



WPC Resources Inc.

Consolidated Financial Statements

For the years ended November 30, 2016 and 2015

(Expressed in Canadian Dollars)

INDEPENDENT AUDITORS' REPORT

TO THE SHAREHOLDERS OF WPC RESOURCES INC.

We have audited the accompanying consolidated financial statements of WPC Resources Inc., which comprise the consolidated statements of financial position as at November 30, 2016 and 2015 and the consolidated statements of loss and comprehensive loss, changes in equity and cash flows for the years then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of WPC Resources Inc. as at November 30, 2016 and 2015, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Emphasis of Matter

Without qualifying our opinion, we draw attention to note 2 in the consolidated financial statements, which describes matters and conditions that indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Smythe LLP

Chartered Professional Accountants

Vancouver, British Columbia
February 27, 2017

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WPC Resources Inc.
(An Exploration Stage Company)
Consolidated Statements of Financial Position

(Expressed in Canadian Dollars)

As at

	November 30, 2016	November 30, 2015
ASSETS		
Current		
Cash	\$ 131,111	\$ 85,105
Advances and deposits	32,809	29,340
Receivables	46,380	12,225
	210,300	126,670
Reclamation deposits (note 5)	8,936	8,936
Property and equipment (note 9)	5,838	11,693
Exploration and evaluation assets (note 7)	2,158,605	1,840,520
	\$ 2,383,679	\$ 1,987,819
LIABILITIES and SHAREHOLDERS' EQUITY		
Current		
Accounts payable and accrued liabilities	\$ 296,218	\$ 309,338
Due to related parties (note 10)	267,336	351,960
	563,554	661,298
Shareholders' equity		
Share capital (note 8)	7,481,689	6,070,608
Subscription received	-	320,000
Reserves - options (note 8)	686,244	680,582
Reserves - warrants (note 8)	106,978	40,392
Deficit	(6,454,786)	(5,785,061)
	1,820,125	1,326,521
	\$ 2,383,679	\$ 1,987,819

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

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

"Wayne Moorhouse"

Wayne Moorhouse, Director

"Allan Fabbro"

Allan Fabbro, Director

WPC Resources Inc.

(An Exploration Stage Company)

Consolidated Statements of Loss and Comprehensive Loss

(Expressed in Canadian Dollars)

	Years ended November 30,	
	2016	2015
Expenses		
Amortization	\$ 1,939	\$ 1,457
Consulting fees	24,400	48,438
Insurance	14,366	10,454
Investor and shareholder relations	99,401	126,874
Management fees (note 10)	-	118,875
Office and miscellaneous	12,009	11,517
Professional fees	77,766	124,095
Property investigation	45,847	102,216
Regulatory and transfer agent fees	20,998	29,797
Rent and administrative services	19,062	66,812
Salaries (note 10)	347,364	280,768
Share-based payments (note 8, 10)	5,662	125,887
Travel and entertainment	357	46,107
	(669,171)	(1,093,297)
Interest income (expense)	362	(171)
Impairment of exploration and evaluation assets (note 7)	-	(15,422)
Loss on sale of property and equipment	(916)	-
Net loss and comprehensive loss for the year	\$ (669,725)	\$ (1,108,890)
Loss per share		
Basic and diluted	\$ (0.01)	\$ (0.02)
Weighted average number of common shares outstanding		
Basic and diluted	87,154,003	62,015,246

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

WPC Resources Inc.
(An Exploration Stage Company)
Consolidated Statements of Changes in Equity
(Expressed in Canadian Dollars)

	Share capital		Subscription received	Reserves - Warrants	Reserves - Options	Deficit	Total shareholders' equity
	Shares	Amount					
Balance - November 30, 2014	52,957,304	\$ 5,284,813	\$ 10,000	\$ 35,823	\$ 554,695	\$ (4,676,171)	\$ 1,209,160
Units issued for cash for private placement	12,543,000	627,150	(10,000)	-	-	-	617,150
Agent warrants	-	(4,569)	-	4,569	-	-	-
Share issuance costs	-	(16,786)	-	-	-	-	(16,786)
Shares issued for property	3,000,000	180,000	-	-	-	-	180,000
Share-based payments	-	-	-	-	125,887	-	125,887
Share subscriptions received	-	-	320,000	-	-	-	320,000
Loss for the year	-	-	-	-	-	(1,108,890)	(1,108,890)
Balance - November 30, 2015	68,500,304	6,070,608	320,000	40,392	680,582	(5,785,061)	1,326,521
Units issued for cash for private placement	30,000,000	1,500,000	(320,000)	-	-	-	1,180,000
Agent warrants	-	(66,586)	-	66,586	-	-	-
Share issuance costs	-	(62,333)	-	-	-	-	(62,333)
Exercise of warrants	400,000	40,000	-	-	-	-	40,000
Share-based payments	-	-	-	-	5,662	-	5,662
Loss for the year	-	-	-	-	-	(669,725)	(669,725)
Balance - November 30, 2016	98,900,304	\$ 7,481,689	\$ -	\$ 106,978	\$ 686,244	\$ (6,454,786)	\$ 1,820,125

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

WPC Resources Inc.
(An Exploration Stage Company)
Consolidated Statements of Cash Flows
(Expressed in Canadian Dollars)

