GREAT BEAR RESOURCES LTD.

Condensed Interim Consolidated Financial Statements

For the Nine Months Ended September 30, 2019

(Unaudited - Expressed in Canadian Dollars)

GREAT BEAR RESOURCES LTD.
Index to Condensed Interim Consolidated Financial Statements
September 30, 2019

Notice of Non-review of Condensed Interim Consolidated Financial Statements

In accordance with National Instrument 51-102, the Company discloses that the accompanying condensed interim consolidated financial statements have been prepared by and are the responsibility of the Company's management. They have been reviewed and approved by the Company's Audit Committee and the Board of Directors.

The attached condensed interim consolidated financial statements for the nine months ended September 30, 2019 have not been reviewed by the Company's auditors.

GREAT BEAR RESOURCES LTD.
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Canadian Dollars)

	Notes	September 30, 2019	December 31, 2018
ASSETS:			
Current assets			
Cash		$ 18,190,215	$ 13,282,093
Investments in equity instruments	3,4	728,892	258,012
Receivables	5	42,724	17,349
GST receivable	5	436,545	156,717
Prepaid expenses		142,135	112,811
Total current assets		19,540,511	13,826,982
Exploration and evaluation assets	6	14,642,292	4,944,948
Total assets		$ 34,182,803	$ 18,771,930
LIABILITIES:			
Current liabilities			
Accounts payable and accrued liabilities	7	$ 1,880,018	$ 518,632
Flow-through premium liability	8	1,538,635	813,400
		3,418,653	1,332,032
EQUITY:			
Share capital	9	43,460,508	29,330,540
Equity reserves	9	11,909,417	10,047,947
Accumulated other comprehensive income (AOCI)	4	(95,996)	(85,446)
Deficit		(24,509,779)	(21,853,143)
Total equity		30,764,150	17,439,898
Total liabilities and equity		$ 34,182,803	$ 18,771,930

Nature and Continuance of Operations (Note 1)
Commitments (Note 12)
Subsequent Events (Note16)

Approved and authorized for issue by the Board of Directors on November 29, 2019.

"*Doug Ramshaw*" Director

"*David Terry*" Director

GREAT BEAR RESOURCES LTD.
Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian Dollars)

		Three months ended September 30,		Nine months ended September 30,	
	Note	**2019**	**2018**	**2019**	**2018**
Expenses:					
Consulting		$ 53,000	$ 251,599	$ 320,092	$ 321,099
Director Fees	10	15,000	6,000	45,000	18,000
Management fees		88,500	181,250	442,500	243,750
Office and administration		121,735	64,387	344,950	112,418
Professional fees		17,039	11,292	100,347	31,568
Property investigation		-	-	-	15,307
Rent		12,165	6,232	30,670	17,043
Share-based compensation	9,10	1,498,656	1,964,265	2,731,630	2,229,989
Transfer agent and filing fees		15,708	13,226	53,582	37,042
Promotion and shareholder information		232,614	154,707	615,918	366,804
Total expenses		(2,054,417)	(2,652,958)	(4,684,689)	(3,393,020)
Other income					
Interest income		107,702	23,223	241,868	38,239
Other income	6, 8	801,365	97,350	1,786,185	200,788
Total other income		909,067	120,573	2,028,053	239,027
Net loss for the period		$ (1,145,350)	$ (2,532,385)	$ (2,656,636)	$ (3,153,993)
Basic and diluted loss per common share		$ (0.03)	$ (0.08)	(0.07)	$ (0.13)
Weighted average number of common shares outstanding		42,750,027	31,286,615	39,563,666	24,135,896
Net loss for the period		$ (1,145,350)	$ (2,532,385)	$ (2,656,636)	$ (3,153,993)
Change in unrealized gains on investment in equity instruments					
Increase (decrease) in fair value	3,4	(26,010)	(121,382)	(10,550)	(53,472)
Net comprehensive loss for the period		$ (1,171,360)	$ (2,653,767)	$ (2,667,186)	$ (3,207,465)

GREAT BEAR RESOURCES LTD.
Condensed Interim Consolidated Statements of Changes in Shareholders' Equity
(Expressed in Canadian Dollars)

		Share Capital						
		Number of Shares	*Amount*	*Subscriptions Receivable/ Received*	*Equity Reserves*	*AOCI AFS Investments*	*Deficit*	*Total*
Balance at December 31, 2017		**18,176,689**	**$ 16,359,715**	**$(452,202)**	**$ 4,809,257**	**$ 70,676**	**$ (18,558,615)**	**$ 2,228,831**
Change in fair value of FVOCI equity investments		-	-	-	-	(53,472)	-	(53,472)
Shares issued in private placement		10,199,332	8,901,254	452,202	2,798,555	-	-	12,152,011
Share-based compensation	9, 10	-	-	-	2,490,330	-	-	2,490,330
Options exercised		203,000	127,050	-	-	-	-	127,050
Warrants exercised		6,776,870	2,037,042	-	-	-	-	2,037,042
Share issuance costs – cash		-	(699,508)	-	-	-	-	(699,508)
Share issuance costs – finders' warrants		-	(493,233)	-	493,233	-	-	-
Reclass of contributed surplus			467,251	-	(467,251)	-	-	-
Loss for the period		-	-	-	-	-	(3,153,993)	(3,153,993)
Balance at September 30, 2018		**35,355,891**	**$ 26,699,571**	**$ -**	**$ 10,124,124**	**$ 17,204**	**$ (21,712,608)**	**$ 15,128,291**
Balance at December 31, 2018		**37,133,611**	**$ 29,330,540**	**$ -**	**$ 10,047,947**	**$ (85,446)**	**$ (21,853,143)**	**$ 17,439,898**
Change in fair value of FVOCI equity investments		-	-	-	-	(10,550)	-	(10,550)
Shares issued in private placement	9	2,000,000	8,560,000	-	-	-	-	8,560,000
Shares issued for mineral property	6d, 9	108,500	355,880	-	-	-	-	355,880
Share-based compensation	9,10	-	-	-	3,664,389	-	-	3,664,389
Options exercised	9	481,500	565,275	-	-	-	-	565,275
Warrants exercised	9	4,228,977	3,655,164	-	-	-	-	3,655,164
Share issue costs – finders' warrants		-	(231,612)	-	231,612	-	-	-
Share issue costs – cash	9	-	(809,270)	-	-	-	-	(809,270)
Reclass of contributed surplus			2,034,531	-	(2,034,531)	-	-	-
Loss for the period		-	-	-	-	-	(2,656,636)	(2,656,636)
Balance at September 30, 2019		**43,952,588**	**$ 43,460,508**	**$ -**	**$ 11,909,417**	**$ (95,996)**	**$ (24,509,779)**	**$ 30,764,150**

