

**TEUTON RESOURCES CORP.**

Interim Condensed Financial Statements

Nine Months Ended September 30, 2018

(Expressed in Canadian dollars)

(unaudited)

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

Under National Instrument 51-102, "Continuous Disclosure Obligations", Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim condensed financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The Company's external auditors, Manning Elliott LLP, have not performed a review of these interim condensed financial statements.

**TEUTON RESOURCES CORP.**Interim condensed statements of financial position  
(Expressed in Canadian dollars)

	September 30, 2018 \$ (unaudited)	December 31, 2017 \$
<b>Assets</b>		
<b>Current assets</b>		
Cash	274,197	514,958
Marketable securities (Note 3)	601,031	688,638
Amounts receivable (Note 4)	51,311	39,466
Prepaid expenses	1,000	–
<b>Total current assets</b>	<b>927,539</b>	<b>1,243,062</b>
<b>Non-current assets</b>		
Due from related party (Note 8)	115,171	166,029
Reclamation bonds	121,300	104,300
Property and equipment (Note 5)	461,781	218,809
Exploration and evaluation assets (Note 6)	3,057,142	2,758,407
<b>Total non-current assets</b>	<b>3,755,394</b>	<b>3,247,545</b>
<b>Total assets</b>	<b>4,682,933</b>	<b>4,490,607</b>
<b>Liabilities</b>		
<b>Current liabilities</b>		
Accounts payable and accrued liabilities (Notes 7 and 8)	43,197	53,987
Due to related parties (Note 8)	11,609	30,743
<b>Total liabilities</b>	<b>54,806</b>	<b>84,730</b>
<b>Equity</b>		
Share capital	16,779,613	16,235,273
Share subscriptions received (Note 9)	–	39,000
Share-based payment reserve	1,801,271	1,355,097
Accumulated other comprehensive loss	(1,288,578)	(946,222)
Deficit	(12,664,179)	(12,277,271)
<b>Total equity</b>	<b>4,628,127</b>	<b>4,405,877</b>
<b>Total liabilities and equity</b>	<b>4,682,933</b>	<b>4,490,607</b>

Nature of operations and going concern (Note 1)  
Subsequent event (Note 12)

Approved and authorized for issuance on behalf of the Board on November 29, 2018:

/s/ Dino Cremonese

Dino Cremonese, Director

/s/ Edward Kruchowski

Edward Kruchowski, Director

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

**TEUTON RESOURCES CORP.**

Interim condensed statements of operations and comprehensive income (loss)  
(Expressed in Canadian dollars)  
(unaudited)

	Three months ended September 30, 2018 \$	Three months ended September 30, 2017 \$	Nine months ended September 30, 2018 \$	Nine months ended September 30, 2017 \$
<b>Expenses</b>				
Advertising and promotion	7,760	–	16,443	4,415
Consulting	15,000	15,000	50,500	46,156
Depreciation	6,064	6,153	16,174	18,458
Office, rent, and telephone (Note 8)	5,202	11,136	17,862	30,210
Professional fees	3,000	2,900	11,300	10,800
Salaries and benefits (Note 8)	–	12,000	78,011	87,735
Share-based compensation	–	–	446,174	–
Transfer agent and regulatory fees	1,521	1,246	4,986	11,709
Travel	992	–	992	1,506
<b>Total expenses</b>	<b>39,539</b>	<b>48,435</b>	<b>642,442</b>	<b>210,989</b>
<b>Loss before other income</b>	<b>(39,539)</b>	<b>(48,435)</b>	<b>(642,442)</b>	<b>(210,989)</b>
<b>Other income</b>				
Gain on disposal of marketable securities	–	–	480	–
Interest income	69	327	69	327
Option proceeds in excess of capitalized costs	254,985	30,000	254,985	167,444
<b>Total other income</b>	<b>255,054</b>	<b>30,327</b>	<b>255,534</b>	<b>167,771</b>
<b>Net income (loss) for the period</b>	<b>215,515</b>	<b>(18,108)</b>	<b>(386,908)</b>	<b>(43,218)</b>
<b>Other comprehensive income (loss)</b>				
Unrealized loss on marketable securities (Note 3)	(217,802)	5,507	(342,356)	(13,819)
<b>Comprehensive loss for the period</b>	<b>(2,287)</b>	<b>(12,601)</b>	<b>(729,264)</b>	<b>(57,037)</b>
<b>Basic earnings (loss) per share</b>	<b>0.01</b>	<b>–</b>	<b>(0.01)</b>	<b>–</b>
<b>Diluted earnings (loss) per share</b>	<b>0.01</b>	<b>–</b>	<b>(0.01)</b>	<b>–</b>
<b>Weighted average number of common shares outstanding – basic</b>	<b>39,290,794</b>	<b>30,156,313</b>	<b>36,891,025</b>	<b>30,140,676</b>
<b>Weighted average number of common shares outstanding – diluted</b>	<b>39,290,794</b>	<b>30,156,313</b>	<b>36,891,025</b>	<b>30,140,676</b>

