

Vanadiumcorp Resource Inc.

INTERIM CONSOLIDATED FINANCIAL STATEMENTS

SIX MONTHS ENDED APRIL 30, 2018 AND 2017

(Unaudited – Expressed in Canadian Dollars)

**NOTICE OF NO AUDITOR REVIEW OF
CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

In accordance with National Instrument 51-102, Part 4, subsection 4.3 (3) (a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that an auditor has not reviewed the financial statements.

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

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

Vanadiumcorp Resource Inc.
INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Unaudited – Expressed in Canadian Dollars)

	April 30, 2018	October 31, 2017
	\$	\$
ASSETS		
CURRENT ASSETS		
Cash	120,620	379,855
Receivables (Notes 3 and 10)	88,787	76,883
Short-term investments (Note 4)	23,000	23,000
Prepaid expense	122,311	26,223
TOTAL CURRENT ASSETS	354,718	505,961
EQUIPMENT (Note 5)	20,775	24,164
EXPLORATION AND EVALUATION ASSETS (Note 6)	3,399,120	3,260,282
TOTAL ASSETS	3,774,613	3,790,407
LIABILITIES		
CURRENT LIABILITIES		
Trade payables and accrued liabilities (Notes 7 and 10)	273,086	223,221
TOTAL CURRENT LIABILITIES	273,086	223,221
SHAREHOLDERS' EQUITY		
SHARE CAPITAL (Note 8)	29,346,119	28,863,418
WARRANTS	1,415,795	1,629,069
SHARE-BASED PAYMENTS RESERVE	10,715,583	9,278,703
SUBSCRIPTIONS RECEIVED (RECEIVABLE) (Note 10)	45,174	(14,509)
DEFICIT	(38,021,144)	(36,189,495)
TOTAL SHAREHOLDERS' EQUITY	3,501,527	3,567,186
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	3,774,613	3,790,407

GOING CONCERN (Note 1)

These consolidated financial statements were authorized for issue by the Board of Directors on June 29, 2018. They are signed on behalf of the Company by:

"Adriaan Bakker"

Director

"Stephen W. Pearce"

Director

Vanadiumcorp Resource Inc.
INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS
(Unaudited – Expressed in Canadian Dollars)

	THREE MONTHS ENDED APRIL 30,		SIX MONTHS ENDED APRIL 30,	
	2018	2017	2018	2017
	\$	\$	\$	\$
ADMINISTRATIVE EXPENSES				
Consulting	6,767	16,081	19,188	28,781
Depreciation	1,694	1,315	3,389	2,630
Directors fees	24,000	6,000	30,000	12,000
Investor relations	58,988	14,062	73,951	14,062
Management fees (Note 9)	15,000	15,000	30,000	30,000
Office	10,202	16,500	30,250	30,996
Professional fees	5,227	33,482	28,414	40,710
Rent	6,641	11,069	15,496	13,335
Research and development	63,579	–	113,084	–
Salaries and wages	36,738	35,953	71,345	78,834
Share-based payments expense	1,364,290	–	1,364,290	–
Shareholder communications	–	8,762	–	8,762
Trade shows	10,022	8,778	12,822	9,632
Transfer agent and regulatory fees	6,240	6,169	13,572	9,312
Travel and entertainment	16,161	20,356	25,848	26,898
	(1,625,549)	(193,527)	(1,831,649)	(305,952)
OTHER ITEMS				
Loss on disposal of short-term investments	–	–	–	(995)
	–	–	–	–
NET LOSS	(1,625,549)	(193,527)	(1,831,649)	(306,947)
OTHER COMPREHENSIVE LOSS				
Unrealized loss on available-for-sale investments	–	(1,185)	–	(1,674)
COMPREHENSIVE LOSS	(1,625,549)	(194,712)	(1,831,649)	(308,621)
BASIC AND DILUTED LOSS PER SHARE	(0.01)	(0.00)	(0.01)	(0.00)
Weighted average number of common shares outstanding	228,410,078	207,315,623	226,092,521	206,987,560

See accompanying notes to these interim consolidated financial statements.