	Years ended November 30,	
	2016	2015
Operating activities		
Net loss for the year	\$ (669,725)	\$ (1,108,890)
Items not affecting cash:		
Amortization	1,939	1,457
Share-based payments	5,662	125,887
Impairment of exploration and evaluation assets	-	15,422
Loss on sale of property and equipment	916	-
Changes in non-cash working capital		
Advances and deposits	(3,469)	24,116
Receivables	(34,155)	1,830
Accounts payable and accrued liabilities	(230,004)	254,174
Due to related parties	(84,624)	322,231
	(1,013,460)	(363,773)
Investing activities		
Exploration and evaluation assets expenditures	(101,202)	(506,750)
Purchase of property and equipment	-	(8,543)
Proceeds from sale of property and equipment	3,000	-
	(98,202)	(515,293)
Financing activities		
Proceeds from issuances of units	1,180,000	617,150
Proceeds from exercising warrants	40,000	-
Share subscription received	-	320,000
Share issuance costs	(62,332)	(16,786)
	1,157,668	920,364
Net change in cash	46,006	41,298
Cash, beginning of year	85,105	43,807
Cash, end of year	\$ 131,111	\$ 85,105

SUPPLEMENTAL CASH DISCLOSURES

Cash (paid) received for:		
Interest	\$ (362)	\$ 171

SUPPLEMENTAL NON-CASH DISCLOSURES

Exploration and evaluation assets included in accounts payable and accrued liabilities	\$ (296,192)	\$ (79,309)
Fair value of warrants issued for finders' fees	\$ 66,586	\$ 4,569

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

1. Nature of Operations

WPC Resources Inc. ("WPC" or the "Company") was incorporated on April 13, 2007 pursuant to the *Business Corporations Act* of British Columbia. The Company's principal business activity is the acquisition and exploration of mineral property interests. The Company is considered to be in the exploration stage and substantially all of the Company's efforts are devoted to financing and developing these property interests. There has been no determination as to whether the Company's interests in unproven exploration and evaluation assets contain economically recoverable mineral resources.

The Company is listed for trading on the TSX Venture Exchange ("TSX-V") under the symbol "WPQ", and its corporate head office is located at Suite 1125, 595 Howe Street, Vancouver, British Columbia V6C 2T5.

2. Basis of Presentation

a) Statement of compliance

These consolidated financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"). The significant accounting policies, as disclosed, have been applied consistently to all periods presented in these consolidated financial statements.

These consolidated financial statements were authorized by the Board of Directors on February 27, 2017.

b) Going concern

The business of mining and exploring for minerals involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The recoverability of the carrying value of its resource properties and the Company's continued existence is dependent upon the preservation of its interest in the underlying properties, the discovery of economically recoverable reserves, the achievement of profitable operations, or the ability of the Company to raise alternative financing, if necessary, or alternatively upon the Company's ability to dispose of its interests on an advantageous basis. Changes in future conditions could require material write-downs of the carrying values.

These consolidated financial statements have been prepared in accordance with IFRS on a going concern basis, which contemplates that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. Accordingly, these consolidated financial statements do not include any adjustments to the amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue as a going concern. As at November 30, 2016, the Company has an accumulated deficit of \$6,454,786 (2015 - \$5,785,061) and has a working capital deficit of \$353,254 (2015 - \$534,628), and has incurred significant losses. These circumstances may cast significant doubt as to the ability of the Company to meet its obligations as they come due, and accordingly, the appropriateness of the use of accounting principles applicable to a going concern. The recovery of amounts capitalized for exploration and evaluation assets at November 30, 2016 in the consolidated statement of financial position is dependent upon the ability of the Company to arrange appropriate financing to complete the development and continued exploration of the properties.

The Company's ability to continue as a going concern is dependent upon its ability to raise funds primarily through the issuance of shares or obtain profitable operations. The outcome of these matters cannot be predicted at this time.

c) Consolidation

These consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries, WPC Resources (USA) Inc., a company incorporated under the laws of Nevada, and Inukshuk Exploration Incorporated (“Inukshuk”), a company incorporated under the laws of British Columbia. All significant intercompany transactions have been eliminated upon consolidation.

d) Functional and presentation currency

The Company and its wholly owned subsidiaries’ reporting and functional currency is the Canadian dollar. Monetary assets and liabilities of the Company are translated into Canadian dollars at the exchange rate in effect on the statement of financial position date while non-monetary assets and liabilities are translated at historical rates. Revenues and expenses are translated at the average rates over the reporting period. Gains and losses from these translations are included in profit or loss.

e) Basis of measurement

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

f) Estimates and judgments

The preparation of these consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These consolidated financial statements include estimates, which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and the revision affects both current and future periods.

Information about critical judgments and estimates in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements are as follows.

Critical accounting estimates

i. Recognition of deferred taxes

The determination of income tax expense and deferred income tax involves judgment and estimates as to the future taxable earnings, expected timing of reversals of deferred tax assets and liabilities, and interpretations of laws in the countries in which the Company operates. The Company is subject to assessments by tax authorities who may interpret the tax law differently. Changes in these estimates may materially affect the final amount of deferred income taxes or the timing of tax payments.

ii. Share-based payments

Estimating the fair value of granted stock options requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model, including the expected rate of forfeitures, volatility and dividend yield, and making assumptions about them.

iii. Recoverable amount of exploration and evaluation assets

The carrying value of exploration and evaluation assets and the likelihood of future economic recoverability of these carrying values is subject to significant management estimates. The application of the Company's accounting policy for and determination of recoverability of capitalized assets is based on assumptions about future events or circumstances. New information may change estimates and assumptions made. If information becomes available indicating that recovery of expenditures are unlikely, the amounts capitalized are impaired and recognized as a loss in the period that the new information becomes available. A change in estimate could result in the carrying amount of capitalized assets being materially different from their presented carrying costs.

