

NOTICE OF NO AUDITOR REVIEW –CONDENSED FINANCIAL STATEMENTS

THE ACCOMPANYING CONDENSED 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 CONDENSED FINANCIAL STATEMENTS IN ACCORDANCE WITH STANDARDS ESTABLISHED BY THE CANADIAN INSTITUTE OF CHARTERED ACCOUNTANTS FOR A REVIEW OF CONDENSED FINANCIAL STATEMENTS BY AN ENTITY'S AUDITOR

NOTE TO READER

THESE CONDENSED FINANCIAL STATEMENTS HAVE BEEN REVISED TO COMPLY WITH THE REQUIREMENTS SPECIFIED BY IAS 34 INTERIM FINANCIAL REPORTING FROM INTERNATIONAL REPORTING STANDARDS AS ISSUED BY THE INTERNATIONAL ACCOUNTING STANDARDS BOARD AS IT PERTAINS TO NOTE 2 – BASIS OF PREPARATION.

Condensed financial statements

September 30, 2019

McChip Resources Inc.
Condensed Statements of Financial Position
(expressed in Canadian dollars)

	As at September 30 2019	As at December 31 2018
Assets		
Current assets		
Cash	\$ 168,693	\$ 602,653
Accounts receivable (Note 14)	537,731	535,443
Income tax receivable (Note 13)	-	69,518
Deposits	250,000	250,000
Marketable securities (Note 3, 8, 9)	3,830,822	3,521,889
	4,787,246	4,979,503
Non current assets		
Investment in petroleum interests (Note 15, 16)	363,956	339,275
Investment in other companies (Note 4)	473,226	617,986
Abandonment deposit (Note 17)	87,241	88,276
Loan receivable (Note 9)	35,300	35,300
Deferred income tax asset (Note 13)	165,217	165,217
	\$ 5,912,186	\$ 6,225,557
Liabilities		
Current liabilities		
Bank indebtedness (Note 8)	\$ 72,260	\$ -
Loans payable (Note 9)	792,509	508,800
Accounts payable and accrued liabilities (Note 14)	133,917	216,608
Income taxes payable (Note 13)	10,334	-
	1,009,020	725,408
Shareholders' Equity		
Share capital (Note 10)	5,246,662	5,246,662
Contributed surplus (Note 11, 12)	883,200	883,200
Deficit	(1,226,696)	(629,713)
	4,903,166	5,500,149
	\$ 5,912,186	\$ 6,225,557

Approved on behalf of the Board:

"R.D. McCloskey"

R D McCloskey, Director

"E.G. Dumond"

E G Dumond, Director

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

McChip Resources Inc.
Condensed Statements of Changes in Shareholders' Equity
(expressed in Canadian dollars)

	Number of Common Shares	Share Capital	Contributed Surplus	Surplus (Deficit)	Shareholders' Equity
Balance at December 31, 2018	5,660,096	\$ 5,246,662	\$ 883,200	\$ (629,713)	\$ 5,500,149
Dividend paid		-	-	(169,803)	(169,803)
Net loss	-	-	-	(427,180)	(427,180)
Balance at September 30, 2019	5,660,096	\$ 5,246,662	\$ 883,200	\$ (1,226,696)	\$ 4,903,166
Balance at December 31, 2017	5,660,096	\$ 5,246,662	\$ 883,200	\$ 267,155	\$ 6,397,017
Dividend paid				(566,010)	(566,010)
Net loss	-	-	-	(349,131)	(349,131)
Balance at September 30, 2018	5,660,096	\$ 5,246,662	\$ 883,200	\$ (647,986)	\$ 5,481,876

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

McChip Resources Inc.
Condensed Statements of Operations and Comprehensive Loss
(expressed in Canadian dollars)