Vanadiumcorp Resource Inc.
INTERIM CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
(Unaudited – Expressed in Canadian Dollars)

	Share Capital			Share-based		Accumulated		Total
	Shares	Amount	Warrants	Payments	Subscriptions	Other	Deficit	Shareholders'
		\$	\$	Reserve	Receivable	Comprehensive	\$	Equity
		\$	\$	\$	\$	Loss	\$	\$
BALANCE, OCTOBER 31, 2016	206,670,195	28,184,197	1,924,179	8,584,477	(5,500)	(4,600)	(35,434,612)	3,248,141
Shares and warrants issued for cash	4,418,699	137,610	127,512	–	–	–	–	265,122
Share issuance costs	–	(4,776)	–	–	–	–	–	(4,776)
Share subscriptions received	–	–	–	–	460,600	–	–	460,600
Reallocation of fair value on expiry of warrants	–	–	(29,986)	29,986	–	–	–	–
Warrant modification	–	(87,629)	87,629	–	–	–	–	–
Other comprehensive loss	–	–	–	–	–	(1,674)	–	(1,674)
Net loss for the period	–	–	–	–	–	–	(306,947)	(306,947)
BALANCE, APRIL 30, 2017	211,088,894	28,229,402	2,109,334	8,614,463	455,100	(6,274)	(35,741,559)	3,660,466
BALANCE, OCTOBER 31, 2017	222,918,798	28,863,418	1,629,069	9,278,703	(14,509)	–	(36,189,495)	3,567,186
Reallocation of fair value on expiry of warrants	–	–	(72,590)	72,590	–	–	–	–
Exercise of warrants	5,607,878	482,701	(140,684)	–	59,683	–	–	401,700
Share-based payments	–	–	–	1,364,290	–	–	–	1,364,290
Net loss for the period	–	–	–	–	–	–	(1,831,649)	(1,831,649)
BALANCE, APRIL 30, 2018	228,526,676	29,346,119	1,415,795	10,715,583	45,174	–	(38,021,144)	3,501,527

See accompanying notes to these interim consolidated financial statements.

Vanadiumcorp Resource Inc.
INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited – Expressed in Canadian Dollars)

	THREE MONTHS ENDED		SIX MONTHS ENDED	
	APRIL 30,		APRIL 30,	
	2018	2017	2018	2017
	\$	\$	\$	\$
CASH PROVIDED BY (USED FOR)				
OPERATING ACTIVITIES				
Net loss	(1,625,549)	(193,527)	(1,831,649)	(306,947)
Adjustments for non-cash items				
Depreciation	1,694	1,315	3,389	2,630
Share-based payments	1,364,290	–	1,364,290	–
Loss on sale of available-for-sale securities		–	–	995
Net changes in non-cash operating accounts				
Receivables	76	26,537	(11,904)	23,340
Prepaid expenses	(42,136)	1,319	(96,088)	(2,797)
Trade payables and accrued liabilities	(20,525)	(83,078)	(66,459)	(59,238)
	(322,150)	(247,434)	(638,421)	(342,017)
INVESTING ACTIVITIES				
Purchase of property and equipment	–	–	–	(1,861)
Proceeds from sale of available-for-sale securities	–	–	–	1,015
Exploration and evaluation expenditures, net of recoveries	(84,730)	(41,187)	(22,514)	(69,340)
	(84,730)	(41,187)	(22,514)	(70,186)
FINANCING ACTIVITIES				
Shares issued and subscribed, net of issuance costs	124,500	720,946	401,700	720,946
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS				
	(282,380)	432,325	(259,235)	308,743
CASH AND CASH EQUIVALENTS, beginning of period				
	403,000	24,981	379,855	148,563
CASH AND CASH EQUIVALENTS, end of period				
	120,620	457,306	120,620	457,306
NON-CASH INVESTING AND FINANCING ACTIVITIES:				
Exploration and evaluation expenditures (recoveries) included in payables	116,324	119,883	116,324	119,883
SUPPLEMENTAL DISCLOSURES:				
Interest paid	–	–	–	–
Income taxes paid	–	–	–	–

See accompanying notes to these interim consolidated financial statements.

