

**GRANDE PORTAGE RESOURCES LTD.**  
**(An Exploration Stage Company)**  
**Condensed Consolidated Interim Financial Statements**  
**July 31, 2018 and 2017**  
**(Expressed in Canadian Dollars)**

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**MANAGEMENT’S RESPONSIBILITY FOR FINANCIAL REPORTING**

The financial statements and all information in the quarterly report are the responsibility of the Board of Directors and management. These financial statements have been prepared by management in accordance with International Financial Reporting Standards. Management maintains the necessary systems of internal controls, policies and procedures to provide assurance that assets are safeguarded and that the financial records are reliable and form a proper basis for the preparation of financial statements.

The Board of Directors ensures that management fulfils its responsibilities for financial reporting and internal control through an Audit Committee. This committee, which reports to the Board of Directors, meets with the independent auditors and reviews the financial statements.

The financial statements for the nine-month period ended July 31, 2018 and 2017 are unaudited and prepared by Management.

The Company’s independent auditor has not performed a review of these condensed consolidated interim financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity’s auditor.

*“Ian Klassen” (signed)*

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Ian Klassen  
President, CEO and Director

Vancouver, British Columbia  
September 25, 2018

*“Michele Pillon” (signed)*

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Michele Pillon  
Chief Financial Officer

**GRANDE PORTAGE RESOURCES LTD.**  
**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION**  
(Expressed in Canadian Dollars)

<b>As at</b>	<b>Note</b>	<b>July 31, 2018</b>	<b>October 31, 2017</b>
		\$	\$
<b>ASSETS</b>			
<b>CURRENT ASSETS</b>			
Cash and cash equivalents		154,698	544,024
Amounts receivable		7,077	-
Prepaid Expenses		4,517	35,986
Marketable securities		1,507	1,035
		167,799	581,045
<b>RECLAMATION BONDS</b>	3	54,759	54,759
<b>EXPLORATION AND EVALUATION ASSETS</b>	4	6,420,767	5,830,763
		6,643,325	6,466,567
<b>LIABILITIES</b>			
<b>CURRENT LIABILITIES</b>			
Accounts payable and accrued liabilities	6	601,767	345,214
Due to related parties		272,344	164,850
		874,111	510,064
<b>SHAREHOLDERS' EQUITY</b>			
<b>SHARE CAPITAL</b>	5	20,669,966	20,405,108
<b>SHARES ISSUABLE</b>		-	114,070
<b>RESERVES</b>		2,217,845	1,958,245
<b>DEFICIT</b>		(17,118,597)	(16,520,920)
		5,769,214	5,956,503
		6,643,325	6,466,567

Nature of Operations and Going Concern (Note 1)  
Commitments and Contingencies (Note 10)  
Subsequent Events (Note 11)

**APPROVED ON BEHALF OF THE BOARD OF DIRECTORS:**

<u>"Ian Klassen"</u> Ian Klassen	Director	<u>"Alistair MacLennan"</u> Alistair MacLennan	Director
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The accompanying notes are an integral part of these consolidated financial statements

**GRANDE PORTAGE RESOURCES LTD.**  
**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS**  
**FOR THE NINE MONTHS ENDED JULY 31, 2018 AND 2017**  
(Expressed in Canadian Dollars)