	For the three months ended September 30		For the nine months ended September 30	
	2019	2018	2019	2018
Revenue				
Investment in petroleum interests	\$ 9,571	\$ 41,749	\$ 64,403	\$ 96,447
Realized gain on sale of investment in other companies and marketable securities	63,934	779,397	175,604	1,212,053
Unrealized depreciation of investment in other companies and marketable securities	(190,464)	(1,152,160)	(316,194)	(1,170,613)
Other Income	15,079	10,286	44,557	143,265
	(101,880)	(320,728)	(31,630)	281,152
Expenses				
Administrative	121,033	139,925	395,550	413,893
Loss before provision for income taxes	(222,913)	(460,653)	(427,180)	(132,741)
Provision for income taxes				
Current (Note 13)	-	144,380	-	216,390
Net loss and comprehensive loss	\$ (222,913)	\$ (605,033)	\$ (427,180)	\$ (349,131)
Loss per share				
Basic and diluted	\$ (0.04)	\$ (0.11)	\$ (0.08)	\$ (0.06)
Weighted average number of common shares outstanding				
Basic and diluted	5,660,096	5,660,096	5,660,096	5,660,096

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

McChip Resources Inc.
Condensed Statements of Cash Flows
(expressed in Canadian dollars)

	For the three months ended		For the nine months ended	
	September 30		September 30	
	2019	2018	2019	2018
Operating activities				
Net loss	\$ (222,913)	\$ (605,033)	\$ (427,180)	\$ (349,131)
Items not affecting cash:				
Gain on sale of marketable securities and investments in other companies	(63,934)	(779,397)	(175,604)	(1,212,053)
Unrealized depreciation of investment in other companies and marketable securities	190,464	1,152,160	316,194	1,170,613
	(96,383)	(232,270)	(286,590)	(390,571)
(Increase) decrease in accounts receivable	(8,457)	44,858	(2,288)	(57,736)
Increase (decrease) in income taxes payable	79,852	(33,800)	79,852	(211,790)
Increase (decrease) in accounts payable and accrued liabilities	8,632	(567)	(82,691)	(14,902)
Cash used in operating activities	(16,356)	(221,779)	(291,717)	(674,999)
Investing activities				
Investment in petroleum interests	(7,160)	(9,458)	(24,681)	(20,459)
Decrease in abandonment deposit fund	-	-	1,035	-
Sale of marketable securities and investments	800,070	1,552,381	1,569,003	2,608,924
Purchase of marketable securities	(1,211,250)	(1,492,184)	(1,856,186)	(2,806,125)
Purchase of investments in other companies	(13,270)	(14,293)	(17,580)	(26,378)
Investment in loan receivable	-	-	-	(35,300)
Cash provided by (used in) investing activities	(431,610)	36,446	(328,409)	(279,338)
Financing activities				
Increase (decrease) in bank indebtedness	12,260	(90,000)	72,260	-
Increase in loans payable	418,373	135,517	283,709	135,517
Dividend paid	-	-	(169,803)	(566,010)
Cash provided by (used in) financing activities	430,633	45,517	186,166	(430,493)
Net decrease in cash	(17,333)	(139,816)	(433,960)	(1,384,830)
Cash, beginning of period	186,026	414,775	602,653	1,659,789
Cash, end of period	\$ 168,693	\$ 274,959	\$ 168,693	\$ 274,959
Interest paid during the year	\$ 6,413	\$ 9,835	\$ 18,705	\$ 15,274
Income taxes paid during the year	-	178,179	-	428,179

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

1. Nature of Operations

McChip Resources Inc. ("McChip" or "the Company") was incorporated in the Province of Ontario, Canada by letters patent dated March 8, 1935, as Madsen Red Lake Gold Mines Limited. Pursuant to Articles of Amendment dated May 21, 1981, the name of the Company was changed to McChip Resources Inc. and the common shares are listed on the TSX Venture Exchange, symbol MCS. McChip invests in petroleum interests in Western Canada, as well as direct and indirect interests in minerals. The indirect interests are in the form of marketable securities and investment in other companies which are listed on recognized exchanges. The registered office of the Company is Suite 410, 150 York Street, Toronto, ON, M5H 3S5.

2. Summary of Significant Accounting Policies**a) Statement of compliance**

The condensed financial statements of the Company 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").

The condensed financial statements as at and for the nine months ended September 30, 2019 were approved and authorized for issue by the board of directors on November 19, 2019.

b) Basis of preparation

The condensed financial statements are presented in Canadian dollars, which is also the functional currency of the Company.