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

## TEUTON RESOURCES CORP.

Interim condensed statements of changes in equity

(Expressed in Canadian dollars)

(unaudited)

	Share capital		Share subscriptions received	Share-based payment reserve	Accumulated other comprehensive loss	Deficit	Total
	Number of shares	Amount \$					
Balance, December 31, 2017	31,430,882	16,235,273	39,000	1,355,097	(946,222)	(12,277,271)	4,405,877
Shares issued pursuant to warrants exercised	7,886,000	544,340	(39,000)	–	–	–	505,340
Share-based compensation	–	–	–	446,174	–	–	446,174
Unrealized loss on marketable securities	–	–	–	–	(342,356)	–	(342,356)
Net loss for the period	–	–	–	–	–	(386,908)	(386,908)
Balance, September 30, 2018	39,316,882	16,779,613	–	1,801,271	(1,288,578)	(12,664,179)	4,628,127

	Share capital		Share subscriptions received	Share-based payment reserve	Accumulated other comprehensive loss	Deficit	Total
	Number of shares	Amount \$					
Balance, December 31, 2016	30,108,882	16,145,843	13,500	1,355,097	(726,112)	(12,056,293)	4,732,035
Shares issued pursuant to warrants exercised	1,322,000	89,430	(13,500)	–	–	–	75,930
Unrealized loss on marketable securities	–	–	–	–	(13,820)	–	(13,820)
Net loss for the period	–	–	–	–	–	(43,218)	(43,218)
Balance, September 30, 2017	31,430,882	16,235,273	–	1,355,097	(739,932)	(12,099,511)	4,750,927

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

**TEUTON RESOURCES CORP.**

Interim condensed statements of cash flows  
(Expressed in Canadian dollars)  
(unaudited)

	Nine months ended September 30, 2018 \$	Nine months ended September 30, 2017 \$
Operating activities		
Net loss for the period	(386,908)	(43,218)
Items not involving cash:		
Depreciation	16,174	18,458
Gain on disposal of marketable securities	(480)	–
Option proceeds in excess of capitalized costs	(254,985)	(167,444)
Share-based compensation	446,174	–
Changes in non-cash operating working capital:		
Amounts receivable	(11,845)	167,187
Prepaid expenses	(1,000)	(2,499)
Accounts payable and accrued liabilities	(10,790)	(102,289)
Due to/from related parties, net	(9,408)	10,845
Net cash used in operating activities	(213,068)	(118,960)
Investing activities		
Proceeds from disposal of marketable securities	480	–
Reclamation bonds	(17,000)	–
Exploration and evaluation asset expenditures	(643,890)	(192,767)
Mineral property option payments received/cost recoveries	393,890	580,000
Purchase of property and equipment	(266,513)	(15,935)
Net cash provided by (used in) investing activities	(533,033)	371,298
Financing activities		
Proceeds from shares issued/subscriptions received	505,340	75,930
Net cash provided by financing activities	505,340	75,930
Change in cash	(240,761)	328,268
Cash, beginning of period	514,958	98,622
Cash, end of period	274,197	426,890
Non-cash investing and financing activities:		
Depreciation of property and equipment included in exploration and evaluation assets	7,367	7,103
Exploration and evaluation asset expenditures included in amounts due from a related party	41,132	–
Fair value of marketable securities received as mineral property option payments	254,749	30,500

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

## **TEUTON RESOURCES CORP.**

Notes to the interim condensed financial statements

September 30, 2018

(Expressed in Canadian dollars)

(unaudited)

### **1. Nature of Operations and Going Concern**

Teuton Resources Corp. (the "Company") is an exploration stage company and is in the business of acquiring, exploring and dealing in mineral properties in the province of British Columbia, Canada. There has been no determination whether properties held contain economically recoverable ore reserves. The Company jointly conducts business and exploration activities with another publicly listed company, Silver Grail Resources Ltd. ("Silver Grail"). Silver Grail shares office premises and consultants and has common directors. The Company's head office and principal place of business is 2130 Crescent Road, Victoria, BC, Canada. The Company is listed as a Tier 2 mining issuer on the TSX Venture Exchange ("TSX-V") under the symbol "TUO".

In the ordinary course of business, the Company sells or options property interests to third parties, accepting as consideration cash and/or securities of the acquiring party. The Company attempts to realize upon the value of securities as opportunities present themselves. The recoverability of valuations assigned to mineral properties is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the properties, the ability to obtain necessary financing to complete development, and future profitable production or proceeds from disposition.

These financial statements have been prepared on the going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. As at September 30, 2018, the Company has no source of recurring revenue, generates negative cash flows from operating activities, and has an accumulated deficit of \$12,664,179. These factors raise significant doubt about the Company's ability to continue as a going concern. The continued operations of the Company are dependent on its ability to generate future cash flows or obtain additional financing. Management is of the opinion that sufficient working capital will be obtained from external financing to meet the Company's liabilities and commitments as they become due, although there is a risk that additional financing will not be available on a timely basis or on terms acceptable to the Company. These financial statements do not reflect any adjustments that may be necessary if the Company is unable to continue as a going concern.

