailing at the dates of the transactions. At each statement of financial position date, monetary assets and liabilities are translated using the period end foreign exchange rate. Non-monetary assets and liabilities are translated using the historical rate on the date of the transaction. Non-monetary assets and liabilities that are stated at fair value are translated using the historical rate on the date that the fair value was determined. All gains and losses on translation of these foreign currency transactions are included in the consolidated income statement.

j) Cash and Cash Equivalents

The Company considers cash and cash equivalents to include amounts held in banks and highly liquid investments with remaining maturities at point of purchase of 90 days or less.

k) Income Taxes

Income tax expense consists of current and deferred tax expense. Income tax expense is recognized in the income statement. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax assets and liabilities are recognized for deferred tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability settled.

The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that substantive enactment occurs.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, the deferred tax asset is reduced.

2. Significant Accounting Policies - *continued*

k) Income Taxes - *continued*

The following temporary differences do not result in deferred tax assets or liabilities:

- the initial recognition of assets or liabilities, not arising in a business combination, that does not affect accounting or taxable profit
- investments in subsidiaries, associates and jointly controlled entities where the timing of reversal of the temporary differences can be controlled and reversal in the foreseeable future is not probable.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and when the Company intends to settle its current tax assets and liabilities on a net basis.

m) Equipment

Equipment is recorded at cost less accumulated impairment losses.

Where an item of plant and equipment comprises significant components with different useful lives, the components are accounted for as separate items of plant and equipment.

Expenditures incurred to replace a component of an item of property, plant and equipment that is accounted for separately, including major inspection and overhaul expenditures, are capitalized. Directly attributable expenses incurred for major capital projects and site preparation are capitalized until the asset is brought to a working condition for its intended use. These costs include dismantling and site restoration costs to the extent these are recognized as a provision.

The cost of self-constructed assets includes the cost of materials, direct labour and an appropriate portion of normal overheads.

The costs of day-to-day servicing are recognized in profit or loss as incurred. These costs are more commonly referred to as "maintenance and repairs."

Financing costs directly associated with the construction or acquisition of qualifying assets are capitalized at interest rates relating to loans specifically raised for that purpose, or at the weighted average borrowing rate where the general pool of group borrowings is utilized. Capitalization of borrowing costs ceases when the asset is substantially complete.

The Company depreciates its assets as follows:

Category	Methods	Rate/Useful life
Computer equipment and software	Declining balance	30 – 100%
Office equipment and furniture	Declining balance	20%
Field equipment	Straight-line	5 years
Vehicles	Straight-line	5 years

The depreciation method, rates, useful life and residual values are assessed annually.

2. Significant Accounting Policies – *continued*

m) Equipment

Subsequent Costs

The cost of replacing part of an item within property, plant and equipment is recognized when the cost is incurred if it is probable that the future economic benefits will flow to the group and the cost of the item can be measured reliably. The carrying amount of the part that has been replaced is expensed. All other costs are recognized as an expense as incurred.

Impairment

The Company's tangible and intangible assets are reviewed for indications of impairment at each statement of financial position date. If indication of impairment exists, the asset's recoverable amount is estimated.

An impairment loss is recognized when the carrying amount of an asset, or its cash generating unit ("CGU"), exceeds its recoverable amount. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. Impairment losses are recognized in profit and loss for the period. Impairment losses recognized in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to CGUs and then to reduce the carrying amount of the other assets in the unit on a pro-rata basis.

The recoverable amount is the greater of the asset's fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs.

Reversal of Impairment

An impairment loss is reversed if there is an indication that there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized. An impairment loss with respect to goodwill is never reversed.

n) Decommissioning and restoration provisions

The Company records a liability based on the best estimates of costs for site closure and reclamation activities that the Company is legally or constructively required to remediate. Future obligations to retire an asset, including dismantling, remediation and ongoing treatment and monitoring of the site related to normal operations are initially recognized and recorded as a liability based on estimated future cash flows required to discharge the liability discounted at a risk-free rate. The restoration provision is adjusted at each reporting period for changes to factors including the expected amount of cash flows required to discharge the liability, the timing of such cash flows and the risk-free discount rate.