GREAT BEAR RESOURCES LTD.
Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Canadian Dollars)

	Note	Nine months ended September 30, 2019	2018
Cash flows from operating activities:			
Loss for the period		$ (2,656,636)	$ (3,153,993)
Items not involving cash:			
Other income	6, 8	(1,786,185)	(200,788)
Share-based compensation	9,10	2,731,630	2,229,989
Changes in non-cash working capital items:			
Accounts payable and accrued liabilities		28,395	411,719
Prepaid expenses		(29,324)	(87,274)
Receivables		(25,375)	(144,500)
Taxes receivable		(279,828)	(134,865)
Net cash used in operating activities		(2,017,323)	(1,079,712)
Cash flows used in investing activities:			
Mineral properties and exploration expenditures		(7,385,724)	(1,837,999)
Recoveries		-	100,000
Net cash used in investing activities		(7,385,724)	(1,737,999)
Cash flows from financing activities:			
Proceeds from private placement	9	10,900,000	11,829,155
Proceeds from options exercised	9	565,275	127,050
Proceeds from warrants exercised	9	3,655,164	2,037,042
Share issue costs	9	(809,270)	(699,508)
Subscriptions received	9	-	452,202
Net cash provided by financing activities		14,311,169	13,745,941
Changes in cash during the period		4,908,122	10,928,230
Cash, beginning of period		13,282,093	931,548
Cash, end of period		$ 18,190,215	$ 11,859,778

Supplemental disclosure with respect to Cash Flows (Note 11)

1. Nature and continuance of operations

Great Bear Resources Ltd. (the "Company") was incorporated under the Company Act (British Columbia) on December 6, 2001. On January 22, 2010, the Company changed its name from Great Bear Uranium Corp. to Great Bear Resources Ltd. The Company's registered office and its principal place of business is located at 1020 - 800 West Pender Street, Vancouver, BC, Canada V6C 2V6.

The Company is a mineral exploration company with interests in mineral properties in British Columbia and Ontario, Canada. The Company's shares are listed on the TSX Venture Exchange ("TSX.V") under the trading symbol "GBR".

The Company is in the process of exploring its resource properties and has not yet determined whether the resource properties contain reserves that are economically recoverable. The business of mining and exploring for resources involves a high degree of risk and there can be no assurance that planned exploration and development programs will result in profitable mining operations. The recoverability of amounts capitalized for the resource properties and related deferred exploration costs are dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain necessary financing to complete the development of the properties and upon future profitable production or proceeds from the disposition thereof. Changes in future conditions could require material write-downs of the carrying values of resource properties.

2. Basis of preparation

Statement of Compliance

These interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") for interim information, specifically International Accounting Standards ("IAS") 34 - Interim Financial Reporting. In addition, these interim consolidated financial statements have been prepared using interpretations issued by the International Financial Reporting Interpretation Committee ("IFRIC") in effect at September 30, 2019 and the same accounting policies and methods of their application as the most recent annual financial statements of the Company, except the newly adopted standards and interpretations described below (Note 3). These interim financial statements do not include all disclosures normally provided in the annual financial statements and should be read in conjunction with the Company's audited financial statements for the year ended December 31, 2018. In management's opinion, all adjustments necessary for fair presentation have been included in these condensed interim financial statements. Interim results are not necessarily indicative of the results expected for the year ending December 31, 2019.

The condensed interim consolidated financial statements for the nine months ended September 30, 2019 (including comparatives) have been prepared by management, reviewed by the Audit Committee and approved and authorized for issue by the Board of Directors on November 29, 2019.

Going Concern of Operations

These condensed interim consolidated financial statements have been prepared assuming the Company will continue on a going-concern basis. The Company has incurred losses since its inception and the ability of the Company to continue as a going-concern depends upon its ability to raise adequate financing and to develop profitable operations.

As the Company is in the exploration and evaluation stage, the Company has not identified a known body of commercial grade mineral on any of its properties. The ability of the Company to realize the costs it has incurred to date on these properties is dependent upon the Company identifying a commercial mineral body, to finance its development costs and to resolve any environmental, regulatory or other constraints which may hinder the successful development of the properties. To date, the Company has not earned any revenues.

3. Significant accounting policies

a) Basis for measurement

These consolidated financial statements have been prepared on a historical basis, except for cash and financial instruments measured at fair value. All dollar amounts presented are in Canadian dollars unless otherwise specified. In addition, these condensed interim consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information.

3. Significant accounting policies (continued)

b) Basis of consolidation

These consolidated financial statements include the financial statements of Great Bear Resources Ltd. and its wholly owned subsidiary Great Bear Resources USA Corp., incorporated in California, USA. All intercompany transactions and balances have been eliminated upon consolidation.

c) Critical accounting judgements and estimates

The preparation of these condensed interim consolidated 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 reported amount of expenses during the reporting period. Actual outcomes could differ from these estimates. These financial statements include estimates that, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the financial statements and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods.

These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Information about significant areas of estimation uncertainty in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are noted below with further details of the assumptions contained in the relevant note.

The preparation of these condensed interim consolidated financial statements requires management to make judgments regarding the going concern of the Company as discussed in Note 1.

Key sources of estimation uncertainty

Exploration and evaluation assets

Exploration and evaluation costs are initially capitalized as intangible exploration assets with the intent to establish commercially viable reserves. The Company is required to make estimates and judgments about the future events and circumstances regarding whether the carrying amount of intangible exploration assets exceeds its recoverable amount.

Recoverability is dependent on various factors, including the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development and upon future profitable production or proceeds from the disposition of the exploration and evaluation assets themselves. Additionally, there are numerous geological, economic, environmental and regulatory factors and uncertainties that could impact management’s assessment as to the overall viability of its properties or the ability to generate future cash flows necessary to cover or exceed the carrying value of the Company’s exploration and evaluation assets.