The condensed financial statements are prepared on the historical cost basis except that financial instruments classified as fair value through profit or loss which are stated at their fair value, and have been prepared using the accrual basis of accounting except for cash flow information.

c) New Standards adopted as at January 1, 2018

The Company has adopted the following new or amended IFRS standards for the annual period beginning on January 1, 2018.

IFRS 15 Revenue from Contracts with Customers

IFRS 15 was issued by the IASB in May 2014 and specifies how and when revenue should be recognized based on a five-step model, which is applied to all contracts with customers. On April 12, 2016, the IASB published final clarifications to IFRS 15 with respect to identifying performance obligations, principal versus agent considerations, and licensing.

The Company has applied IFRS 15 retrospectively and determined that there is no change to the comparative periods or transitional adjustments required as a result of the adoption of this standard. The Company's accounting policy for revenue recognition under IFRS 15 is as follows:

To determine the amount and timing of revenue to be recognized, the Company follows a 5-step process:

1. Identifying the contract with a customer
2. Identifying the performance obligations
3. Determining the transaction price
4. Allocating the transaction price to the performance obligations
5. Recognizing revenue when/as performance obligation(s) are satisfied.

The operators of the various petroleum interests recognize the revenue from the sale of petroleum and natural gas when the product passes through the sales outlet meter of the processing plants. The Company recognizes the earnings from its investment in petroleum interests to the extent it is earned and receivable from these operations, and is not subject to a significant reversal in revenue. The Company does not operate any of the interests it has in oil and natural gas. Any change in fair value in investments in petroleum interests is also included as part of revenue.

Royalty income is recognized as earned as per the terms of the overriding royalty agreement in accordance with IFRS 15. Revenue is recognized when it is no longer susceptible to market factors and is no longer subject to a significant reversal in revenue.

Investment transactions are accounted for as of the settlement date. Realized gains and losses from investment transactions are calculated on an average cost basis. The difference between fair value and average cost is included in the Statements of Operations and Comprehensive Income (loss) as part of the "Unrealized appreciation (depreciation) of investment in other companies and marketable securities".

IFRS 9 Financial Instruments ("IFRS 9")

IFRS 9 was issued by the IASB on July 24, 2014 and replaced IAS 39. IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Financial liabilities are classified in a similar manner as under IAS 39.

The Company has adopted IFRS 9 Financial Instruments with a date of initial application of January 1, 2018. IFRS 9 introduces new requirements for the classification and measurement of financial assets. IFRS 9 requires all recognized financial assets to be measured at amortized cost or fair value in subsequent accounting periods following initial recognition. IFRS 9 also amends the requirements around hedge accounting, and introduces a single, forward-looking expected loss impairment model. The Company has elected to apply the limited exemption in IFRS 9 paragraph 7.2.15 relating to transition for classification, measurement and impairment, and accordingly has not restated comparative periods in the year of initial application. The adoption of IFRS 9 had no impact on the Company's condensed financial statements on the date of initial application. There was no change in the carrying amounts on the basis of allocation from original measurement categories under IAS 39 Financial Instruments: Recognition and Measurement to the new measurement categories under IFRS 9.

d) Cash

Cash includes balances held with a Canadian chartered bank and brokerage accounts.

e) Financial instruments

Financial assets

Recognition and initial measurement

The Company recognizes financial assets when it becomes party to the contractual provisions of the instrument. Financial assets are measured initially at their fair value plus, in the case of financial assets not subsequently measured at fair value through profit or loss, transaction costs that are directly attributable to their acquisition. Transaction costs attributable to the acquisition of financial assets subsequently measured at fair value through profit or loss are expensed in profit or loss when incurred.

Classification and subsequent measurement

On initial recognition, financial assets are classified as subsequently measured at amortized cost, fair value through other comprehensive income ("FVOCI") or fair value through profit or loss ("FVTPL"). The Company determines the classification of its financial assets, together with any embedded derivatives, based on the business model for managing the financial assets and their contractual cash flow characteristics.

Financial assets are classified as follows:

- Amortized cost - Assets that are held for collection of contractual cash flows where those cash flows are solely payments of principal and interest are measured at amortized cost. Interest revenue is calculated using the effective interest method and gains or losses arising from impairment, foreign exchange and derecognition are recognized in profit or loss. Financial assets measured at amortized cost are comprised of accounts receivable and loan receivable.