Critical accounting judgments

i. Impairment of exploration and evaluation assets

Assets or cash-generating units are evaluated at each reporting date to determine whether there are any indications of impairment. The Company considers both internal and external sources of information when making the assessment of whether there are indications of impairment for the Company's exploration and evaluation assets.

ii. Going concern

The assessment of the Company's ability to continue as a going concern and to raise sufficient funds to pay its ongoing operating expenditures, meet its liabilities for the ensuing year, and to fund planned and contractual exploration programs, involves significant judgment based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances.

3. Significant Accounting Policies

a) Exploration and evaluation assets

All costs related to the acquisition, exploration and evaluation of mineral resource interests are capitalized by project. Costs incurred before the Company has obtained legal rights to explore an area are recognized in profit or loss. The Company recognizes the payment or receipt of amounts required under option agreements as an addition or reduction, respectively, in the book value of the property under option when paid or received.

Development expenditures incurred subsequent to a determination of the feasibility of mining operations and to increase or extend the life of existing production, are capitalized and will be amortized using the unit-of-production method based upon estimated proven and probable reserves. Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to mining property and development assets within property and equipment.

The amounts shown for exploration and evaluation assets represent costs incurred to date, less recoveries, and do not necessarily reflect present or future values. The recoverability of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain financing to complete development of the projects, as well as future profitable production or proceeds from the disposition thereof.

At the end of each reporting period, the Company's exploration and evaluation assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists an impairment test is conducted, where the recoverable amount of the asset is estimated in

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

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

b) Loss per share

The Company computes the dilutive effect of options, warrants and similar instruments on loss per common share from the use of the proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the period. For the years presented, this calculation proved to be anti-dilutive. Basic loss per share is calculated using the weighted average number of common shares outstanding during the year.

c) Share-based payments

The Company grants stock options to acquire common shares of the Company to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal or tax purposes, or provides services similar to those performed by an employee. The fair value of stock options is measured on the date of grant, using the Black-Scholes option pricing model, and is recognized over the vesting period. A corresponding increase in reserves is recorded when stock options are expensed. When stock options are exercised, share capital is credited by the sum of the consideration paid and the related portion of share-based payments previously recorded in reserves.

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

d) Income taxes

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

Deferred tax is recorded using the statement of financial position liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: goodwill not deductible for tax purposes; the initial recognition of assets or liabilities that affect neither accounting nor taxable loss; and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount

of deferred tax provided is based on the expected manner of realization or settlement of the carrying amounts of assets and liabilities, using tax rates enacted or substantively enacted at the reporting date.

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

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

e) Provision for environmental rehabilitation

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

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

The Company is not aware of any environmental rehabilitation liabilities as at November 30, 2016 and 2015.

f) Flow-through shares

Resource expenditures for income tax purposes related to exploration and development activities funded by flow-through share arrangements are renounced to investors in accordance with income tax legislation. A liability is recognized for the premium on the flow-through shares and is subsequently reversed as the Company incurs qualifying Canadian exploration expenses. Any difference between the liability set up for the premium on the flow-through share and the tax effect on the renounced expenditures is recognized in net loss.

In circumstances where the Company has issued flow-through shares by way of a unit offering, the proceeds are allocated first to share capital based on the fair value of the common shares at the time the units are priced and any residual value is allocated to the warrants reserve first based on the fair value of the warrant component using the Black-Scholes option pricing model on issue date. Any remaining residual value is then recognized as a liability for the premium on the flow-through shares.

g) Financial instruments

i. Financial assets

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

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

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

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

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

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

ii. Financial liabilities

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

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

Borrowing and other financial liabilities – This category includes non-derivatives and are recognized initially at fair value, net of transaction costs incurred, and are subsequently stated at amortized cost. Any difference between the amounts originally received, net of transaction costs, and the redemption value is recognized in the statement of operations and comprehensive loss over the period to maturity using the effective interest method.

iii. Classification

The Company has classified its cash as fair value through profit or loss. The Company's receivables are classified as loans and receivables. The Company's accounts payable and accrued liabilities and due to related parties are classified as other financial liabilities.

h) Property and equipment

Property and equipment are stated at cost less accumulated amortization. Amortization is recorded at rates designed to amortize the cost of capital assets over their estimated useful lives.

Amortization is recorded in profit or loss at the following annual rate:

Office equipment	5-year straight-line
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i) Valuation of equity units issued in private placements

The Company has adopted 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 common shares issued in the private placements at their fair value, as determined by the closing quoted bid price on the announcement date. The balance, if any, is allocated to the warrants. Any fair value attributed to the warrants is recorded in shareholders' equity.

j) Future accounting changes

A number of new standards, amendments to standards and interpretations are not yet effective as of November 30, 2016, and have not been applied in preparing these consolidated financial statements. These new standards are being evaluated, but are not expected to have a material effect on the consolidated financial statements of the Company. Pronouncements that are not applicable or do not have a significant impact to the Company have been excluded from the discussion below. The Company intends to adopt the following standard and amendments when effective:

i. IFRS 9 *Financial Instruments: Classification and Measurement*

IFRS 9 as issued reflects the first phase of the IASB's work on the replacement of International Accounting Standard ("IAS") 39 *Financial Instruments: Recognition and Measurement* and applies to classification and measurement of financial assets as defined in IAS 39. This standard addresses classification and measurement of financial assets and replaces the multiple category and measurement models in IAS 39 for debt instruments with a new mixed measurement model having only two categories: amortized cost and fair value through profit or loss. IFRS 9 also replaces the models for measuring equity instruments, and such instruments are either recognized at fair value through profit or loss or at fair value through other comprehensive income.

