
HANSA RESOURCES LIMITED

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED
SEPTEMBER 30, 2019

(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 these condensed consolidated interim financial statements they must be accompanied by a notice indicating that the condensed consolidated interim financial statements have not been reviewed by an auditor.

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 auditors have not performed a review of these condensed consolidated interim financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

HANSA RESOURCES LIMITED
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION
(Unaudited - Expressed in Canadian Dollars)

	Notes	September 30, 2019 \$	June 30, 2019 \$
ASSETS			
Current assets			
Cash		621,292	642,209
GST receivable		3,746	2,683
Prepaid expense		<u>1,300</u>	<u>2,600</u>
Total current assets		<u>626,338</u>	<u>647,492</u>
TOTAL ASSETS		<u>626,338</u>	<u>647,492</u>
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	4 & 6	<u>108,411</u>	<u>95,589</u>
TOTAL LIABILITIES		<u>108,411</u>	<u>95,589</u>
SHAREHOLDERS' EQUITY			
Share capital	5	10,956,188	10,956,188
Share-based payments reserve		1,559,441	1,559,441
Deficit		<u>(11,997,702)</u>	<u>(11,963,726)</u>
TOTAL SHAREHOLDERS' EQUITY		<u>517,927</u>	<u>551,903</u>
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		<u>626,338</u>	<u>647,492</u>

Nature of Operations and Going Concern- see Note 1

These condensed consolidated interim financial statements were approved for issue by the Board of Directors on November 8, 2019 and are signed on its behalf by:

/s/ Robert G. Atkinson
 Robert G. Atkinson
 Director

/s/ John Nugent
 John Nugent
 Director

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

HANSA RESOURCES LIMITED
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE LOSS
(Unaudited - Expressed in Canadian Dollars)

		<u>Three Months Ended September 30.</u>	
	Note	2019	2018
		\$	\$
Expenses			
Accounting and administrative	6(b)(ii)	2,500	1,900
Corporate development		-	22,964
Executive management compensation	6(a)	22,000	27,000
Legal		2,635	11,380
Office		239	1,568
Regulatory fees		1,800	1,300
Rent		1,005	1,005
Shareholder costs		475	-
Transfer agent		2,395	2,895
Travel		11,065	5,216
Website costs		-	4,700
		<u>44,114</u>	<u>79,928</u>
Loss before other items		<u>(44,114)</u>	<u>(79,928)</u>
Other items			
Interest income		3,534	3,472
Foreign exchange		6,604	(13,579)
		<u>10,138</u>	<u>(10,107)</u>
Net and comprehensive loss for the period		<u>(33,976)</u>	<u>(90,035)</u>
Basic and diluted loss per common share		<u>(\$0.00)</u>	<u>(\$0.00)</u>
Weighted average number of common shares outstanding		<u>57,413,317</u>	<u>57,413,317</u>

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

HANSA RESOURCES LIMITED
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY
(Unaudited - Expressed in Canadian Dollars)

	Three Months Ended September 30, 2019				
	Share Capital		Share-Based Payments Reserve	Deficit	Total Equity
	Number of Shares	Amount \$			
Balance at June 30, 2019	57,413,317	10,956,188	1,559,441	(11,963,726)	551,903
Net loss for the period	-	-	-	(33,976)	(33,976)
Balance at September 30, 2019	<u>57,413,317</u>	<u>10,956,188</u>	<u>1,559,441</u>	<u>(11,997,702)</u>	<u>517,927</u>

	Three Months Ended September 30, 2018				
	Share Capital		Share-Based Payments Reserve	Deficit	Total Equity
	Number of Shares	Amount \$			
Balance at June 30, 2018	57,413,317	10,956,188	1,399,441	(11,665,766)	689,863
Net loss for the period	-	-	-	(90,035)	(90,035)
Balance at September 30, 2018	<u>57,413,317</u>	<u>10,956,188</u>	<u>1,399,441</u>	<u>(11,755,801)</u>	<u>599,828</u>