- Fair value through other comprehensive income - Assets that are held for collection of contractual cash flows and for selling the financial assets, and for which the contractual cash flows are solely payments of principal and interest, are measured at fair value through other comprehensive income. Interest income calculated using the effective interest method and gains or losses arising from impairment and foreign exchange are recognized in profit or loss. All other changes in the carrying amount of the financial assets are recognized in other comprehensive income. Upon derecognition, the cumulative gain or loss previously recognized in other comprehensive income is reclassified to profit or loss. The Company does not hold any financial assets measured at fair value through other comprehensive income.
- Mandatorily at fair value through profit or loss - Assets that do not meet the criteria to be measured at amortized cost, or fair value through other comprehensive income, are measured at fair value through profit or loss. All interest income and changes in the financial assets' carrying amount are recognized in profit or loss. Financial assets mandatorily measured at fair value through profit or loss are comprised of cash, marketable securities, investment in petroleum interests and investment in other companies.
- Designated at fair value through profit or loss – On initial recognition, the Company may irrevocably designate a financial asset to be measured at fair value through profit or loss in order to eliminate or significantly reduce an accounting mismatch that would otherwise arise from measuring assets or liabilities, or recognizing the gains and losses on them, on different bases. All interest income and changes in the financial assets' carrying amount are recognized in profit or loss. The Company does not hold any financial assets designated to be measured at fair value through profit or loss.

Business model assessment

The Company assesses the objective of its business model for holding a financial asset at a level of aggregation which best reflects the way the business is managed, and information is provided to management. Information considered in this assessment includes stated policies and objectives.

Contractual cash flow assessment

The cash flows of financial assets are assessed as to whether they are solely payments of principal and interest on the basis of their contractual terms. For this purpose, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money, the credit risk associated with the principal amount outstanding, and other basic lending risks and costs. In performing this assessment, the Company considers factors that would alter the timing and amount of cash flows such as prepayment and extension features, terms that might limit the Company's claim to cash flows, and any features that modify consideration for the time value of money.

Impairment

The Company recognizes a loss allowance for the expected credit losses associated with its financial assets, other than financial assets measured at fair value through profit or loss. Expected credit losses are measured to reflect a probability-weighted amount, the time value of money, and reasonable and supportable information regarding past events, current conditions and forecasts of future economic conditions.

The Company applies the simplified approach for accounts receivable. Using the simplified approach, the Company records a loss allowance equal to the expected credit losses resulting from all possible default events over the assets' contractual lifetime.

The Company assesses whether a financial asset is credit-impaired at the reporting date. Regular indicators that a financial instrument is credit-impaired include significant financial difficulties as evidenced through borrowing patterns or observed balances in other accounts and breaches of borrowing contracts such as default events or breaches of borrowing covenants. For financial assets assessed as credit-impaired at the reporting date, the Company continues to recognize a loss allowance equal to lifetime expected credit losses.

For financial assets measured at amortized cost, loss allowances for expected credit losses are presented in the statements of financial position as a deduction from the gross carrying amount of the financial asset.

Financial assets are written off when the Company has no reasonable expectations of recovering all or any portion thereof.

Derecognition of financial assets

The Company derecognizes a financial asset when its contractual rights to the cash flows from the financial asset expire.

Financial liabilities

Recognition and initial measurement

The Company recognizes a financial liability when it becomes party to the contractual provisions of the instrument. At initial recognition, the Company measures financial liabilities at their fair value plus transaction costs that are directly attributable to their issuance, with the exception of financial liabilities subsequently measured at fair value through profit or loss for which transaction costs are immediately recorded in profit or loss.

Classification and subsequent measurement

Subsequent to initial recognition, all financial liabilities are measured at amortized cost using the effective interest rate method. Interest, gains and losses relating to a financial liability are recognized in profit or loss.

