



## **Condensed Interim Financial Statements**

**For the three and nine months ended September 30, 2017**

**(expressed in Canadian Dollars)**

**(unaudited)**

**260-2366 Avenue C North  
Saskatoon, SK S7L 5X5**

**Note to Reader**

Notice of no auditor review of condensed interim financial statements.

These condensed interim financial statements for the three and nine months ended September 30, 2017 have been compiled by management. These financial statements, along with the accompanying notes, have been reviewed and approved by the members of the Company's audit committee.

In accordance with Canadian Securities Administrators National Instrument 51-102, the Company discloses that these unaudited condensed interim financial statements have not been reviewed by the Company's auditors.

**Canadian Platinum Corp.**  
**Condensed Interim Statements of Financial Position**  
*(amounts in Canadian dollars)*  
*(unaudited)*



<b>Assets</b>	<b>Notes</b>	<b>Sept 30, 2017</b>	<b>December 31, 2016</b>
<b>Current assets</b>			
Cash		\$ 2,735	\$ 463
GST recoverable		5,986	3,455
<b>Total current assets</b>		<b>8,721</b>	<b>3,918</b>
Exploration and evaluation assets	6	5,466,094	2,984,056
<b>Total assets</b>		<b>\$ 5,474,815</b>	<b>\$ 2,987,974</b>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Accounts payable and accrued liabilities		\$ 152,296	\$ 94,964
Due to related parties	8	24,955	399,372
<b>Total current liabilities</b>		<b>177,251</b>	<b>494,336</b>
<b>Total liabilities</b>		<b>177,251</b>	<b>494,336</b>
<b>Shareholders' Equity</b>			
Share capital	7	15,512,816	15,512,816
Contributed surplus		6,436,783	3,519,636
Deficit		(16,652,035)	(16,538,814)
<b>Total shareholders' equity</b>		<b>5,297,564</b>	<b>2,493,638</b>
<b>Total liabilities and shareholders' equity</b>		<b>\$ 5,474,815</b>	<b>\$ 2,987,974</b>
Going concern	2		
Commitments	6, 10		
Subsequent events	11		

See accompanying notes to the condensed interim financial statements.

Approved by the Board:

(Signed) "Gary Billingsley" \_\_\_\_\_, Director

(Signed) "Douglas Billingsley" \_\_\_\_\_, Director

**Canadian Platinum Corp.**  
**Condensed Interim Statements of Loss and Comprehensive Loss**  
**For the Three and Nine Months Ended September 30**  
*(amounts in Canadian dollars)*  
*(unaudited)*



	Notes	3 months		9 months	
		2017	2016	2017	2016
Expenses					
Advertising and promotion		\$ 397	\$ -	\$ 397	\$ -
Bank charges		28	44	146	157
Office		5,021	8,322	12,100	17,483
Professional fees	8	50,281	14,250	72,215	49,212
Filing fees		2,941	3,890	3,221	6,275
Stock-based compensation	7	-	-	-	28,197
Transfer agent		4,472	1,971	27,069	4,100
<hr/>					
Loss from operations	6	(63,140)	(28,477)	(115,148)	(105,424)
Gain from debt settlement		1,926	-	1,926	-
<hr/>					
Net loss and comprehensive loss for the period		\$ (61,214)	\$ (28,477)	\$ (113,222)	\$ (105,424)
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Basic and diluted loss per share (184,467,496 weighted average common shares)		\$ (0.001)	\$ (0.001)	\$ (0.001)	\$ (0.001)

See accompanying notes to the condensed interim financial statements.

**Canadian Platinum Corp.**  
**Condensed Interim Statements of Changes in Shareholders' Equity**  
**For the Nine Months Ended September 30**  
*(amounts in Canadian dollars)*  
*(unaudited)*



	Notes	Number of common shares	Share Capital stated value	Contributed surplus	Deficit	Total equity
<b>Balance at January 1, 2016</b>		126,124,565	\$ 15,512,816	\$ 3,491,439	\$ (13,415,009)	\$ 5,589,246
Stock-based compensation	7	-	-	28,197	-	28,197
Loss and comprehensive loss		-	-		(105,424)	(105,424)
<b>Balance at Sep 30, 2016</b>		<b>126,124,565</b>	<b>\$ 15,512,816</b>	<b>\$ 3,519,636</b>	<b>\$ (13,520,433)</b>	<b>\$ 5,512,019</b>
<b>Balance at January 1, 2017</b>		126,124,565	\$ 15,512,816	\$ 3,519,636	\$ (16,538,814)	\$ 2,493,638
Share Issuance		58,342,931		2,917,147		2,917,147
Loss and comprehensive loss		-	-	-	(113,222)	(113,222)
<b>Balance at Sep 30, 2017</b>		<b>184,467,496</b>	<b>\$ 15,512,816</b>	<b>\$ 6,436,783</b>	<b>\$ (16,652,035)</b>	<b>\$ 5,297,564</b>

See accompanying notes to the condensed interim financial statements.

**Canadian Platinum Corp.**  
**Condensed Interim Statements of Cash Flows**  
**For the Three and Nine Months Ended September 30**  
*(amounts in Canadian dollars)*  
*(unaudited)*



	Notes	3 months		9 months	
		2017	2016	2017	2016
Cash provided by (used in):					
Operating activities					
Loss and comprehensive loss for the year		\$ (61,214)	\$ (28,477)	\$ (113,222)	\$ (105,424)
Adjustments for:					
Stock-based compensation		-	-	-	28,197
Changes in non-cash working capital	9	52,517	6,285	54,801	16,398
<b>Net cash used in operating activities</b>		<b>(8,697)</b>	<b>(22,192)</b>	<b>(58,421)</b>	<b>(60,829)</b>
Financing activities					
Advances from related parties	8	(426,817)	24,940	(374,417)	62,787
Changes in non-cash working capital	9	417,147	-	2,917,147	-
<b>Net cash from financing activities</b>		<b>(9,670)</b>	<b>24,940</b>	<b>2,542,730</b>	<b>62,787</b>
Investing activities					
Exploration and evaluation expenditures	6	19,104	-	(2,482,037)	-
Changes in non-cash working capital	9	-	-	-	-
<b>Net cash used in investing activities</b>		<b>19,104</b>	<b>-</b>	<b>(2,482,037)</b>	<b>-</b>
Change in cash		736	2,748	2,272	1,958
Cash, beginning of period		1,999	237	463	1,027
<b>Cash, end of period</b>		<b>\$ 2,735</b>	<b>\$ 2,985</b>	<b>\$ 2,735</b>	<b>\$ 2,985</b>
Supplemental cash flow information	9				

See accompanying notes to the condensed interim financial statements.

**Canadian Platinum Corp.**  
**Notes to the Condensed Interim Financial Statements**  
**For the nine months ended September 30, 2017**  
*(amounts in Canadian dollars)*  
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1. Nature of Operations

Canadian Platinum Corporation (the "Corporation") is a public company whose shares are listed on the TSX-V. The Corporation is in the business of acquiring, exploring and developing mining properties. The address of business of the Corporation is Suite 260 – 2366 Avenue C North, Saskatoon, Saskatchewan, Canada, S7L 5X5.