Vanadiumcorp Resource Inc.
NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS
SIX MONTHS ENDED APRIL 30, 2018 AND 2017
(Expressed in Canadian Dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN

Vanadiumcorp Resource Inc. (the "Company") was incorporated on October 23, 1980 under the British Columbia Business Corporations Act and is engaged in the acquisition and exploration of mineral properties in Canada.

The Company's registered office is Suite 400 – 1505 West 2nd Avenue, Vancouver, British Columbia, V6H 3Y4.

The Company's mineral property interests have not reached the development stage or commercial production. To continue exploration programs, maintain its mineral property interests and develop future projects beyond the exploration stage, the Company will need additional funding.

These consolidated financial statements have been prepared on the assumption that the Company is a going concern which contemplates the realization of assets and the satisfaction of liabilities and commitments in the normal course of business. The Company has incurred significant losses and accumulated a deficit of \$38,021,144 as at April 30, 2018 (October 31, 2017 - \$36,189,495). The ability of the Company to continue as a going concern is dependent on obtaining the financing necessary to continue operations and, ultimately, on attaining profitable operations. Funding for operations is raised primarily through share offerings. No provision has been made in these consolidated financial statements for any adjustments to the carrying value of exploration and evaluation and other assets should the Company not be able to continue as a going concern.

During the six months ended April 30, 2018, the Company raised funds from the exercise of warrants. Although there is no certainty, management is of the opinion that additional funding for future projects and operations can be raised as needed. If the Company is unsuccessful in obtaining adequate financing in the future due to prolonged economic decline, exploration activities will be postponed until market conditions improve. These circumstances and conditions may cast significant doubt about the Company's ability to continue as a going concern.

2. BASIS OF PRESENTATION

a) Statement of compliance

These interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC") applicable to the preparation of these financial statements. These condensed consolidated interim financial statements have been prepared in accordance with IAS 34, Interim Financial Reporting and follow the same accounting policies and methods of application as the Company's most recent annual financial statements. Accordingly, they should be read in conjunction with our most recent annual financial statements

The interim consolidated financial statements were authorized for issue by the Board of Directors on June 28, 2018.

b) Consolidation

These interim consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries Pro Minerals Ltd., Power Vanadium Corporation, Prosperity Minerals Corporation, and Prestige Mining Corporation, all Canadian companies. All subsidiaries are 100% controlled by the Company. Intercompany transactions and balances have been eliminated upon consolidation.

c) Basis of measurement, estimates, and significant judgments

The interim consolidated financial statements have been prepared on a historical cost basis and are presented in Canadian dollars, which is also the functional currency of the Company and its subsidiaries.

Vanadiumcorp Resource Inc.
NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS
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2. BASIS OF PRESENTATION – CONTINUED

c) Basis of measurement, estimates, and significant judgments – continued

In addition, the consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information. In the opinion of management, all adjustments (including normal recurring accruals) considered necessary for a fair presentation have been included.

These interim consolidated financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the interim consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and 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.

Elements of these interim consolidated financial statements subject to material estimation uncertainty include:

Fair value measurements

In the preparation of these interim consolidated financial statements, management has estimated the fair value of financial instruments, for which there are no active markets. The fair value estimates are based on the best available information and experience of management. Future events or changes in circumstances may materially impact these estimates used in valuing assets and liabilities at year end.

Valuation of stock options and warrants

In the preparation of these consolidated financial statements, management has estimated the fair value of stock options granted and warrants issued in private placements based on the Black-Scholes option pricing model. Stock-based compensation in respect of stock options granted during the period is a non-cash expense. Option pricing models require the input of highly subjective assumptions including the expected price and volatility of the Company's stock. Changes in these subjective input assumptions can materially affect the fair value estimate of the Company's stock options granted and warrants issued during the year.

Elements of these consolidated financial statements subject to significant judgment include:

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

- i) going concern assessment;
- ii) consideration of exploration and evaluation asset impairment criteria;
- iii) the useful life and recoverability of property and equipment;
- iv) impairment of investments;
- v) recovery of amounts receivable;
- vi) the fair value model and the inputs used in the valuation of share-based payments; and
- vii) deferred income tax asset valuation allowances.