On the date of initial application, January 1, 2018, the financial instruments of the Company were reclassified as follows:

	IFRS 9		IAS 39	
	Classification	Measurement	Classification	Measurement
Cash	FVTPL	Fair value	FVTPL	Fair Value
Accounts receivable	Amortized cost	Amortized cost	Loans and receivables	Amortized cost
Loan receivable	Amortized cost	Amortized cost	Loans and receivables	Amortized cost
Marketable securities	FVTPL	Fair value	FVTPL	Fair value
Investment in petroleum interest	FVTPL	Fair value	Available for sale	Cost
Investment in other companies	FVTPL	Fair value	FVTPL or available for sale	Fair value or cost
Bank indebtedness	Other financial liabilities	Amortized cost	Other financial liabilities	Amortized cost
Loans payable	Other financial liabilities	Amortized cost	Other financial liabilities	Amortized cost
Accounts payable and accrued liabilities	Other financial liabilities	Amortized cost	Other financial liabilities	Amortized cost

Derecognition of financial liabilities

The Company derecognizes a financial liability only when its contractual obligations are discharged, cancelled or expire.

f) Marketable securities

Marketable securities are carried at fair value. These marketable securities are in shares of companies listed on a recognized exchange and are predominately natural resource based. The intention, on acquisition, is to hold these securities for a period of less than twelve months.

g) Investment in other companies

Investments in other companies are carried at fair value. These investments are in shares or other financial instruments of companies predominately listed on a recognized exchange and are natural resource based.

h) Investment in petroleum interests

This investment represents participation agreements with Signalta Resources Limited ("Signalta"), a Canadian controlled private company and other similar operators based in Calgary, Alberta. As this amount represents residual interests it has been considered as an investment in equity interests. Typically, the Company's proportionate share of specific yearly investment programs would range from less than 1% to 1%. The Company, by agreement, does not exercise joint control or significant influence over Signalta, as operator of the petroleum participations.

i) Income taxes

Income tax expense consists of current and deferred tax expense. Income tax expense is recognized in the Condensed Statements of Operations and Comprehensive Income (Loss).

Current tax is recognized and measured at the amount expected to be recovered from or payable to the taxation authorities based on the income tax rates enacted or substantively enacted at the end of the reporting period and includes any adjustment to taxes payable in respect of previous years.

Deferred tax is recognized on any temporary differences between the carrying amounts of assets and liabilities in the condensed financial statements and the corresponding tax bases used in the computation of taxable earnings. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized and the liability is settled. The effect of a change in the enacted or substantively enacted tax rates is recognized in net earnings and comprehensive income or in equity depending on the item to which the adjustment relates.

Deferred tax assets are recognized to the extent future recovery is probable. At each reporting period end, deferred tax assets are reduced to the extent that it is no longer probable that sufficient taxable earnings will be available to allow all or part of the asset to be recovered.

j) Use of estimates

The preparation of the condensed financial statements with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the condensed financial statements, and the reported amounts of revenues and expenses during the reporting period. These estimates are reviewed periodically, and as adjustments become necessary, they are made in the period in which they become known. Actual results could differ from those estimates.

Accounts which require management to make material estimates in determining amounts recorded include fair value of petroleum interests, fair value of share purchase warrants, investments in securities not quoted in an active market, and deferred income taxes.

Fair value of investment in securities not quoted in an active market and petroleum interests:

Where the fair values of financial assets recorded on the statements of financial position cannot be derived from active markets, they are determined using a variety of valuation techniques. The inputs to these models are derived from observable market data where possible, but where observable market data is not available, judgement is required to establish fair values.

Fair value of purchase warrants:

The fair value of purchase warrants are valued either at their quoted market values if traded on an active market, or valued through specified option pricing models based on specific criteria.

k) Accounting for share-based compensation

The grant date fair value of options allotted to directors, officers, and employees is recognized as an expense, with a corresponding increase in contributed surplus, over the period that the grantee becomes unconditionally entitled to the options. The amount recognized as an expense is adjusted to reflect the actual number of share options for which the related service and non-market vesting conditions are met.

The fair value of share options is measured at the grant date, using an option pricing model that takes into account the exercise price, the term of the option, the current share price, the expected volatility of the underlying shares, the expected dividend yield, the forfeiture and the risk-free rate for the term of the option. If the options are exercised, contributed surplus will be reduced by the applicable amount with a corresponding charge to share capital.