To date, the Corporation has not yet determined whether its properties contain ore reserves that are economically recoverable. Accordingly, costs related to the exploration of minerals have been considered as costs related to the pre-operating stage. Once the Corporation completes preliminary testing and commences field activity, it will be considered to be in the commercial operations phase.

The recoverability of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable mineral reserves, continued confirmation of the Corporation's interest in the underlying concessions, the ability of the Corporation to obtain necessary financing to complete the development of the properties, and the generation of sufficient income through future production from ore disposition or farm-out of existing mining interests.

These financial statements were approved and authorized for issuance by the Board of Directors on November 24, 2017.

2. Going concern

The Corporation has not yet earned operational revenue as it is still in the exploration phase of its business. The operations of the Corporation are currently being financed from funds which the Corporation raised from past private and public placements of its shares. The Corporation is reliant on the continuing support from its existing directors and future shareholders (Note 8). The Corporation has an accumulated deficit of \$16,652,035 (2016 - \$13,520,434) and working capital deficit of \$168,530 (2016 - \$445,301) at September 30, 2017. These factors create a material uncertainty that may cast significant doubt about the Corporation's ability to continue as a going concern.

The Corporation will need to raise additional equity or incur additional debt to continue operations for the foreseeable future and to meet its liabilities as they fall due. There is no assurance that the Corporation will be successful in completing the raising of additional equity or will be able to obtain additional debt on terms acceptable to the Corporation. The Corporation's ability to continue as a going concern is dependent on its ability to obtain the necessary financing to fund its operations.

These financial statements do not reflect adjustments that would be necessary if the going concern assumption was not appropriate. If the going concern basis was not appropriate for these financial statements, then adjustments would be necessary in the carrying value of assets and liabilities, the reported revenue and expenses and the statement of financial position classification used.

3. Basis of preparation

(a) Statement of compliance

These financial statements have been prepared in accordance with the standards and interpretations issued by the International Accounting Standards Board ("IASB"). These include International Financial Reporting Standards ("IFRS"), International Accounting Standards ("IAS"), the interpretations of the International Financial Reporting Interpretations Committee ("IFRIC") and the Standing Interpretations Committee ("SIC"), which are effective and applicable to the Corporation as at the end of its current fiscal year.



(b) Basis of measurement

The financial statements have been prepared on a historical cost basis, except for financial instruments classified as financial instruments at fair value through profit and loss, which are stated at their fair value (Note 5(b)).

(c) Functional and presentation currency

These financial statements are presented in Canadian dollars, which is also the Company's functional currency.

(d) Critical accounting estimates and judgments

The preparation of these financial statements in conformity with IFRS requires management to make judgments and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the period. Actual results could differ from these estimates.

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Accounting estimates will, by definition, seldom equal the actual results. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

*Valuation of exploration and evaluation assets*

The valuation of exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves which in turn is dependent on future mineral prices, future capital expenditures and environmental and regulatory restrictions.

Exploration and evaluation assets are aggregated into cash-generating units ("CGUs") based on their ability to generate largely independent cash flows and are used for impairment testing. The calculation of assets into CGUs requires significant judgment and interpretations with respect to the integration between assets, the existence of active markets, external users, shared infrastructure and the way in which management monitors the Corporation's operations. The determination of the Corporation's CGUs is subject to management's judgment.

*Income taxes*

The amounts recorded for deferred income taxes are based on estimates as to the timing of the reversal of temporary differences and tax rates currently substantively enacted. They are also based on estimates of the probability of the Corporation utilizing certain tax pools and assets which, in turn, is dependent on estimates of mineral reserves, production rates, future mineral prices and changes in legislation, tax rates and interpretations by taxation authorities. The availability of tax pools is subject to audit and interpretation by taxation authorities.

*Stock-based compensation*

The amounts recorded relating to the fair value of options issued are based on estimates of the future volatility of the Corporation's share price, forfeiture rates, expected lives of the underlying security, expected dividends and other relevant assumptions.





4. Significant accounting policies

The accounting policies followed by the Corporation are set out in Note 4 to the audited financial statements for the year ended December 31, 2016, and have been consistently followed in the preparation of these condensed interim financial statements.

Recent accounting pronouncements

The following pronouncements have been issued but are not effective and accordingly, have not been applied in preparing these financial statements.

Pronouncement effective for annual periods beginning on or after January 1, 2018

*IFRS 9 "Financial Instruments"*

IFRS 9 provides a comprehensive standard on accounting for financial instruments. The package of improvements introduced by IFRS 9 includes a logical model for classification and measurement, a single, forward-looking "expected loss" impairment model and a substantially-reformed approach to hedge accounting.

Pronouncement effective for annual periods beginning on or after January 1, 2019

*IFRS 16 "Leases"*

The IASB has developed a new standard, IFRS 16 "Leases", which supersedes IAS 17 "Leases". IFRS 16 sets out principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract, i.e. the customer ("lessee") and the supplier ("lessor"). Lessee accounting will change substantially under this new standard while there is little change for the lessor. IFRS 16 eliminates the classification of leases as either operating leases or financing leases and, instead, introduces a single lessee accounting model. A lessee will be required to recognize assets and liabilities for all leases with a term of more than 12 months (unless the underlying asset is of low value) and will be required to present depreciation of leased assets separately from interest on lease liabilities in the income statement. A lessor will continue to classify its leases as operating leases or financing leases, and to account for those two types of leases separately.

5. Financial instruments and risk management

(a) *Risk management overview*

The Corporation's activities expose it to a variety of financial risks including credit risk and liquidity risk. This note presents information about the Corporation's exposure to each of the above risks, the Corporation's objectives, policies and processes for measuring and managing risk, and the Corporation's management of capital. Further quantitative disclosures are included throughout these financial statements. The Corporation employs risk management strategies and policies to ensure that any exposure to risk are in compliance with the Corporation's business objectives and risk tolerance levels. While the Board of Directors has the overall responsibility for the Corporation's risk management framework, the Corporation's management has the responsibility to administer and monitor these risks.

(b) *Fair value of financial instruments*

The fair values of cash, accounts payable and accrued liabilities and due to related parties approximate their carrying value due to the short-term maturity of those instruments.

**Canadian Platinum Corp.**  
**Notes to the Condensed Interim Financial Statements**  
**For the nine months ended September 30, 2017**

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The significance of inputs used in making fair value measurements are examined and classified according to a fair value hierarchy. Fair values of assets and liabilities included in Level 1 are determined by reference to quoted prices in active markets for identical assets and liabilities. Assets and liabilities in Level 2 include valuations using inputs other than quoted prices for which all significant outputs are observable, either directly or indirectly, and are based on valuation models and techniques where the inputs are derived from quoted indices. Level 3 valuations are based on inputs that are unobservable and significant to the overall fair value measurement.

Cash is measured at fair value based on a Level 1 designation.