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

HANSA RESOURCES LIMITED
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
(Unaudited - Expressed in Canadian Dollars)

	Three Months Ended September 30,	
	2019	2018
	\$	\$
Operating activities		
Net loss for the period	(33,976)	(90,035)
Changes in non-cash working capital items:		
GST receivable	(1,063)	(2,375)
Prepaid expense	1,300	8,741
Accounts payable and accrued liabilities	<u>12,822</u>	<u>(6,980)</u>
Net cash used in operating activities	<u>(20,917)</u>	<u>(90,649)</u>
Net change in cash during the period	(20,917)	(90,649)
Cash at beginning of period	<u>642,209</u>	<u>832,767</u>
Cash at end of period	<u>621,292</u>	<u>742,118</u>

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

HANSA RESOURCES LIMITED
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2019
(Unaudited - Expressed in Canadian Dollars)

1. Nature of Operations and Going Concern

Hansa Resources Limited (the “Company”) was incorporated on March 19, 1980 under the provisions of the Company Act (British Columbia). The Company is listed and traded on the TSX Venture Exchange (“TSXV”) under the symbol “HRL”. The Company’s head office is located at #1305 - 1090 West Georgia Street, Vancouver, British Columbia V6E 3V7 Canada.

During fiscal 2017 the Company concluded an agreement whereby it acquired a majority interest in the rights to explore and develop the Zhumba Property in Kazakhstan. The Company subsequently completed an assignment of the rights and work commitments on the Zhumba Property to Kazzinc Limited (“Kazzinc”), a major international mining corporation. See Note 4. On February 1, 2018 the Company entered into an agreement to agree to form a joint venture to hold and conduct exploration and development on an exploration license for the entire continental shelf of Ghana. There were significant delays in awarding the exploration license and the joint venture was terminated in fiscal 2019.

As at September 30, 2019 the Company had working capital of \$517,927, and considers that it has adequate resources to maintain anticipated levels of corporate administration for the next twelve months. However, the Company anticipates that it will be required to raise additional capital to continue conducting due diligence on identifying and evaluating potential mineral interest acquisitions or other business opportunities. The Company’s operations are typically funded from equity financings which are dependent upon many external factors and may be difficult to impossible to secure or raise when required. While the Company has been successful in securing financings in the past, there can be no assurance that it will be able to do so in the future.

These condensed consolidated interim financial statements do not reflect any adjustments, which could be material to the carrying values of assets and liabilities, which may be required should the Company be unable to continue as a going concern.

2. Basis of Preparation

Statement of Compliance

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34, *Interim Financial Reporting* (“IAS 34”), as issued by the International Accounting Standards Board (“IASB”), and its interpretations, using accounting policies consistent with International Financial Reporting Standards (“IFRS”). The condensed consolidated interim financial statements should be read in conjunction with the annual financial statements for the year ended June 30, 2018, which have been prepared in accordance with IFRS as issued by the IASB and interpretations of the IFRS Interpretations Committee (“IFRIC”). The accounting policies followed in these condensed consolidated interim financial statements are consistent with those applied in the Company’s consolidated financial statements for the year ended June 30, 2019 other than, effective July 1, 2019, the Company adopted IFRS 16 - *Leases* (“IFRS 16”).

IFRS 16 specifies how an IFRS reporter will 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. Lessors continue to classify leases as operating or finance, with IFRS 16’s approach to lessor accounting substantially unchanged from its predecessor, IAS 17.

There was no impact on the Company’s condensed consolidated interim financial statements upon the adoption of this new standard.

Basis of Measurement

The Company’s condensed consolidated interim financial statements have been prepared on the historical cost basis except for the revaluation of certain financial assets and financial liabilities to fair value. The condensed consolidated interim financial statements are presented in Canadian dollars unless otherwise stated.