3. RECEIVABLES

	April 30, 2018	October 31, 2017
Sales tax receivable	\$ 78,810	\$ 66,100
Amounts due from related parties (Note 10)	9,977	10,783
	\$ 88,787	\$ 76,883

Vanadiumcorp Resource Inc.
NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS
SIX MONTHS ENDED APRIL 30, 2018 AND 2017
(Expressed in Canadian Dollars)

4. SHORT-TERM INVESTMENTS

	April 30, 2018		October 31, 2017	
	Cost	Fair Value	Cost	Fair Value
	\$	\$	\$	\$
Investments at fair value through profit or loss:				
Guaranteed investment certificate ("GIC") *	23,000	23,000	23,000	23,000
Total short-term investments	23,000	23,000	23,000	23,000

* The GIC is pledged as security for a credit card for Company expenditures.

5. PROPERTY AND EQUIPMENT

Cost	Computer equipment	Office equipment	Website development costs	Total
	\$	\$	\$	\$
Balance, October 31, 2016	18,629	3,080	4,000	25,709
Additions	9,203	3,292	–	12,495
Balance, October 31, 2017 and April 30, 2018	27,832	6,372	4,000	38,204
Accumulated depreciation				
Balance, October 31, 2016	4,997	1,097	2,208	8,302
Depreciation	4,642	558	538	5,738
Balance, October 31, 2017	9,639	1,655	2,746	14,040
Depreciation	2,729	472	188	3,389
Balance, April 30, 2018	12,368	2,127	2,934	17,429
Carrying amounts				
Balance, October 31, 2017	18,193	4,717	1,254	24,164
Balance, April 30, 2018	15,464	4,245	1,066	20,775

6. EXPLORATION AND EVALUATION ASSETS

A summary of changes in the Company's exploration and evaluation assets is as follows:

	Quebec			
	Iron-T Project	Lac Dore Project	Other Projects	Total
	\$	\$	\$	\$
Balance, October 31, 2016	1,914,087	1,225,732	–	3,139,819
Exploration costs	–	120,463	–	120,463
Balance, October 31, 2017	1,914,087	1,346,195	–	3,260,282
Exploration costs	7,485	81,232	50,121	138,838
Balance, April 30, 2018	1,921,572	1,427,427	50,121	3,399,120

The Company's mineral properties have either been ground staked, map staked or acquired through option agreements or purchase agreements.

6. EXPLORATION AND EVALUATION ASSETS – CONTINUED

Quebec Properties

a) Iron-T Vanadium Project

As at April 30, 2018, the property covers approximately 8,515 Hectares (“Ha”), located in Isle Dieu, Lozeau, Comporte and Galinee Townships in the province of Quebec and was acquired through a purchase and sale agreement and through staking.

Pursuant to a purchase and sale agreement dated February 1, 2008, as amended February 24, 2009 and August 21, 2009, wherein the Company acquired 100% interest in 17 mining claims situated in central Quebec west of the mining centre of Matagami, in exchange for \$250,000 (paid) and 900,000 common shares (issued).

The vendors will receive a 3% net smelter return (“NSR”) royalty of which the Company may purchase at its discretion, 1½% of the net smelter return royalty for \$500,000. The Company also retains a first right of refusal on the balance of the net smelter return royalty.

During the year ended October 31, 2017, the Company entered into an agreement with Infinite Lithium Corp. to option out 60% interest in the Iron-T Vanadium project. The Company received 50,000 shares of Infinite Lithium Corp. at \$0.14 per share as part of the consideration. The agreement was terminated during the six months ended April 30, 2018.

b) Lac Dore & Lac Dore North Vanadium Projects

As at April 30, 2018, the Lac Dore property covers approximately 672 Ha, and the Lac Dore North property contains a total of 30 mining titles, covering 519 Ha. Both properties are located in Lemoine and Rinfret Townships in the province of Quebec and were acquired through staking.

c) Chibougamau Copper/Gold Assemblage

As at April 30, 2018, the property covered approximately 5,173 Ha in the Chibougamau region in the Province of Quebec acquired through staking, purchase or option agreements. Pursuant to a purchase agreement dated July 8, 2004, wherein the Company acquired eight mining titles, the Company is committed to issue 50,000 shares upon receipt of the first positive geological report (no report to date). These eight claims are subject to a 2% NSR. The Company has the right to reduce this royalty to 1% by paying the vendor \$500,000.