(c) *Credit risk*

Credit risk is the risk of financial loss to the Corporation if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

The financial instrument that potentially subjects the Corporation to a significant concentration of credit risk consists of cash. The Corporation mitigates its exposure to credit loss by placing its cash in a major financial institution.

(d) *Liquidity risk*

Liquidity risk is the risk that the Corporation will not be able to meet its financial obligations as they are due. The Corporation's approach to managing liquidity is to ensure that it will have sufficient liquidity to meet its liabilities when due.

At September 30, 2017, the Corporation's accounts payable and accrued liabilities are all due within the next year. The amounts due to related parties have no set terms of repayment.

During the period ended September 30, 2017 the Corporation received advances from related parties (Note 8) to assist in the management of liquidity risk. The Corporation may need to complete further equity issuances, issue debt or postpone/cease certain expenses and/or exploration and evaluation assets expenditures in order to settle all financial liabilities in the next twelve months.

(e) *Capital management*

The Corporation's policy for managing capital is to maintain a strong capital base for the objectives of maintaining financial flexibility and to sustain the future development of the business. The Corporation's primary objective with respect to its capital management is to ensure that it has sufficient cash resources available to fund the identification and evaluation of potential mining interests. To secure the additional capital necessary to pursue these plans, the Corporation may adjust spending, raise additional funds through the issuance of equity or by securing strategic partners. The Corporation's officers are responsible for managing the Corporation's capital and the Corporation's Board of Directors is responsible for overseeing this process.

The Corporation includes shareholders' equity and due to related parties in the definition of capital as follows:

	September 30, 2017	December 31, 2016
Shareholders' equity	\$5,297,563	\$2,493,638
<u>Due to related parties</u>	<u>24,955</u>	<u>399,372</u>
<u>Capital</u>	<u>\$5,322,518</u>	<u>\$2,893,010</u>

**Canadian Platinum Corp.**  
**Notes to the Condensed Interim Financial Statements**  
**For the nine months ended September 30, 2017**  
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The Corporation 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 Corporation may adjust spending, issue new shares or incur debt. The Corporation's ability to raise additional equity or debt financing is impacted by external conditions including the global economic downturn.

During the period ended September 30, 2017, the Corporation received advances from related parties (Note 8) to assist in the management of capital. The Corporation will need to raise sufficient capital resources in order to carry its exploration plans and operations for the upcoming year.

The Corporation is not subject to externally imposed capital requirements.

There were no changes in the Corporation's approach to capital management during the period ended September 30, 2017.

**6. Exploration and evaluation assets**

Exploration and evaluation ("E&E") assets consist entirely of capitalized exploration and evaluation expenditures. E&E assets include costs incurred in relation to the Corporation's mining claims. These amounts have not been expensed to the statement of loss as exploration expenses because commercial reserves have not yet been established or the determination process has not yet been completed.

The outcome of ongoing exploration and evaluation, and therefore whether the carrying value of E&E assets will ultimately be recovered, is inherently uncertain. Management has assessed the value of the E&E assets and in their opinion, no impairment is necessary at September 30, 2017. This assessment estimates the minimum fair value based on unobservable (level 3) valuation inputs which includes a review of the expiry dates of claims, the likelihood of meeting the annual expenditure requirements to maintain the claims in good standing and management's intention on pursuing the mining claims in the future.

**Canadian Platinum Corp.**  
**Notes to the Condensed Interim Financial Statements**  
**For the nine months ended September 30, 2017**  
*(amounts in Canadian dollars)*  
*(unaudited)*



	December 31, 2015	Net Additions	December 31, 2016	Net Additions	September 30, 2017
<b>Peter Lake</b>					
Property acquisition costs	\$ 586,632	\$ -	\$ 586,632	\$ -	\$ 586,632
Geological and consulting	3,962,207	-	3,962,207	1,141	3,963,348
Drilling	5,915,340	-	5,915,340	-	5,915,340
Impairment loss	(4,576,065)	(2,944,557)	(7,519,622)	-	(7,519,622)
	5,889,114	(2,944,557)	2,944,557	1,141	2,945,698
<b>Brabrant Lake</b>					
Acquisition	141,340	-	141,340	-	141,340
Geological and consulting (recovery)	231,776	-	231,776	-	231,776
Disposal of property	-	-	-	-38,074	-38,074
Impairment loss	(335,042)	-	(335,042)	-	(335,042)
	38,074	-	38,074	-38,074	-
<b>Copper Hill</b>					
Geological and consulting	28,706	(28,706)	-	-	-
	28,706	(28,706)	-	-	-
<b>Cook Gold Project</b>					
Acquisition	-	-	-	2,518,970	2,518,970
	-	-	-	2,518,970	2,518,970
<b>Craig Lake/Flin Flon South</b>					
Property acquisition costs	-	-	-	-	-
Geological and consulting	1,425	-	1,425	-	1,425
Impairment loss	-	-	-	-	-
	1,425	-	1,425	-	1,425
Total exploration and evaluation costs	\$ 5,957,319	\$ (2,973,263)	\$ 2,984,056	\$ 2,501,141	\$ 5,466,093

**Peter Lake Project**

The Peter Lake Property, located in northern Saskatchewan, comprises 12 mining claims covering 38,995 hectares. Management has allowed mining claims to expire since 2013. As a result the Corporation recorded an impairment loss of \$2,539,456 for the year ending December 31, 2015. A further impairment loss of \$2,944,557 was recorded for the year ended December 31, 2016, based on the estimated current fair value of the property, as determined by management. The active claims require the Corporation to incur annual exploration expenditures of \$15 per hectare in the second to tenth years following the effective date of staking, and \$25 per hectare in each year after the tenth year following the effective date of staking. Exploration expenditures in excess of the annual requirements are carried forward as assessment credits. As at June 30, 2017 the Corporation had \$5,416,614 in assessment credits. The assessment credits are sufficient to keep the current 12 claims in good standing as follows:

- 5 claims covering 7,495 hectares until March 21, 2018;
- 1 claim covering 5,063 hectares until August 12, 2018;
- 1 claim covering 5,249 hectares until August 12, 2021;
- 1 claim covering 5,621 hectares until August 12, 2022;
- 2 claims covering 8,039 hectares until August 12, 2024; and
- 2 claims covering 7,528 hectares until August 12, 2034

**Canadian Platinum Corp.**  
**Notes to the Condensed Interim Financial Statements**  
**For the nine months ended September 30, 2017**

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During the period Corporation signed a Letter of Intent (“LOI”) to option 100% of the Peter Lake property to an arms-length third party (“Optionee”). The terms of the LOI allow for a due diligence period followed by the execution of a definitive agreement. The agreement involves cash payments to the Corporation totaling \$2,500,000 over a 24-month period with \$750,000 due on signing a definitive agreement, issuance of \$2,500,000 worth of common shares in the Optionee on signing and granting of a 5% net smelter royalty on production from the property.