HANSA RESOURCES LIMITED
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
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3. Subsidiaries

The subsidiaries of the Company are as follows:

<u>Company</u>	<u>Location of Incorporation</u>	<u>Ownership Interest</u>
Altynor Resources LLP	Kazakhstan	90%
Altyn-Komir LLP	Kazakhstan	90%

4. Assignment of Zhumba Property

The Company had previously identified the Zhumba gold prospect (the “Zhumba Property”), which consisted of two claims located in the Kokepektinsky and Ulansky districts in eastern Kazakhstan, and worked to deal with all government agencies in regards to obtaining title to the Zhumba Property. After extensive negotiations, in fiscal 2017 the Company was advised that the concession to the Zhumba Property had been granted. On June 23, 2017 the Company completed all conditions precedent and finalized the farm out of its 90% interest in the Zhumba Property to Kazzinc Limited. As consideration the Company received an initial payment of \$797,436 in fiscal 2017. In fiscal 2019 the Company received a further \$89,621 upon the settlement of accounts payables and release of remaining funds held. The Company will also receive a 1.9% net smelter return royalty on the 90% interest from production at the Zhumba Property.

The Company was obligated to pay US \$100,000 to the former owner of the Zhumba Property of which US \$50,000 was paid in fiscal 2019. As at September 30, 2019 the Company has recorded the remaining obligation of US \$50,000 (June 30, 2019 - US \$50,000) in accounts payable and accrued liabilities.

5. Share Capital

(a) *Authorized Share Capital*

The Company’s authorized share capital consists of an unlimited number of common shares without par value. All issued common shares are fully paid. In addition the Company also has an unlimited number of preferred shares without par value.

(b) *Reconciliation of Changes in Share Capital*

No equity financings were conducted by the Company during the three months ended September 30, 2019 or fiscal 2019.

(c) *Share Option Plan*

The Company has established a rolling share option plan (the “Plan”), in which the maximum number of common shares which can be reserved for issuance under the Plan is 10% of the issued and outstanding shares of the Company. The minimum exercise price of the options is set at the Company’s closing share price on the day before the grant date, less allowable discounts. Options granted may be subject to vesting provisions as determined by the Board of Directors and have a maximum term of five years.

No share options were granted or vested during during the three months ended September 30, 2019 or 2018.

A summary of the Company’s share options at September 30, 2019 and 2018 and the changes for the three months ended on those dates, is as follows:

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NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
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5. Share Capital (continued)

	2019		2019	
	Number of Options Outstanding	Weighted Average Exercise Price \$	Number of Options Outstanding	Weighted Average Exercise Price \$
Balance, beginning and end of period	<u>4,000,000</u>	0.05	<u>4,000,000</u>	0.05

As at September 30, 2019 options to purchase 4,000,000 common shares were outstanding and exercisable at an exercise price of \$0.05 per share expiring April 23, 2024.

6. Related Party Disclosures

A number of key management personnel, or their related parties, hold positions in other entities that result in them having control or significant influence over the financial or operating policies of those entities. Certain of these entities transacted with the Company during the reporting period. The Company has determined that key management personnel consists of members of the Company's Board of Directors and Executive Officers.

- (a) During the three months ended September 30, 2019 the Company incurred \$22,000 (2018 - \$27,000) for executive management compensation to key management personnel. As at September 30, 2019 \$37,005 (June 30, 2019 - \$27,005) remained unpaid and has been included in accounts payable and accrued liabilities.
- (b) During the three months ended September 30, 2019 the Company incurred a total of \$2,500 (2018 - \$1,900) with Chase Management Ltd. ("Chase"), a private corporation owned by the CFO of the Company, for accounting and administrative services provided by Chase personnel, excluding the CFO, and \$1,005 (2018 - \$1,005) for rent. As at September 30, 2019 \$1,500 (June 30, 2019 - \$2,135) remained unpaid and has been included in accounts payable and accrued liabilities.