Pursuant to a purchase agreement dated July 8, 2004, wherein the Company acquired twenty-four mining titles, the Company is committed to issue 50,000 shares upon receipt of the first positive geological report (no report to date). These twenty-four mining titles are subject to a 2% NSR. The Company has the right to reduce this royalty to 1% by paying the vendor \$500,000.

Pursuant to a purchase agreement dated August 25, 2004, wherein the Company acquired thirty-five mining titles, the Company is committed to issue 100,000 common shares upon receipt of a second positive geological report (no report to date) and 100,000 common shares upon receipt of a third positive geological report (no report to date). The claims are subject to a 3% NSR. The Company has the right to reduce this royalty by 1% by paying the vendor \$500,000 and an additional 1% by paying \$500,000.

Pursuant to a purchase agreement dated October 12, 2005, wherein the Company acquired four mineral claims, the Company was committed to pay \$2,200 on or before the second anniversary of the TSX-V approval (paid March 2, 2010) and issue 22,500 common shares on or before the second anniversary of TSX-V approval (issued March 2, 2010). These claims are subject to a 2% NSR. The Company has the right to reduce this royalty to 1% by paying the vendor \$110,000.

6. EXPLORATION AND EVALUATION ASSETS – CONTINUED

c) Chibougamau Copper/Gold Assemblage – Continued

Pursuant to a purchase agreement dated October 12, 2005, wherein the Company acquired five mineral claims, the Company was committed to pay \$2,800 on or before the second anniversary of the TSX-V approval (paid March 2, 2010) and issue 28,000 shares on or before the 2nd anniversary of TSX-V approval (issued March 2, 2010).

These claims are subject to a 2% NSR. The Company has the right to reduce this royalty to 1% by paying the optionor \$110,000.

During the year ended October 31, 2016, the Company wrote off \$288,865 in costs associated with this property, as the Company is moving away from copper/gold projects in order to concentrate on its vanadium interests, but still holds claims to the property.

Pursuant to an agreement dated September 6, 2017, the Company has granted exclusive right and option to an arm's length third party, to acquire up to 100% undivided interest in the surface and mining rights and mining claims of the Chibougamau project.

Under the terms of the agreement, the third party is able to acquire an 80% undivided interest (the "First Option") in the Cornerback project by:

- (i) making payments of an aggregate of \$200,000 to the Company as follows:
 - a. \$50,000 in cash on the Effective Date of the agreement, being September 6, 2017 (paid);
 - b. an additional \$50,000 in case on or prior to the date that is 12 months from the Effective Date;
 - c. an additional \$50,000 in cash on or prior to the date that is 24 months from the Effective Date;
 - d. an additional \$50,000 in cash on or prior to the date that is 36 months from the Effective Date; and
- (ii) incurring an aggregate of \$500,000 in expenditures on the Chibougamau project on or before the date that is 36 months from the Effective Date.

Additionally, if the third party has exercised the First Option, they will have the additional exclusive right and option (the "Second Option"), exercisable any time prior to September 6, 2021, to acquire an additional 20% undivided interest in the Cornerback project, for a total interest of 100%, by paying the Company an additional \$50,000 on or before September 6, 2021.

If at any time after the First Option has been exercised, commercial production commenced or announced, whichever occurs first, the third party shall make a one-time payment of \$250,000 to the Company in cash.

One the third party has exercised the Second Option, they shall grant the Company a 2% net smelter returns royalty on the Chibougamau project, which shall be subject to the right by the third party to repurchase one-half of the royalty (1%) for \$1,000,000 and a right of first refusal on the royalty, regardless of whether the third party has exercised its repurchase right.

During the year ended October 31, 2017, the Company received \$50,000 in option payments recognized in other items in the consolidated statements of comprehensive loss.