Brabant Lake Graphite Project

The Brabant Lake Property, located in northern Saskatchewan, comprises 1 mining claim. Management has allowed mining claims to expire since 2013 and the Corporation recorded an impairment loss of \$102,134 for the year ended December 31, 2015 (2016 - \$Nil). The remaining active claim covering 703 hectares has \$27,332 in assessment credits which are sufficient to keep the claim in good standing until August 12, 2019. The Corporation entered into a Sale and Purchase Agreement with a related party (the “Purchaser”) whereby the Company agreed to transfer the Brabant Lake Property to the Purchaser in settlement of the full amount of related party debt of \$40,000 owed to the Purchaser.

Copper Hill

On June 4, 2015 the Company entered into an option agreement with a company controlled by a director to acquire a 100% interest in the Copper Hill porphyry copper project, subject to a 3% net smelter return, by making payments over a three year period totaling \$100,000 if exercised. The project is comprised of 126 claims covering 1,040 hectares located 65km south of Las Vegas, NV, USA near the historic mining town of Seachlight. As at December 31, 2016, the Corporation has not made any option payments for the property. Because large-scale solar farm construction, immediately contiguous to the property, made exploration work difficult the Corporation decided to terminate the option agreement and recorded an impairment loss of \$28,706 for the year ended December 31, 2016.

Cook Gold Project

On June 29, 2017 the Corporation acquired a 70% working interest in the Cook Gold Project in Humboldt County Nevada. Consideration for the acquisition required the issuance of 50 million common shares of the Corporation valued at \$2,500,000. The Seller will retain a 30% interest carried to completion of a feasibility study suitable for project financing. There are no finder’s fees associated with the transaction. The property consists of 88 lode claims covering 7.4 sq km and is located 100km northwest of Winnemucca, Nevada. There are no work commitments, but the Corporation does commit to keep the mineral claims in good standing by making the required annual fee payments of US\$13,640 to the Bureau of Land Management. The property is subject to a 2.5% Net Smelter Royalty in favour of arm’s length third parties. During the current period the Corporation paid the required Bureau of Land Management fees.

Craig Lake/Flin Flon South

The Craig Lake/Flin Flon South property consists of 3 mining claims covering 4,977 hectares. These claims are subject to a 3% net smelter royalty which may be acquired by the Corporation, at any time, for a cash payment of \$5,000,000. As at June 30, 2017 the Corporation had \$452,343 in assessment credits on the Craig Lake claims. The assessment credits are sufficient to keep the current claims in good standing as follows:

- 2 claims covering 2,213 hectares until November 30, 2017; and
- 1 claim covering 2,764 hectares until April 9, 2026.

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**Notes to the Condensed Interim Financial Statements**  
**For the nine months ended September 30, 2017**  
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7. Share capital

The authorized share capital of the Corporation is unlimited number of common shares without par value and an unlimited number of preferred shares, issuable in series, with the rights, privileges, restrictions and conditions designated by the Board of Directors at the time of issuance.

During the period ended September 30, 2017 the Corporation issued 50,000,000 common shares of the Corporation with a value of \$2,500,000 as consideration for the purchase of a 70% working interest in the Cook Gold Project. Also during the current period the Corporation entered into a Debt Settlement Agreement with a related party pursuant to which the Corporation issued 8,342,931 common shares of the Corporation at a deemed price of \$0.05 per share in order to settle an outstanding debt of \$417,146.55 related to cash advances made to the Company.

At September 30, 2017 there were 184,467,496 common shares outstanding and 17,300,000 stock options outstanding in the capital of the Corporation.

Subsequent to period end the Corporation issued 19,983,333 common shares of the corporation as a result of a private placement which resulted in proceeds of \$299,750 (Note 11). As of the date hereof there were 204,450,829 common shares outstanding and 17,300,000 stock options outstanding in the capital of the Corporation.

Stock options

The Corporation has established a share based compensation plan pursuant to which options to purchase common shares may be granted to certain officers, directors and contractors of the Corporation as well as persons providing ongoing services to the Corporation. The aggregate number of shares issuable under the plan shall not exceed 10% of the issued and outstanding common shares of the Corporation. Unless otherwise determined by the Board of Directors of the Corporation, the exercise price of options equals the closing price of the common shares on the day prior to the date of the grant. Stock options vest in accordance with the determination of the Board at the time of the grant and may be granted for up to a ten year term.

The Company granted 8,000,000 stock options valued at \$40,000 during the year ended December 31, 2015 which vested on March 26, 2016. No stock options were granted during the year ended December 31, 2016.

On August 28, 2017 the Company granted 7,000,000 stock options valued at \$105,000 to directors and management. The options are priced at \$0.05 per share vesting on December 28, 2017 and will expire August 28, 2027.

The following weighted average assumptions were used to estimate the following weighted average grant date fair values:

	2017	2016
Expected stock price volatility	326%	-
Expected life of options	10	-
Risk free interest rate	1.86%	-
Expected dividend yield	0%	-
Forfeiture rate	0%	-
Weighted average fair value per option granted in the year	\$0.015	-

**Canadian Platinum Corp.**  
**Notes to the Condensed Interim Financial Statements**  
**For the nine months ended September 30, 2017**  
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A summary of the status of the Corporation's incentive stock option plan as at September 30, 2017 and 2016 is as follows:

	2017		2016	
	Number of options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Outstanding, beginning of period	10,300,000	\$ 0.12	10,300,000	\$ 0.12
Granted	7,000,000	0.05	-	-
Forfeited	-	-	-	-
Outstanding and exercisable, end of period	17,300,000	\$ 0.14	10,300,000	\$ 0.12

2,300,000 stock options outstanding and exercisable at September 30, 2017 have a weighted average remaining contractual life of 4.2 years, 8,000,000 stock options outstanding have a remaining contractual life of 8.2 years and the remaining 7,000,000 stock options outstanding have a remaining contractual life of 9.9 years.

8. Related party transactions

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Corporation as a whole. The Corporation has determined that this consists of corporate officers, executive and non-executive members of the Corporation's Board of Directors and companies owned by these individuals. During the period, the Corporation was charged \$75,000 (2016 - \$37,500) by key management personnel for contractual services which is included in professional fees. Of this amount, accounts payable and accrued liabilities includes \$140,000 (2016 - \$43,750) under normal trade terms.

In addition, funds have been advanced by directors of the Corporation to fund general and administrative and exploration and evaluation assets expenditures. These advances are non-interest bearing, unsecured and have no set terms of repayment. During the current period the Corporation entered into a Debt Settlement Agreement with a related party pursuant to which the Corporation issued 8,342,931 common shares of the Corporation at a deemed price of \$0.05 per share in order to settle an outstanding debt of \$417,146.55 related to these cash advances. The remaining outstanding balance as at September 30, 2017 for advances from related parties is \$24,955 (2016 - \$396,506).

In addition, the Corporation eliminated \$40,000 of related party debt by agreement to transfer the Brabant Lake property to a former director of the Corporation (Note 6).



