CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited) (Expressed in Canadian Dollars)

FOR THE NINE MONTHS ENDED JANUARY 31, 2015

UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS In accordance with National Instrument 51-102 released by the Canadian Securities Administrators, the Company discloses that its auditors have not reviewed the unaudited condensed consolidated interim financial statements for the period ended January 31, 2015.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION

(Unaudited)

(Expressed in Canadian Dollars)

AS AT

			January 31,		April 30,
			2015		2014
ASSETS					(Audited)
Current assets					
Cash		\$	4,280	\$	22,603
Accounts receivable (Note 3)			3,167		2,131
Prepaid expenses (Note 4) Short term investments (Note 5)			11,502 1,701		17,735 3,401
Short term investments (Note 3)			1,701	_	3,401
Total current assets			20,650		45,870
Non-current assets					
Equipment (Note 7)			151,560		144,860
Exploration and evaluation assets (Note 8)			3,626,215		4,359,925
Deposits and bonds (Note 9)			30,135	_	87,321
Total non-current assets		_	3,807,910		4,592,106
Total assets		\$	3,828,560	\$	4,637,976
LIABILITIES AND EQUITY					
Current liabilities					
Accounts payable and accrued liabilities (Notes 10 and 6)		\$	378,776	\$	272,045
Current portion of finance lease obligations (Note 11)			3,662	_	9,381
Total current liabilities			382,438		281,426
Non-current liabilities					
Finance lease obligations (Note 11)			41,601		35,870
Total liabilities			424,039		317,296
			.2.,002		017,200
Equity Capital stock (Note 12)			16,371,472		16,122,776
Reserves (Note 12)			1,414,413		1,286,854
Deficit			(14,381,364)		(13,088,950)
Total equity			3,404,521	_	4,320,680
Total liabilities and equity		\$	3,828,560	\$	4,637,976
Nature of operations and going concern (Note 1)					
Approved and authorized on behalf of the Board on March 31, 2	014:				
"Wade Hodges" Director	"Cyrus Driver"		Director		
Wade Hodges	Cyrus Driver				

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

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

(Unaudited)

(Expressed in Canadian Dollars)

		hree Months Ended January 31, 2015	Three Months Ended January 31, 2014			Nine Months Ended January 31, 2015	Nine Months Ended January 31, 2014		
INCOME									
Project management and consulting	\$	-	\$	40,195	\$	-	\$	139,487	
Option payments		-		-		-		103,992	
Interest	_		_				_	109	
Total income				40,195				243,588	
EXPENSES									
Amortization (Note 7)		5,016		17,484		14,441		25,698	
General exploration costs		439		1,987		1,648		145,797	
Interest and bank charges		209		476		1,230		1,343	
Office expenses and other		16,072		14,915		44,025		55,608	
Professional fees and consulting (Note 6)		45,670		41,313		100,079		116,244	
Project management and consulting		-		23,202		-		36,136	
Rent		14,536		16,396		47,913		48,029	
Salaries (Note 14)		1,102		104,681		96,925		305,519	
Travel		623	_	1,750	_	1,830	_	18,155	
Total operating expenses		(83,667)		(222,204)	_	(308,091)		(752,529)	
Loss from operations		(83,667)		(182,009)		(308,091)		(508,941)	
OTHER INCOME (LOSS)									
Gain on sale of equipment		3,722		28,743		3,722		28,743	
Gain on settlement of debt (Note 12)		93,767		-		93,767		-	
Unrealized loss on marketable securities		(1,700)		(1,701)		(1,700)		(18,708)	
Write-off of exploration and evaluation assets (Note 8)		<u> </u>			_	(1,349,346)	_	(2,632,919)	
Total other income (loss)		95,789	_	27,042		(1,253,557)		(2,622,884)	
Net income (loss) for the period		12,122		(154,967)		(1,561,648)		(3,131,825)	
OTHER COMPREHENSIVE INCOME Currency translation adjustment		397,951		296,155		177 101		177 155	
Currency translation adjustificati		<u> </u>		<u> </u>	_	477,484	_	477,455	
Comprehensive income (loss) for the period	\$	410,073	\$	141,188	\$	(1,084,164)	\$	(2,654,370)	
Basic and diluted loss per common share	\$	0.00	\$	(0.00)	\$	(0.01)	\$	(0.02)	
Weighted average number of common shares outstanding	1	133,729,818		128,065,900		129,933,351		128,065,900	