The third party also has the option to acquire 100% undivided interest in the surface and mining rights and certain mining claims for a cash payment of \$50,000 on or before September 6, 2021.

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6. EXPLORATION AND EVALUATION ASSETS – CONTINUED

d) Other properties

During the period ended April 30, 2018, the Company spent \$50,121 (October 31, 2017 – \$Nil) in exploration costs on the Chibougamau properties, which are located 20 km east and 54 km northeast, respectively, of the Chibougamau region in the Province of Quebec.

7. TRADE PAYABLES AND ACCRUED LIABILITIES

	April 30, 2018	October 31, 2017
Trade payables	\$ 177,076	\$ 142,811
Amounts due to related parties (Note 10)	64,645	56,000
Accrued liabilities	31,365	24,410
	\$ 273,086	\$ 223,221

8. SHARE CAPITAL

Authorized share capital consists of an unlimited number of common shares without par value

During the six months ended April 30, 2018:

During the six months ended April 30, 2018, the Company issued 5,607,878 common shares pursuant to the exercise of share purchase warrants for gross proceeds of \$372,017.

During the year ended October 31, 2017:

On April 18, 2017, the Company completed the first tranche of a private placement of 4,418,699 units at \$0.06 per unit for total proceeds of \$265,122. Each unit consists of one common share and one share purchase warrant entitling the holder to purchase an additional share at \$0.10 per share until April 18, 2019. The Company recorded the relative fair value of the warrants at \$127,512 using the Black-Scholes option pricing model. The fair value of the warrants at the time of issuance was estimated using the following weighted average market assumptions inputs: expected life 2 years; volatility 192%; dividend rate 0%, and risk-free rate 0.69%.

On May 23, 2017, the Company completed the second tranche of a private placement of 9,000,000 units at \$0.06 per unit for total proceeds of \$540,000. Each unit consists of one common share and one share purchase warrant entitling the holder to purchase an additional share at \$0.10 per share until May 23, 2019. The Company recorded the relative fair value of the warrants at \$256,135 using the Black-Scholes option pricing model. The fair value of the warrants at the time of issuance was estimated using the following weighted average market assumptions inputs: expected life 2 years; volatility 185%; dividend rate 0%, and risk-free rate 0.69%.

Stock Options

The following table summarizes stock option transactions:

	Number of Options	Weighted Average Exercise Price \$
Outstanding, October 31, 2016	15,980,000	0.10
Cancelled	(1,500,000)	0.10
Outstanding, October 31, 2017	14,480,000	0.10
Granted	11,800,000	0.12
Cancelled	(3,180,000)	0.10
Outstanding, April 30, 2018	23,100,000	0.11
Exercisable, April 30, 2018	23,100,000	0.11

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8. SHARE CAPITAL – CONTINUED

Stock Options – Continued

The following table summarizes the stock options outstanding at April 30, 2018:

Number of Options Outstanding	Ranges of Exercise Price \$	Expiry Date
600,000	0.075	May 2, 2018
10,400,000	0.10	September 26, 2018
100,000	0.10	February 11, 2019
200,000	0.10	June 8, 2019
11,800,000	0.12	February 26, 2023
23,100,000		

During the six months ended April 30, 2018, the Company granted a total of 11,800,000 (2017 – Nil) stock options with an aggregate fair value of the vested options determined to be \$1,364,290 (2017 - \$Nil). Using the Black-Scholes option pricing model to estimate the fair value of stock options granted as at the date of grant, the Company determined the weighted average fair value of each option to be \$0.12 (2017 - \$Nil) per share. The fair values of the options were determined using the Black-Scholes option pricing model using the following assumptions:

	Risk-free interest rate	Dividend yield	Volatility factor	Expected option life
April 30, 2018	2.08%	0%	185%	5 years
April 30, 2017	-	-	-	-

As at April 30, 2018, the weighted average remaining contractual life of the stock options was 2.66 years (October 31, 2017 – 0.84 years) and the weighted average exercise price was \$0.11 (October 31, 2017 - \$0.10).