	Three Months Ended July 31,		Nine Months Ended July 31,	
	2018	2017	2018	2017
<b>Administrative expenses</b>				
Share-based compensation	\$ -	\$ 84,100	\$ 259,600	\$ 84,100
Management fees	42,150	42,150	126,450	126,450
Legal and accounting	27,854	13,770	98,566	72,480
Investor & shareholder relations	36,854	1,606	61,802	4,492
Rent	4,500	4,500	13,500	13,500
Office and miscellaneous	2,890	3,132	10,882	14,000
Regulatory and transfer agent fees	12,710	7,567	20,641	24,782
Consulting	-	-	5,000	-
Travel & promotion	662	1,353	2,086	2,754
<b>Total expenses</b>	<b>(127,620)</b>	<b>(158,178)</b>	<b>(598,527)</b>	<b>(342,558)</b>
<b>Other items</b>				
Foreign Exchange gain / (loss)	307	(329)	309	(2,130)
Unrealized gain / (loss) on marketable securities	214	(572)	473	(430)
Interest earned	68	-	68	-
Sale of equipment	-	-	-	6,650
Sale of Crown Grants	-	-	-	55,600
	589	(901)	850	59,690
<b>Gain / (Loss) for the period</b>	<b>(127,031)</b>	<b>(159,079)</b>	<b>(597,677)</b>	<b>(282,868)</b>
<b>Deficit, beginning of period</b>	<b>(16,991,566)</b>	<b>(16,127,188)</b>	<b>(16,520,920)</b>	<b>(16,003,399)</b>
<b>Deficit, end of period</b>	<b>\$ (17,118,597)</b>	<b>\$ (16,286,267)</b>	<b>\$ (17,118,597)</b>	<b>\$ (16,286,267)</b>
<b>Gain / (Loss) per share</b>	<b>\$ 0.00</b>	<b>\$ 0.01</b>	<b>\$ 0.02</b>	<b>\$ 0.01</b>
<b>Weighted average number of shares outstanding</b>	<b>31,663,952</b>	<b>20,239,857</b>	<b>30,736,629</b>	<b>18,325,271</b>

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**GRANDE PORTAGE RESOURCES LTD.**  
**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY**  
**FOR THE NINE MONTHS ENDED JULY 31, 2018 AND 2017**  
(Expressed in Canadian Dollars)

	Issued Capital		Shares Issuable	Contributed Surplus	Deficit	Total
	Shares Note 5(b)	Amount \$				
<b>Balance, October 31, 2016</b>	<b>13,137,570</b>	<b>18,141,072</b>	<b>165,450</b>	<b>1,842,517</b>	<b>(16,003,399)</b>	<b>4,145,640</b>
Shares issued for Private Placement	7,831,999	1,174,800	(165,450)	-	-	819,350
Finders' fees paid	-	(44,927)	-	-	-	(32,926)
SBC on Finders' warrants	-	(23,832)	-	23,832	-	-
SBC on Option grant	-	-	-	134,300	-	134,300
Comprehensive loss	-	-	-	-	(282,868)	(282,868)
<b>Balance, July 31, 2017</b>	<b>20,969,567</b>	<b>19,247,113</b>	<b>-</b>	<b>2,000,649</b>	<b>(16,286,267)</b>	<b>4,961,495</b>
<b>Balance, October 31, 2017</b>	<b>29,379,401</b>	<b>20,405,108</b>	<b>114,070</b>	<b>1,958,245</b>	<b>(16,520,920)</b>	<b>5,956,503</b>
Shares issued for property – Quaterra	760,464	114,070	(114,070)	-	-	-
Shares issued for warrant exercise	1,510,500	113,288	-	-	-	113,288
Shares issued for option exercise	250,000	37,500	-	-	-	37,500
Share-based compensation	-	-	-	259,600	-	259,600
Comprehensive loss	-	-	-	-	(597,677)	(597,677)
<b>Balance, July 31, 2018</b>	<b>31,900,365</b>	<b>20,669,966</b>	<b>-</b>	<b>2,217,845</b>	<b>(17,118,597)</b>	<b>5,769,214</b>

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

**GRANDE PORTAGE RESOURCES LTD.**  
**CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS**  
**FOR THE NINE MONTHS ENDED JULY 31, 2018 AND 2017**  
(Expressed in Canadian Dollars)