Deferred tax assets and liabilities

The measurement of a deferred tax provision is subject to uncertainty associated with the timing of future events and changes in legislation, tax rates and interpretations by tax authorities. The estimation of taxes includes evaluating the recoverability of deferred tax assets based on an assessment of the Company’s ability to utilize the underlying future tax deductions against future taxable income prior to expiry of those deductions. Management assesses whether it is probable that some or all of the deferred income tax assets will not be realized.

The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income, which in turn is dependent upon the successful discovery, extraction, development and commercialization of mineral reserves. To the extent that management’s assessment of the Company’s ability to utilize future tax deductions changes, the Company would be required to recognize more or fewer deferred tax assets, and future tax provisions or recoveries could be affected.

3. Significant accounting policies (continued)

Key sources of estimation uncertainty (continued)

Share-based compensation

Share-based compensation expense is measured by reference to the fair value of the stock options at the date at which they are granted. Estimating fair value for granted stock options requires determining the most appropriate valuation model which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the option, volatility, dividend yield, and rate of forfeitures and making assumptions about them.

New and revised standards and interpretations

The accounting policies in preparation of these condensed interim consolidated financial statements are consistent with those applied and disclosed in the Company's audited consolidated financial statements for the year ended December 31, 2018, except for the adoption, on January 1, 2019, of ***IFRS 16, Leases and IFRIC 23, Uncertainty over Income Tax Treatments*** which has an initial application as at this date.

The newly adopted IFRS 16, Leases standard establishes principles for recognition, measurement, presentation and disclosure of leases with an impact on lessee accounting, effective for annual periods beginning on or after January 1, 2019. The Company has assessed its office lease agreement and concluded that the agreement does not constitute the ability to direct the use (right to use) of the underlying office premises on the context of IFRS 16. As such, the adoption of the above standard has not had an impact on the results and financial position of the Company.

The newly adopted IFRIC 23, Uncertainty over Income Tax Treatments clarifies the accounting for uncertainties in income taxes. The interpretation provides guidance and clarifies the application of the recognition and measurement criteria in IAS 12 "Income Taxes" when there is uncertainty over income tax treatments. The adoption of the above standard, amendments and interpretations has not had an impact on the financial statements of the Company.

4. Investment in equity instruments

FVOCI investments consists of investments in common shares of publicly traded companies, and therefore has no fixed maturity date or coupon rate. The fair value of the listed investments has been determined directly by reference to published price quotations in an active market. During the nine months ended September 30, 2019, the fair value of these investments decreased by $10,550 (2018 – decreased by $53,472), which is recorded in other comprehensive income.

5. Receivables

Receivables as at September 30, 2019 consist of a GST receivable balance from the Federal Government of Canada in the amount of $436,545 (December 31, 2018 - $156,717) and $42,724 receivable from various officers of the Company for options exercised during 2018 and 2019 (December 31, 2018 - $17,349).

6. Exploration and evaluation assets

	BA Property	Surprise Creek Property	Dixie Property	West Madsen Property	DPS Property	Total
Balance, December 31, 2017	**$ 463,202**	**$ 108,295**	**$ 657,359**	**$ 176,840**	**$ -**	**$ 1,405,696**
Additions:						
Acquisition	-	-	130,000	24,000	-	154,000
Exploration:					-	
Drilling	-	-	1,529,857	-	-	1,529,857
Geological services	1,150	-	1,055,593	2,300	-	1,059,043
Assays	-	-	535,600	-	-	535,600
Supplies, equipment, travel, permitting and shipping	-	-	205,502	-	-	205,502
Stock-based compensation	-	-	325,750	-	-	325,750
Less Recoveries:						
Option payments	(85,250)	(85,250)	-	-	-	(170,500)
JEAP payment	-	-	(100,000)	-	-	(100,000)*
Balance, December 31, 2018	**$ 379,102**	**$ 23,045**	**$ 4,339,661**	**$ 203,140**	**$ -**	**$ 4,944,948**
Additions:						
Acquisition				14,000	381,880	395,880
Exploration:						
Assays	-	-	827,042	-	-	827,042
Drilling			5,449,057	-	-	5,449,057
Geological services	-	-	1,760,645	-	36,750	1,797,395
Stock-based compensation	-	-	932,759	-	-	932,759
Supplies, equipment, travel, permitting, freight and shipping	-	-	654,221	-	1,000	655,221
Less Recoveries:						
Option payments	(194,465)	(23,045)	-	(142,500)	-	(360,010)
Balance, September 30, 2019	**$ 184,637**	**$ -**	**$ 13,963,385**	**$ 74,640**	**$ 419,630**	**$ 14,642,292**

* Amount received of $100,000 under the Junior Exploration Assistance Program ("JEAP") pursuant to the Contribution Agreement dated December 21, 2017.

Title to mineral properties 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 conveyance history characteristic of many mineral properties. The Company has investigated title to all of its mineral properties and, to the best of its knowledge, title to all of its properties is in good standing.

a) Dixie Property

On November 20, 2015 the Company entered into an agreement to acquire the Dixie mining claims in Ontario consisting of a 67% interest in 45 mining claims and a 100% interest in 4 newly staked mining claims. In order to acquire the interest, the Company (as farmee) must make the following cash payments and share issuances:

Due Date	Cash	Common Shares of the Company
November 2, 2015 (paid on November 2, 2015)	$ 4,000 (paid)	-
Within 7 days of executing the acquisition agreement	$ 16,000 (paid)	-
Within 30 days of executing the acquisition agreement	-	20,000 (issued)
November 20, 2016 (paid on November 2, 2016)	$ 20,000 (paid)	-
November 20, 2017 (paid on November 2, 2017)	$ 20,000 (paid)	-
November 20, 2018	$ 30,000 (paid) *	-
November 20, 2019	$ 40,000 (paid) *	-
	$ 130,000	**20,000**

6. Exploration and evaluation assets (continued)

a) Dixie Property (continued)

On July 12, 2017, the Company entered into a Purchase Agreement with Newmont Canada Holdings, ULC ("Newmont") to acquire Newmont's 33% interest in the Dixie project, located in the Red Lake district of Ontario, by paying $80,000 over four years.