For equity-settled share-based payment transactions, the Company measures the goods or services received, and the corresponding increase in equity, directly, at the fair value of the goods or services received, unless that fair value cannot be

estimated reliably, in which case, the Company measures their value, and the corresponding increase in equity, indirectly, by reference to the fair value of the equity instruments granted.

l) Income/(loss) per share

The Company presents basic and diluted income/(loss) per share ("IPS") data for its common shares. Basic IPS is calculated by dividing the income/(loss) attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted IPS is determined by adjusting the loss attributable to common shareholders and the weighted average number of common shares outstanding, for the effects of all potential dilutive common shares, which comprise share options granted to directors, officers, employees, consultants and other service providers of the Company. The weighted average number of common shares outstanding are increased to include additional shares from the assumed exercise of share options, if dilutive.

m) Impairment

Non-financial assets

The carrying amounts of the Company's non-financial assets, other than deferred tax assets, are reviewed annually to determine whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purposes of impairment testing, assets are grouped together into the smallest group of assets that generates cash flows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the cash-generating unit).

An impairment loss is recognized if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then reduce the carrying amount of the other assets in the units (group of units) on a pro-rata basis.

In respect of other assets, impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

n) Dividends

Dividends on common shares are recognized in the condensed financial statements in the period in which the dividends are approved by the Board of Directors.

o) New and revised IFRS in issue that have not been early adopted by the Company

IFRS 16 - Leases – In January 2016 the International Accounting Standards Board issued IFRS 16, Leases, which specifies how to recognize, measure, present and disclose leases. The standard provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. Consistent with its predecessor, IAS 17 the new lease standard continues to require lessors to classify leases as operating or finance. IFRS 16 is to be applied retrospectively for annual periods beginning on or after January 1, 2019. Earlier application is permitted if IFRS 15 Revenue from contract with customers has also been applied. The Company expects this pronouncement to have no effect on its condensed financial statements.

3. Marketable Securities

The marketable securities on hand at September 30, 2019, had a fair value of \$3,830,822 and a cost of \$6,795,450 (December 31, 2018 - \$3,521,889 and \$6,582,676). These marketable securities are in shares of companies listed on a recognized exchange and are primarily natural resource based. Some of these marketable securities were pledged as security for the loans payable, see Notes 8 and 9. The intention, on acquisition, is to hold these securities for a period of less than twelve months.

4. Investment in Other Companies

The investment in other companies September 30, 2019 amount to \$473,226 and have a cost of \$389,736 (December 31, 2018 - \$617,986 and \$372,156). These investments are in shares and other financial instruments of companies and are primarily natural resource based. The intention, on acquisition, is to hold these investments for periods, more likely than not, in excess of twelve months.

5. Capital Management

The Company's capital structure consists of its shareholders' equity. The Company manages its capital structure and makes adjustments to it, based on the funds available, to support the core nature of its business. The Company maintains its capital structure by using internally generated funds as the need arises. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of management to sustain future development of the business. The Company is not subject to externally imposed capital requirements.

Management reviews its approach to capital management on an ongoing basis and believes that this approach is reasonable considering the relative size of the Company.

There were no changes in the Company's approach to capital management during this reporting period.

6. Financial Risk Factors

The Company's financial risk exposure and the impact of its financial instruments are summarized below:

Credit risk

The Company's credit risk is attributable to accounts receivable and loan receivable in other companies. In the opinion of management the credit risk with respect to these instruments is low. Accounts receivable represent amounts due from petroleum interest revenue. Management has assessed that there is no expected credit loss attributed to accounts receivable as amounts are paid within the 30-60 days of the period end date.

Liquidity risk

The Company ensures that there is sufficient cash and other short term assets readily convertible into cash in order to meet its liabilities when they come due. Additionally the Company has secured a short term working capital line of credit with its bank, at September 30, 2019 and December 31, 2018 the outstanding amount is \$72,260 and nil respectively. The Company has no long term credit facility, trade and other payables have maturity dates of less than sixty days and are subject to normal trade terms. Management believes that the liquidity risk is low.

Interest rate risk

The Company has a bank credit facility for short term working capital purposes and loans payable to supplement its investment strategies. The facility exposes the Company to interest rate risk which fluctuates in accordance with market rates. Management believes the interest rate risk to be low.