This amendment is effective for annual reporting periods beginning on or after January 1, 2018.

ii. IFRS 16 *Leases*

This new standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both the lessee and the lessor. The new standard introduces a single lessee accounting model that requires the recognition of all assets and liabilities arising from a lease. This standard is effective for annual reporting periods beginning on or after January 1, 2019.

iii. IAS 7 (Amendment) Disclosure Initiative – *Statement of Cash Flows*

The amendment requires entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities. This amendment is effective for annual reporting periods beginning on or after January 1, 2017.

4. Capital Management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the acquisition and exploration of its exploration and evaluation assets and to maintain a flexible capital structure for its projects for the benefit of its stakeholders. As the Company is in the exploration stage, its principal source of funds is from the issuance of common shares. Further information relating to liquidity risk is disclosed in note 6.

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. To maintain or adjust the capital structure, the Company may issue new shares, enter into joint venture property arrangements, acquire or dispose of assets, or adjust the amount of cash and cash equivalents and investments.

In order to facilitate the management of its capital requirements, the Company prepares budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The budgets are approved by the Board of Directors.

There were no changes in the Company's approach to capital management during the years ended November 30, 2016 and 2015. The Company is not subject to externally imposed capital requirements.

5. Reclamation Deposits

The Company has placed guaranteed investment certificates in trust as reclamation deposits pursuant to a condition of receiving consent from a government agency to explore its resource property interests.

6. Management of Financial Risk

Fair value measurement disclosure includes classification of financial instrument fair values in a 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.

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments are summarized below.

a) Fair value

The carrying value of receivables, accounts payable and accrued liabilities, and amounts due to related parties approximate their fair value due to the short-term nature of these financial instruments.

b) Interest rate risk

The Company has minimal exposure at November 30, 2016 and 2015 to interest rate risk through its financial instruments.

c) Currency risk

As at November 30, 2016 and 2015, the majority of the Company's cash was held in Canadian dollars, the Company's functional and reporting currency. Currency risk is minimal.

d) Credit risk

Concentration of credit risk exists with respect to the Company's cash, as substantially all amounts are held at major financial institutions. The credit risk associated with cash is minimized by ensuring that these financial assets are placed with financial institutions with investment-grade ratings by a primary ratings agency.

e) Liquidity risk

The Company attempts to manage liquidity risk by maintaining sufficient cash balances. Liquidity requirements are managed based on expected cash flows to ensure that there is sufficient capital in order to meet short-term obligations. As at November 30, 2016, the Company had a cash balance of \$131,111 (2015 - \$85,105) to settle current liabilities of \$563,554 (2015 - \$661,298). The Company's current working capital is insufficient to support the Company's near term general administrative and corporate operating requirements on an on-going basis.

7. Exploration and Evaluation Assets

	Hood River (Canada)	Ulu (Canada)	ZPG (USA)	Total
Balance, November 30, 2014	\$ 912,066	\$ 364,788	\$ 9,688	\$ 1,286,542
Acquisition	75,000	280,000	-	355,000
Exploration costs				
Assaying	1,891	9,943	-	11,834
Camp and supplies	-	582	-	582
Claim maintenance and filing fees	-	2,341	5,734	8,075
Consulting	4,000	148,771	-	152,771
Drafting and analysis	-	7,150	-	7,150
Equipment rental	-	25	-	25
Logistics	-	8,769	-	8,769
Permits	22,418	4,016	-	26,434
Site personnel	(2,750)	1,510	-	(1,240)
Total additions during the year	100,559	463,107	5,734	569,400
Less: Mineral property impairment	-	-	(15,422)	(15,422)
Balance, November 30, 2015	1,012,625	827,895	-	1,840,520
Acquisition	100,000	-	-	100,000
Exploration costs				
Assaying	(371)	5,235	-	4,864
Camp and supplies	-	18,531	-	18,531
Claim maintenance and filing fees	-	2,341	-	2,341
Consulting	1,000	71,590	-	72,590
Equipment rental	-	4,750	-	4,750
Logistics	-	44,939	-	44,939
Permits	20,663	2,751	-	23,414
Site personnel	-	43,442	-	43,442
Travel	-	3,214	-	3,214
Total additions during the year	121,292	196,793	-	318,085
Balance, November 30, 2016	\$ 1,133,917	\$ 1,024,688	\$ -	\$ 2,158,605

a) ZPG project

On May 9, 2014, the Company entered into an option agreement with Steamship Copper & Gold ("Steamship") to acquire a 100% undivided interest in the New ZPG Claims from Steamship. To earn a 100% undivided interest in the New ZPG Claims the Company was required to incur exploration expenditures, or make cash payments to the vendor in lieu thereof, totaling USD \$660,000 on or before April 7, 2016.

During the year ended November 30, 2015, the Company elected not to proceed under option agreement. Accordingly, at November 30, 2015, the Company recognized an impairment of \$15,422, determined in accordance with Level 3 of the fair value hierarchy.

b) Hood River property

On May 15, 2014, the Company entered into a letter of intent (the "LOI") with Inukshuk to acquire 100% of the outstanding shares of Inukshuk. Inukshuk owns a 100% interest in the Hood River

Property in Nunavut through a 20-year renewable mineral exploration agreement (“MEA”) dated June 1, 2013, issued by Nunavut Tunngavik Incorporated (“NTI”).