Due Date	Cash
July 12, 2017	$ 20,000 (paid)
July 12, 2018	$ 20,000 (paid)
July 12, 2019	$ 20,000 (paid) *
July 12, 2020	$ 20,000 (paid) *
Total	**$ 80,000**

* The purchase was accelerated on November 19, 2018, where the Company accelerated the remaining payments totaling $110,000 and acquired 100% in Dixie Property.

b) West Madsen Property

On December 29, 2016, the Company signed a purchase agreement to acquire 100% ownership of the West Madsen gold project in the Red Lake Gold District of Ontario. On August 29, 2017, the Company entered into an amending agreement to the above Purchase Agreement.

On August 29, 2017, the Company signed a purchase agreement to acquire 100% ownership of additional claims expanding the West Madsen gold project. The Company also purchased all Net Smelter Royalties ("NSR") on the West Madsen project for payment of 200,000 shares.

Under these agreements, the Company will pay aggregate cash and issue shares as follows:

Due Date	Cash	Common Shares
December 2016	$ 12,000 (paid)	-
April 7, 2017 issued	-	100,000 (issued)
Within 7 business days as of August 29, 2017	$ 12,000 (paid)	-
Within 7 business days as of TSX Approval	-	300,000 (issued)
December 29, 2017	$ 10,000 (paid)	-
August 29, 2018	$ 12,000 (paid)	-
December 29, 2018	$ 12,000 (paid)	-
August 29, 2019	$ 14,000 (paid) *	-
December 29, 2019	$ 16,000	-
August 29, 2020	$ 16,000	-
December 29, 2020	$ 20,000	-
August 29, 2021	$ 20,000	-
Total	**$ 144,000**	**400,000**

* During the period ended September 30, 2019, the Company paid $14,000 to 1544230 Ontario Inc. pursuant to the option agreement.

On May 22, 2019, Great Bear entered into an agreement with GoldON Resources Ltd. (TSX-V: GLD, "GoldON") wherein GoldON has the option to earn an initial 60% interest, and a subsequent 100% interest in Great Bear's West Madsen property.

In order to earn an initial 60% interest in the property, GoldON must:

(a) incur minimum exploration expenditures on the property, as follows:

I. $100,000 on or before the first anniversary of the Definitive Agreement;

II. a cumulative total of not less than $350,000 on or before the second anniversary of the Definitive Agreement;

III. a cumulative total of not less than $750,000 on or before the third anniversary of the Definitive Agreement; and

(b) pay cash to Great Bear as follows:

I. $50,000 within 10 days of signing a Definitive Agreement; received **

6. Exploration and evaluation assets (continued)

b) West Madsen Property (continued)

II. $50,000 on or before the date that is 10 days after the first anniversary of the Definitive Agreement; and

III. $75,000 on or the date that is 10 days after the second anniversary of the Definitive Agreement; and

(c) issue common shares of GoldON to Great Bear as follows:

I. 250,000 Shares within 10 days of signing the Definitive Agreement; received **

II. 250,000 Shares on or before the date that is 10 days after the first anniversary of the Definitive Agreement; and

III. 375,000 Shares on or the date that is 10 days after the second anniversary of the Definitive Agreement.

In order to earn an additional 40% interest, for a total of 100% interest, GoldON must:

(a) incur additional exploration expenditures on the property of at least $750,000 on or before the fourth anniversary of the Definitive Agreement, and

(b) pay $500,000 cash or issue 500,000 Shares to Great Bear at GoldON's election on or the date that is 15 days after the third anniversary of the Definitive Agreement.

Great Bear will retain a 2.5% Net Smelter Return royalty after GoldON completes the initial 60% earn-in. GoldON shall have the right to buy back 1% of the Royalty for $500,000 at any time prior to a production decision being made on all or part of the Property.

** During the nine months ended September 30, 2019, the Company received $50,000 and 250,000 common shares pursuant to the agreement with GoldOn. The fair value of these shares was $92,500.

c) BA Property and Surprise Creek Property

Pursuant to an option and joint venture agreement with Mountain Boy Minerals Ltd. ("Mountain Boy") dated January 28, 2010 and amended on December 31, 2013, the Company acquired a 50% interest in the BA Property located in the Skeena Mining Division in the province of British Columbia.

The Company owns 50% of the Surprise Creek Property subject to a 1% NSR, which may be purchased by the Company. The Surprise Creek Property is also in the Skeena Mining Division in the province of British Columbia and consists of 19 mineral claims totaling 7,472 hectares.

On October 25, 2010, the Company entered into an amending agreement to the above Option and Joint Venture Agreement relating to the BA Property whereby the Surprise Creek Property was included under the terms of the Joint Venture Agreement and acquisition costs for the Surprise Creek Property borne entirely by the Company were applied against its earn-in requirement towards the BA Property.

In October 2016, the Company amended its agreements with Mountain Boy and entered into new joint venture agreements with Mountain Boy for each of the BA and Surprise Creek properties (the "2016 Agreements"). The October 2016 Agreements require the Company and Mountain Boy to conduct annual minimum work programs of $250,000 on each project. Management has determined the terms of this arrangement do not provide joint control of the relevant activities of exploring and evaluating this property and accordingly only those costs incurred by the Company have been capitalized.

The 2016 Agreements are suspended during the period of the 2017 Agreement, and if Mountain Boy elects not to exercise an option or fails to make any payments or share issuances to the Company in respect of either optioned property, the 2016 Agreements between the Company and Mountain Boy will resume in respect of the properties at 50% interest owned by each company.