2. Significant Accounting Policies – *continued*

n) Decommissioning and restoration provisions – *continued*

The restoration provision is also accreted to full value over time through periodic charges to profit or loss. The amount of the restoration provision initially recognized is capitalized as part of the related asset's carrying value and amortized to profit or loss. The method of amortization follows that of the underlying asset. The costs related to a restoration provision are only capitalized to the extent that the amount meets the definition of an asset and can bring about future economic benefit. A revision in estimates or a new disturbance will result in an adjustment to the liability with an offsetting adjustment to the related asset.

o) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) that has arisen as a result of a past event, and it is probably that a future outflow of resources will be required to settle the obligation, provided that a reliable estimate can be made of the amount of the obligation.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense.

p) Earnings (Loss) per Share

Basic earnings (loss) per share is computed by dividing the net earnings (loss) attributable to common shareholders by the weighted average number of shares outstanding during the reporting period. Diluted earnings per share is computed similar to basic earnings (loss) per share except that the weighted average shares outstanding are increased to include additional shares for the assumed exercise of stock options and warrants, if dilutive. The number of additional shares is calculated by assuming that outstanding stock options and warrants were exercised and that the proceeds from such exercises were used to acquire common stock at the average market price during the reporting periods. Diluted loss per share is not separately presented, as the effect of securities exercisable into common shares would reduce the amount presented as loss per share.

q) Financial Assets

Financial assets are classified into one of four categories:

- fair value through profit or loss ("FVTPL");
- held-to-maturity ("HTM");
- available for sale ("AFS"); and
- loans and receivables.

2. Significant Accounting Policies – *continued*

q) Financial Assets – *continued*

The classification is determined at initial recognition and depends on the nature and purpose of the financial asset.

FVTPL financial assets

Financial assets are classified as FVTPL when the financial asset is held for trading or it is designated as FVTPL.

A financial asset is classified as held for trading if:

- it has been acquired principally for the purpose of selling in the near future;
- it is a part of an identified portfolio of financial instruments that the Company manages and has an actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

Financial assets classified as FVTPL are stated at fair value with any resultant gain or loss recognized in profit or loss. The net gain or loss recognized incorporates any dividend or interest earned on the financial asset. Transaction costs are expensed as incurred.

HTM investments

HTM investments are recognized on a trade-date basis and are initially measured at fair value, including transaction costs. They are subsequently measured at amortized cost.

AFS financial assets

Short-term investments and other assets held by the Company are classified as AFS and are stated at fair value. Gains and losses arising from changes in fair value are recognized directly in equity in the investments revaluation reserve. Impairment losses, interest calculated using the effective interest method and foreign exchange gains and losses on monetary assets, are recognized directly in profit or loss rather than equity.

When an investment is disposed of or is determined to be impaired, the cumulative gain or loss previously recognized in the investment's revaluation reserve is included in profit or loss for the period.

The fair value of AFS monetary assets denominated in a foreign currency is translated at the spot rate at the statement of financial position date. The change in fair value attributable to translation differences on amortized cost of the asset is recognized in profit or loss, while other changes are recognized in equity.

Loans and receivables

Trade receivables, loans, and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as loans and receivables.

2. Significant Accounting Policies - *continued*

q) Financial Assets - *continued*

Loans and receivables are initially recognized at the transaction value, including transaction costs and subsequently are carried at amortized cost less impairment losses. The impairment loss of receivables is based on a review of all outstanding amounts at period end. Bad debts are written off during the year in which they are identified. Interest income is recognized by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

Fair value hierarchy

Measurement of the fair value of financial instruments is made under a fair value hierarchy comprising three levels reflecting the significance of the inputs used in making the measurements, described as follows:

Level 1: Valuations based on quoted prices, unadjusted, in active markets for identical assets or liabilities;

Level 2: Valuations based on directly or indirectly observable inputs in active markets for similar assets or liabilities, other than Level 1 prices, such as quoted interest or currency exchange rates; and

Level 3: Valuations based on significant inputs that are not derived from observable market data, such as discounted cash flow methodologies based on internal cash flow forecasts.

Effective interest method

The effective interest method calculates the amortized cost of a financial asset and allocates interest income over the corresponding period. The effective interest rate is the rate that discounts estimated future cash receipts over the expected life of the financial asset, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as FVTPL.

Impairment of financial assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at each period end. Financial assets are impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investments have been impacted.