### **2. Significant Accounting Policies**

#### **(a) Basis of Preparation**

These unaudited interim condensed financial statements have been prepared in accordance with International Financial Reporting Standards applicable to interim financial information, as outlined in International Accounting Standard ("IAS") 34, "Interim Financial Reporting" and using the accounting policies consistent with those in the audited financial statements as at and for the year ended December 31, 2017.

These unaudited interim condensed financial statements do not include all disclosures normally provided in annual financial statements and should be read in conjunction with the annual financial statements as at and for the year ended December 31, 2017. Interim results are not necessarily indicative of the results expected for the fiscal year.

## TEUTON RESOURCES CORP.

Notes to the interim condensed financial statements  
September 30, 2018  
(Expressed in Canadian dollars)  
(unaudited)

### 2. Significant Accounting Policies (continued)

#### (b) Recent Accounting Pronouncements

The Company has adopted the following new standards, along with any consequential amendments, prior to or effective January 1, 2018. These changes were made in accordance with the applicable transitional provisions and did not impact the Company's condensed interim financial statements.

- IFRS 9, "Financial Instruments: Classification and Measurement" is effective for annual periods beginning on or after January 1, 2018. The Company adopted IFRS 9 retrospectively, without restatement of prior year financial statements. IFRS 9 replaces the provisions of IAS 39, Financial Instruments: Recognition and Measurement ("IAS 39") that relate to the recognition, classification, and measurements of financial assets and financial liabilities, derecognition of financial instruments, and impairment of financial assets. IFRS 9 uses a single approach to determine whether a financial asset is classified and measured at amortized cost or fair value. The approach in IFRS 9 is based on how the Company manages its financial instruments and the contractual cash flow characteristics of the financial asset. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward in IFRS 9. The application of IFRS 9 did not impact the Company's classification and measurement of financial assets and liabilities, and there was also no impact to the carrying value of any of the Company's financial assets or liabilities on the date of transition.

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

### 3. Marketable Securities

	December 31, 2017				September 30, 2018	
	Fair value	Additions	Disposals	Impairment	Unrealized loss	Fair value
	\$	\$	\$	\$	\$	\$
Marketable securities	688,638	254,749	–	–	(342,356)	601,031

The Company holds equity securities in publicly traded companies. During the period ended September 30, 2018, the Company recorded an unrealized loss in the amount of \$342,356 (2017 – \$13,820) which is included in accumulated other comprehensive loss.

### 4. Amounts Receivable

	September 30, December 31,	
	2018	2017
	\$	\$
BC mineral exploration tax credits receivable	31,973	31,973
GST receivable	19,338	7,493
	51,311	39,466

## TEUTON RESOURCES CORP.

Notes to the interim condensed financial statements

September 30, 2018

(Expressed in Canadian dollars)

(unaudited)

### 5. Property and Equipment

	Land \$	Building \$	Computer equipment \$	Field and drilling equipment \$	Furniture and equipment \$	Vehicle \$	Total \$
Cost:							
Balance, December 31, 2017	36,000	86,680	38,626	134,773	64,148	61,129	421,356
Additions	169,294	95,706	–	1,512	–	–	266,512
Balance, September 30, 2018	205,294	182,386	38,626	136,285	64,148	61,129	687,868
Accumulated depreciation:							
Balance, December 31, 2017	–	6,393	32,477	85,915	57,350	20,412	202,547
Additions	–	4,609	1,383	7,366	1,020	9,162	23,540
Balance, September 30, 2018	–	11,002	33,860	93,281	58,370	29,574	226,087
Carrying amounts:							
As at December 31, 2017	36,000	80,287	6,149	48,858	6,798	40,717	218,809
As at September 30, 2018	205,294	171,384	4,766	43,004	5,778	31,555	461,781

### 6. Exploration and Evaluation Assets

Exploration and evaluation assets consist of:

	Nine months ended September 30, 2018 \$	Year ended December 31, 2017 \$
Balance, beginning of period	2,758,407	3,131,442
Assays	17,902	35,900
Depreciation	7,367	10,108
Drilling	160,333	–
Engineering	34,200	20,000
Equipment rental, safety personnel, and supplies	37,690	15,632
Geological and geophysical	255,519	56,874
Helicopters	158,015	42,092
Prospecting, staking, and filing fees	–	7,556
Travel and accommodation	21,061	9,367
	692,087	197,529
Claims acquired	302	2,947
BC mineral exploration tax credits	–	(35,456)
Property option and cost recoveries received	(648,639)	(712,555)
Option proceeds in excess of capitalized costs	254,985	174,500
	(393,352)	(570,564)
Balance, end of period	3,057,142	2,758,407

## TEUTON RESOURCES CORP.

Notes to the interim condensed financial statements  
September 30, 2018  
(Expressed in Canadian dollars)  
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### 6. Exploration and Evaluation Assets (continued)

#### (a) Skeena Mining Division, British Columbia

The Company owns or originally owned a 100% interest in the following properties in the Skeena Mining Division.