On June 1, 2017, the Company entered into an Agreement to grant an option to Mountain Boy to acquire the Company's 50% interest in and to each of the BA Property and Surprise Creek Property. Under the option agreement, Mountain Boy will pay aggregate cash and shares as follows:

6. Exploration and evaluation assets (continued)

c) BA Property and Surprise Creek Property (continued)

Due Date		Cash		Post Consolidation Common Shares of Mountain Boy	
August 20, 2017	$	150,000	received	-	
September 1, 2017 (TSX approval date)		-		500,000	received
November 20, 2017		150,000	received	-	
April 15, 2018		-		500,000	received
August 20, 2018		300,000*	received	-	
April 15, 2019		-		500,000	received
August 20, 2019		350,000**		-	
April 15, 2020		-		500,000	
August 20, 2020		350,000		-	
On completion of a Mineral Resource on the Surprise Creek Property		200,000		-	
On completion of a Mineral Resource on the BA Property		400,000		-	
On completion of a Pre-Feasibility Study on the Surprise Creek Property		200,000		-	
On completion of a Pre-Feasibility Study on the BA Property		500,000		-	
On commencement of constructing a mine to extract ore to produce minerals from the Surprise Creek Property		800,000		-	
On commencement of constructing a mine to extract ore to produce minerals from the BA Property		1,600,000		-	
	$	**5,000,000**		**2,000,000**	

* Deferred to March 20, 2019 in exchange for additional Mountain Boy shares.

The Company will retain a right of first refusal on the sale of both - the Surprise Creek and BA properties, should Mountain Boy enter into a sale agreement on either project in whole or in part with a third party.

In April 2018, the Company received 500,000 (2,500,000 pre-consolidation) Mountain Boy shares valued at $137,500. They were recorded as a recovery to offset expenditures for BA and Surprise Creek Properties.

On October 18, 2018, Mountain Boy issued 120,000 (600,000 pre-consolidation) common shares to Great Bear in consideration for extending a cash payment due August 20, 2018 to March 20, 2019.

On October 26, 2018, Mountain Boy announced a share consolidation of five-old-for-one-new (5:1) common share in Mountain Boy. Trading on a post-consolidated basis began on November 12, 2018.

During the nine months ended September 30, 2019, the Company received 323,000 shares from Ascot Resources Ltd ("Ascot") in settlement of the $300,000 due from Mountain Boy to Great Bear on March 20, 2019. The fair value of these shares was $293,930, which was recorded as a recovery of the exploration and evaluation assets balance of $146,965 against BA Property and $23,045 against Surprise Creek Property. The remaining amount of $123,920 was recorded as other income in the Statement of Loss and Comprehensive Loss.

During the nine months ended September 30, 2019, the Company received 500,000 (2,500,000 pre-consolidation) Mountain Boy shares valued at $95,000.

** Subsequent to the period ended September 30, 2019, the Company and Mountain Boy entered into an agreement to settle the cash payment of $350,000 due on August 20, 2019. Mountain Boy will deliver to Great Bear forthwith 425,000 freely tradeable shares of Ascot. Great Bear agreed to accept the Ascot shares as full settlement for the August 2019 payment. The shares were received on November 8, 2019 (Note 16).

6. Exploration and evaluation assets (continued)

d) Dedee Property, Pakwash Property and Sobel Property ("DPS Property")

On March 1, 2019, the Company acquired three properties in the Red Lake District of Northwest Ontario pursuant to the following terms:

	Dedee Property	Pakwash Property	Sobel Property	Total
Signing of agreement	$ 6,000 (paid)	$ 10,000 (paid)	$ 10,000 (paid)	$ 26,000 (paid)
Within 7 days of TSX Acceptance	15,000 shares (issued)	25,000 shares (issued)	30,000 shares (issued)	70,000 shares (issued)
One year after effective date	$ 10,000	$ 8,000	$ 12,000	$ 30,000
Two years after effective date	$ 12,000	$ 12,000	$ 20,000	$ 44,000
Three years after effective date	$ 16,000	$ 15,000	$ 20,000	$ 51,000
Four years after effective date	$ 24,000	$ 20,000	$ Nil	$ 44,000

On March 11, 2019, the Company paid $26,000 to 1544230 Ontario Inc. pursuant to the option agreement.

On April 5, 2019, the Company issued 70,000 shares pursuant to the option agreement. The fair value of these shares on the date of issuance was $229,600.

On April 5, 2019, the Company elected to buy out all the outstanding royalties on the newly optioned properties (Dedee Property, Pakwash Property, Sobel Property) for total consideration of 38,500 shares of Great Bear. The fair value of these shares on the date of issuance was $126,280.

The schedule of optional payments for all of the optioned properties can be accelerated at any time at the Company's discretion in order to achieve full ownership at an earlier date. The options may also be terminated at any time subsequent to the initial cash and share payment.

7. Accounts payable and accrued liabilities

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

	Note		September 30, 2019		December 31, 2018
Accounts payable to third parties		$	1,570,955	$	219,025
Accrued liabilities to third parties			291,522		296,022
Accounts payable to related parties	10		3,752		460
Accrued liability to related parties	10		3,125		3,125
Total		**$**	**1,869,354**	$	**518,632**

Included in accrued liabilities is an amount of $271,022 which has been outstanding for over ten years. Management has disputed this balance owing and does not believe the Company is required to pay this amount.
The Company will continue to review current statutes and is seeking legal advice to determine when the amount can be de-recognized from the financial statements.

8. Flow-through liability

Flow-through share premium liabilities include the liability portion of the flow-through shares issued. The following is a continuity schedule of the liability portion of the issued flow-through shares:

Balance at December 31, 2017	**$**	**71,442**
Liability incurred on flow-through shares issued during the year		1,189,346
Settlement of flow-through share liability on incurred expenditures		(447,388)
Balance at December 31, 2018	**$**	**813,400**
Liability incurred on flow-through shares issued during the year		2,340,000
Settlement of flow-through share liability on incurred expenditures		(1,614,765)
Balance at September 30, 2019	**$**	**1,538,635**

In November 2018, the Company issued 1,000,000 flow-through common shares at a price of $3.50 per share for gross proceeds of $3,500,000. A premium of $1.06 per share was recorded for the flow-through shares.

During the year ended December 31, 2018, the Company incurred $2,257,224 of eligible flow-through expenditure, representing 100% of the previous commitment from flow-through share issuance in December 2017, 100% of the flow-through share issuance in May 2018, and 23% of the flow-through share issuance in November 2018. A total premium liability of $447,388 was amortized to Other Income on the Statement of Operations and Comprehensive Loss.

In July 2019, the Company issued 2,000,000 flow-through common shares at a price of $5.45 per share for gross proceeds of $10,900,000. A premium of $1.17 per share was recorded for the flow-through shares.