Pursuant to the terms of the LOI, the Company acquired 100% of the outstanding shares of Inukshuk by issuing the current shareholders (the “Vendors”) and their assignees 8,000,000 common shares of the Company (issued at a fair value of \$560,000) upon receipt of TSX-V approval (received September 18, 2014) for the transaction. In addition to the share payment, WPC is obligated to fulfil the following commitments:

- i. Enter into a 3% NSR agreement with the Vendor on the terms outlined below;
- ii. Complete a technical report, prepared in accordance with National Instrument (NI) 43-101 *Standards of Disclosure for Mineral Projects*, on the Hood River Property;
- iii. Pay all costs incurred to complete the transaction contemplated in the LOI;
- iv. Maintain the property in good standing for the period the LOI is in effect and ensure that in the event the transaction is terminated, the Hood River Property is returned to the Vendor with at least two years of assessments filed and two years, calculated from the next anniversary date, of NTI payments in place; and
- v. Engage one of the Vendors as project manager on the Hood River Property while the LOI is in effect.

Under the terms of the 3% NSR agreement the Company agrees to the following:

- i. Pay a 3% NSR from the sale or disposition of all minerals produced from the Hood River Property;
- ii. Pay a 3% NSR from the sale or disposition of all minerals produced from any properties acquired by the Company within a defined area of interest;
- iii. Make advance royalty payments totalling \$500,000 in accordance with the following schedule:
 - (1) \$25,000 (paid) within 25 business days of TSX-V approval of the transaction;
 - (2) \$75,000 (outstanding, currently in accounts payable) on or before October 16, 2015 (12 months following the initial payment);
 - (3) \$100,000 (outstanding, currently in accounts payable) on or before October 16, 2016 (24 months following the initial payment); and
 - (4) \$300,000 on or before October 16, 2017 (36 months following the initial payment);
- iv. Offer the Vendor a right of first refusal in the event the Company plans to sell, option or abandon the Hood River Property; and
- v. Maintain the Hood River Property in good standing while the right of first refusal is in effect.

Prior to the commencement of commercial production on the Hood River Property, the Company has the option to acquire up to 2% of the NSR for \$8,000,000 under the following terms:

- i. Purchase an initial 0.5% of the NSR for \$1,000,000;
- ii. Purchase an additional 0.5% of the NSR for an additional \$1,500,000;
- iii. Purchase an additional 0.5% of the NSR for an additional \$2,500,000; and
- iv. Purchase an additional 0.5% of the NSR for an additional \$3,000,000.

As at November 30, 2016, the final Definitive Agreement from the LOI had not been finalized. The Company does not believe the final terms of the Definitive Agreement will differ significantly from those outlined herein. The agreement is in good standing as at November 30, 2016 and the Company is in negotiations surrounding the terms of the final agreement.

c) Ulu property

On May 30, 2014, the Company, subject to TSX-V approval, entered into an option agreement (the "Option Agreement") with Elgin Mining Inc. and Bonito Capital Corp. (collectively, "Elgin"), to acquire an 80% undivided interest in the Ulu Property ("Ulu"). The TSX-V approved the Option Agreement on September 18, 2014 (the "Approval Date").

Pursuant to the Option Agreement, in order to earn a 70% interest in Ulu, the Company is required to make payments totalling \$500,000, of which \$125,000 is a firm commitment, to Elgin over four years is:

- i. \$25,000 to be paid upon TSX-V approval (paid September 19, 2014);
- ii. \$100,000 to be paid on or before the first anniversary of the Approval Date (paid November 13, 2015);
- iii. \$125,000 to be paid on or before the second anniversary of the Approval Date;
- iv. \$125,000 to be paid on or before the third anniversary of the Approval Date; and
- v. \$125,000 to be paid on or before the fourth anniversary of the Approval Date.

Under the terms of the Option Agreement the Company is to issue to Elgin a total of 20,000,000 common shares of the Company according to the following schedule:

- i. Issue 2,000,000 shares on the Approval Date (issued at a fair value of \$140,000);
- ii. Issue a further 3,000,000 shares on or before the first anniversary of the Approval Date (issued at a fair value of \$180,000);
- iii. Issue a further 5,000,000 shares on or before the second anniversary of the Approval Date;
- iv. Issue a further 5,000,000 shares on or before the third anniversary of the Approval Date; and
- v. Issue a further 5,000,000 shares on or before the fourth anniversary of the Approval Date.

Additionally in order to earn its 70% interest, the Company is required to incur total expenditures on Ulu of \$3,000,000 according to the following schedule:

- i. On or before the first anniversary date incur \$300,000 in property expenditures (incurred);
- ii. On or before the second anniversary date incur cumulative \$1,000,000 in property expenditures;
- iii. On or before the third anniversary date incur cumulative \$2,000,000 in property expenditures; and
- iv. On or before the fourth anniversary date incur cumulative \$3,000,000 in property expenditures.

The Company can earn a further 10% interest in Ulu, bringing its ownership to 80%, by completing a feasibility study within 18 months of earning the 70% interest, and replacing 80% of the environmental security bond held by Elgin on Ulu. The Company has 60 days to elect this option after earning the 70% interest.

On September 10, 2014, Mandalay Resources Corporation ("Mandalay") acquired Elgin.