##### (i) Treaty Creek Property

On April 4, 2007, the Company entered into an option agreement with American Creek Resources Ltd. ("American Creek") whereby American Creek had the right to earn a 51% interest in the Company's Treaty Creek Property. Under the terms of the option agreement, American Creek earned a 51% interest in the Treaty Creek Property by issuing 100,000 shares and incurring exploration expenditures on the Treaty Creek Property aggregating \$5,000,000.

St. Andrew Goldfields Ltd. has a 2% net smelter return royalty ("NSR") on 24 of the 44 mineral claims included in the Treaty Creek property. A buy-back of 1% of the NSR for \$1,000,000 is exercisable at any time until six months has passed from the commencement of commercial production.

On May 10, 2016, the Company entered into a joint venture agreement with Tudor Gold Corp. ("Tudor Gold") and American Creek with respect to the Treaty Creek property. Pursuant to this joint venture agreement, Tudor Gold will issue 500,000 common shares in the capital of Tudor Gold to each of American Creek and the Company to purchase American Creek's 31% interest and the Company's 29% interest, respectively, in the property (received). Tudor Gold must also incur \$1,000,000 in exploration expenditures during the year ended December 31, 2016 (incurred).

Thereafter, Tudor Gold will hold an immediate 60% interest, and the Company and American Creek will each hold an immediate 20% interest in the joint venture. Both the Company and American Creek's interests are fully carried during the exploration period until a production notice is given. Once a production notice has been received, the Company and American Creek will each be responsible for 20% of the costs going forward under the terms of the joint venture agreement.

The Company retains a 1-2% NSR on 49% of the property with no buyback.

##### (ii) Bonsai Property

The Company owns a 100% interest in the Bonsai property located in the Skeena Mining Division.

##### (iii) Leduc Silver Property

The Company owns a 100% interest in the Leduc Silver property located in the Skeena Mining Division.

##### (iv) Stamp Claims

The Company owns a 100% interest in the Stamp property located in the Skeena Mining Division.

## TEUTON RESOURCES CORP.

Notes to the interim condensed financial statements  
September 30, 2018  
(Expressed in Canadian dollars)  
(unaudited)

### 6. Exploration and Evaluation Assets (continued)

#### (a) Skeena Mining Division, British Columbia (continued)

##### (v) Four J's Claims

On August 9, 2010 and as amended on August 4, 2016 and September 22, 2017, the Company entered into an option agreement with Rotation Minerals Ltd. ("Rotation") whereby Rotation can earn an undivided 50% interest in the Four J's claims, by paying the Company a total of \$180,000 and incurring \$1,800,000 in mineral exploration expenditures as follows:

Cash consideration to be paid to the Company:

- \$20,000 to be paid within 5 business days on execution of the agreement (received);
- a further \$25,000 to be paid on or before August 9, 2011 (received);
- a further \$30,000 to be paid on or before August 9, 2012 (received);
- a further \$15,000 to be paid on or before August 9, 2016 (received);
- a further \$20,000 to be paid on or before August 9, 2017 (received);
- a further \$30,000 to be paid on or before August 9, 2018 (defaulted); and
- a further \$40,000 to be paid on or before August 9, 2019.

Exploration expenditures to be incurred by Rotation:

- \$397,716 on or before September 30, 2016 (incurred);
- a further \$100,000 on or before December 31, 2016 (incurred);
- a further \$500,000 on or before December 31, 2018; and
- a further \$802,284 on or before December 31, 2019.

Subject to Rotation duly exercising the first option above, Rotation will be granted another option to earn an additional 20% interest in the property by performing and paying for such additional exploration work, engineering studies, and reports as may be necessary in order to deliver a feasibility study to the Company. Rotation has 60 days from the date it exercises the first option to elect to earn the additional interest pursuant to the terms of the second option. As of September 30, 2018, Rotation is in default and is not continuing with the option.

##### (vi) IC2 Claim

On August 5, 2010, the Company paid \$5,000 and issued 40,000 shares to acquire an undivided 100% interest in this mineral claim. The claim is subject to a 1.5% NSR capped at \$500,000. The IC2 Claim was included in the claims optioned to Pretium Resources on July 14, 2015. Refer to Note 6(a)(xv).

##### (vii) Lord Nelson Claims

On October 26, 2010 and as amended November 25, 2015, the Company entered into an agreement to option out its Lord Nelson claims to Geofine Exploration Consultants Ltd. ("GFX"). On January 12, 2016 and as amended on May 16, 2018, GFX entered into a Notice of Assignment with Millrock Resources Inc. ("MRO"), whereby GFX assigned to MRO all of GFX's right, obligation, interest and liabilities as Optionee under the option agreement with the Company.