For the	Three Months Ended		Nine Months Ended	
	July 31,		July 31,	
	2018	2017	2018	2017
<b>Cash provided by (used for)</b>				
<b>Operating activities</b>				
Net loss for the period	\$ (127,031)	\$ (159,079)	\$ (597,677)	\$ (282,868)
Items not involving cash:				
Share-based compensation of Agents warrants	-	134,300	259,600	158,132
Unrealized gain (loss) on marketable securities	(214)	572	(473)	430
<b>Net change in non-cash working capital</b>	<b>(127,245)</b>	<b>(24,207)</b>	<b>(338,550)</b>	<b>(124,306)</b>
Accounts receivable	(563)	13,835	(7,077)	5,018
Prepaid expenses	433	(2,132)	31,469	9,455
Accounts payable	593,925	54,521	364,048	(97,539)
	593,794	66,224	388,440	(83,066)
	466,549	42,017	49,890	(207,372)
<b>Investing activities</b>				
Expenditures on exploration and evaluation assets	(485,951)	(383,806)	(590,004)	(481,229)
<b>Financing activities</b>				
Shares issued for cash, net of costs	37,500	178,000	150,788	1,106,041
Share subscriptions converted to shares	-	-	-	(165,450)
	37,500	178,000	150,788	940,591
<b>Net increase (decrease) in cash</b>	<b>18,099</b>	<b>(163,789)</b>	<b>(389,326)</b>	<b>251,990</b>
<b>Cash, beginning of period</b>	<b>136,599</b>	<b>612,509</b>	<b>544,024</b>	<b>196,730</b>
<b>Cash, end of period</b>	<b>\$ 154,698</b>	<b>\$ 448,720</b>	<b>\$ 154,698</b>	<b>\$ 448,720</b>

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

**GRANDE PORTAGE RESOURCES LTD.**  
**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
**FOR THE NINE MONTHS ENDED JULY 31, 2018 AND 2017**  
(Expressed in Canadian Dollars)

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**1. NATURE OF OPERATIONS AND GOING CONCERN**

Grande Portage Resources Ltd. (the “Company”) was incorporated under the Business Corporations Act of British Columbia. The Company is an exploration-stage public company, whose principal business activities are the exploration for and development of natural resource properties, namely gold in Alaska. The Company’s shares are listed for trading on the TSX Venture Exchange under the symbol GPG.

The address of the Company’s corporate office and principal place of business is #501 - 595 Howe Street, Vancouver, British Columbia, V6C 2T5.

The Company is in the process of exploring its exploration and evaluation assets and has not yet determined whether they contain reserves that are economically recoverable. The recoverability of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, confirmation of the Company’s interest in the underlying mineral claims, the ability of the Company to obtain necessary financing to complete the development and upon future profitable production or proceeds from the disposition thereof.

These condensed consolidated interim financial statements have been prepared on a going concern basis, which assumes that the Company will be able to meet its obligations and continue its operations for at least the next twelve months. Realization values may be substantially different from carrying values as shown and these financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. Such adjustments could be material.

At July 31, 2018, the Company held cash and cash equivalents of \$154,698 (October 31, 2017 - \$544,024), had a working capital deficit of \$706,312 (October 31, 2017 – Working Capital of \$70,981), has not yet achieved profitable operations, has commitments due in the coming fiscal year, and had an accumulated deficit of \$17,118,597 since inception and expects to incur further losses in the development of its business, all of which indicate the existence of a material uncertainty that may cast significant doubt upon the Company’s ability to continue as a going concern and, therefore, that it may be unable to realize its assets and discharge its liabilities in the normal course of business.

The Company’s ability to continue as a going concern is dependent upon its ability to obtain the necessary financing to advance its mineral property interests, meet its ongoing levels of corporate overhead and discharge its liabilities as they come due. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

**2. BASIS OF PREPARATION**

These condensed consolidated interim financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. As such, certain disclosures included in the annual financial statements prepared in accordance with IFRS have been condensed or omitted. Accordingly, these condensed consolidated interim financial statements should be read in conjunction with the Company’s audited consolidated annual financial statements for the year ended October 31, 2017. In preparation of these condensed consolidated interim financial statements, the Company has consistently applied the same accounting policies as disclosed in note 2 to the audited consolidated annual financial statements for the year ended October 31, 2017.

These unaudited condensed consolidated interim financial statements were approved by the Board of Directors on September 26, 2018.

**GRANDE PORTAGE RESOURCES LTD.**  
**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
**FOR THE NINE MONTHS ENDED JULY 31, 2018 AND 2017**

(Expressed in Canadian Dollars)

**3. RECLAMATION BONDS**

The Company placed Guaranteed Interest Certificates (“GICs”) in trust as reclamation deposits pursuant to a condition of receiving consent from a government agency to explore its resource property interests. As at July 31, 2018, the Company held GICs totaling \$54,759 (US \$42,472) (2017 – \$Nil).