Foreign currency risk

The Company is exposed to foreign currency risk. This would be in conjunction with its investments in currency of the United States of America. This is a negligible part of the Company's business and with the amount of foreign currency involved management considers the foreign currency risk to be low.

Commodity price risk

The Company is exposed to price risk with respect to the fluctuations in commodity prices. The volatility of prices received by the operator for the oil and natural gas produced will affect the Company's available cash and profits.

Fair Value

Fair value is determined using the following methods and assumptions:

The carrying value of accounts receivable, loan receivable, accounts payable and accrued liabilities and, loans payable approximate their fair value due to the relatively short periods to maturity of these instruments. The carrying value of the floating rate loans payable is assumed to approximate its fair value as interest is based on market related variable rates.

Cash, Marketable securities and investment in other companies, and investment in petroleum interest are carried at fair value.

Sensitivity Analysis

As at September 30, 2019, had the prices on the respective stock exchanges for marketable securities and publicly held investments in other companies raised or lowered by 5%, with all other variables held constant, the equity of the Company

would have increased or decreased by \$208,858 (December 31, 2018 - \$200,646).

Fair Value Hierarchy

Financial instruments recorded at fair value are classified using a fair value hierarchy that reflects the significance of inputs used in their measurement. The fair value hierarchy has the following levels:

Level 1 – inputs are unadjusted quoted prices of identical instruments in active markets.

Level 2 – inputs other than quoted prices included in Level 1 that are observable for the comparable asset or liability, either directly or indirectly.

Level 3 – one or more significant inputs used in a valuation technique are unobservable in determining fair values of the instruments.

Balance – September 30, 2019	Level 1	Level 2	Level 3	Total
Marketable Securities	\$ 3,703,930	\$ 112,578	\$ 14,314	\$ 3,830,822
Investment in other companies	\$ 473,226	\$ -	\$ -	\$ 473,226
Total	\$ 4,177,156	\$ 112,578	\$ 14,314	\$ 4,304,048

Balance – December 31, 2018	Level 1	Level 2	Level 3	Total
Marketable Securities	\$ 3,394,997	\$ 112,578	\$ 14,314	\$ 3,521,889
Investment in other companies	\$ 617,986	\$ -	\$ -	\$ 617,986
Total	\$ 4,012,983	\$ 112,578	\$ 14,314	\$ 4,139,875

7. Royalty Interest

The Company entered into a purchase and sale agreement with Altius Royalty Corporation (the “purchaser”) on November 1, 2017 with respect to certain of its mineral rights in the Rocanville Area of Saskatchewan. Pursuant to the terms of the purchase and sale agreement the Purchaser paid \$3,000,000 on closing and in addition, an annual royalty of \$500,000 for a term of ten years, conditional on certain potash production levels and grades of potash ore being maintained on an annual basis during the term of the agreement.

8. Bank Indebtedness

The Company has an operating line of credit in the amount of \$160,000 that bears interest at the annual rate of prime plus 0.5%. As at September 30, 2019 bank indebtedness was \$72,260, (December 31, 2018 – nil). To support the line of credit, the Company had cash of \$158,542 and marketable securities having a fair value of \$42,960 respectively (December 31, 2018 cash of \$153,625, and marketable securities having a fair value of \$58,780) held as security.

9. Loans Payable / Receivable

The loans payable represent broker margin accounts. As at September 30, 2019 the balance was \$792,509 (December 31, 2018 - \$508,800) and is secured by certain of the Company's marketable securities. Interest payable on the margin accounts are at the rates of prime plus 1.00% to prime plus 1.50% annually. The broker margin account is due on demand.

The loan receivable, representing an advance to an unrelated company at September 30, 2019 was \$35,300. The loan bears interest at eight percent (8%) per annum to be calculated and paid annually from the date of advance. The loan receivable is due for repayment on January 19, 2020 and is unsecured.

10. Share Capital

- a) Authorized: Unlimited common shares
 b) Common shares issued:

	Number of shares	Value
Balance – September 30, 2019 and December 31, 2018	5,660,096	\$5,246,662

11. Contributed Surplus

The September 30, 2019 contributed surplus balance was \$883,200 (December 31, 2018 \$883,200). These amounts are related to stock options that have been granted and expired on the Company's common shares.