Objective evidence of impairment could include the following:

- significant financial difficulty of the issuer or counterparty;
- default or delinquency in interest or principal payments; or
- it has become probable that the borrower will enter bankruptcy or financial reorganization.

The carrying amount of all financial assets, excluding trade receivables, is directly reduced by the impairment loss. The carrying amount of trade receivables is reduced through the use of an allowance account. When a trade receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognized in profit or loss.

2. Significant Accounting Policies - *continued*

q) Financial Assets - *continued*

With the exception of AFS equity instruments, if, in a subsequent period, the amount of the impairment loss decreases and the decrease relates to an event occurring after the impairment was recognized the previously recognized impairment loss is reversed through profit or loss. On the date of impairment reversal, the carrying amount of the financial asset cannot exceed its amortized cost had impairment not been recognized.

De-recognition of financial assets

A financial asset is derecognized when:

- the contractual right to the asset's cash flows expire; or
- the Company transfers the financial asset and substantially all risks and rewards of ownership to another entity.

r) Financial liabilities and equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs. Financial liabilities are classified as either financial liabilities at FVTPL or other financial liabilities.

Other financial liabilities

Other financial liabilities are initially measured at fair value, net of transaction costs, and are subsequently measured at amortized cost using the effective interest method, with interest expense recognized on an effective yield basis.

De-recognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

2. Significant Accounting Policies - *continued*

s) Share Capital

(i) Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Company's common shares and share purchase warrants are classified as equity instruments.

(ii) Incremental costs directly attributable to the issue of new shares or warrants are shown in equity as a deduction, net of tax, from the proceeds.

(iii) The Company has adopted a residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first allocates value to the more easily measurable component based on fair value and then the residual value, if any, to the less easily measurable component. The fair value of the common shares issued in the private placements was determined to be the more easily measurable component and were valued at their fair value, as determined by the closing price on the measurement date. The balance, if any, was allocated to the attached warrants. Any fair value attributed to the warrants is recorded in contributed surplus.

t) Flow-Through Shares

The Company may, from time to time, issue flow-through common shares to finance its resource exploration activities. Canadian income tax law permits the Company to renounce to the flow-through shareholders the income tax attributes of resource exploration costs financed by such shares. Flow-through common shares are recognized in equity based on the quoted price of the existing shares on the date of the issue. The difference between the amounts recognized in common shares and the amount the investor pays for the shares is recognized as another liability which is reversed into earnings as eligible expenditures are incurred. The deferred tax impact is recorded prospectively upon renunciation of the related tax benefits, provided it is expected the Company will incur the required eligible expenditures.

When flow-through expenditures are renounced, a portion of the future income tax assets that were not previously recognized, are recognized as a recovery of deferred income taxes in net income.

u) Share-based Payments

The share option plan allows the Company's employees and consultants to acquire shares of the Company. The fair value of options granted is recognized as share-based payments 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.

The fair value is measured at grant date and each tranche is recognized on a graded-vesting basis 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.

In situations where equity instruments are issued to non-employees and some or all of the goods or services received by the entity as consideration cannot be specifically identified, they are measured at the fair value of the share-based payments. Otherwise, share-based payments are measured at the fair value of the goods or services received.

2. Significant Accounting Policies - *continued*

u) Share-based Payments - *continued*

Warrants issued in equity financing transactions

The Company engages in equity financing transactions to obtain the funds necessary to continue operations and explore and evaluate exploration and evaluation assets. These equity financing transactions may involve issuance of common shares or units. Each unit comprises a certain number of common shares and a certain number of warrants. Depending on the terms and conditions of each equity financing transaction, the warrants are exercisable into additional common shares at a price prior to expiry as stipulated by the transaction.

The Company uses the residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first allocates value to the more easily measurable component based on fair value and then the residual value, if any, to the less easily measurable component. The fair value of the common shares issued in the private placements was determined to be the more easily measurable component and were valued at their fair value, as determined by the closing quoted bid price on the share issuance date. The balance, if any, was allocated to the attached warrants. Any fair value attributed to the warrants is recorded as reserves.