**4. EXPLORATION AND EVALUATION ASSETS**

	<b>Herbert Gold</b>
Balance, October 31, 2016	\$4,326,701
Deferred exploration costs:	
Acquisition costs	26,860
Consulting	1,129
Drilling advances	89,741
Field expenses	30,546
Food/lodging	37,872
Freight	3,069
Fuel	3,731
Geological fees	40,406
Helicopter costs	90,938
Legal fees	18,178
Site personnel	27,231
Share-based compensation	50,200
Travel costs	3,976
Total additions, net of recoveries	481,229
<b>Balance, July 31, 2017</b>	<b>\$4,807,930</b>
<b>Balance, October 31, 2017</b>	<b>\$5,830,763</b>
Acquisition costs:	
Shares issued	-
Cash payments and other	38,790
	38,790
Deferred exploration costs:	
Assaying	16,206
Drilling	274,401
Field expenses	28,382
Food and lodging	48,020
Freight	12,089
Fuel costs	5,587
Geological consulting	71,294
Helicopter costs	57,955
Legal fees	1,463
Site Personnel	18,523
Travel costs	13,043
Vehicle rentals	4,251
Total additions	590,004
<b>Balance, July 31, 2018</b>	<b>\$6,420,767</b>

**GRANDE PORTAGE RESOURCES LTD.**  
**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
**FOR THE NINE MONTHS ENDED JULY 31, 2018 AND 2017**  
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**4. EXPLORATION AND EVALUATION ASSETS (continued)**

b) Herbert Gold Project

Pursuant to an agreement dated June 16, 2010, as amended on June 12, 2012, (the “Option Agreement”) with Quaterra Alaska, Inc. (“Quaterra”), the Company was granted and has exercised an option to acquire a 65% interest in a mining lease dated November 1, 2007 (the “Mining Lease”) for the Herbert Gold Project, consisting of 84 unpatented mining claims (now 91 unpatented mining claims pursuant to the area of interest provisions of the Mining Lease), located 20 miles north of Juneau, Alaska. The Company was required to incur at least USD\$1,250,000 (incurred) under the Option Agreement in exploration expenditures on the property to acquire its 65% interest.

On October 24, 2011, the Company entered into a joint operation with Quaterra (the “JVA”) with their initial joint interests being Quaterra 35% and the Company 65%. Under the JVA, the Company’s subsidiary was appointed as operator of the project. Pursuant to the JVA, Quaterra and the Company’s subsidiary were deemed to have contributed a value of \$673,077 and \$1,250,000, respectively, as Initial Contributions. These initial values were deemed contributed in full by both parties as at October 31, 2012. Each party was also required to contribute its proportionate share of costs for all future exploration and development work. During the year ended October 31, 2015, Quaterra gave the Company a notification of its election not to participate in future programs on the property. This notice did not cancel the JVA between the Company and Quaterra, according to which Quaterra continued to be responsible for 35% of the claim maintenance fees.

During the year ended October 31, 2016, the Company entered into a purchase agreement with Quaterra to acquire Quaterra’s remaining 35% interest in the Mining Lease in exchange for the issuance of 1,182,331 common shares (issued) on a non-diluted basis, equal to 9.0% of the Company’s outstanding common shares and, a cash payment of \$250,000 USD (due within 90 days of the earlier of: (i) the delivery of a favorable feasibility report on the Herbert Gold Project; or (ii) change of control of the Company; or (iii) sale of the Herbert Gold Project). The Company issued the 1,182,331 common shares during the year ended October 31, 2016, but these were held by the Company until such time that the assignment of the remaining 35% interest to the Company was completed during the year ended October 31, 2017. Quaterra was also granted a limited right to participate in any future equity financings of the Company up to the next \$1.0 million raised, in order to maintain its equity interest in the Company at its then current equity interest in the Company on a non-diluted basis. The opportunity to participate has now expired.

An additional 760,464 common shares of the Company were issued to Quaterra during the period with respect to the private placement completed in June 2017, pursuant to Quaterra’s anti-dilution rights described above (which are now fulfilled).