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

NEVADA EXPLORATION INC.CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY

(Unaudited)

(Expressed in Canadian Dollars)

	Capit	al Sto	ock	Reserves							
	Shares (Note 12)		Amount (Note 12)		Options (Note 13)		Warrants (Note 13)	Currency Translation	Total Reserves	Deficit	Total Equity
Balance, May 1, 2013 Options expired Options cancelled Warrants expired Currency translation adjustment Net loss for the period	128,065,900 - - - - -	\$	15,965,009	\$	884,585 (90,612) (188,966) - -	\$	286,143 \$ - (15,226)	(86,168) - - - 477,455	\$ 1,084,560 (90,612) (188,966) (15,226) 477,455	90,612 188,966	\$ 7,213,628 - - - 477,455 (3,131,825)
Balance, January 31, 2014	128,065,900	\$	15,965,009	\$	605,007	\$	270,917 \$	391,287	\$ 1,267,211	\$ (12,672,962)	\$ 4,559,258
Balance, May 1, 2014 Private placement Share issuance costs - finders' fee Relative fair value of unit warrants issued Share issuance costs - finders' warrant Options expired Warrants expired Shares issued for property (Note 8) Shares issued for debt (Note 12) Currency translation adjustment Net loss for the period	128,065,900 2,830,100 - - - - - 800,000 2,050,000	\$	16,122,776 141,505 (2,000) (46,892) (793) - 128,376 8,000 20,500	\$	840,490 - - - - (269,234) - - -	\$	128,376 \$ 46,892 - 793 - (128,376)	317,988 - - - - - - - - 477,484	\$ 1,286,854 - 46,892 793 (269,234) (128,376) - 477,484	\$ (13,088,950)	4,320,680 141,505 (2,000) - - - - 8,000 20,500 477,484 (1,561,648)
Balance, January 31, 2015	133,746,000	\$	16,371,472	\$	571,256	\$	47,685 \$	795,472	\$ 1,414,413	\$ (14,381,364)	\$ 3,404,521

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS

(Unaudited)

(Expressed in Canadian Dollars)

	Nine Months Ended January 31, 2015	Nine Months Ended January 31, 2014
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the period	\$ (1,561,648)	\$ (3,131,825)
Items not affecting cash:		
Amortization	14,441	25,698
Gain on sale of equipment	(3,722)	(28,743)
Write-off of exploration and evaluation assets	1,349,346	2,632,919
Unrealized loss on marketable securities	1,700	18,708
Gain on settlement of debts	(93,767)	-
Changes in non-cash working capital items:		
Accounts receivable	(1,036)	46,085
Prepaid expenses	6,233	(2,424)
Accounts payable and accrued liabilities	197,721	65,841
Net cash used in operating activities	(90,732)	(373,741)
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of equipment	<u>-</u>	(8,903)
Proceeds from sale of equipment	3,722	22,348
Proceeds from exploration and evaluation option	-,	47,884
Exploration and evaluation expenditures	(116,507)	(193,632)
Net cash used in investing activities	(112,785)	(132,303)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceed from private placement (Note 12)	141,505	_
Share issuance cost - finders' fee (Note 12)	(2,000)	-
Redemption of bonds (Note 9)	55,190	-
Repayment of finance lease obligations	(6,307)	(1,551)
Net cash provided by (used in) financing activities	188,388	(1,551)
Effect of foreign exchange	(3,194)	(8,823)
Change in cash for the period	(18,323)	(516,418)
Cash, beginning of period	22,603	591,060
Cash, end of period	\$ 4,280	\$ 74,642

Supplemental cash flow information (note 16)

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

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited)

(Expressed in Canadian Dollars) January 31, 2015

1. NATURE OF OPERATIONS AND GOING CONCERN

Nevada Exploration Inc. (the "Company" or "NGE") was incorporated on April 6, 2006 under the Canada Business Corporations Act and is in the business of acquiring and exploring mineral properties. On July 14, 2010, the Company amalgamated with its subsidiary 2107189 Ontario Inc. The Company has not yet determined whether its properties contain reserves that are economically recoverable. The amounts shown for mineral properties and related deferred exploration costs represent costs incurred to date and do not reflect present or future values. The recoverability of these capitalized costs is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development of those reserves, and future profitable production.