From time to time in connection with private placements, the Company issues compensatory warrants to agents ("Agent Warrants") as commission for services. Awards of Agent Warrants are accounted for in accordance with the fair value method of accounting and result in share issue costs and a credit to reserves when Agent Warrants are issued. Any consideration received upon exercise of Agent Warrants is credited to share capital. The application of the fair value based method requires the use of certain assumptions regarding the risk-free market interest rate, expected volatility in the price of the underlying stock, and expected life of the Agent Warrants.

v) Recent Accounting Pronouncements

Certain pronouncements were issued by the IASB are mandatory for accounting periods after September 30, 2018 or later periods. Many are not applicable or do not have a significant impact to the Company and have been excluded from the discussion below. The following have not yet been adopted and are being evaluated to determine their impact on the Company.

(i) IFRS 9, Financial Instruments, ("IFRS 9") was issued by the IASB in October 2010 and will replace IAS 39, Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is 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 in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. The Company will evaluate the impact of adopting IFRS 9 on its consolidated financial statements, including the possibility of early adoption in future periods.

(Expressed in Canadian Dollars)

2. Significant Accounting Policies – *continued*

v) Recent Accounting Pronouncements

(ii) IFRS 15, issued in May 2014, will specify how and when entities recognize, measure, and disclose revenue. The standard will supersede all current standards dealing with revenue recognition, including IAS 11 Construction Contracts, IAS 18 Revenue, IFRIC 13 Customer Loyalty Programmes, IFRIC 15 Agreements for the Construction of Real Estate, IFRIC 18 Transfers of Assets from Customers, and SIC 31 Revenue – Barter Transactions Involving Advertising Services. IFRS 15 is effective for annual periods beginning on or after January 1, 2018.

(iii) In January 2016, the International Accounting Standards Board (IASB) issued a new International Financial Reporting Standard (IFRS) on lease accounting which was incorporated into Part I of the CPA Canada Handbook – Accounting by the Accounting Standards Board (AcSB) in June 2016. IFRS 16 supersedes IAS 17 Leases, IFRIC 4 Determining Whether an Arrangement Contains a Lease, SIC-15 Operating Leases - Incentives and SIC-27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease. IFRS 16 introduces a single lessee accounting model that requires a lessee to recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. Lease assets and liabilities are initially recognized on a present value basis and subsequently, similarly to other non-financial assets and financial liabilities, respectively. The lessor accounting requirements are substantially unchanged and, accordingly, continue to require classification and measurement as either operating or finance leases. The new standard also introduces detailed disclosure requirements for both the lessee and lessor. The new standard is effective for annual periods beginning on or after January 1, 2019. Earlier application is permitted for entities that also apply IFRS 15 Revenue from Contracts with Customers.

3. Other Receivables

	December 31, 2018	December 31, 2017
GST receivable	**$ 3,867**	$ 1,222

4. Deposit on Options

<u>The Dala Option</u>

On September 23, 2015, the Company entered into a binding letter agreement with Global Gems International Limited (“Global Gems”) for an option to acquire 50% of the issued and outstanding shares of Global Gems (the “Option”) and thereby attain 50% of a 45% interest in the Dala project, which 50% interest shall be held by Global Gems on behalf of the Company. The Dala project is located south of Saurimo, the capital of the Lunda Sul Province in Angola. In exchange for the Option, the Company has agreed to, over a two-year period, raise an aggregate cash of US$800,000, issue an aggregate 2,750,000 common shares of the Company to the vendors and contribute an aggregate US$5,000,000 towards the exploration expenditures.

On March 29, 2016, the Company's letter agreement with Global Gems International Ltd. (“Global Gems”) for an option to acquire 50 per cent of the issued and outstanding shares of Global Gems has been terminated. Concurrently, the company has entered into a new agreement with Global Gems for an option to acquire 91.5 per cent of the issued and outstanding shares of Global Gems and thereby attain 91.5 per cent of a 45-per-cent interest in the Dala project. The terms of the agreement were amended to the following terms:

- Make total cash option payment of $800,000 (USD) due as follows:

4. Deposit on Options– *continued*

The Dala Option – *continued*

- USD $300,000 to be paid no later than August 31, 2016 ($300,000 USD [$390,100 CAD] payment made prior to August 31, 2016 during year ended September 30, 2016).

- US $250,000 to be paid upon the Company receiving approval from the TSX Venture Exchange and which payment shall signify that the Company exercises the Option and that the Agreement has become final (the Company has not yet obtained approval from the TSX Venture Exchange);

- US $250,000 to be paid on or before the 2nd anniversary of the execution of the letter of intent.