**5. SHARE CAPITAL**

a) Authorized - Unlimited number of common shares without par value.

b) Issued

As at July 31, 2018, there were 31,900,365 common shares issued and outstanding (October 31, 2017: 29,379,403).

(i) During the current nine-month period, 1,510,500 warrants were exercised at a price of \$0.075 for gross proceeds of \$113,288 and 250,000 options were exercised at a price of \$0.15 for gross proceeds of \$37,500.

**GRANDE PORTAGE RESOURCES LTD.**  
**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
**FOR THE NINE MONTHS ENDED JULY 31, 2018 AND 2017**  
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**5. SHARE CAPITAL (continued)**

- (ii) In August 2017, the Company closed a non-brokered private placement consisting of 2,916,667 units at \$0.15 per unit for gross proceeds of \$437,500. Each unit consists of one common share and one-half share purchase warrant. In connection with the private placement, the Company paid finder's fees of \$23,400 cash and 156,000 share purchase warrants at a fair value of \$20,000. Each whole warrant is exercisable at \$0.25 per share for a period of 18 months.
  - (iii) In June 2017, the Company closed a non-brokered private placement consisting of 1,266,666 units at \$0.15 per unit for gross proceeds of \$190,000. Each unit consists of one common share and one-half share purchase warrant. In connection with the private placement, the Company paid finder's fees of \$12,000 cash and issued 80,000 share purchase warrants at a fair value of \$8,000. Each whole warrant is exercisable at \$0.25 per share for a period of 18 months. The warrants also include an acceleration clause whereby if the trading price of the Company's shares on the TSX Venture Exchange exceeds \$0.50 for 10 consecutive trading days, the expiry time of the warrants shall be accelerated, at the option of the Company, such that the expiry time will be 30 calendar days.
  - (iv) In March 2017, the Company closed a non-brokered private placement consisting of 2,265,333 units at \$0.15 per unit for gross proceeds of \$339,800. Each unit consists of one common share and one-half share purchase warrant. In connection with the private placement, the Company paid finder's fees of \$15,208 cash and issued 101,383 share purchase warrants at a fair value of \$11,000. Each whole warrant is exercisable at \$0.25 per share for a period of 18 months. The warrants also include an acceleration clause whereby if the trading price of the Company's shares on the TSX Venture Exchange exceeds \$0.50 for 10 consecutive trading days, the expiry time of the warrants shall be accelerated, at the option of the Company, such that the expiry time will be 30 calendar days.
  - (v) During the year ended October 31, 2017, the Company issued 5,493,167 common shares pursuant to the exercise of warrants and stock options for gross proceeds of \$701,490. In connection with the exercise of warrants and stock options, the Company reallocated the \$70,572 of previously recorded contributed surplus to share capital.
  - (vi) On December 6, 2016, the Company completed a non-brokered private placement with the issuance of 4,300,000 Units for gross proceeds of \$645,000. Each Unit consists of one common share and one share purchase warrant exercisable for a period of 18 months at \$0.25 per whole warrant.
- c) Stock options

Effective October 31, 2012, the Company adopted a revised rolling stock option plan under whereby a maximum of 10% of the issued shares will be reserved for issuance under the plan. The stock option plan provides for the granting of stock options to directors, officers, employees, consultants, consulting company or management company employees, and eligible charitable organizations. Shares issuable under the plan to insiders as a group, or to any one optionee, consultant, and investor relation person are restricted up to a limit of 10%, 5%, 2% and 2%, respectively, of the Company's total number of issued and outstanding shares per year. An option shall be granted as fully vested, unless a vesting schedule is imposed by the board as a condition of the grant date and provided that if the option is being granted to an eligible person who is providing investor relating activities to the Company, then the option must vest in stages over at least a one-year period and not more than  $\frac{1}{4}$  of such options may be vested in any three-month period.