Share Purchase Warrants

The following table summarizes share purchase warrant transactions:

	Number of Warrants	Weighted Average Exercise Price \$
Balance, October 31, 2016	68,853,149	0.09
Issued	13,418,699	0.10
Exercised	(2,829,904)	0.10
Expired	(22,712,457)	0.10
Balance, October 31, 2017	56,729,487	0.09
Exercised	(5,607,878)	0.06
Expired	(1,002,598)	0.21
Balance, April 30, 2018	50,119,011	0.08

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8. SHARE CAPITAL – CONTINUED

Share Purchase Warrants – Continued

The following table summarizes the share warrants outstanding and exercisable at April 30, 2018:

Number of Warrants Outstanding and Exercisable	Exercise Price \$	Expiry Date
1,156,980	0.05	July 17, 2018
12,913,332	0.06	October 20, 2018
15,900,000	0.10	October 21, 2018
4,418,699	0.10	April 18, 2019
9,000,000	0.10	May 23, 2019
6,730,000	0.05	August 17, 2019
50,119,011		

As at April 30, 2018, the average remaining contractual life of the share purchase warrants was 0.73 years (October 31, 2017 – 1.15 years) and the weighted average exercise price was \$0.08 (October 31, 2017 - \$0.08).

9. RESERVES

Share-based payment reserves

The share-based payment reserves includes items recognized as stock-based compensation expense and other share-based payments until such time that the stock options or warrants are exercised, at which time the corresponding amount will be transferred to share capital.

10. RELATED PARTY TRANSACTIONS

Transactions with related parties were at the amounts agreed to by the related parties. Related party transactions not otherwise disclosed in these consolidated financial statements were as follows:

- a) During the six months ended April 30, 2018, the Company paid a salary of \$60,000 (2017 - \$60,000) to the President of the Company.
- b) During the six months ended April 30, 2018, the Company incurred management fees of \$30,000 (2017 - \$30,000) to the Chief Financial Officer of the Company.
- c) Included in receivables at April 30, 2018 is \$9,977 (October 31, 2017 - \$10,783) owed from directors and officers.
- d) Included in trade payables and accrued liabilities at April 30, 2018 is \$64,645 (October 31, 2017 – \$56,000) owing to directors and officers.
- e) Included in share subscriptions receivable is as at April 30, 2018 is \$5,500 (October 31, 2017 - \$5,500) owed from a director and officer.
- f) During the six months ended April 30, 2018, the Company incurred directors fees of \$30,000 (2017 - \$12,000).

In the normal course of business, the Company advances and/or reimburses directors and officers for expenses incurred on the Company's behalf. Amounts due to and from related parties are non-interest bearing, unsecured and due on demand.

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10. RELATED PARTY TRANSACTIONS – CONTINUED

Key management personnel compensation

Key management includes the Company's executive directors and officers.

	Six months ended	
	April 30, 2018	April 30, 2017
Short-term employee benefits – management, consulting and exploration and evaluation consulting fees incurred	\$ 120,000	\$ 102,000

11. RESEARCH AND DEVELOPMENT

	Six months ended	
	April 30, 2018	April 30, 2017
Research and development	\$ 113,084	\$ –

Research and development expenses mostly relate to fees paid to a Quebec-based industrial company, Electrochem Technologies & Materials Inc. ("Electrochem"). In February 2017, the Company entered into an agreement with Electrochem to collaborate on metallurgical and electrochemical technologies to produce vanadium electrolyte ("VE") directly from Vanadiferous Titaniferous Magnetite concentrate. The companies will collaborate to develop and commercialize efficient and environmentally friendly metallurgical and electrochemical processing technologies. The Company and Electrochem each have a 50% ownership interest in the intellectual property developed.

12. RISK MANAGEMENT

The Company is exposed in varying degrees to a variety of financial instrument and related risks. Those risks and management's approach to mitigating those risks are as follows:

Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's exposure to credit risk is in its cash and cash equivalents and receivables. Cash and term deposits are held with major brokerage houses and major banks in Canada, which are high credit quality financial institutions as determined by rating agencies. At April 30, 2018, the Company's receivables comprise of \$78,810 (October 31, 2017 - \$66,100) due from government agencies and \$9,977 (October 31, 2017 - \$10,783) due from related parties. Credit risk is determined to be low.