**Canadian Platinum Corp.**  
**Notes to the Condensed Interim Financial Statements**  
**For the nine months ended September 30, 2017**  
*(amounts in Canadian dollars)*  
*(unaudited)*



9. Supplemental cash flows information

Changes in non-cash working capital for the periods ended September 30, 2017 and 2016 is comprised of:

	3 months		9 months	
	2017	2016	2017	2016
Provided by (used in):				
GST recoverable	\$ (2,617)	\$ (594)	\$ (2,531)	\$ 6,081
Prepaid expenses	-	-	-	1,225
Accounts payable and accrued liabilities	55,134	6,879	57,332	9,092
Share Issuance	417,147	-	2,917,147	-
	<u>\$ 2,490,298</u>	<u>\$ 6,285</u>	<u>\$ 2,971,948</u>	<u>\$ 16,398</u>
Changes in non-cash working capital related to:				
Operating activities	\$ 52,517	\$ 6,285	\$ 54,801	\$ 16,398
Financing activities	417,147	-	2,917,147	-
Investing activities	-	-	-	-
	<u>\$ 2,490,298</u>	<u>\$ 6,285</u>	<u>\$ 2,971,948</u>	<u>\$ 16,398</u>

There was no interest or income taxes paid during the periods ended September 30, 2017 or 2016.

10. Commitments

The Corporation entered into a one year lease agreement for its office premises with monthly payments of \$1,295, which expires on October 31, 2017. The lease was renewed for a further one year term, expiring on October 31, 2018, under the same terms and conditions.

11. Subsequent Events

On October 2, 2017 the Company signed a definitive agreement to sell its 100% owned Peter Lake property to American Energy Metals Corp. ("AEMC" or the "Purchaser"). The terms of the Agreement allow AEMC to purchase a 100% working interest in the Peter Lake project by making cash payments totaling \$2,500,000 over a 24 month period with \$375,000 due by October 29, 2017, \$375,000 due by December 28, 2017, \$750,000 due by September 29, 2018 and \$1,000,000 due by September 29, 2019. In addition the Purchaser will issue 8,750,000 common shares of AEMC, or its assignee, a publicly traded entity, by October 29, 2017 and grant the Corporation a 5% Net Smelter Royalty on production from the property. On November 7, 2017 the Corporation announced a one month extension of this agreement to allow AMEC to complete its capital structuring and fulfil the initial obligations of the Agreement. As at the date of these statements AEMC had not fulfilled their initial obligations.

On October 26, 2017 the Corporation announced a private placement to raise up to \$300,000 through a non-brokered private placement. The placement will consist of up to 20,000,000 units at a price of \$0.015 per unit. Each unit will consist of one common share of the Company and one share purchase warrant. Each share purchase warrant entitles the holder thereof to acquire one common share of the Company at a price of \$0.05 for a period of 24 months following closing of the private placement. The common shares are subject to a four month hold period following the closing date. Proceeds will be used to advance exploration



**Canadian Platinum Corp.**  
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*(amounts in Canadian dollars)*  
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projects and for general working capital.

On October 27, 2017 the Company announced the signing of a Letter of Intent (“LOI”) to enter into an option agreement with a non-arm’s length third party (“Optionor”) to earn a 50% interest in a former-producing copper-zinc-silver property in Mineral County, Nevada. Subject to TSX approval, the formal agreement would require the Company to make cash payments to the Optionor totaling US\$200,000 over a 24 month period with US\$66,666 due on signing and the issuance of 7,500,000 common shares of the Company on signing. In addition, the Corporation agrees to incur US\$250,000 in exploration expenditures over a 24 month period. The Corporation will carry the Optionor’s share of exploration expenditures to the prefeasibility stage of development after which expenditures will be shares on a 50-50 basis. The property earn-in also includes a secondary option to earn a 50% interest in an existing 200 tpd mill located in the area by incurring permitting, refurbishment and start-up costs.

On November 21, 2017 the private placement announced on October 26, 2017 closed with proceeds of \$299,750 requiring the corporation to issue 19,983,333 common shares of the Corporation. Finder fees of \$7,628.75 were paid.

This Management Discussion and Analysis ("MD&A") of the financial condition and results of operations for Canadian Platinum Corp. ("Canadian Platinum" or the "Corporation") is dated November 24, 2017 and should be read in conjunction with the Company's unaudited condensed interim financial statements for the period ended September 30, 2017, together with the accompanying notes thereto.

Management is responsible for the preparation and integrity of the financial statements, including the maintenance of appropriate information systems, procedures and internal controls and to ensure that information used internally or disclosed externally, including the financial statements and MD&A, is complete and reliable. The Company's Board of Directors follows recommended corporate governance guidelines for public companies to ensure transparency and accountability to shareholders. The Board's audit committee meets with management quarterly to review the financial statements including the MD&A and to discuss other financial, operating and internal control matters.

Statements in this report that are not historical facts are forward-looking statements involving known and unknown risks and uncertainties, which could cause actual results to vary considerably from these statements. Readers are cautioned not to put undue reliance on forward-looking statements.

Additional information relating to Canadian Platinum can be found on SEDAR at [www.sedar.com](http://www.sedar.com).

### **Forward-looking Statements**

This MD&A may contain certain forward-looking statements with respect to the Corporation. These forward-looking statements are subject to both known and unknown risks and uncertainties which may cause actual results, performances or achievements to be materially different from those contemplated by such forward-looking statements. The Corporation considers the assumptions on which these forward-looking statements are based to be reasonable at the time they were prepared, but caution the reader that these assumptions regarding future events, many of which are beyond the control of management, may ultimately prove to be incorrect. The Corporation does not, except as required by law, undertake any obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

### **Overview**

Canadian Platinum Corp. is a Canadian-based, publicly listed company that resulted from the amalgamation of McGregor Capital Corp. and Canadian Platinum Corp. on November 2, 2011. The Corporation trades on the TSX.V under the symbol "CPC".

The Corporation is an exploration stage company and has no revenues other than interest from funds on deposit. The recoverability of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, the ability of the Corporation to obtain the necessary approval and financing to complete the development, and future profitable production from the properties or proceeds from disposition. The Corporation has, in the past, been dependent on raising cash through the sale of its common shares, either by way of private placement or through the exercise of warrants or options. The Corporation fully anticipates undertaking further private placements or public offerings in the future in order to finance business opportunities as they may arise.

Ownership in mineral interests involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral interests. The Corporation has investigated ownership of its mineral interests and, to the best of its knowledge, such ownership interests are in good standing.

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**Performance Summary**

The Corporation has written down the value of its properties to the current assessed value of the projects and will continue to focus on developing its project portfolio to achieve near-term and longer term goals. The Corporation has acquired a 70% working interest in the Cook Gold Project in Humboldt County Nevada. In addition, the Corporation has entered into a Letter of Intent ("LOI") for the sale of the Peter Lake property. Cash payments from the option of Peter Lake project will be used to begin an aggressive exploration program on the Cook Gold project. Subject to the period end, the Company sold the Brabant Lake graphite project to eliminate a portion of related party debt and improve the balance sheet.

Management continues to actively seek out and evaluate other projects that would be a good corporate fit and could be of interest to potential investors.

Subject to the availability of capital, the Corporation will continue to carry out exploration and development work on its projects as warranted. The Corporation may also seek out joint ventures and other opportunities to enhance shareholder value.