**GRANDE PORTAGE RESOURCES LTD.**  
**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
**FOR THE NINE MONTHS ENDED JULY 31, 2018 AND 2017**  
(Expressed in Canadian Dollars)

**5. SHARE CAPITAL (continued)**

Details of the status of the Company's stock options as at July 31, 2018 are as follows:

	<b>Number of Options</b>	<b>Weighted-Average Exercise Price</b>
Balance, October 31, 2015	417,500	\$ 1.60
Expired	(55,000)	1.50
Granted	800,000	0.15
Balance, October 31, 2016	1,162,500	0.61
Exercised	(475,000)	0.16
Expired	(362,500)	0.16
Granted	900,000	0.20
Balance, October 31, 2017	1,225,000	\$ 0.18
Granted	1,500,000	0.15
Exercised	(250,000)	(0.15)
<b>Balance, July 31, 2018</b>	<b>2,475,000</b>	<b>\$ 0.16</b>

The Company applies the fair value method using the Black-Scholes option pricing model in accounting for stock options granted to employees. Stock options granted to non-employee are valued using the Black-Scholes Option Pricing Model as the fair values of services received were not reliably measurable.

The fair value of the options granted was calculated using the following weighted average assumptions:

	<b>2018</b>	<b>2017</b>
Expected life (years)	5.00	5.00
Risk-free interest rate	2.04%	1.52%
Expected annualized volatility	180%	140%
Dividend yield	N/A	N/A
Stock price at grant date	\$0.18	\$0.19
Exercise price	\$0.15	\$0.20
Weighted average grant date fair value	\$0.17	\$0.17

Option pricing models require the input of highly subjective assumptions regarding volatility. The Company has used historical volatility to estimate the volatility of the share price.

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**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
**FOR THE NINE MONTHS ENDED JULY 31, 2018 AND 2017**  
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**5. SHARE CAPITAL (continued)**

c) Stock options (continued)

As at July 31, 2018, the following stock options were outstanding and exercisable:

<b>Outstanding Number of Options</b>	<b>Expiry Date</b>	<b>Exercise Price</b>
		\$
425,000	July 13, 2021	0.15
800,000	July 19, 2022	0.20
1,250,000	February 23, 2023	0.15
<b>2,725,000</b>		

The weighted average remaining contractual life of stock options outstanding at July 31, 2018 is 3.84 years (2017 – 4.00 years).

d) Warrants

The following table summarizes the continuity of the Company's warrants:

	<b>Number of Warrants</b>	<b>Weighted-Average Exercise Price</b>
Balance, October 31, 2016	5,106,500	\$0.075
Granted	5,824,172	0.25
Exercised	(5,018,167)	0.12
Balance, October 31, 2017	5,912,505	0.21
Exercised	(1,510,500)	0.075
Expired	(112,455)	0.25
<b>Balance, July 31, 2018</b>	<b>4,289,550</b>	<b>\$0.25</b>

The weighted average remaining contractual life of warrants outstanding at July 31, 2018 is 0.44 years.

The Company applies the fair value method using the Black-Scholes option pricing model in accounting for agent warrants.

The fair value of the finder warrants grant was calculated using the following weighted average assumptions:

	<b>2018</b>	<b>2017</b>
Expected life (years)	N/A	1.50
Risk-free interest rate	N/A	0.70%
Expected annualized volatility	N/A	187%
Dividend yield	N/A	N/A
Stock price at grant date	N/A	\$0.16
Exercise price	N/A	\$0.25
Weighted average grant date fair value	N/A	\$0.11

Option pricing models require the input of highly subjective assumptions regarding volatility. The Company has used historical volatility to estimate the volatility of the share price.

**GRANDE PORTAGE RESOURCES LTD.**  
**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
**FOR THE NINE MONTHS ENDED JULY 31, 2018 AND 2017**  
(Expressed in Canadian Dollars)

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**6. RELATED PARTY TRANSACTIONS AND KEY PERSONNEL COMPENSATION**

Included in accounts payable at July 31, 2018 is \$272,344 (2017 - \$202,086) owing for services to companies controlled by directors and officers of the Company. These amounts are unsecured, non-interest bearing, and are due on demand.