Currency Risk

The Company's functional currency is the Canadian dollar. There is low foreign exchange risk to the Company as the Company primarily operates within Canada.

Interest Rate Risk

The Company's exposure to interest rate risk relates to its ability to earn interest income on cash balances at variable rates and its short-term deposits at prescribed market rates. The fair value of the Company's cash and cash equivalents are not significantly affected by changes in short-term interest rates. The income earned from bank accounts and short-term deposits is subject to movements in interest rates.

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12. RISK MANAGEMENT – CONTINUED

Liquidity and Funding Risk

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available capital in order to meet its liquidity requirements. Management maintains sufficient cash and cash equivalents to satisfy short-term liabilities in highly liquid investments.

Funding risk is the risk that market conditions will impact the Company's ability to raise capital through equity markets under acceptable terms and conditions.

Market Risk

All available-for-sale securities are subject to price and market volatility. The Company's does not currently hold any available-for-sale securities.

Classification of financial instruments

Financial assets included in the statement of financial position are as follows:

	April 30, 2018	October 31, 2017
Fair value through profit or loss:		
Cash	\$ 120,620	\$ 379,855
Short-term investments	23,000	23,000
Loans and receivables:		
Receivables	88,787	76,883
	\$ 232,407	\$ 479,738

Financial liabilities included in the statement of financial position are as follows:

	April 30, 2018	October 31, 2017
Non-derivative financial liabilities:		
Trade payables and other liabilities	\$ 273,086	\$ 223,221

The fair value of the Company's financial assets and liabilities approximates the carrying amount.

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 following is an analysis of the Company's financial assets measured at fair value as at April 30, 2018 and October 31, 2017:

	As at April 30, 2018		
	Level 1	Level 2	Level 3
Cash and cash equivalents	\$ 120,620	\$ -	\$ -
Short-term investments	23,000	-	-
	\$ 143,620	\$ -	\$ -

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12. RISK MANAGEMENT – CONTINUED

	As at October 31, 2017		
	Level 1	Level 2	Level 3
Cash	\$ 379,855	\$ -	\$ -
Short-term investments	23,000	-	-
	\$ 402,855	\$ -	\$ -

13. CAPITAL MANAGEMENT

The Company currently manages its capital structure and makes adjustments to it, based on cash resources expected to be available to the Company, in order to support the planned exploration of mineral property interests. Management has not established a quantitative capital structure, but reviews on a regular basis the capital requirements of the Company relative to the stage of development of the business entity and mineral property interest and market conditions.

The Company currently is dependent on externally provided equity financing to fund its exploration activities. In order to carry out planned exploration and fund administrative costs, the Company will concentrate its capital plans to raise additional amounts as needed through equity placements. Management reviews the capital management approach on an ongoing basis and believes that this approach is reasonable given the current state of financial markets and the exploration industry. In the case of uncertainty over the ability to raise funds in current or future economic conditions, the Company would manage capital by minimizing ongoing expenses.

Other than circumstances arising from the global financial markets, there were no changes in the Company's approach to capital management for the six months ended April 30, 2018, compared to the year ended October 31, 2017. The Company is not subject to externally imposed capital requirements.

14. CONTINGENCIES

A legal claim against the Company's directors, and numerous other parties, by the former CEO for wrongful dismissal and defamation during the Company's proxy contest in 2013 has been commenced. The action is considered to be without merit and the action is being vigorously defended. The outcome of this legal action is not determinable and an estimate of any contingent loss arising from this action cannot be made.

15. SEGMENTED INFORMATION

The Company operates in one segment – the acquisition, exploration and evaluation of mineral properties. As at April 30, 2018 and October 31, 2017, all the operations and assets were in Canada.

16. SUBSEQUENT EVENTS

- a. Subsequent to April 30, 2018, 500,000 share purchase warrants were exercised for gross proceeds of \$30,000.
- b. Subsequent to April 30, 2018, 600,000 incentive stock options expired unexercised.