➢ Issue an aggregate of 5,000,000 common shares of the Company to the vendors upon receiving approval from the TSX Venture Exchange;

➢ Contribute an aggregate US$4,700,000 towards the exploration expenses.

Subject to regulatory approval, on January 23, 2017, the Company entered into an agreement (the "Amendment Agreement") with Global Gems International Limited ("Global Gems") to amend its existing arrangement for the earn-in of an interest in the Dala diamond exploration Project in the Lunda Sul Province in Angola.

Under the Amendment Agreement the Company may acquire 88% of Global Gems's 45% interest in the restructured Dala Project by paying to Global Gems the amounts of US$300,000 on or before each of the 3rd and 4th anniversaries of TSX Venture approval and US$400,000 on or before the 5th anniversary of such approval. The Company has paid a total sum of $800,000 to the end of the nine months ended June 30, 2017. The Company would also be required to incur US$13,000,000 in exploration and development expenditures over 5 years (US$3,000,000 for each of year 1 (which must be raised and paid by May 31, 2017) and year 2, US$2,000,000 for year 3, and US$2,500,000 for each of years 4 and 5). The US$300,000 already provided to Global Gems as start-up capital would be credited against year 1 expenditures. The Company shall be entitled to a share of any revenues generated from saleable products, if any, from the property prorated to the proportion of expenditures spent to the total expenditures to be spent under the Amendment Agreement.

The Company will also be required issue to the principals of Global Gems 30,000,000 shares (10,000,000 shares on each of the 3rd, 4th and 5th anniversaries of TSX Venture approval). After completing the private placement of not less than CDN$500,000, the Company paid to Global Gems the amount of US$150,000 ($202,305 CAD) which also will be credited against year 1 expenditures.

On July 13, 2017, the Company announced the Dala Option agreement was terminated due to a lack of funding. The Company has decided to write-off the Option agreement in the amount of $753,830 to operations.

The Ruby Option – Nangimali

Subject to regulatory approval, on February 23, 2017, the Company has entered into an option agreement with Pak-Kashmir Mineral Resources (private) Limited whereby the Company acquired a 35% equity interest in all of the issued and outstanding shares of Newco representing an indirect 35% interest in the Nangimali Ruby Deposit, for the consideration of $225,000 USD ($298,350 CAD). The Option Agreement stipulates a requirement by the company for a work program expenditure of $2,000,000 as follows: USD $1,000,000 on or before the first anniversary of the signing of purchase agreement; and a further USD $1,000,000 on or before the second anniversary.

4. Deposit on Options– *continued*

The Ruby Option – Nangimali– *continued*

There is no record of this transaction having been approved by the Board of Directors during the year. Because the Company has not received approval by the regulatory authorities, the USD $225,000 deposit on the Option agreement has been written-off to operations.

5. Loans Payable

MOSMAN OIL AND GAS LIMITED

Pursuant to a Loan Agreement dated March 28, 2018 between the Company ("the Borrower") and Mosman Oil and Gas Limited ("the Lender"), a related company will provide an advance up to $100,000 in Canadian dollars to the Borrower which bears interest at 5% per annum, payable on the last day of each month with a repayment date of December 31, 2018. This loan may be extended by agreement of both parties. An establishment fee of $10,000 in Australian dollars will be charged and was to be repaid on December 31, 2018. As at December 31, 2018, the advance under the loan was $100,000 CAD (see Note 9 - Related Party Transactions).

CLARIDEN CAPITAL PTY LTD.

Pursuant to a Loan Agreement dated April 24, 2018, the Company (the "Borrower") and Clariden Capital Pty Ltd. (the "Lender"), a related company founded by the new director, will provide an advance of up to $50,000 in Canadian dollars to the Borrower which bears interest at 5% per annum payable on the last day of each month with a repayment date of December 31, 2018. This loan may be extended by agreement of both parties. An establishment fee of $10,000 in Australian dollars will be charged and was to be repaid on December 31, 2018. As at December 31, 2018, the advance under the loan was $41,067 CAD (see Note 9 – Related Party Transactions).

6. Share Capital

a) Authorized:

Unlimited number of common shares without par value

b) Issued:

There were no share activities during the year ended September 30, 2018 and on May 29, 2018, at a special meeting of the shareholders a 10 to 1 rollback of the Company's shares was approved but has not yet been implemented.