During the nine months ended July 31, 2018, the Company incurred the following related party transactions:

- (a) As at July 31, 2018, \$3,410 (2017 - \$25,230) in legal fees was paid to a law firm of which a principal shareholder was formerly a director of the Company;
- (b) As at July 31, 2018, the Company incurred a total of \$74,700 (2017 - \$74,700) to a company controlled by the President & CEO of the Company for management services.
- (c) The Company paid or incurred a total of \$51,750 (2017 - \$51,750) to a company controlled by a Director of the Company for management services.
- (d) The Company paid or incurred \$22,500 (2017 - \$22,500) to a company controlled by the CFO of the Company for accounting fees.

The Company has identified its directors and senior officers as its key management personnel. No post-employment benefits, other long-terms benefits and termination benefits were made during the nine months ended July 31, 2018 and 2017. Short-term key management compensation consists of the following for the nine months ended July 31, 2018 and 2017:

	<b>2018</b>	<b>2017</b>
Management fees	\$ 126,450	\$ 126,450
Accounting fees	22,500	22,500
Share-based payments	259,600	-
	<b>\$ 408,550</b>	<b>\$ 148,950</b>

The Company entered into management fee agreements for a term of two years with a Director, the President, and the CFO of the Company (“Contractors”) in the amounts of annual compensation of \$69,900 per annum and \$99,900, and \$30,000 per annum, respectively (see Note 10). The agreements expire in October 31, 2018 and the Company is committed to make monthly payments of \$16,550.

**7. CAPITAL MANAGEMENT**

The Company defines capital as all components of shareholders’ equity. 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, exploration and development of exploration and evaluation assets. 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 is not subject to any externally imposed capital requirements.

The properties in which the Company currently has an interest are in the exploration stage; as such the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. 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.

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Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There have been no changes to the Company's approach to capital management during the nine months ended July 31, 2018.

**8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT**

Financial Instruments measured at fair value are classified into one of three levels using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

**Fair value**

The Company's financial instruments include cash and cash equivalents, receivables, and accounts payable. The carrying values of cash, receivables and payables approximate fair value because of the short-term nature of these instruments.

**9. SEGMENTED INFORMATION**

The Company operates in one reportable operating segment, being the acquisition and exploration of resource properties. The Company operates in both Canada and the U.S.A. The Company's exploration and evaluation assets in geographic locations are as follows:

	<b>July 31, 2018</b>	<b>October 31, 2017</b>
<b>U.S.A.</b>	<b>\$ 6,420,767</b>	<b>\$ 5,830,763</b>

**10. COMMITMENTS**

The Company entered into management fee agreements with a Director, the President, and the CFO of the Company (see Note 6). The agreements can be terminated by the Company upon providing twelve months of notice, based on the mutual agreement or with no notice for just cause. In case of the absence of just cause or of the mutual agreement, the Company is required to pay a full twelve months of additional compensation upon termination. The agreements expire on October 31, 2018 and the Company is committed to make monthly payments of \$16,550.

**11. SUBSEQUENT EVENTS**

- a) On August 2, 2018, 500,000 warrants at a price of \$0.25 were exercised for gross proceeds of \$125,000.
- b) On August 6, 2018, 1,149,500 warrants at an exercise price of \$0.25 expired unexercised.
- c) On September 2, 2018, 892,383 warrants at an exercise price of \$0.25 expired unexercised.
- d) On September 20, 2018, the Company closed a short-form prospectus offering through Mackie Research Capital Corporation resulting in the issuance of 11,600,000 units of the Company at the price of \$0.20 per Unit to raise aggregate gross proceeds of \$2,320,000. Each Unit consisted of one (1) common share of the Company and one-half (1/2) of one common share purchase warrant. Each whole Warrant is exercisable to purchase one additional Common Share at an exercise price of \$0.275, subject to adjustment, until September 19, 2019, subject to the Company's right to accelerate the exercise of the Warrants, in the event

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that trading price of its common shares is equal to or greater than \$0.50 per share for ten (10) consecutive trading days.

- e) On September 25, 2018, the Company announced that subject to TSX Venture Exchange approval, the Company has granted incentive stock options to various directors, officers and consultants to purchase up to 1,200,000 common shares exercisable on or before September 24, 2023 at a price of \$0.22 per share.