## TEUTON RESOURCES CORP.

Notes to the interim condensed financial statements  
September 30, 2018  
(Expressed in Canadian dollars)  
(unaudited)

### 6. Exploration and Evaluation Assets (continued)

#### (a) Skeena Mining Division, British Columbia (continued)

##### (vii) Lord Nelson Claims (continued)

In order to earn an undivided 100% interest in the property, MRO must pay the remaining \$120,000 balance of the \$210,000 of option payments and incur the remaining \$898,405 balance of the required \$1,200,000 in exploration expenditures as follows:

Cash consideration to be paid to the Company:

- \$15,000 on or before November 1, 2016 (received);
- a further \$20,000 to be paid on or before November 1, 2017 (received);
- a further \$17,500 to be paid on or before November 1, 2018;
- a further \$17,500 to be paid on or before November 1, 2019; and
- a further \$50,000 to be paid on or before November 1, 2020.

Notwithstanding the above, each of the option payment requirements shall be reduced by a \$5,000 credit each year that GFX stores the Company's core at its facility.

The \$898,405 of exploration expenditures must be incurred by MRO on or before November 1, 2020 with no specific annual expenditure amounts required.

The Company retains an NSR of 2%. An advance royalty of \$50,000 a year, indexed to inflation, is payable to the Company beginning in 2016 (extended to November 1, 2020).

##### (viii) High South Claims

On April 11, 2011, the Company issued 600,000 common shares with a fair value of \$342,000 pursuant to an agreement to purchase 12 mineral claims situated in the High South region. These claims are subject to a 2% NSR.

##### (ix) Fairweather Property

On December 15, 2015, the Company entered into an option agreement with Tudor Holdings Ltd. ("Tudor") whereby Tudor has the right to earn a 100% interest in the Company's Fairweather property located in the Skeena Mining Division. On May 24, 2016, Tudor assigned its right, obligation, interest and liabilities as Optionee under the option agreement with the Company to Tudor Gold Corp. ("Tudor Gold").

The property consists of six claims. On December 20, 2016, the Company entered into an amending agreement with Tudor Gold. To earn the 100% interest, Tudor Gold must pay a total of \$350,000 and issue 700,000 shares in the capital of Tudor Gold to the Company over five years.

On August 29, 2018, the Company entered into an amending agreement with Tudor Gold to reduce the total cash to be paid by \$50,000 and increase the number of shares to be issued by 166,667.

Cash consideration to be paid:

- \$30,000 to be paid upon signing of the agreement (received);
- a further \$20,000 to be paid on or before December 20, 2016 (received);
- a further \$60,000 to be paid on or before December 15, 2018;
- a further \$70,000 to be paid on or before December 15, 2019; and
- a further \$120,000 to be paid on or before December 15, 2020.

## TEUTON RESOURCES CORP.

Notes to the interim condensed financial statements  
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### 6. Exploration and Evaluation Assets (continued)

#### (a) Skeena Mining Division, British Columbia (continued)

##### (ix) Fairweather Property (continued)

Tudor has agreed to use its commercially reasonable efforts to sell the claims in the agreement to Tudor Gold at cost. The shares of Tudor Gold will then be issued to the Company as follows:

Share consideration to be paid:

- 250,000 shares of Tudor Gold to be issued within five days of Tudor Gold receiving regulatory approval for the sale of the claims from Tudor to Tudor Gold (received);
- a further 50,000 shares of Tudor Gold to be issued on or before December 15, 2016 (received);
- a further 216,667 shares of Tudor Gold to be issued within two days of Tudor Gold receiving regulatory approval for the amended agreement dated August 29, 2018 (received);
- a further 50,000 shares of Tudor Gold to be issued on or before December 15, 2018;
- a further 50,000 shares of Tudor Gold to be issued on or before December 15, 2019; and
- a further 250,000 shares of Tudor Gold to be issued on or before December 15, 2020.

The Company retains an NSR of 1.0% to 2.0% with no buyback.

##### (x) Tennyson Property, British Columbia

The Company owns a 100% interest in the Tennyson gold-copper property located in the Skeena Mining Division.

##### (xi) Delta Claims

On March 1, 2016, the Company entered into an option agreement with Tudor whereby Tudor has the right to earn a 100% interest in the Company's Delta property located in the Skeena Mining Division. On May 24, 2016, Tudor assigned its right, obligation, interest and liabilities as Optionee under the option agreement with the Company to Tudor Gold. The property consists of 10 claims. To earn the 100% interest, Tudor must pay a total of \$1,000,000 to the Company over four years.

On August 29, 2018, the Company entered into an amending agreement with Tudor Gold to reduce the total cash to be paid by \$100,000 and increase the number of shares to be issued by 333,333.

Cash consideration to be paid:

- \$100,000 to be paid upon signing of the agreement (received);
- a further \$100,000 to be paid on or before March 1, 2017 (received);
- a further \$100,000 to be paid on or before March 1, 2019; and
- a further \$600,000 to be paid on or before March 1, 2020.