**Assets of the Corporation**

In addition to cash, prepaid expenses, and GST recoverable, the Corporation's major asset is its investment in mineral properties. As of September 30, 2017, the Corporation's investment in mineral properties totaled \$5,466,094 as compared to \$5,957,319 at September 30, 2016.

**Exploration Properties**

The Corporation has written down the value of its mineral properties and will continue to focus on strengthening its portfolio of exploration projects through strategic acquisitions and dispositions. The portfolio currently consists of the Cook Gold Project in Nevada, USA; the Peter Lake Cu-Ni-PGE-Co Project in northern Saskatchewan; and the Craig Lake Base Metal Project in northern Saskatchewan. Management continues to actively seek out and evaluate other projects that would be a good corporate fit and could be of interest to potential investors in the Corporation.

***Peter Lake Cu-Ni-PGE-Co Project***

The Peter Lake Property, located in northern Saskatchewan, approximately 110km south of Points North Landing, consists of 12 active mineral dispositions totaling 38,995 hectares. Additional mineral claims were allowed to expire since 2013. The Corporation recorded an impairment loss of \$1,230,711 in 2013, \$804,898 in 2014, \$2,539,456 in 2015 and \$2,944,557 in 2016.

The claims cover a significant portion of the Peter Lake Domain, which hosts the Swan River Complex, the largest mafic/ultramafic complex in North America next to the Duluth Complex (Hulbert, 1988). Previous work has established the existence of significant platinum group element ("PGE") mineralization together with significant copper and nickel values. The Swan River Complex is considered to be prospective for magmatic breccia type PGE deposits similar to Lac des Iles in Ontario (from the NI 43-101-compliant technical report prepared by Roscoe Postle Associates Inc. entitled "Technical Report on the Peter Lake Project, Northern Saskatchewan, Canada" effective July 12, 2012, hereinafter the "RPA Report").

Between 2009 and 2011 the Corporation completed extensive geophysical surveys including 10,878 line-km of airborne ZTEM, VTEM, and Magnetometer surveys, and 35 line-km of Horizontal Loop and Pulse EM ground surveys. As a result of these surveys, correlations were made with known PGE mineralization and many similar anomalies were identified, in particular from the VTEM results, in the Swan Lake area of the Swan River Complex. Based on a combination of known mineralization and geophysical results drill testing was also completed over a number of areas in the same 2009-2011 time period. A total of 59

diamond drill holes totaling 16,174 metres were completed with 47 of those drill holes, totaling 13,928 metres, concentrated on the Swan Lake Zone. The Swan Lake Zone was historically known to host PGE and Ni-Cu mineralization and correlates with a VTEM anomaly. In the RPA Report it is noted that there are 16 additional VTEM targets in the Swan Lake area similar to that of the Swan Lake Zone.

The work to date including surface prospecting, geochemistry, geophysics and drilling has proven the Peter Lake project area hosts significant Cu-Ni-PGE mineralization and that there are a large number of highly prospective targets identified, in addition to the Swan Lake Zone, requiring follow-up exploration. The Corporation has already started the process of compiling all the existing geophysical data with the goal of prioritizing the most prospective targets for Cu-Ni-PGE mineralization. A consultant with expertise in interpreting geophysics, in particular VTEM and ZTEM, in mafic/ultramafic environments will be engaged to assist in that effort. As part of the re-evaluation of historic work, management determined that the Peter Lake project contains significant cobalt mineralization associated with Ni values. With the recent dramatic rise in cobalt prices, recovery of cobalt could positively impact project economics.

During the period Corporation signed a Letter of Intent (“LOI”) to option 100% of the Peter Lake property to an arms-length third party (“Optionee”). The terms of the LOI allow for a due diligence period followed by the execution of a definitive agreement. The agreement involves cash payments to the Corporation totaling \$2,500,000 over a 24-month period with \$750,000 due on signing a definitive agreement, issuance of \$2,500,000 worth of common shares in the Optionee on signing and granting of a 5% net smelter royalty on production from the property.

### ***Cook Gold Project***

The Corporation has acquired a 70% working interest in the Cook Gold Project in Humboldt County Nevada. Consideration for the purchase is 50 million common shares of the Corporation valued at \$2,500,000. The Seller is a non-arm’s length party who currently owns more than 10% of the issued and outstanding shares of the Corporation. The Seller will retain a 30% interest carried to completion of a feasibility study suitable for project financing. There are no finder’s fees associated with the transaction. The property consists of 88 lode claims covering 7.4 sq km and is located 100km northwest of Winnemucca, Nevada. There are no work commitments, but the Corporation does commit to keep the mineral claims in good standing by making the required annual fee payments of US\$13,640 to the Bureau of Land Management. The property is subject to a 2.5% Net Smelter Royalty in favour of arm’s length third parties. During the current period the Corporation paid the required Bureau of Land Management fees.

### ***Brabant Lake Graphite Project***

The Brabant Lake Property is a grassroots prospect consisting of 1 mineral claim covering 703 hectares near Peter Lake in northern Saskatchewan. Three (3) additional claims were allowed to expire since 2013 and the Corporation recorded an impairment loss of \$232,908 for the year ending December 31, 2013, and \$102,134 for the year ending December 31, 2015.

Extensive surface sampling and ground geophysics, including VLF-EM and magnetics, has identified 3 separate zones of large-flake graphite mineralization on the property.

The most promising showing, the Ben showing, produced assay results from 6.4% graphitic carbon (“Cgr”) to 48.4% Cgr. Samples from each showing indicated that 82% to 86% of the graphite reported to the +80 mesh (+0.18mm) size fraction and 70% to 79% reported to the +50 mesh (+0.30mm) size fraction.

The Corporation entered into a Sale and Purchase Agreement with a related party (the “Purchaser”) whereby the Company agreed to transfer the Brabant Lake Property to the Purchaser in settlement of the full amount of related party debt of \$40,000 owed to the Purchaser.

***Copper Hill***

On June 4, 2015 the Company entered an option agreement with a company controlled by a director to purchase a 100% interest in the Copper Hill porphyry copper project, subject to a 3% net smelter return, would require making payments over a three year period totaling \$100,000 if exercised. The project is comprised of 126 claims covering 1,040 hectares located 65km south of Las Vegas, NV, USA near the historic mining town of Searchlight. As at December 31, 2016, the Corporation has not made any option payments for the property. Because large-scale solar farm construction, immediately contiguous to the property, made exploration work difficult the Corporation decided to terminate the option agreement. The Corporation recorded an impairment loss of \$28,706 for the year ending December 31, 2016.

***Craig Lake/Flin Flon South***

The Craig Lake/Flin Flon South property consists of 3 mining claims covering 4,977 hectares. These claims are subject to a 3% net smelter royalty which may be acquired by the Corporation, at any time, for a cash payment of \$5,000,000. Management did not actively explore this property in 2014 and the Corporation recorded an impairment loss of \$1,257,144 for the year ending December 31, 2014. Due to interest from a third party in carrying out additional work on the property, the Corporation re-evaluated previous work and concluded that 2 DPEM targets warranted drilling. As a result 2 additional claims were added to the property, and permits to drill 2 diamond drill holes received. Further work is dependent on the availability of capital via equity financing or entering into a joint venture with a suitable partner.