During the nine months ended September 30, 2019, the Company incurred $6,418,610 of eligible flow-through expenditure, representing 100% of the flow-through share issuance in November 2018 and 34% of the flow-through share issuance in July 2019. A total premium liability of $1,614,765 was amortized to Other Income on the Statement of Operations and Comprehensive Loss.

9. Share capital

On June 1, 2016, the common shares of the Company were consolidated such that one new common share was issued for every five common shares outstanding. The Company has affected the share consolidation in these consolidated financial statements as if it happened as at January 1, 2016 and disclosed all share capital, stock option and warrant information retrospectively, all on a post consolidated basis.

a) Authorized

Share capital consists of an unlimited number of voting common shares without par value.

b) Issued

Nine months ended September 30, 2019

On July 3, 2019, Great Bear closed a “bought deal” private placement financing (the “Offering”). Upon closing of the Offering, the Company issued 2,000,000 flow-through common shares at a price of $5.45 per flow-through common share, for aggregate gross proceeds of $10,900,000.

In connection with the Offering, the Company paid fees totaling $809,270, which are comprised of a cash commission of 6% of the gross proceeds of the Offering and reimbursement of expenses and fees. A flow-through liability of $2,340,000 was recorded in connection with the flow-through offering (Note 8).

9. Share capital (continued)

b) Issued (continued)

Nine months ended September 30, 2019 (continued)

The aggregate proceeds raised of $10,900,000 have been allocated as follows

		Allocation		
Gross proceeds	Common shares	Warrants	Flow-through premium liability	Finder's fees and share issue costs
$ 10,900,000	$ 8,560,000	$ Nil	$ 2,340,000	$ 809,270

During the nine months ended September 30, 2019, 4,228,977 common shares were issued upon warrant exercise for a total of $3,655,164 and 481,500 shares were issued upon option exercise for gross proceeds of $565,275.

$2,034,531 was reallocated from reserves to share capital. The Company also issued 108,500 common shares for mineral properties. The fair value of these shares on the date of issuance was $355,880 (Note 6d).

Nine months ended September 30, 2018

On September 11, 2018 the Company completed a brokered and non-brokered private placement for gross proceeds of $10,073,905. The non-brokered portion of the Financing consisted of 3,016,586 units for gross proceeds of $4,374,055, and the brokered portion of the Financing consisted of 3,930,932 units for gross proceeds of $5,699,850.

In connection with the Financing, the Company issued a total of 6,947,518 units each consisting of one common share and one half of one common share purchase warrant (each, a "unit") at a price of $1.45 per unit. Each whole warrant will be exercisable into a common share of the Company at a price of $1.75 for a period of two years.

In closing the placement, the Company incurred share issue costs of $603,422, including 412,659 broker's warrants valued at $453,835. Each broker warrant will entitle the holder to purchase a unit at a price of $1.45 for a period of one year from the date of closing. Each unit issuable upon exercise of a broker warrant will consist of one common share of Great Bear and one-half of one warrant. Each whole warrant will be exercisable into a common share of the Company at a price of $1.75 for a period of two years from the date of closing.

The aggregate proceeds raised of $10,073,905 have been allocated as follows:

		Allocation		
Gross proceeds	Common shares	Warrants	Flow-through premium liability	Finder's fees and share issue costs
$ 10,073,905	$ 7,656,060	$ 2,417,845	$ Nil	$ 603,422

Level 1 quoted market prices were used to determine the fair value of the common shares and level 2 market-based information using a Black-Scholes option pricing model was used to determine the value of the warrants with the following assumptions

	September 30, 2018
Expected dividend yield	**0 %**
Weighted average risk-free interest rate	**2.11 %**
Weighted average expected life	**2 years**
Weighted average expected volatility	**117.41%**

9. Share capital (continued)

b) Issued (continued)

Nine months ended September 30, 2018 (continued)

On May 23, 2018 the Company completed a non-brokered private placement for gross proceeds of $1,755,252.

The Company issued 1,635,000 non-flow-through units at a price of $0.50, which consist of one common share and one-half-of-one common share purchase warrant entitling the holder to acquire one additional common share at a price $0.70 per share for a period of twenty-four months.

The Company also issued 1,616,814 flow-through units at a price of $0.58, consisting of one common share and one-half-of-one common share purchase warrant entitling the holder to acquire one additional common share at a price $0.70 per share for a period of twenty-four months.

A flow-through liability of $129,346 was recorded in connection with the flow-through offering (Note 8). In closing the placement, the Company incurred share issue costs of $126,771, including 137,100 broker's warrants valued at $39,400. The broker's warrants have the same terms as the non-flow-through and flow-through warrants.

The aggregate proceeds raised of $1,755,250 have been allocated as follows:

Allocation

Gross proceeds	Common shares	Warrants	Flow-through premium liability	Finder's fees and share issue costs
$ 1,755,250	$ 1,245,194	$ 380,710	$ 129,346	$ 126,771

Level 1 quoted market prices were used to determine the fair value of the common shares and level 2 market-based information using a Black-Scholes option pricing model was used to determine the value of the warrants with the following assumptions:

	June 30, 2018
Expected dividend yield	**0 %**
Weighted average risk-free interest rate	**2.02 %**
Weighted average expected life	**2.0 years**
Weighted average expected volatility	**138.42%**

During the nine months ended September 30, 2018, 6,776,870 common shares were issued upon warrant exercise for a total of $2,037,042. From this amount, $144,500 has been recorded to subscription receivable, which was received subsequent to the period ended September 30, 2018.

During the nine months ended September 30, 2018, 203,000 common shares were issued upon option exercise for gross proceeds of $127,050. $467,251 were reallocated from reserves to share capital.