On November 1, 2016, the Company entered into a definitive agreement with Mandalay to acquire its 100% owned subsidiary, Lupin Mines Incorporated, which owns the Lupin Gold Mine, and the Ulu Gold Property (the "Properties"). Mandalay owns a 100% interest in and to the Properties, subject to the pre-existing option agreement with WPC respecting the Ulu Gold Property dated May 30, 2014.

The transaction is subject to the satisfaction or waiver of certain conditions, including WPC completing a private placement or other financing for gross proceeds of not less than \$5,000,000 and the receipt of all necessary regulatory approvals. Upon completion of the transaction, Mandalay will own 20,000,000 common shares of WPC and will have the right to acquire up to an additional 16,000,000 common shares of WPC upon conversion of the convertible note.

The definitive agreement represents an arm's length transaction between the parties and supersedes the previous Ulu option agreement. It includes the following terms subject to any necessary regulatory, territorial government and shareholder approvals:

1. Prior to the closing of the transaction, Mandalay will ensure that the permits are in place as required to maintain the Properties in their present good standing, including, but not limited to, the water permits and all necessary licences, and the financial terms and conditions of the environmental bonds for the Properties are established to the satisfaction of WPC.
2. WPC will pay to Mandalay the following consideration for the purchase of the Properties consisting of cash and shares as follows:
 - a. Cash of \$3,000,000 will be paid at the closing of the transaction;
 - b. 15,000,000 common shares to be issued to Mandalay at the closing of the transaction;
 - c. WPC will offer Mandalay the opportunity to participate in any financing such that Mandalay may maintain at least a 10% equity interest in WPC. This right will expire on commencement of commercial production from either Lupin or Ulu.
3. In addition to the above, WPC will agree to issue to Mandalay a convertible note in the amount \$1,600,000 in consideration of the Ulu Gold Property environmental bond. The note will:
 - a. bear an annual interest of 6% that, if not paid annually in arrears, will accrue and be capitalized;
 - b. be unsecured and non-transferable;
 - c. for outstanding principal and interest, be convertible into WPC common shares at the election of Mandalay where the shares will be convertible at \$0.10 per share and the minimum amount per conversion would be \$200,000; and
 - d. have a term of four years at the end of which period WPC would have the right to repay in cash any outstanding balance of the note.
4. WPC will make an aggregate cash payment equal to the equivalent of 10,000 ounces of refined gold, payable in 12 quarterly installments equal to the cash equivalent of 833 1/3 ounces of refined gold per quarter, based on the average gold price for each such quarter, beginning with the second quarter immediately following the full quarter after the commencement of Commercial Production.
5. Beginning in the quarter after the completion of payment of the abovementioned 12 quarterly instalments, WPC will pay to Mandalay a royalty of 1% NSR on gold production mined from the Lupin property.

Title to resource properties

Although the Company has taken steps to verify the title to exploration properties in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements or transfers and title may be affected by undetected defects.

Realization of assets

The investment in and expenditures on exploration properties comprise a significant portion of the Company's assets. Realization of the Company's investment in these assets is dependent upon the establishment of legal ownership, the attainment of successful production from the properties or from the proceeds of their disposal. Resource exploration and development is highly speculative and involves inherent risks. While the rewards if an ore body is discovered can be substantial, few

properties that are explored are ultimately developed into producing mines. There can be no assurance that current exploration programs will result in the discovery of economically viable quantities of ore.

The amounts shown for acquisition costs and deferred exploration expenditures represent costs incurred to date and do not necessarily reflect present or future values. These costs will be depleted over the useful lives of the properties upon commencement of commercial production or written off if the properties are abandoned or the claims are allowed to lapse.

Environmental

The Company is subject to the laws and regulations relating to environmental matters in all jurisdictions in which it operates, including provisions relating to property reclamation, discharge of hazardous material and other matters. The Company may also be held liable should environmental problems be discovered that were caused by former owners and operators of its properties and properties in which it has previously had an interest. The Company conducts its mineral exploration activities in compliance with applicable environmental protection legislation. The Company is not aware of any existing environmental problems related to any of its current or former properties that may result in material liability to the Company. Environmental legislation is becoming increasingly stringent and costs and expenses of regulatory compliance are increasing. The impact of new and future environmental legislation on the Company's operations may cause additional expenses and restrictions. If the restrictions adversely affect the scope of exploration and development on the resource properties, the potential for production on the property may be diminished or negated.

8. Share Capital and Reserves

a) Authorized

Unlimited number of common shares without par value.

b) Share issuances

At November 30, 2016, the Company had 98,900,304 (2015 – 68,500,304) common shares issued and outstanding.

- i. On April 18, 2016, the Company closed a private placement by issuing 30,000,000 units at a price of \$0.05 per unit for gross proceeds of \$1,500,000. Each unit consists of one common share in the Company and one-half of one non-transferable common share purchase warrant. Each full warrant entitles the holder to purchase one common share of the Company for a period of 24 months at an exercise price of \$0.10.

Included in receivables are \$16,000 of subscriptions receivable, which were collected subsequent to the year ended November 30, 2016.

Share subscriptions amounted to \$320,000 for this private placement and were received in the year ended November 30, 2015.

Finder's fees of \$53,560 and other share issuance costs of \$8,773 were paid in cash and 1,071,200 broker warrants were issued. Each broker warrant entitles the holder to purchase one common share at a price of \$0.10 for a period of 24 months, expiring on April 18, 2018. The broker warrants were valued at \$66,586 using the Black-Scholes valuation model with an expected life of 2 years, volatility of 123.95%, risk-free interest rate of 0.62%, dividend yield of 0% and forfeiture rate of 0%.