**Results of Operations**

The Corporation has no material revenues, and is dependent upon both satisfactory results from exploration and access to capital on reasonable terms in order to advance its projects.

**Selected Annual Financial Information**

	<b>2017*</b>	<b>2016</b>	<b>2015</b>
Net comprehensive loss	(\$113,222)	(\$3,123,805)	(\$2,789,322)
Basic and diluted loss per share	(\$0.0001)	(\$0.02)	(\$0.02)
Total assets	\$5,474,815	\$2,987,974	\$5,967,877

\*2017 includes only Q1, Q2 and Q3 results

**Selected Quarterly Financial Information**

The following quarterly financial data is derived from the financial statements of the Corporation for the three-month periods ended on the dates indicated below:

	<b>Sep 30/17</b>	<b>Jun 30/17</b>	<b>Mar 31/17</b>	<b>Dec 31/16</b>
Total assets	\$5,474,815	\$5,490,565	\$2,988,359	\$2,987,974
Exploration and evaluation assets	\$5,466,094	\$5,485,197	\$2,984,056	\$2,984,056
Working capital deficiency	(\$168,530)	(\$543,566)	(\$505,481)	(\$490,418)
Shareholders' equity	\$5,297,563	\$4,941,631	\$2,478,575	\$2,493,638
Net comprehensive loss	(\$113,222)	(\$36,944)	(\$15,063)	(\$3,018,531)
Loss per share (basic and diluted)	\$(0.0001)	\$(0.0001)	\$(0.0001)	\$(0.02)
	<b>Sep 30/16</b>	<b>Jun 30/16</b>	<b>Mar 31/16</b>	<b>Dec 31/15</b>
Total assets	\$5,962,530	\$5,959,187	\$5,972,681	\$5,957,319
Exploration and evaluation assets	\$5,957,319	\$5,957,319	\$5,957,319	\$5,957,319
Working capital deficiency	(\$445,301)	(\$416,824)	(\$387,739)	(\$368,073)
Shareholders' equity	\$5,512,018	\$5,540,495	\$5,569,580	\$5,589,246
Net comprehensive loss	(\$28,477)	(\$27,934)	(\$47,863)	(\$2,703,127)
Loss per share (basic and diluted)	\$(0.0001)	\$(0.0001)	\$(0.0004)	\$(0.02)

**Comparison of the Three Months Results**

During the quarter ended September 30, 2017, the Company reported a net loss of \$61,214 (\$27,934 in 2016).

The following is a comparison of significant items from operations: office expenses of \$5,021 (\$8,322 in 2016), professional fees of \$50,281 (\$14,250 in 2016), filing fees of \$2,941 (\$3,890 in 2016) and transfer agent fees of \$4,472 (\$1,971 in 2016).

**Comparison of the Nine Months Results**

During the nine month period ended September 30, 2017, the Company reported a net loss of \$113,222 (\$105,424 in 2016).

The following is a comparison of significant items from operations: office expenses of \$12,100 (\$17,483 in 2016), professional fees of \$72,215 (\$49,212 in 2016), filing fees of \$3,221 (\$6,275 in 2016) stock-based compensation costs of \$Nil (\$28,197 in 2016) and transfer agent fees of \$27,069 (\$4,100 in 2016).



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**Capital Expenditures**

During the period ended September 30, 2017, the Corporation incurred \$2,482,037 in capital expenditures as compared to \$Nil for the same period in 2016.

**Financial Condition/Liquidity/Capital Resources**

The Corporation has historically relied upon advances from its shareholders and directors and the equity capital markets to raise funds to finance its mineral property acquisitions and exploration programs. As of September 30, 2017, the Corporation has a cash balance of \$2,735 to fund its future activities. In addition, the directors have advanced funds to the Corporation since 2013 to fund general and administrative expenses. These advances are non-interest bearing, unsecured and have no set terms of repayment. The outstanding balance as at September 30, 2017 for advances from these related parties is \$24,955 (2016 - \$396,506).

**Share Capital**

The authorized share capital of the Corporation is unlimited number of common shares without par value and an unlimited number of preferred shares, issuable in series, with the rights, privileges, restrictions and conditions designated by the Board of Directors at the time of issuance. The Corporation did not issue any securities during the period ended December 31, 2016.

During the current period the Corporation issued 50,000,000 common shares of the Corporation with a value of \$2,500,000 as consideration for the purchase of a 70% working interest in the Cook Gold Project.

Also during the current period the Corporation entered into a Debt Settlement Agreement with a related party pursuant to which the Corporation issued 8,342,931 common shares of the Corporation at a deemed price of \$0.05 per share in order to settle an outstanding debt of \$417,146.55 related to cash advances made to the Company.

At September 30, 2017 there were 184,467,496, common shares outstanding and 17,300,000 stock options outstanding in the capital of the Corporation.

Subsequent to period end the Corporation issued 19,983,333 common shares of the corporation as a result of a private placement which resulted in proceeds of \$299,750. As of the date hereof there were 204,450,829 common shares outstanding and 17,300,000 stock options outstanding in the capital of the Corporation.

**Stock Options**

The Corporation has established a share based compensation plan pursuant to which options to purchase common shares may be granted to certain officers, directors and contractors of the Corporation as well as persons providing ongoing services to the Corporation. The aggregate number of shares issuable under the plan shall not exceed 10% of the issued and outstanding common shares of the Corporation. Unless otherwise determined by the Board of Directors of the Corporation, the exercise price of options equals the closing price of the common shares on the day prior to the date of the grant. Stock options vest in accordance with the determination of the Board at the time of the grant and may be granted for up to a ten year term.

The Company granted 8,000,000 stock options valued at \$40,000 during the year ended December 31, 2015 which vested on March 26, 2016. No stock options were granted during the year ended December 31, 2016.

On August 28, 2017 the Company granted 7,000,000 stock options valued at \$105,000 to directors and management. The options are priced at \$0.05 per share vesting on December 28, 2017 and will expire August 28, 2027.

The following weighted average assumptions were used to estimate the following weighted average grant date fair values:

	2017	2016
Expected stock price volatility	326%	-
Expected life of options	10	-
Risk free interest rate	1.86%	-
Expected dividend yield	0%	-
Forfeiture rate	0%	-
Weighted average fair value per option granted in the year	\$0.015	-

A summary of the status of the Corporation's incentive stock option plan as at September 30, 2017 and 2016 is as follows:

	2017		2016	
	Number of options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Outstanding, beginning of period	10,300,000	\$ 0.12	10,300,000	\$ 0.12
Granted	7,000,000	0.05	-	-
Forfeited	-	-	-	-
Outstanding and exercisable, end of period	17,300,000	\$ 0.14	10,300,000	\$ 0.12

2,300,000 stock options outstanding and exercisable at September 30, 2017 have a weighted average remaining contractual life of 4.2 years, 8,000,000 stock options outstanding have a remaining contractual life of 8.2 years and the remaining 7,000,000 stock options outstanding have a remaining contractual life of 9.9 years.