The Company retains an NSR of 1.5 to 2.5% with no buyback.

Share consideration to be paid:

- 333,333 shares to be issued within five days of Tudor Gold receiving regulatory approval for the amended agreement dated August 29, 2018 (received);

## TEUTON RESOURCES CORP.

Notes to the interim condensed financial statements

September 30, 2018

(Expressed in Canadian dollars)

(unaudited)

### 6. Exploration and Evaluation Assets (continued)

#### (a) Skeena Mining Division, British Columbia (continued)

##### (xii) High North Claims

On March 1, 2016, the Company entered into an option agreement with Tudor whereby Tudor has the right to earn a 100% interest in the Company's High North property located in the Skeena Mining Division. On May 24, 2016, Tudor assigned its right, obligation, interest and liabilities as Optionee under the option agreement with the Company to Tudor Gold. The property consists of 5 claims. To earn the 100% interest, Tudor must pay a total of \$1,000,000 to the Company over four years.

On August 29, 2018, the Company entered into an amending agreement with Tudor Gold to reduce the total cash to be paid by \$100,000 and increase the number of shares to be issued by 333,333.

Cash consideration to be paid:

- \$100,000 to be paid upon signing of the agreement (received);
- a further \$100,000 to be paid on or before March 1, 2017 (received);
- a further \$100,000 to be paid on or before March 1, 2019; and
- a further \$600,000 to be paid on or before March 1, 2020.

The Company retains an NSR of 2.5% with no buyback.

Share consideration to be paid:

- 333,333 shares to be issued within five days of Tudor Gold receiving regulatory approval for the amended agreement dated August 29, 2018 (received);

##### (xiii) Orion Claims

On June 1, 2016, the Company entered into an option agreement with Tudor Gold whereby Tudor Gold has the right to earn a 100% interest in the Company's Orion property located in the Skeena Mining Division. The property consists of 8 claims. To earn the 100% interest, Tudor Gold must pay a total of \$700,000 and issue 700,000 shares to the Company over five years.

On August 29, 2018, the Company entered into an amending agreement with Tudor Gold to reduce the total cash to be paid by \$50,000 and increase the number of shares to be issued by 166,667.

Cash consideration to be paid:

- \$50,000 to be paid upon signing of the agreement (received);
- a further \$50,000 to be paid on or before June 1, 2017 (received);
- a further \$50,000 to be paid on or before June 1, 2019;
- a further \$50,000 to be paid on or before June 1, 2020; and
- a further \$450,000 to be paid on or before June 1, 2021.

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### 6. Exploration and Evaluation Assets (continued)

#### (a) Skeena Mining Division, British Columbia (continued)

##### (ix) Orion Claims (continued)

Share consideration to be paid:

- 250,000 shares to be issued within five days of Tudor Gold receiving regulatory approval for the sale of the claims from Tudor to Tudor Gold (received);
- a further 50,000 shares of Tudor Gold to be issued on or before June 1, 2017 (received);
- a further 216,667 shares to be issued within five days of Tudor Gold receiving regulatory approval for the amended agreement dated August 29, 2018 (received);
- a further 50,000 shares of Tudor Gold to be issued on or before June 1, 2019;
- a further 50,000 shares of Tudor Gold to be issued on or before June 1, 2020; and
- a further 250,000 shares of Tudor Gold to be issued on or before June 1, 2021.

The Company retains an NSR of 2.5% with no buyback.

##### (x) Del Norte and Midas Properties

On September 28, 2005, the Company optioned the Del Norte Property and adjoining Midas Property to Sabina Resources Limited ("Sabina"), which later changed its name to Sabina Silver Corporation. The Del Norte property consists of 23 claims representing 8,586 hectares. The Midas property is jointly owned with Silver Grail and consists of 7 claims.

Under the terms of the option agreement, Sabina earned 50% interest in the properties by paying a total of \$240,000 and incurring exploration expenditures on the Del Norte property aggregating \$2,500,000.

Sabina has the right to acquire, on 60 days notice to the Company, an additional 15% interest in the properties by completing a feasibility study in relation to the properties. The parties would then proceed on a joint venture basis.

Silver Grail, which currently owns the Midas Property jointly with the Company, retains certain participation rights.

On July 16, 2014, the Company issued 100,000 shares to Sabina pursuant to the purchase and sale agreement with Sabina to acquire Sabina's 50% interest in the Del Norte and Midas properties. The Company owns a 100% interest in the Del Norte Property and a 75% interest in the Midas Property.