During the year ended September 30, 2017, the Company:

i) On February 24, 2017, the Company completed a non-brokered private placement through the issuance of 18,000,000 units at a price of $0.05 per unit for gross proceeds of $900,000 on February 23, 2017. Of that amount, $895,000 was cash proceeds and $5,000 was debt converted by a former director. Each unit consisted of one common share and one share purchase warrant. Each whole share purchase warrant entitles the holder to purchase one common share of the Company for a term of two years from the date of closing at a price of $0.15 per share. All of the securities issued under the private placement are subject to a four-month hold period expiring June 24, 2017. A finder's fee of $5,425 was paid.

(Expressed in Canadian Dollars)

6. Share Capital – continued

c) Share purchase warrants

Share purchase warrants activities for the year ended September 30, 2017 and 2016 were as follows:

	Number of Warrants		Weighted Average Exercise Price	Weighted Average Life Remaining in Years
Balance, September 30, 2017	**42,120,000**	**$**	**0.15**	**0.96**
Expired	-		-	-
Balance, December 31, 2017	**42,120,000**	**$**	**0.15**	**0.75**
Expired	(24,120,000)	$	0.15	-
Balance, September 30, 2018	**18,000,000**	**$**	**0.15**	**0.31**
	-		-	**-**
Balance, September 30, 2018	**18,000,000**	**$**	**0.15**	**0.06**

As at December 31, 2018, the following share purchase warrants were outstanding and exercisable:

Number of Warrants	Exercise Price	Expiring
18,000,000	$0.15	February 23, 2019
18,000,000		

On February 23, 2019, these warrants have expired, unexercised, and as at the date of this report there are no warrants outstanding

d) Stock Options

On May 29, 2018, at a special meeting of the shareholders a new incentive Stock Option Plan was adopted under which it is authorized to grant options to executive officers, directors, employees and consultants. The Company has implemented a rolling plan to reserve 10% of issued shares for issuance. Under the plan, the exercise price of each option is set on the date of grant at no less than the Discount Market Price of the Company's stock as determined per the TSX Venture Exchange policy. Options granted under the plan have a term not to exceed ten years and are subject to vesting provisions as determined by the board of directors.

An Annual & Special Meeting of Shareholders was held on February 9, 2018 wherein the shareholders voted not to re-approve the Company's 10% rolling stock option plan and cancelled the outstanding incentive stock options granted of 2,320,000 on February 24, 2017 and 2,100,000 on July 27, 2016.

On February 24, 2017, the Company granted 2,320,000 incentive stock options to certain former directors, officers and consultants. These options are exercisable for up to three years at a price of $0.10 per share. The Company recognized a stock-based compensation of $92,473 (2016 - $nil) for the stock options vested.

On July 27, 2016, the Company granted a total of 2,100,000 stock options to certain former director and consultants. These options are exercisable for up to three years at a price of $0.15 per share. The company recognized a stock-based compensation of $96,313 (2015 - $138,244) for the stock options vested.

6. Share Capital – *continued*

As at December 31, 2018, there were no options outstanding.

7. Financial Instruments and Risk Management

The Company's financial instruments include cash, accounts payable and accrued liabilities and due to related parties. The carrying values of these financial instruments approximate their fair value due to their short-term maturity. Cash is the only financial asset that is measured at fair value subsequent to initial recognition, which is measured based on level 1 input of the fair value hierarchy.

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

a) Credit Risk

Credit risk is the risk of loss associated with a counter party's inability to fulfill its payment obligations. The Company's cash is held in a major Canadian financial institution which is considered to have high creditability. The Company's other receivable is from a government agency thus the collection is considered assured. Management believes that the Company have no significant credit risk.

b) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulties in meeting its financial obligations associated with its financial liabilities as they fall due. The Company's objective is to ensure that there are sufficient committed financial resources to meet its short-term business requirements for a minimum of twelve months. The Company has a planning and budgeting process in place to determine the funds required to support its ongoing operations and capital expenditures.

b) Liquidity Risk – continued

As of December 31, 2018, the Company does not have sufficient cash and highly liquid investments on hand to meet current liabilities and its expected administrative requirements for the coming year. As at December 31, 2018, the Company had cash of $1,788 (September 30, 2018: $1,795) and total liabilities of $583,712 (September 30, 2018: $537,147).