9. Share capital (continued)

c) Share purchase warrants

Warrant transactions are summarized as follows:

	September 30, 2019		***December 31, 2018***	
	Number of warrants	*Weighted Average Exercise Price*	*Number of warrants*	*Weighted Average Exercise Price*
Balance, beginning of year	8,152,492	$ 1.05	10,381,876	$ 0.30
Granted	142,117	$ 1.75	5,687,939	$ 1.39
Exercised	(4,228,977)	$ 0.86	(7,554,590)	$ 0.28
Expired	(101,362)	$ 0.83	(362,733)	$ 0.27
Balance, end of period	3,964,270	$ 1.28	8,152,492	$ 1.05

As at September 30, 2019, the following warrants were outstanding and exercisable:

Warrants Outstanding	Warrants Exercisable	Exercise price	Weighted Average Remaining Life (in years)	Expiry date
711,785	711,785	$ 0.42	0.24	December 27, 2019
921,507	921,507	$ 0.70	0.65	May 23, 2020
2,330,978	2,330,978	$ 1.75	0.95	September 11, 2020
3,964,270	3,964,270	$ 1.27	0.75	

d) Stock options

The Company has adopted an incentive stock option plan (the "Option Plan") dated September 30, 2010 which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with TSX-V requirements, grant to directors, officers, employees and consultants to the Company, non-transferable options to purchase common shares. Included in the Option Plan are provisions that provide that the number of common shares reserved for issuance will not exceed 10% of the then issued and outstanding common shares of the Company. At the discretion of the Board of Directors of the Company, options granted under the Option Plan can have a maximum exercise term of 10 years from the date of grant. Vesting terms are determined at the time of grant by the Board of Directors.

On February 21, 2019, the Company granted an aggregate of 500,000 stock options to officers, directors, advisors and consultants of the Company, exercisable at $3.72 per share for a period of five years. The options are subject to a four-month hold.

On July 24, 2019, the Company granted an aggregate of 400,000 stock options to officers, directors, advisors and consultants of the Company, exercisable at $5.31 per share for a period of five years. The options are subject to a four-month hold.

The fair value of stock options awarded in February and July 2019 was $3.33 and $5.00 was determined using the Black-Scholes Option Pricing Model with assumptions as follows:

	September 30, 2019	**December 31, 2018**
Expected dividend yield	0%	0%
Weighted average risk-free interest rate	1.36-1.81%	1.99-2.32%
Weighted average expected life	5 years	5 years
Weighted average expected volatility	143-163%	142-167%

9. Share capital (continued)

d) Stock options (continued)

The share-based compensation for the nine months ended September 30, 2019 was $3,664,389. From this amount, $932,759 was capitalized to Mineral Properties as the options were granted to exploration staff and consultants.

Option-pricing models require the use of highly subjective estimates and assumptions including the expected stock price volatility, which was estimated based on historical volatility of the Company's publicly traded shares. Changes in the underlying assumptions can materially affect the fair value estimates and therefore, in management's opinion, existing models do not necessarily provide a reliable measure of the fair value of the Company's stock options.

	September 30, 2019		*December 31, 2018*	
	Number of stock options	*Weighted Average Exercise Price*	*Number of stock options*	*Weighted Average Exercise Price*
Balance, beginning of year	3,349,000	$ 0.91	1,411,000	$ 0.31
Granted	900,000	$ 4.43	2,145,000	$ 1.27
Expired	-	-	(4,000)	$ 0.75
Exercised	(481,500)	$ 1.17	(203,000)	$ 0.63
Balance, end of period	3,767,500	$ 1.39	3,349,000	$ 0.91

As at September 30, 2019, the following stock options were outstanding and exercisable:

Options Outstanding	Options Exercisable	Exercise price	Weighted Average Remaining Life (in years)	Expiry date
900,000	900,000	$ 0.23	1.92	September 1, 2021
190,000	190,000	$ 0.36	3.03	October 11, 2022
445,000	445,000	$ 0.51	3.42	March 1, 2023
292,500	292,500	$ 0.55	3.78	July 11, 2023
1,065,000	1,065,000	$ 1.85	3.98	September 20, 2023
475,000	475,000	$ 3.72	4.40	February 21, 2024
400,000	400,000	$ 5.31	4.82	July 24, 2024
3,767,500	3,767,500		3.50	

10. Related party transactions

Key management compensation paid and accrued to directors, officers and companies in which directors and officers are shareholders and employees during the nine months ended September 30, 2019 and 2018 are as follows:

	September 30, 2019	**September 30, 2018**
Director fees	$ 45,000	$ 18,000
Geological fees capitalized to resource properties	168,750	59,125
Management and consulting fees	517,000	454,575
Share-based compensation	1,419,944	1,169,350
Total	$ 2,150,694	$ 1,701,050

As at September 30, 2019, $3,752 (December 31, 2018 - $460) is payable to officers and director of the Company. The accrued liabilities included $3,125 (December 31, 2018 - $3,125), owing to various officers and directors of the Company and companies, controlled by or having common officers and/or directors. These balances are non-interest bearing with no specific terms of repayment and are unsecured.

11. Supplementary cash-flow information

Non-cash transactions are as follows:

		September 30, 2019		September 30, 2018
Finders' warrants	$	231,612	$	493,233
Mineral properties and exploration expenditures included in accounts payable	$	1,332,901	$	458,193
Shares issued for acquisition of exploration and evaluation assets	$	355,880	$	-
Shares received for exploration and evaluation assets	$	481,430	$	137,500

12. Commitments

a) Plan of Arrangement - Madalena Energy Inc. (formerly Madalena Ventures Inc.)

In March of 2006, the Company entered into an agreement with Madalena Energy Inc. ("Madalena"), a public company listed on TSX Venture Exchange, in which Madalena agreed to distribute its mineral exploration business and certain marketable securities associated with the business to the Company. Each shareholder of Madalena received one-fifteenth of a common share of the Company for each common share of Madalena owned by such shareholder at August 22, 2006. The Company assumed all of Madalena's obligations in respect to a dividend in specie declared by Madalena on November 15, 2004, which was payable in the form of Planet Mining Exploration Inc. ("Planet") shares. The remaining 962,861 Planet shares and the dividend obligation that were transferred to the Company as part of the Arrangement are not included in the Company's balance sheet as the shares are held in trust by the Company for shareholders of Madalena at the declaration date. As at December 31, 2015, the Company held 962,861 Planet shares for distribution.

The dividend entitlement still exists but will ultimately expire pursuant to the provisions of the Unclaimed Property Act (B.C.), after which any unclaimed Planet shares (or any cash realized from their disposition prior to then) will become the property of the Company. As these Planet shares are held in a trust account for distribution to eligible shareholders, the shares have not been recognized on the Company's balance sheet.

b) Flow-Through Shares

During November 2018, the Company issued 1,000,000 flow-through shares committing to spend $3,500,000 in qualifying exploration expenditures in 2018 and 2019. As at September 30, 2019, 100% of the above commitment was fulfilled (Note 8).