##### (xi) King Tut, Tuck, and Silver Crown West Claims

On July 14, 2015 and as amended on April 21, 2016, the Company entered into an option agreement with Pretium Resources Inc. ("Pretium") whereby Pretium has the right to earn a 100% interest in the Company's King Tut, Tuck, and Silver Crown West properties located in the Skeena Mining Division. The King Tut and Tuck properties are 100% owned by the Company while the Silver Crown West properties are jointly owned by the Company and Silver Grail. All three properties consist of 18 claims. To earn the 100% interest, Pretium must pay a total of \$1,800,000 to the Company over four years as follows:

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### 6. Exploration and Evaluation Assets (continued)

#### (a) Skeena Mining Division, British Columbia (continued)

##### (ix) King Tut, Tuck, and Silver Crown West Claims (continued)

Cash consideration to be paid:

- \$100,000 to be paid upon signing of the agreement (received);
- a further \$150,000 to be paid on or before August 15, 2015, after Pretium has obtained the approval of its Board of Directors to the agreement (received);
- a further \$250,000 to be paid on or before January 14, 2016 (received);
- a further \$250,000 to be paid on or before July 14, 2016 (received);
- a further \$250,000 to be paid on or before July 14, 2017 (received);
- a further \$400,000 to be paid on or before July 14, 2018 (received); and
- a further \$400,000 to be paid on or before July 14, 2019.

The Company retains an NSR of 2% with no buyback.

Concurrently, the Company and Silver Grail entered into a letter agreement with regards to the option agreement between Pretium and the Company. As the Silver Crown West property is jointly owned by the Company and Silver Grail, as consideration, \$50,000 of the option proceeds are to be applied against any outstanding debt owed from Silver Grail to the Company (the "Debt"). Silver Grail retains one-half of any NSR payable by Pretium to the Company in regards to mineral production from the Silver Crown West property. If during this process the debt has been repaid, then Silver Grail is entitled to its share of the option proceeds and NSR in cash payments.

##### (x) Clone Property

On November 28, 2005, the Company and Silver Grail entered into an option agreement with Makena Resources Inc. ("Makena") whereby Makena has the right to earn a 50% interest in Silver Grail's and the Company's jointly owned Clone property, then comprised of 9 claims. An additional 10 claims were added to the property by staking in 2006.

Under the terms of the option agreement, Makena earned 50% interest in the properties by paying a total of \$120,000 cash consideration and incurring exploration expenditures on the Clone property aggregating \$1,800,000.

On September 27, 2017 (as amended October 3, 2018), the Company and Silver Grail entered into an option agreement with Sunvest Minerals Corporation ("Sunvest"), whereby Sunvest has the right to earn the Company and Silver Grail's 50% beneficial interest in the Clone Property. To earn this interest Sunvest is to issue a total of 5,000,000 of its shares, pay a total of \$200,000, and incur exploration expenditures on the property aggregating \$1,950,000.

On October 3, 2018, the Company entered into an amending agreement with Sunvest to reduce the total cash to be paid by \$25,000 and reduce the number of shares to be issued by 1,000,000.

Cash consideration to be paid equally to the Company and Silver Grail:

- \$25,000 to be paid on execution of the agreement (received);
- a further \$75,000 (\$50,000 in cash and issuance of 500,000 shares in lieu of the remaining balance) to be paid on or before September 27, 2018 (received subsequently); and
- a further \$100,000 to be paid on or before September 27, 2019;

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### 6. Exploration and Evaluation Assets (continued)

#### (a) Skeena Mining Division, British Columbia (continued)

##### (ix) Clone Property (continued)

Shares in the common stock of Sunvest to be issued equally to the Company and Silver Grail:

- 1,500,000 shares to be issued within five business days of September 27, 2017 (received);
- a further 1,500,000 shares to be issued on or before September 27, 2018 (received subsequently); and
- a further 2,000,000 shares to be issued on or before September 27, 2019.

Exploration expenditures to be incurred by Sunvest:

- \$350,000 on or before September 27, 2018 (incurred);
- \$600,000 on or before September 30, 2019; and
- \$1,000,000 on or before September 30, 2020.

The Company and Silver Grail retain an NSR of 2%, one-half of which can be repurchased for \$1,500,000.

##### (x) Konkin Silver Property

On April 20, 2004, the Company and Silver Grail purchased a 100% interest in 2 claims representing eight units situated within the boundaries of the Konkin Silver property. In fiscal 2004, the Company issued 50,000 of its shares at a fair value of \$13,750 and paid \$10,000 to the vendor for its 50% share of the claims. The vendor retains a 2% NSR, one-half of which can be purchased for \$1,000,000 until 18 months following the commencement of commercial production.

##### (xi) Tenure #508269

The Company owns a 50% interest in 1 claim representing 612 hectares situated in the Skeena Mining Division known as Tenure #508269. The remaining 50% interest is owned by Silver Grail.

On December 1, 2006, the Company and Silver Grail entered into an option agreement with Decade whereby Decade has the right to earn 100% interest in the property by issuing a total of 300,000 of its shares, paying a total of \$100,000 cash, and incurring exploration expenditures on the Property aggregating \$1,500,000 as follows:

Shares in the common stock of Decade to be issued equally to the Company and Silver Grail:

- 100,000 shares to be issued on the execution of the agreement (received); and
- a further 200,000 shares to be issued on or before November 17, 2010 (received).