**Related Party Transactions**

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Corporation as a whole. The Corporation has determined that this consists of corporate officers, executive and non-executive members of the Corporation's Board of Directors and companies owned by these individuals. During the period, the Corporation was charged \$75,000 (2016 - \$37,500) by key management personnel for contractual services which is included in professional fees. Of this amount, accounts payable and accrued liabilities includes \$140,000 (2016 - \$43,750) under normal trade terms.

In addition, funds have been advanced by directors of the Corporation to fund general and administrative and exploration and evaluation assets expenditures. These advances are non-interest bearing,



unsecured and have no set terms of repayment. During the current period the Corporation entered into a Debt Settlement Agreement with a related party pursuant to which the Corporation issued 8,342,931 common shares of the Corporation at a deemed price of \$0.05 per share in order to settle an outstanding debt of \$417,146.55 related to these cash advances. The remaining outstanding balance as at September 30, 2017 for advances from related parties is \$24,955 (2016 - \$396,506).

In addition, the Corporation eliminated \$40,000 of related party debt by agreement to transfer the Brabant Lake property to a former director of the Corporation.

### **Recent accounting pronouncements**

The following pronouncements have been issued but are not effective.

Pronouncement effective for annual periods beginning on or after January 1, 2018

#### *IFRS 9 "Financial Instruments"*

IFRS 9 provides a comprehensive standard on accounting for financial instruments. The package of improvements introduced by IFRS 9 includes a logical model for classification and measurement, a single, forward-looking "expected loss" impairment model and a substantially-reformed approach to hedge accounting.

Pronouncement effective for annual periods beginning on or after January 1, 2019

#### *IFRS 16 "Leases"*

The IASB has developed a new standard, IFRS 16 "Leases", which supersedes IAS 17 "Leases". The IASB worked jointly with the FASB on this project. IFRS 16 sets out principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract, i.e. the customer ("lessee") and the supplier ("lessor"). Lessee accounting will change substantially under this new standard while there is little change for the lessor. IFRS 16 eliminates the classification of leases as either operating leases or financing leases and, instead, introduces a single lessee accounting model. A lessee will be required to recognize assets and liabilities for all leases with a term of more than 12 months (unless the underlying asset is of low value) and will be required to present depreciation of leased assets separately from interest on lease liabilities in the income statement. A lessor will continue to classify its leases as operating leases or financing leases, and to account for those two types of leases separately.

### **Financial Instruments and Other Instruments**

The Corporation's financial instruments consist of cash, accounts payable and accrued liabilities and due to related parties. It is management's opinion that the Corporation is not exposed to significant liquidity, market or credit risks arising from its financial instruments and that the fair value of these financial instruments approximates their carrying values.

Liquidity risk is the risk that the Corporation will not be able to meet its financial obligations as they fall due. The Corporation may need to complete further equity issuances, issue debt or postpone/cease certain expenses and/or exploration and evaluation asset expenditure in order to settle all financial liabilities in the next twelve months.

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. The Corporation does not have marketable securities or short-term investments. The Corporation's functional currency is Canadian and the Corporation's expenditures are predominantly in Canadian dollars.

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. Credit risk is managed by placing cash in a major Canadian financial institution.

### **Risk Factors**

Mineral exploration and evaluation involves a high degree of risk and few properties that are explored are ultimately developed into producing mines. There is no assurance that the Corporation's mineral exploration and evaluation activities will result in any discoveries of new bodies of commercial ore. There is also no assurance that presently identified mineralization can be mined at a profit. Discovery of mineral deposits is dependent upon a number of factors and significantly influenced by the technical skill of the exploration personnel involved. The commercial viability of a mineral deposit is also dependent upon a number of factors, some of which are beyond the Corporation's control such as government policies and regulation and environmental protection

The Corporation is dependent on debt and equity financing to carry out its future exploration and evaluation plans and maintain its mineral properties in good standing. There can be no assurance that such financing will be available to the Corporation.

There is a degree of uncertainty attributable to the calculation of resource tonnages and grades. Resource estimates are dependent partially on statistical influences drawn from drilling, sampling and other data. The measured and indicated and inferred resource figures set forth by the Corporation are estimates, and there is no certainty that these resources can be converted into reserves with profitable extraction. Declines in the market prices for metals may adversely affect the economics of converting a resource estimate into a reserve.

### **Corporate Governance**

Management of the Corporation is responsible for the preparation and presentation of the financial statements and the accompanying notes, the MD&A, and other information contained in this report.

Management also has the responsibility for the maintenance of adequate accounting records and internal controls, prevention and detection of fraud and errors, safeguarding of assets, selection, and application of suitable policies, and appropriate disclosure and the timely disclosure of financial information in the financial statements. The preparation of the financial statements in accordance with generally accepted accounting principles is also the responsibility of management.

### **Subsequent Events**

On October 2, 2017 the Company signed a definitive agreement to sell its 100% owned Peter Lake property to American Energy Metals Corp. ("AEMC" or the "Purchaser"). The terms of the Agreement allow AEMC to purchase a 100% working interest in the Peter Lake project by making cash payments totaling \$2,500,000 over a 24 month period with \$375,000 due by October 29, 2017, \$375,000 due by December 28, 2017, \$750,000 due by September 29, 2018 and \$1,000,000 due by September 29, 2019. In addition the Purchaser will issue 8,750,000 common shares of AEMC, or its assignee, a publicly traded entity, by October 29, 2017 and grant the Corporation a 5% Net Smelter Royalty on production from the property. On November 7, 2017 the Corporation announced a one month extension of this agreement to allow AEMC to complete its capital structuring and fulfil the initial obligations of the Agreement.

On October 26, 2017 the Corporation announced a private placement to raise up to \$300,000 through a non-brokered private placement. The placement will consist of up to 20,000,000 units at a price of \$0.015 per unit. Each unit will consist of one common share of the Company and one share purchase warrant. Each share purchase warrant entitles the holder thereof to acquire one common share of the Company at a price of \$0.05 for a period of 24 months following closing of the private placement. The

common shares are subject to a four month hold period following the closing date. Proceeds will be used to advance exploration projects and for general working capital.

On October 27, 2017 the Company announced the signing of a Letter of Intent (“LOI”) to enter into an option agreement with a non-arm’s length third party (“Optionor”) to earn a 50% interest in a former-producing copper-zinc-silver property in Mineral County, Nevada. Subject to TSX approval, the formal agreement would require the Company to make cash payments to the Optionor totaling US\$200,000 over a 24 month period with US\$66,666 due on signing and the issuance of 7,500,000 common shares of the Company on signing. In addition, the Corporation agrees to incur US\$250,000 in exploration expenditures over a 24 month period. The Corporation will carry the Optionor’s share of exploration expenditures to the prefeasibility stage of development after which expenditures will be shares on a 50-50 basis. The property earn-in also includes a secondary option to earn a 50% interest in an existing 200 tpd mill located in the area by incurring permitting, refurbishment and start-up costs.

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