- ii. On March 24, 2015, the Company closed the first tranche of a non-brokered private placement by issuing 3,400,000 units at a price of \$0.05 per unit for gross proceeds of \$170,000. Each unit consists of one common share in the Company and one-half of one

non-transferable common share purchase warrant. Each full warrant entitles the holder to purchase one share in the Company on or before March 24, 2017. On April 1, 2015, the Company closed the second and final tranche of its non-brokered private placement by issuing 9,143,000 units at a price of \$0.05 per unit for gross proceeds of \$457,150. In both tranches, subscriptions totaled 12,543,000 units for gross proceeds of \$627,150. Finder's fees of \$16,786 are payable in cash and 335,720 broker warrants were issued in connection with the private placement. Each broker warrant entitles the holder to purchase one common share at a price of \$0.10 for a period of 12 months, expiring April 1, 2016. The broker warrants were valued at \$4,569 using the Black-Scholes valuation model with an expected life of 1 year, volatility of 120.27%, risk-free interest rate of 0.49%, dividend yield of 0% and forfeiture rate of 0%.

- iii. On September 14, 2015, the Company issued 3,000,000 common shares at \$0.06 per share pursuant to the Ulu option agreement (note 7).

c) Stock options

The Company has a stock option plan under which the aggregate number of common shares to be reserved for exercise of all options granted under the plan and any other share compensation arrangement shall not exceed 10% of the issued shares of the Company at the time of granting of options. The stock option plan provides for the granting of stock options to regular employees and persons providing investor relations or consulting services up to a limit of 5% and 2%, respectively, of the Company's total number of issued and outstanding shares per year. Options granted to consultants providing investor relations services shall vest at a minimum over a period of twelve months with no more than one-quarter of such options vesting in any three-month period. Options, other than options granted to consultants providing investor relations services, shall vest immediately.

Stock options transactions are summarized as follows:

	Number of stock options outstanding	Weighted average exercise price
Balance, November 30, 2014	3,175,000	\$ 0.10
Granted	3,925,000	\$ 0.10
Expired	(1,450,000)	\$ 0.10
Balance, November 30, 2015	5,650,000	\$ 0.10
Granted	-	\$ 0.10
Expired	(400,000)	\$ 0.10
Balance, November 30, 2016	5,250,000	\$ 0.10

On October 2, 2014, the Company granted 75,000 options to officers, directors and consultants of the Company, exercisable at \$0.10 per option until October 2, 2019. The fair value of the options was estimated at \$3,896 using the Black-Scholes valuation model, based on a volatility of 127.77%, risk-free interest rate of 1.59%, no dividend, an expected life of 5 years and a forfeiture estimate of 0%. \$2,238 in stock-based compensation expense was recognized during the year ended November 30, 2015.

On May 1, 2015, the Company granted 350,000 options to consultants of the Company, exercisable at \$0.10 per option until April 30, 2018. The fair value of the options was estimated at \$17,265 using the Black-Scholes valuation model, based on a volatility of 153.26%, risk-free interest rate of 0.72%, no dividend, an expected life of 3 years and a forfeiture estimate of 0%. Pertaining to these options, \$5,662 in stock-based compensation expense was recognized during the year ended November 30, 2016 (2015 - \$8,852).

On September 18, 2015, the Company granted 3,575,000 options to officers, directors and consultants of the Company, exercisable at \$0.10 per option until August 19, 2020. The fair value of the options was estimated at \$114,797 (grant date fair value of \$0.03 per option) using the Black-Scholes valuation model, based on a volatility of 131.48%, risk-free interest rate of 0.81%, no dividend, an expected life of 4.92 years and a forfeiture estimate of 0%. The share-based payment was fully recognized during the year ended November 30, 2015 as all options vested upon grant.

During the year ended November 30, 2015, 1,375,000 options exercisable at \$0.10 per option expired. In addition, 75,000 options exercisable at \$0.10 expired.

During the year ended November 30, 2016, 400,000 options exercisable at \$0.10 per option expired.

At November 30, 2016 and 2015, the Company has the following outstanding stock options enabling holders to acquire common shares:

Exercise Price	Expiry Date	2016		2015	
		Outstanding	Exercisable	Outstanding	Exercisable
\$ 0.10	September 19, 2019	1,325,000	1,325,000	1,725,000	1,725,000
\$ 0.10	April 30, 2018	350,000	350,000	350,000	175,000
\$ 0.10	August 19, 2020	3,575,000	3,575,000	3,575,000	3,575,000
		5,250,000	5,250,000	5,650,000	5,475,000

d) Warrants

Share purchase warrant transactions are summarized as follows:

	Number of warrants outstanding	Weighted average exercise price
Balance, November 30, 2014	23,722,250	0.10
Issued	12,543,000	0.10
Balance, November 30, 2015	36,265,250	0.10
Issued	15,000,000	0.10
Exercised	(400,000)	0.10
Expired	(23,522,250)	0.10
Balance, November 30, 2016	27,343,000	0.10

During the year ended November 31, 2016, 400,000 (2015 – nil) warrants were exercised for total proceeds of \$40,000 and 23,522,250 warrants expired unexercised.