The Company is listed on the TSX Venture Exchange ("TSX-V") under the trading symbol "NGE" and the Company's head office is located at Suite 1500 - 885 West Georgia Street, Vancouver, BC V6C 3E8. The Company's registered and records office is located at 25th Floor, 700 W. Georgia St., Vancouver, BC V7Y 1B3.

These condensed consolidated interim financial statements are authorized for issue on behalf of the Board of Directors on March 31, 2015.

Going concern

These condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") on a going concern basis that presumes the realization of assets and discharge of liabilities in the normal course of business. There are material uncertainties related to adverse conditions and events that cast substantial doubt on the Company's ability to continue as a going concern.

During the period ended January 31, 2015, the Company incurred a comprehensive loss of \$1,084,164 (2013 – \$2,654,370) and as at that date, the Company had accumulated deficit of \$14,381,364 (April 30, 2014 – \$13,088,950), a working capital deficiency of \$361,788 (April 30, 2014 - \$235,556) and negative cash flows from operations of \$90,732 (2013 - \$373,741). These factors create material uncertainties that may cast substantial doubt upon the Company's ability to continue as a going concern.

2. SIGNIFICANT ACCOUNTING POLICIES

Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34, *Interim Financial Reporting* ("IAS 34"), as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the IFRS Interpretations Committee (IFRICs). Accordingly, they do not include all of the information required for full annual financial statements by International Financial Reporting Standards ("IFRS") for complete financial statements for year-end reporting purposes. These condensed consolidated interim financial statements should be read in conjunction with the Company's financial statements for the year ended April 30, 2014, which have been prepared in accordance with IFRS as issued by the IASB.

The accounting policies applied by the Company in these condensed consolidated interim financial statements are the same as those applied by the Company in its most recent annual audited consolidated financial statements as at and for the year ended April 30, 2014 as filed on SEDAR at www.sedar.com.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(Unaudited) (Expressed in Canadian Dollars) January 31, 2015

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd ...)

Basis of consolidation

These condensed consolidated interim financial statements include the accounts of the Company and its wholly-owned subsidiary Pediment Gold LLC. The financial statements of the Company's subsidiary have been consolidated from the date that control commenced. All inter-company balances and transactions, and income and expenses have been eliminated upon consolidation.

The financial statements include the financial statements of Nevada Exploration Inc. and its subsidiary listed in the following table:

Name of Subsidiary	Country of Incorporation	Functional Currency	Ownership Interest	Principal Activity
Pediment Gold LLC	USA	US dollar	100%	Exploration company

Use of judgments and estimates

The preparation of these condensed consolidated interim financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported revenues and expenses during the period.

Significant assumptions about the future and other sources of estimated uncertainty that management has made at the end of the reporting period, that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that the actual results differ from assumptions made, relate to, but are not limited to, the following:

- i) the recoverability of receivables;
- ii) the carrying value and the recoverability of exploration and evaluation assets;
- iii) the estimated useful lives of equipment and the related amortization;
- iv) impairment of equipment; and
- v) valuation of share-based payments and warrants.