The liabilities mature as follow:

- Accounts payable and accrued liabilities, disputed claims and loans payable of $583,712 due within three months

To execute its planned exploration program for the next twelve months, the Company will need to raise additional funds through the issuance of equity or debt instruments or the sale of assets. The Company ensures that sufficient funds are raised from private placements to meet its operating requirements, after taking into account existing cash and cash equivalents, short term investments and expected exercise of stock options and share purchase warrants.

7. Financial Instruments and Risk Management – *continued*

c) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency and other price risk.

i - 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. The Company has cash balance and periodically short term investments. Due to the short-term nature of these financial instruments, Management believes that risks related to interest rates are not significant to the Company at this time.

ii - Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company has mineral property interests in Tanzania and is exposed to foreign currency risk to the extent it will incur mineral exploration expenditures and certain operating costs in US dollars. The Company does not presently manage currency risks through hedging or other currency management tools.

8. Related Party Transactions

The following is a summary of related party transactions that occurred during the three months ended December 31, 2018.

Disputed claims of $202,316 are unapproved expenditures committed by the prior directors and related companies which the Company will not pay unless they are directed to do so by a Court Order, and even then, there may well exist counterclaims which would mitigate any eventual payments.

a) Office rent of $Nil (2018 - $4,500) and accounting fees of $Nil (2018 - $9,000) were incurred by the Company and as at December 31, 2018, $37,800 (2017 - $33,075) remained payable to a company related to a former director of the Company;

b) Incurred consulting fees of $Nil (2018 - $15,000) and as at December 31, 2018, $86,216 (2017 - $75,000) remained payable to a company owned by a former director of the Company;

c) Incurred consulting fees of $Nil (2018 - $15,000); and as at December 31, 2018, $34,600 (2017 - $29,600) remained payable to a company owned by a former director & CEO of the Company;

d) Incurred consulting fees of $Nil (2018 - $Nil) and as at December 31, 2018, $3,500 (2017 - $3,500) remained payable to a former director of the Company;

e) Incurred consulting fees of $Nil (2018 - $Nil) and as at December 31, 2018, $6,000 (2017 - $6,000) remained payable to a former director of the Company;

f) Accrued accounting fees of $4,250 (2018 - $2,500) for accounting services provided by an officer of the Company and as at December 31, 2018, $4,250 (2017- $5,250) remained payable.

g) Incurred consulting fees of $11,780 (2018 – Nil) and as at December 31, 2018, $38,688 (2017 – Nil) remained payable to a company owned by the interim CEO of the Company;

8. Related Party Transactions – *continued*

h) Incurred consulting fees of $11,400 (2018 – Nil) and as at December 31, 2018, $38,000 (2017 – Nil) remained payable to a company owned by a director of the company.

i) Of the 2,320,000 incentive stock options granted on February 24, 2017; 1,200,000 (2016 -1,250,000) stock options, exercisable at $0.10 per share were granted to the former directors. See Note 6 for cancellation of stock options.

Pursuant to a Loan Agreement dated March 28, 2018 between the Company ("the Borrower") and Mosman Oil and Gas Limited ("the Lender"), a related company founded by the new director and interim CEO, will provide an advance up to $100,000 in Canadian Dollars to the Borrower which bears interest at 5% per annum, payable on the last day of each month with a repayment date of December 31, 2018. An establishment fee of $10,000 in Canadian dollars will be charged and was to be repaid on December 31, 2018. As at December 31, 2018, the advance under the loan was $100,000 CAD.

Pursuant to a Loan Agreement dated April 24, 2018, the Company (the "Borrower") and Clariden Capital Pty Ltd. (the "Lender"), a related company founded by a new director, will provide an advance of up to $50,000 in Canadian dollars to the Borrower which bears interest at 5% per annum payable on the last day of each month with a repayment date of December 31, 2018. An establishment fee of $10,000 in Canadian dollars will be charged and was to be repaid on December 31, 2018. As at December 31, 2018, the advance under the loan was $41,067 CAD.

During the year ended September 30, 2017, a company owned by a former director of the Company had advanced a sum of $40,000 without specific terms of repayment. The Company was repaid $34,200 during the same year resulting in a balance of $5,800.