12. Share - based Compensation**Stock options**

The Company has adopted a Stock Option Plan (the "Plan"). Pursuant to the Plan, the Board of Directors may, from time to time at its discretion, allocate non-transferable options to purchase shares, to directors, officers, employees and consultants of the Company.

Under the Plan, the aggregate number of shares to be issued upon the exercise of outstanding options granted hereunder may not exceed 560,000 shares.

Exercise prices shall be determined by the Board of Directors. The exercise price shall not be less than the closing price (the 'market price') of the shares on the exchange immediately preceding the day on which the Board grants the options and provides notice to the exchange. There is no vesting period and the term is five years for options granted.

Stock options on 350,000 common shares were outstanding on September 30, 2019 (December 31, 2018 – 350,000). Effective September 26, 2016 stock options on 400,000 common shares were granted to directors, officers and employees of the Company at \$0.60 per share to expire September 25, 2021.

A summary of the status of the Company's outstanding stock options as of September 30, 2019 and December 31, 2018, and changes during the period ended on those dates are presented in the following table:

	2019		2018	
	Number	Exercise price	Number	Exercise price
Outstanding and exercisable, beginning	350,000	\$0.60	400,000	\$0.60
Exercised	Nil	N/A	Nil	N/A
Expired	Nil	N/A	50,000	N/A
Granted	Nil	N/A	Nil	N/A
Outstanding, ending and exercisable	350,000	\$0.60	350,000	\$0.60

There were no stock options exercised in 2019 or 2018.

Stock option disclosure

The fair market value of stock options granted on September 26, 2016 that expire September 25, 2021 was estimated using the Black Scholes fair value option-pricing model and the following assumptions were used:

Dividend yield	0.00%
Risk-free interest rate	0.54%
Expected stock volatility	65.15%
Forfeiture rate	0.00%
Weighted-average expected life in years	5.00
Weighted-average share price	\$0.60
Exercise price	\$0.60

Option pricing models require the use of highly subjective estimates and assumptions including the expected stock price volatility. Volatility is based on the historical volatility of the Company's common shares. Changes to the estimates and assumptions may materially affect the calculations. The effect in accounting for the share-based compensation of \$128,000 determined for the year ended December 31, 2016, was the recognition of share-based compensation expense and contributed surplus for options granted. The options vested fully on grant.

The weighted average remaining contractual life is 2.00 years.

13. Income Taxes

The Company's income tax is allocated as follows:

	September 30, 2019		December 31, 2018	
Current tax expense	\$	-	\$	161,963
Deferred tax recovery	\$	-	\$	(9,709)
		-		152,254

14. Related Party Transactions and Disclosure

Included in accounts payable as at September 30, 2019 is an amount due to a related company that has a common director and officer of \$4,909 (December 31, 2018 – \$2,601). The amount receivable and/or payable was the result of the Company's investment in petroleum interests which is in the normal course of its business.

Included in accounts payable as at September 30, 2019, is an amount due to a related party who is a director, and officer of the Company of \$262 (2018 - \$206).

Administrative fees were paid to a related party in the amount of \$1,259 for the nine months ended September 30, 2019 (2018 - \$1,589).

Key management personnel, directors' compensation

	September 30, 2019		September 30, 2018	
Short-term employee benefits	\$	152,195	\$	152,195
Directors fees		9,000		7,500
Share-based compensation expense		nil		nil

15. Investment in petroleum interests

Balance -	December 31, 2017	\$	411,426
	Additions		33,570
	Change in fair value	(i)	(105,721)
Balance -	December 31, 2018	\$	339,275
	Additions		24,681
	Change in fair value		-
Balance -	September 30, 2019	\$	363,956

(i) Based on a discounted cash flow analysis a change in fair value of \$105,721 was recognized in 2018. Key assumptions included a 12.5% discount rate on a twenty year cash flow projection utilizing the AECO-C spot price ranging from \$1.60 to \$3.41 per MCF for natural gas.

16. Reclassification of Comparative Figures

Certain comparative figures have been reclassified to conform to current year presentation.

17. Abandonment deposit

The abandonment deposit is held with Signalta Resources Limited for the purposes of the future well abandonment for the Company's investment in petroleum interests. The Company has made all requested upfront payments for future reclamation costs as at September 30, 2019.