New Accounting Standards and Amendments to Existing Standards

New and amended standards adopted by the Company

There are no IFRS or IFRIC interpretations that are effective May 1, 2014 that are expected to have a material impact on the Company.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(Unaudited)

(Expressed in Canadian Dollars)

January 31, 2015

3. ACCOUNTS RECEIVABLE

The Company's receivables arise from two main sources: Goods and Services Tax ("GST") receivable due from Canadian government taxation authorities and trade accounts receivable. These are broken down as follows:

	January 31, 2015	April 30, 2014
GST receivable Accounts receivable	\$ 3,167	\$ 1,802 329
Total	\$ 3,167	\$ 2,131

4. PREPAID EXPENSES

The prepaid expenses for the Company are as follows:

	January 31, 2015	April 30, 2014
Security deposit for rental of premises	\$ 11,502	\$ 17,735

5. SHORT TERM INVESTMENTS

January 31,	April 30,
2015	2014

	Number	Cost	Ca	rrying Value	Ca	arrying Value
Spruce Ridge Resources Ltd Shares	170,068	\$ 25,000	\$	1,701	\$	17,735

6. RELATED PARTY TRANSACTIONS

During the period ended January 31, 2015, the Company:

- paid or accrued \$30,500 in professional fees to a firm in which the Chief Financial Officer of the Company is a partner; and
- ii) issued 250,000 commons shares at a market price of \$0.01 per share to settle \$12,500 of indebtedness to a firm of which the Chief Financial Officer is a partner.

During the period ended January 31, 2014, the Company:

i) paid or accrued \$40,930 in professional fees to a firm in which the Chief Financial Officer of the Company is a partner.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(Unaudited)

(Expressed in Canadian Dollars)

January 31, 2015

6. RELATED PARTY TRANSACTIONS (cont'd...)

The amounts included in accounts payable and accrued liabilities which are due to related parties are as follows:

	January 31, 2015	April 30, 2014
Due to a firm of which the Chief Financial Officer is a partner	\$ 47,850	\$ 28,598
	\$ 47,850	\$ 28,598

i) issued 250,000 common shares at a market price of \$0.01 per share to settle \$12,500 of indebtedness to a firm of which the Chief Financial Officer is a partner.

7. EQUIPMENT

Included in computer equipment as at January 31, 2015 is a database under construction with a cost of \$82,195 (2013 - \$79,932). No amortization has been taken on this computer equipment in the current period.

During the period ended January 31, 2015, the Company recorded amortization of \$4,136 (2013 - \$2,494) on the asset under finance lease.

		Vehicles		Exploration equipment		Computer equipment		Total
Cost Balance, April 30, 2013 Additions Disposal	\$	71,176 49,081 (40,708)	\$	233,766 - (85,069)	\$	105,302 12,474	\$	410,244 61,555 (125,777)
Effect of translation		5,153	_	18,235		9,515	_	32,903
Balance, April 30, 2014 Disposal Effect of translation	\$	84,702 - 13,532	\$	166,932 (3,722) 26,347	\$	127,291 - 20,336	\$	378,925 (3,722) 60,215
Balance, January 31, 2015	\$	98,234	\$	189,557	\$	147,627	\$	435,418
Accumulated amortization Balance, April 30, 2013 Disposal Amortization Effect of translation	\$	71,176 (40,708) 4,864 5,197	\$	174,707 (65,928) 37,894 14,054	\$	23,706 - 6,805 2,298	\$	269,589 (106,636) 49,563 21,549
Balance, April 30, 2014 Disposal Amortization Effect of translation	\$	40,529 - 7,498 7,515	\$	160,727 (3,722) 1,579 25,574	\$	32,809 - 5,364 5,985	\$	234,065 (3,722) 14,441 39,074
Balance, January 31, 2015	\$	55,542	\$	184,158	\$	44,158	\$	283,858
	\$ \$	44,173 42,692	\$ \$	6,205 5,399	\$ \$	94,482 103,469	\$ \$	144,860 151,560

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited)
(Expressed in Canadian Dollars)
JANUARY 31, 2015

8. EXPLORATION AND EVALUATION ASSETS

For the period ended January 31, 2015:

	GV		SGV	KC HP		HP		AW	FJ		TOTAL	
Acquisition costs												
Balance – May 1, 2014	\$ -	\$	67,531	\$	927,347	\$	109,247	\$	239,373	\$	235,790	\$ 1,579,288
Additions – cash	23,997		33,824		38,211		553		13,166		-	109,751
Additions – shares	-		-		8,000		-		-		-	8,000
Effect of translation	 3,821		16,137	_	155,005		17,482		40,208		(1,203)	231,450
Balance – end of period	 27,818		117,492		1,128,563		127,282	_	292,747		234,587	1,928,489
Exploration costs												
Balance – May 1, 2014	-		-		82,116		875,087		702,957		1,120,477	2,780,637
Geological	-		-		-		5,259		1,207		-	6,466
Travel	291		_		_		-		_		-	291
Effect of translation	 45			_	13,074	_	140,164		112,113		(5,718)	259,678
Balance – end of period	 336				95,190		1,020,510		816,277	_	1,114,759	3,047,072
Write-off of property	 	_				_					(1,349,346)	(1,349,346)
Total costs – January 31, 2015	\$ 28,154	\$	117,492	\$	1,223,753	\$	1,147,792	\$	1,109,024	\$	_	\$ 3,626,215

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited)
(Expressed in Canadian Dollars)
JANUARY 31, 2015

8. EXPLORATION AND EVALUATION ASSETS (cont'd...)

For the year ended April 30, 2014:

		SGV	KC		HP		AW		FJ		TOTAL
Acquisition costs											
Balance – beginning of year	\$	_	\$ 772,938	\$	78,902	\$	198,809	\$	221,255	\$	1,271,904
Additions - cash	·	62,213	81,385	·	21,742	·	21,715	·	18,316	·	205,371
Option payments received		-	-		_		_		(22,348)		(22,348)
Effect of translation		5,318	 73,024	-	8,603		18,849		18,567	_	124,361
Balance – end of year		67,531	 927,347		109,247		239,373		235,790	_	1,579,288
Exploration costs											
Balance – beginning of year		-	75,649		799,528		646,081		1,032,098		2,553,356
Geological		-	· _		6,650		1,522		-		8,172
Travel		-	-		_		-		147		147
Effect of translation			 6,467	-	68,909		55,354		88,232	-	218,962
Balance – end of year			 82,116		875,087		702,957		1,120,477	-	2,780,637
Total costs	\$	67,531	\$ 1,009,463	\$	984,334	\$	942,330	\$	1,356,267	\$	4,359,925

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(Unaudited)

(Expressed in Canadian Dollars)

JANUARY 31, 2015

8. EXPLORATION AND EVALUATION ASSETS (cont'd....)

Grass Valley Project (GV)

On February 27, 2012, the Company announced the signing of agreement with McEwen Mining Inc, ("MMI"), a two-year Exploration Agreement to generate new gold projects in a 25,000 hectare (95 sq mi) study area in north central Nevada (referred to as the Area of Interest or "AOI") using the Company's hydrogeochemistry exploration technology. In the summer of 2014, McEwen Mining Inc. elected to withdraw from the Exploration Agreement, and NGE now holds a 100% interest in the project, which consists of 452 claims (approx. 37.6 km²).

South Grass Valley (SGV)

During the year ended April 30, 2014, the Company established the South Grass Valley Project by staking 185 unpatented mining claims (approx. 15.4 km²). The Project is located in Lander County, north-central Nevada, approximately 50 kilometres (32 miles) south southwest of Barrick Gold Corp.'s Cortez Pipeline property.

Kelly Creek (KC)

On January 1, 2009, the Company entered into a Mining Lease and Option to Purchase Agreement with Genesis Gold Corporation ("Genesis") to acquire a 100% interest of Genesis's Hot Pot Claims, which consist of 254 unpatented mineral claims (20.2km2). Under the Agreement, the Company is the Operator and has the option to purchase 100% of the Genesis claims for USD\$1,500,000, subject to a 1.5% Net Smelter Return Royalty ("Royalty").