The above transactions with related parties, occurring in the normal course of operations, were measured at the fair value; notwithstanding, the disputed payables.

Amounts due to related parties are unsecured with no specific terms for repayment and do not bear interest.

At an Annual & Special Meeting of Shareholders held on February 9, 2018, the shareholders approved a new Board of Directors and Officer appointments,

Key Management Compensation

Key management personnel are persons responsible for planning, directing and controlling the activities of an entity, and include executive and non-executive directors. Key management personnel compensation disclosed above comprised the follow:

	December 31 2018	December 31, 2017
Key management personnel:		
Interim CEO	**$ 11,780**	$ -
Former CEO	**-**	15,000
CFO	**4,250**	2,500
Directors	**11,400**	-
Former directors	**-**	15,000
	$ 27,430	$ 32,500

(Expressed in Canadian Dollars)

9. Income Taxes

A reconciliation of income tax provision at statutory rates to the reported income tax provision is as follows:

	2018			2017
	Canada	**Tanzania**	**Consolidated**	Consolidated
Loss for the year	**$ (333,243)**	**$ -**	**$ (333,243)**	$ (1,796,196)
Income tax (recovery at statutory rates):				
(2018 – 27.0%; 2017 – 26.0%)	**(89,975)**	**-**	**(89,975)**	(467,010)
Deductibles expenses, net	**10,975**	**-**	**96,558**	292,907
Unrecognized benefits of non-capital losses	**79,000**	**-**	**6,583**	174,103
Total income taxes	**$ -**	**$ -**	**$ -**	$ -

The significant components of the Company's deferred income tax assets and liabilities are as follows:

	2018			2017
	Canada	**Tanzania**	**Consolidated**	Consolidated
Non-capital losses carried forward	**$ 1,691,000**	**$ -**	**$ 1,691,000**	$ 1,536,000
Mineral properties	**3,787,000**	**-**	**3,787,000**	3,647,000
Equipment	**24,000**	**-**	**24,000**	23,000
	5,502,000	**-**	**5,502,000**	5,206,000
Valuation allowance	**(5,502,000)**	**-**	**(5,502,000)**	(5,206,000)
Net deferred income tax assets	**$ -**	**$ -**	**$ -**	$ -

Deferred tax benefits, which may arise as a result of these losses and other tax assets, have not been recognized in these consolidated financial statements due to the uncertainty of their realization.

(Expressed in Canadian Dollars)

9. Income Taxes – *continued*

At September 30, 2018, the Company had approximately $6,266,000 of accumulated non-capital losses which can be applied to reduce future taxable income. Unless utilized, these losses will expire between tax years 2026 and 2038. In addition, the Company has discretionary deduction pools for resource related expenditures and equipment balances with a tax basis exceeding net book value. The possible future benefit to the Company of utilizing these losses and deductions has not been recognized in these consolidated financial statements. The non-capital losses expire as follows:

Year of Expiry	Amount
2026	$ 410,000
2027	778,000
2028	516,000
2029	492,000
2030	622,000
2031	646,000
2032	411,000
2033	229,000
2034	208,000
2035	407,000
2036	520,000
2037	669,000
2038	358,000
	$ 6,266,000

10. Capital Disclosures

The Company's objectives when managing capital are to raise the necessary equity financing to fund its exploration projects and to manage the equity funds raised which best optimizes its exploration programs and the interests of its equity shareholders at an acceptable risk.

In the management of capital, the Company includes the components of shareholders' equity.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may raise additional equity funds and acquire new exploration properties as circumstances dictate.

There were no changes in the Company's approach to capital management during the year ended September 30, 2018. The Company is not subject to externally imposed capital requirements.

11. Events After the Reporting Date

Subsequent to December 31, 2018:

Both the Mosman and Clariden loans that were to be repaid by December 31, 2018 has not been repaid and can be extended by agreement between the parties.

A group of individuals (the “Lenders”) intends to execute loan agreements dated January 11, 2019 with the Company for an aggregate of $50,000 AUD. As at the date of this report an amount of $25,000 has been received. The loan agreements have identical terms and are repayable in full on December 31, 2019. Of the $50,000 advanced, $25,000 are from related parties to the Company. Interest is payable by the Company to the Lender on the Principal Sum at 5% per annum.

On February 23, 2018, 18,000,000 warrants exercisable at $0.15 per unit expired unexercised.