As at November 30, 2016 and 2015, the following share purchase warrants were outstanding:

Expiry Date	Exercise Price	Number of Warrants	
		2016	2015
August 12, 2016	\$ 0.10	-	7,382,250
August 28, 2016	\$ 0.10	-	5,540,000
September 11, 2016	\$ 0.10	-	800,000
September 17, 2016	\$ 0.10	-	10,000,000
March 23, 2017 *	\$ 0.10	3,400,000	3,400,000
March 31, 2017 *	\$ 0.10	9,143,000	9,143,000
April 18, 2018	\$ 0.10	14,800,000	-
		27,343,000	36,265,250

* Each warrant can be exercised into one-half of one common share.

e) Agent warrants

As at November 30, 2016 and 2015, the Company has agent warrants outstanding entitling the holders to acquire common shares as follows:

	2016		2015	
	Number of Warrants	Weighted Average Exercise Price	Number of Warrants	Weighted Average Exercise Price
Outstanding, beginning of year	335,720	\$ 0.10	830,000	\$ 0.10
Issued	1,071,200	\$ 0.10	335,720	\$ 0.10
Expired	(335,720)	\$ 0.10	(830,000)	\$ 0.10
Outstanding and exercisable, end of year	1,071,200	\$0.10	335,720	\$ 0.10

As at November 30, 2016 and 2015, the following share purchase warrants were outstanding:

Expiry Date	Exercise Price	Number of Warrants	
		2016	2015
March 31, 2016	\$0.10	-	335,720
April 18, 2018	\$0.10	1,071,200	-
		1,071,200	335,720

9. Property and Equipment

	Office equipment
	\$
Cost	
At November 30, 2014	-
Additions	13,150
At November 30, 2015	13,150
Disposals	(4,607)
At November 30, 2016	8,543
Accumulated Amortization	
At November 30, 2014	-
Amortization charge	1,457
At November 30, 2015	1,457
Amortization charge	1,939
Disposals	(691)
At November 30, 2016	2,705
Net book value	
At November 30, 2015	11,693
At November 30, 2016	5,838

During the year ended November 30, 2016, certain property and equipment was sold for total proceeds of \$3,000 and a loss of \$916 was recorded on disposal.

10. Related Party Transactions and Key Management Compensation

The Company's related parties at November 30, 2016 and 2015 consist of officers and directors (and their related companies), as follows:

Name of Related Party	Position at November 30, 2016	Nature of transaction
Allan J. Fabbro	Director	Director / consulting
Ian Graham	Director	Director
Robert Metcalfe	Director	Director
Wayne Moorhouse	CFO / Director	Director / officer
Stephen Wilkinson/Western Resource Funds Ltd.	CEO / Director	Director / officer
Ken Yurichuk	Director	Director
W. K. C. Clarke/TTM Resources Inc.	Director (until May 15, 2015)	Director/ officer

Key management personnel compensation is comprised of the following:

Nature of expenditure	Years ended November 30,	
	2016	2015
Exploration and evaluation assets expenditures to CEO	-	18,731
Management fees to CEO, CFO, and Director	-	118,875
Salaries to CEO, CFO, and Director	312,000	160,000
Share-based payments to CEO, CFO, and Directors	-	94,963
	\$ 312,000	\$ 392,569

Transactions with other related parties are comprised of the following:

Nature of expenditure	Years ended November 30,	
	2016	2015
Accounting paid to TTM Resources Inc.	-	1,000
Administration paid to TTM Resources Inc.	-	1,000
Rent paid to TTM Resources Inc.	-	1,000
	\$ -	\$ 3,000

Included on the consolidated statement of financial position at November 30, 2016 is \$267,336 (2015 - \$351,960) due to officers, directors or companies with a director in common for cash advances, unpaid geological consulting fees, unpaid wages and unpaid expenses. The amounts are non-interest bearing and have no fixed term of repayment.

11. Segmented Information

The Company has one reportable operating segment, being the acquisition and exploration of mineral properties. At November 30, 2016 and 2015, the Company's exploration and evaluation assets are located in two geographic locations, Canada and United States of America, as disclosed in note 7. All expenses and cash receipts pertaining to exploration and evaluation activities are capitalized.

12. Income Taxes

As at November 30, 2016, the Company had accumulated non-capital losses for the tax purposes in Canada of approximately \$3,560,000 that may be carried forward to apply against future years' income for income tax purposes. The losses expire as follows

2027	\$ 11,000
2028	21,000
2029	133,000
2030	294,000
2031	368,000
2032	383,000
2033	280,000
2034	375,000
2035	1,007,000
2036	688,000
	\$ 3,560,000

Significant unrecognized tax benefits and unused tax losses for which no deferred tax asset is recognized as of November 30, 2016, are as follows:

	2016	2015
Non-capital losses carried forward	\$ 3,559,988	\$ 2,872,716
Excess of unused exploration expenditures over the carrying value of mineral property interests	487,431	489,770
Property and equipment	2,704	1,457
Investment tax credits	171,827	171,827
Share issue costs	73,377	42,735
Unrecognized deductible temporary differences	\$ 4,295,327	\$ 3,578,505

Income tax expense differs from the amount that would be computed by applying the Canadian statutory income tax rate of 26.00% (2015 - 26.00%) to loss before income taxes.

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

	2016	2015
Net loss for the year	\$ (669,725)	\$ (1,108,890)
Statutory income tax rate	26%	26.00%
Income tax benefit computed at statutory tax rate	\$ (174,129)	\$ (288,311)
Items not deductible for income tax purposes	1,519	33,979
Origination and reversal of temporary differences	417	474,212
Unused tax losses and tax offsets not recognized	172,193	(219,880)
Deferred income tax expense (recovery)	\$ -	\$ -