The Company shall pay to Genesis advance royalty payments as follows:

1 st anniversary	\$ 5,000	(paid)
2 nd anniversary	10,000	(paid)
3 rd anniversary	10,000	(paid)
4 th anniversary	10,000	(paid)
5 th and each subsequent anniversaries	50,000 ⁱ⁾	_

i) During the period ended January 31, 2015, the Company agreed to issue 800,000 Common shares (issued), plus \$10,000 USD to be paid on or before September 1, 2015 to satisfy the 2014 annual payment under the Mining Lease and Option to Purchase Agreement with Genesis. (Note 12)

Hot Pot (HP)

On September 16, 2005, the Company entered into a Mining Lease Agreement on 8.8 km² at the Hot Pot Project located in Humboldt County, Nevada, approximately 30 km northwest of Battle Mountain, Nevada. Under the terms of the agreement, the Company is required to make annual payments of US\$20,000 on each anniversary, and the agreement is subject to a 3% NSR to the property owner. The Company also controls 3 (2013 – 6) claims (approx. 25 hectares) at Hot Pot. All of the Company's mineral interests at Hot Pot are subject to a 1.25% NSR.

Awakening (AW)

The Awakening Project is located in Humboldt County, Nevada, approximately 50 km north-northwest of Winnemucca, Nevada. The Company has a 100% interest in 72 (2013 – 206) claims (approx. 4.5 km²) at Awakening.

Fletcher Junction (FJ)

During the period ended January 31, 2015, the Company decided to drop the Fletcher Junction Project in order to focus its resources on the projects demonstrating the highest potential. Accordingly, the Company has written off this project to \$Nil as at July 31, 2014.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited)

(Expressed in Canadian Dollars)

JANUARY 31, 2015

9. DEPOSITS AND BONDS

	January : 20		April 30 2014
Security deposits (1) Reclamation bond deposits (2)	\$ 5,7 24,3	50 85	\$ 11,500 75,821
	\$ 30,1	35	\$ 87,321

⁽¹⁾ Security deposits consist of \$5,750 guaranteed investment certificate ("GIC") and bearing interest at prime less 2%. The GIC is used to secure the credit limit on a credit card.

10. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Accounts payable and accrued liabilities for the Company are as follows:

	:	January 31, 2015		April 30, 2014
Trade payables	\$	63,768	\$	25,918
Due to related parties (Note 6)	*	47,850	_	28,598
Due to key management personnel (Note 14)		219,032		174,020
Accrued liabilities	_	48,126		43,509
Total	\$	378,776	\$	272,045

11. FINANCE LEASE OBLIGATIONS

The Company has a finance lease obligation for a leased vehicle, with blended monthly payments of principal and interest totaling \$47,933 (US\$37,710) and bearing interest at a rate of 2.90% per annum.

	January 31, 2015	April 30, 2014
Finance lease obligations Deduct: amount representing interest	\$ 47,933 (2,670)	\$ 48,375 (3,124)
Present value of minimum lease payments due Less: current portion	 45,263 (3,662)	45,251 (9,381)
Non-current portion	\$ 41,601	\$ 35,870

The total of principal repayments of the finance lease obligations that are due within the next one year is \$3,662, and the remaining portion for \$41,601 is due between fiscal years 2015 to 2019.

⁽²⁾ Reclamation bond deposits are required by the U.S. Bureau of Land Management ("BLM") and the U.S. Forest Service ("USFS") to ensure that any reclamation and clean-up work required on the Company's properties will be completed to the satisfaction of the BLM and the USFS. The Company did not have any asset retirement obligations as of January 31, 2015 and April 30, 2014.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited)
(Expressed in Canadian Dollars)

JANUARY 31, 2015

12. CAPITAL STOCK

a) Authorized share capital:

As at January 31, 2015, the authorized share capital of the Company was: Unlimited number of common shares without par value; Unlimited number of preferred shares without par value; All issued shares are fully paid.

b) <u>Issued share capital:</u>

During the period ended January 31, 2015, the Company:

- i) issued 2,050,000 common shares at a market price of \$0.01 per common share to settle a total of \$114,268 in accrued salaries with management and a non-arms length party. The Company recognized a gain on debt settlement of \$93,767.
- ii) issued 800,000 common shares at a market price of \$0.01 per common share to satisfy part of the 2014 annual payment due to Genesis Gold Corporation under a Mining Lease and Option to Purchase Agreement; and
- iii) completed the first tranche of its non-brokered private placement by issuing 2,830,100 units at a price of \$0.05 per unit, for gross proceeds of \$141,505. Each unit consists of one common share and one non-transferable common share purchase warrant entitling the holder to purchase one common share at an exercise price of \$0.05 for a period of three years. Fair value allocated in connection to these warrants was \$46,892. In connection with the private placement, the Company paid finders' fee of \$2,000 to an arm's length party and issued 40,000 finders' warrants with a fair value of \$793.