7. Financial Instruments and Risk Management

Categories of Financial Assets and Financial Liabilities

Financial instruments are classified into one of the following categories: FVTPL; amortized cost; and fair value through other comprehensive income ("FVOCI"). The carrying values of the Company's financial instruments are classified into the following categories:

Financial Instrument	Category	September 30, 2019 \$	June 30, 2019 \$
Cash	FVTPL	621,292	642,209
Accounts payable and accrued liabilities	Amortized cost	(108,411)	(95,589)

The Company's financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

- Level 1 - Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and value to provide pricing information on an ongoing basis.
- Level 2 - Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the market place.

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7. Financial Instruments and Risk Management (continued)

Level 3 - Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

The recorded amounts for accounts payable and accrued liabilities approximate their fair value due to their short-term nature. The Company's fair value of cash under the fair value hierarchy are measured using Level 1 inputs.

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

Credit Risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash. Management believes that the credit risk concentration with respect to financial instruments included in cash is remote.

Liquidity Risk

Liquidity risk is the risk that the Company will not have the resources to meet its obligations as they fall due. The Company manages this risk by closely monitoring cash forecasts and managing resources to ensure that it will have sufficient liquidity to meet its obligations. All of the Company's financial liabilities are classified as current and are anticipated to mature within the next fiscal period. The following table is based on the contractual maturity dates of financial assets and the earliest date on which the Company can be required to settle financial liabilities.

	Contractual Maturity Analysis at September 30, 2019				
	Less than 3 Months \$	3 - 12 Months \$	1 - 5 Years \$	Over 5 Years \$	Total \$
Cash	621,292	-	-	-	621,292
Accounts payable and accrued liabilities	(108,411)	-	-	-	(108,411)

	Contractual Maturity Analysis at June 30, 2019				
	Less than 3 Months \$	3 - 12 Months \$	1 - 5 Years \$	Over 5 Years \$	Total \$
Cash	642,209	-	-	-	642,209
Accounts payable and accrued liabilities	(95,589)	-	-	-	(95,589)

Market Risk

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

(a) Interest Rate Risk

The Company is exposed to interest rate risk to the extent that the cash bears floating rates of interest. The interest rate risk on cash and on the Company's obligations are not considered significant.

(b) Foreign Currency Risk

The Company's operating expenses are incurred in Canadian Dollars. The Company maintains a US Dollar bank account in Canada to support the cash needs of its foreign operations. The fluctuation of the Canadian Dollar in relation to the US Dollar will have an impact upon the profitability of the Company and the value of the Company's assets and the amount of shareholders' equity. The Company has not entered into any agreements or purchased any instruments to hedge possible currency risks. At September 30, 2019, 1 Canadian Dollar was equal to \$0.76 US Dollar.

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NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
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7. Financial Instruments and Risk Management (continued)

Balances are as follows:

	US Dollar	CDN \$ Equivalent
Cash	458,623	603,451
Accounts payable and accrued liabilities	<u>(50,000)</u>	<u>(65,789)</u>
	<u>408,623</u>	<u>537,662</u>

Based on the net exposures as of September 30, 2019 and assuming that all other variables remain constant, a 10% fluctuation on the Canadian Dollar against the US Dollar would result in the Company's net loss being approximately \$66,000 higher (or lower).

Capital Management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition and exploration of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company defines capital that it manages as share capital, cash and cash equivalents and short-term investments. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

8. Segmented Information

The Company operates in one reportable segment, the exploration and development of unproven exploration and evaluation assets. The Company is in the exploration stage and has no reportable segment revenues or operating results.

The Company's total assets and operations are segmented geographically as follows:

	<u>September 30, 2019</u>		
	Canada \$	Kazakhstan \$	Total \$
Total assets	<u>626,338</u>	<u>-</u>	<u>626,338</u>
Net loss for the period	<u>(33,711)</u>	<u>(265)</u>	<u>(33,976)</u>
	<u>June 30, 2019</u>		
	Canada \$	Kazakhstan \$	Total \$
Total assets	<u>647,492</u>	<u>-</u>	<u>647,492</u>
Net (loss) income for the year	<u>(387,581)</u>	<u>89,621</u>	<u>(297,960)</u>