During July 2019, the Company issued 2,000,000 flow-through shares and, as a result, committed to spend $10,900,000 in qualifying expenditures in 2019 and 2020. As at September 30, 2019, 34% of this commitment was fulfilled (Note 8).

c) Employment and Consulting Agreement

The Company has entered into an employment agreement with a director and officer of the Company. If this agreement is terminated by the Company without just cause, the Company is required to make a payment equal to the employee's annual base salary then in effect plus 50% of the most recently granted bonus. If there is a change in control and either party terminates this agreement within 12 months of the change in control, the Company is required to pay the employee an amount equal to 36 months of the employee's base salary and 50% of the most recent bonus granted to the employee.

The Company has entered into a consulting agreement with a director and officer of the Company. If this agreement is terminated by the Company without just cause, the Company is required to make a payment equal to the officer's annual base fee then in effect. If there is a change in control and either party terminates this agreement within 12 months of the change in control, the Company is required to pay the officer an amount equal to 36 months of the officer's base fee.

13. Financial and capital risk management

The Company is exposed to various financial instrument risks and assesses the impact and likelihood of this exposure. These risks include liquidity risk, credit risk, currency risk, and interest rate risk. Where material, these risks are reviewed and monitored by the Board of Directors.

a) 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 maintains sufficient cash balances to meet current working capital requirements. The Company is considered to be in the exploration and evaluation stage. Thus, it is dependent on obtaining regular financings in order to continue its exploration and evaluation programs. Despite previous success in acquiring these financings, there is no guarantee of obtaining future financings. The Company's cash are available on demand for the Company's programs and are not invested in any asset backed commercial paper.

b) Credit Risk

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to cash. The Company maintains its cash with high-credit quality financial institutions, thus limiting its exposure to credit risk on such financial assets.

c) Interest Rate Risk

The Company's exposure to interest rate risk arises from the interest rate impact on its cash. The Company's practice has been to invest cash at floating rates of interest, in cash equivalents, in order to maintain liquidity, while achieving a satisfactory return for shareholders. There is minimal risk that the Company would recognize any loss as a result of a decrease in the fair value of any guaranteed bank investment certificates included in cash, and restricted cash as they are generally held with large financial institutions.

d) Price Risk

Investments in equity instruments which are classified as fair value through other comprehensive income and are measured at fair value, are listed on public stock exchanges, including TSX-V and OTC-QB. Recently, the markets have experienced extreme volatility. Therefore, sensitivity analysis is performed using 15%. For such investments, a 15% increase in equity prices as at September 30, 2019 would have increased investments in equity instruments by $109,334. An equal change in the opposite direction would have had the equal but opposite effect on the amounts shown above.

e) Fair Value Hierarchy

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 - Unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2 - Inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly; and
Level 3 - Inputs that are not based on observable market data.

The fair value of cash and investments in equity instruments is measured based on level 1 of the fair value hierarchy

The following table illustrates the classification of the Company's financial instruments within the fair value hierarchy as at September 30, 2019 and December 31, 2018:

	Classification	Fair Value Hierarchy	**September 30, 2019 Fair Value**	**December 31, 2018 Fair Value**
Financial Assets:				
Cash	FVTPL	1	$ 18,190,215	$ 13,282,093
Investments in equity instruments	FVOCI	1	$ 728,892	$ 258,012

There were no transfers between Level 1, 2 and 3 in the period. The estimated fair value of financial instruments approximates their carrying values due to the short-term nature of these instruments.

14. Financial and capital risk management

The Company manages its capital to safeguard the Company's ability to continue as a going concern, so that it can continue to provide adequate returns to shareholders and benefits to other stakeholders, and to have sufficient funds on hand for business opportunities as they arise.

The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue new shares through short-form prospectuses, private placements, sell assets, incur debt, or return capital to shareholders. There were no changes in the Company's approach to capital management during the period. In the management of capital, the Company includes the components of shareholders' equity, as well as cash. As at September 30, 2019, the Company is not subject to externally imposed capital requirements.

15. Segmented information

Operating segments are defined as components of an enterprise about which separate financial information is available that is evaluated regularly by the chief operating decision maker, or decision-making group, in deciding how to allocate resources and in assessing performance. All of the Company's operations are within the mineral exploration sector. The Company's mining exploration operations are centralized whereby the Company's head office is responsible for the exploration results and for providing support in addressing local and regional issues. The Company's resource properties are located in British Columbia and Ontario, Canada. The resource properties as disclosed in note 6.

16. Subsequent events

Subsequent to the period ended September 30, 2019, the following events occurred:

- On October 10, 2019, the Company granted an aggregate of 35,000 stock options to consultants of the Company, exercisable at $7.68 per share for a period of five years. The options are subject to a four month hold period.

- On November 8, 2019, the Company received 425,000 shares from Ascot Resources Ltd ("Ascot") in settlement of the $350,000 due from Mountain Boy to Great Bear on August 20, 2019. The fair value of these shares was $216,750 (Note 6).

- On November 18, 2019, the Company granted an aggregate of 125,000 stock options to a new employee of the Company, exercisable at $6.57 per share for a period of five years. Fifty percent of the options vest after an initial four month hold period, while the remaining fifty percent vest on November 18, 2020.

- On November 28, 2019, the Company closed a "bought deal" private placement financing. Accordingly, the Company has issued 2,000,000 common shares that qualify as "flow-through shares" for the purposes of the Income Tax Act (Canada) ("Flow-Through Common Shares") at a price of $8.35 per Flow-Through Common Share, for aggregate gross proceeds to the Company of $16,700,000. In connection with the Offering, the Company has paid a cash commission of 6% of the gross proceeds of the Offering and reimbursed the underwriters for certain reasonable expenses and fees. The Offering is subject to final acceptance by the TSX Venture Exchange.

- Subsequent to the period ended September 30, 2019, additional 258,421 shares were issued upon exercise of warrants for the total proceeds of $130,570 and 95,000 shares were issued upon exercise of options for the total proceeds of $143,350.