During the period ended January 31, 2014, the Company did not have any share activities.

c) Options

The Company has a stock option plan under which it is authorized to grant options to executive officers and directors, employees and consultants enabling them to acquire up to 10% of the issued and outstanding common stock of the Company. Under the plan, the exercise price of each option equals the market price, minimum price or a discounted price of the Company's stock as calculated on the date of grant. The options can be granted for a maximum term of five years, and generally vest over a 3 year period, or as determined by the Company's directors.

During the period ended January 31, 2015 and 2014, the Company, did not grant any stock options.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited) (Expressed in Canadian Dollars)

JANUARY 31, 2015

12. CAPITAL STOCK (cont'd...)

c) Options (cont'd...)

A continuity of share purchase options for the period ended January 31, 2015 is as follows:

Expiry date		Exercise price	A	pril 30, 2014		Granted		Expired	Cancelled	Jar	uary 31, 2015	E	exercisable
September 30, 2014	\$	0.16		250,000		_		(250,000)	_				_
September 30, 2014	Ψ	0.10		900,000		_		(900,000)	_		_		_
November 17, 2014 ⁽¹⁾		0.10		600,000		_		(600,000)	_		_		_
December 31, 2015		0.10		950,000		_		-	_	2	,950,000		2,950,000
August 9, 2016		0.10	,	400,000		-		_	-		400,000		400,000
September 25, 2017		0.11		100,000		_		-	-		100,000		100,000
December 4, 2017		0.12		500,000		_		-	-		500,000		500,000
March 2, 2019		0.10	3,	050,000		<u> </u>			 	3	.050,000	_	3,050,000
Total			8,	750,000		-		1,750,000	-	7	,000,000		7,000,000
Weighted average exerc	ise p	rice	\$	0.10	\$	-	\$	0.11	\$ -	\$	0.10	\$	0.10
Weighted average remaining life of options outstanding 3.49 years													

d) Warrants

During the period ended January 31, 2015, the Company issued 2,870,100 (2013 - nil) warrants as part of its private placement. See note 12b.

A continuity of share purchase warrants for the period ended January 31, 2015 is as follows:

Expiry date	:	Exercise price	April 30, 2013		Granted	Expired	January 31, 2015	Exercisable
December 24, 2014 August 19, 2017 August 19, 2017	\$	0.15 0.05 0.05	 5,000,000	_	2,830,100 40,000	(5,000,000)	2,830,100 40,000	 2,830,100 40,000
Total			5,000,000		2,870,100	(5,000,000)	2,870,100	2,870,100
Weighted average exercise price			\$ 0.15	\$	0.05	\$ 0.15	\$ 0.05	\$ 0.05

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited) (Expressed in Canadian Dollars) JANUARY 31, 2015

13. SEGMENTED INFORMATION

The Company operates in one industry segment, being the acquisition, exploration and development of resource properties. Geographic information is as follows:

	January 31, 2015	April 30, 2014
Non-current assets: United States Equipment Exploration and evaluation assets Deposits and bonds	\$ 151,560 3,626,215 24,385	\$ 144,860 4,359,925 75,821
Deposits and bonds	\$ 3,802,160	\$ 4,580,606
	January 31, 2015	April 30, 2014
Income: United States		
Project management and consulting Option payments	\$ - -	\$ 154,964 103,992
	\$ -	\$ 258,956

14. KEY MANAGEMENT COMPENSATION

Remuneration of key management of the Company is as follows:

	Nine Months Ended January 31, 2015	Nine Months Ended January 31, 2014
Salaries	\$ 93,793	\$ 251,836

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(Unaudited) (Expressed in Canadian Dollars) JANUARY 31, 2015

14. KEY MANAGEMENT COMPENSATION (cont`d...)

The amount included in accounts payable and accrued liabilities which is due to key management personnel is as follows:

	January 31, 2015	April 30, 2014
Due to key management personnel (Note 10)	\$ 219,032	\$ 174,020

During the period ended January 31, 2014, the Company issued 1,800,000 common shares at a market price of \$0.01 per common share to settle a total of \$101,768 in accrued salaries with management.

15. FINANCIAL RISK MANAGEMENT

Financial risk factors

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

Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash and deposits and bonds. Management believes that the credit risk concentration with respect to cash is remote as it maintains accounts with highly-rated financial institutions.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through the management of its capital structure and financial leverage, as outlined in the discussion on capital management. It also manages liquidity risk by continuously monitoring actual and projected cash flows. The Board of Directors reviews and approves the Company's operating and capital budgets, as well as any material transactions out of the normal course of business.

As at January 31, 2015, the Company had a cash balance of \$4,280 (April 30, 2014 - \$22,603) to settle current liabilities of \$382,438 (April 30, 2014 - \$281,426). The Company will require financing from lenders, shareholders and other investors to generate sufficient capital to meet its short term business requirements.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates and equity prices.

(a) Interest rate risk

The Company is exposed to interest rate risk to the extent that the cash maintained at the financial institutions is subject to floating rate of interest. The interest rate risks on cash, deposits and bonds and on the Company's finance lease obligations are not considered significant.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(Unaudited)

(Expressed in Canadian Dollars) JANUARY 31, 2015

15. FINANCIAL RISK MANAGEMENT (cont'd...)

Financial risk factors (cont'd...)

Market risk (cont'd...)

(b) Foreign currency risk

The Company is exposed to financial risk arising from fluctuations in foreign exchange rates and the degree of volatility of these rates. A significant portion of the Company's expenses is denominated in US dollars. Consequently, certain assets, liabilities and operating expenses are exposed to currency fluctuations. The Company does not use derivative instruments to reduce its exposure to foreign currency risk.

Net assets denominated in foreign currency and the Canadian dollar equivalents at January 31, 2015 are as follows:

	CDN	USD
Current assets Non-current assets Current liabilities Non-current liabilities	\$ 13,009 3,802,160 (234,387) (41,601)	\$ 10,235 2,991,236 (184,397) (32,729)
	\$ 3,539,181	\$ 2,784,345

Net exposure

Based on the above net exposures as at January 31, 2015, and assuming all other variables remain constant, a 1% change in the value of the US dollar against the Canadian dollar would result in an increase/decrease of \$35,391 in comprehensive profit or loss.

16. SUPPLEMENTAL DISCLOSURES WITH RESPECT TO CASH FLOW

During the period ended January 31, 2015, significant non-cash transactions included:

- i) issued unit warrants in connection with private placement with a fair value of \$46,892;
- ii) reclassified fair value of \$128,376 from reserves to share capital for 5,000,000 warrants expired;
- iii) recognized a gain of \$93,768 through shares for debt settlement;
- iv) issued of finders' warrants in connection with private placement with a fair value of \$793; and
- v) reclassified fair value of \$269,234 from reserves to deficit for 1,750,000 stock options expired.
- vi) issued 800,000 common shares at a fair value of \$0.01/share for the acquisition of mineral interests
- vii) issued 2,050,000 common shares at a market price of \$0.01 per common share to settle a total of \$114,268 in accrued salaries with management and a non-arms length party

During the period ended January 31, 2014, significant non-cash transactions included:

- i) incurred equipment costs of \$17,800 included in accounts payable and accrued liabilities;
- ii) reclassified fair value of \$90,612 from reserves to deficit for 200,000 stock options expired;
- iii) reclassified fair value of \$188,966 from reserves to deficit for 2,500,000 stock options cancelled; and
- iv) reclassified fair value of \$15,226 from reserves to deficit for 369,200 warrants expired.