Cash consideration to be paid equally to the Company and Silver Grail:

- \$10,000 to be paid on execution of the agreement (received);
- a further \$15,000 to be paid on or before November 17, 2007 (received);
- a further \$20,000 to be paid on or before November 17, 2008 (received);
- a further \$25,000 to be paid on or before November 17, 2009 (received); and
- a further \$30,000 to be paid on or before November 17, 2010 (received).

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### 6. Exploration and Evaluation Assets (continued)

#### (a) Skeena Mining Division, British Columbia (continued)

##### (xii) Tenure #508269 (continued)

Exploration expenditures to be incurred by Decade:

- \$100,000 before December 31, 2007 (incurred);
- \$300,000 in aggregate before December 31, 2008 (incurred);
- \$600,000 in aggregate before December 31, 2009 (incurred);
- \$1,000,000 in aggregate before December 31, 2010 (incurred); and
- \$1,500,000 in aggregate before December 31, 2012 (extended to December 31, 2018).

##### (xiii) Bay Silver Claims

The Company owns a 50% interest in the Bay Silver property located in the Skeena Mining Division. Silver Grail owns the remaining 50% interest.

On August 16, 2018, the Company and Silver Grail entered into an agreement to option out their Bay Silver Property to Auramex Resources Corp. ("Auramex"), whereby Auramex has the right to earn an undivided 100% ownership in the property. To earn this interest, Auramex is to issue 500,000 of its shares and pay a total of \$120,000 as follows:

Cash consideration to be paid equally to Company and Silver Grail:

- \$10,000 to be paid on execution of the agreement (received);
- a further \$15,000 to be paid on or before July 28, 2019;
- a further \$20,000 to be paid on or before July 28, 2020;
- a further \$25,000 to be paid on or before July 28, 2021; and
- a further \$50,000 to be paid on or before July 28, 2022.

Common shares of Auramex to be issued equally to the Company and Silver Grail:

- 100,000 shares to be issued within three business days of regulatory approval for this agreement (received);
- a further 100,000 shares to be issued on or before July 28, 2019;
- a further 100,000 shares to be issued on or before July 28, 2020;
- a further 100,000 shares to be issued on or before July 28, 2021; and
- a further 100,000 shares to be issued on or before July 28, 2022.

Upon the exercise of the option, the Company and Silver Grail will retain a 2% Net Smelter Royalty ("NSR") with an advance royalty payment of \$50,000 plus an additional increment payable according to inflation between 2018 and 2025 as measured by the Canadian Consumer Price Index ("CPI") first due from Auramex on June 28, 2025. The advance royalty will thereafter be payable yearly on July 28, as adjusted by the CPI. Auramex will have the right to purchase one-half of the Company's and Silver Grail's NSR at any time up to including ninety days after the commencement of commercial production on the property by paying \$1,000,000.

#### (b) Roman Property, New Westminster Mining Division, British Columbia

The Company owns a 50% interest in 8 claims located in the New Westminster Mining Division. The remaining 50% interest is owned by Silver Grail.

#### (c) Yellow Chris Property, Liard Mining Division, British Columbia

The Company owns a 100% interest in the Yellow Chris South Claims located in the Liard Mining Division.

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### 6. Exploration and Evaluation Assets (continued)

#### (d) Reclamation Bonds

Reclamation bonds are amounts pledged to the province of British Columbia for property reclamation. The bonds mature and roll over each year until the Company is released from its obligations.

### 7. Accounts Payable and Accrued Liabilities

	September 30, 2018	December 31, 2017
	\$	\$
Trade payables	31,951	16,018
Accrued expenses	11,246	37,969
	<u>43,197</u>	<u>53,987</u>

### 8. Related Party Transactions

- (a) For the nine months ended September 30, 2018, the Company incurred salary of \$72,000 (2017 - \$84,000) and office, rent, and telephone expenses of \$14,846 (2017 - \$10,350) to the President of the Company. For the nine months ended September 30, 2018, the Company incurred engineering fees of \$34,200 (2017 - \$24,000) to a company controlled by the President of the Company.
- (b) As at September 30, 2018, the amount of \$11,609 (December 31, 2017 - \$23,743) was owed to the President of the Company, which is non-interest bearing, unsecured and due on demand.
- (c) As at September 30, 2018, the amount of \$nil (December 31, 2017 - \$6,800) was owed to a person related to the President of the Company, which is non-interest bearing, unsecured, and due on demand. The amount is included in accounts payable and accrued liabilities.
- (d) As at September 30, 2018, the amount of \$nil (December 31, 2017 - \$7,000) was owed to a Company controlled by the President of the Company, which is non-interest bearing, unsecured, and due on demand.
- (e) The Company carries on joint exploration activity with Silver Grail, a company having directors in common with the Company. As at September 30, 2018, the Company owns 207,932 common shares in Silver Grail with a fair value of \$10,396 (December 31, 2017 - \$15,595). As at September 30, 2018, the amount of \$115,171 (December 31, 2017 - \$166,029) was owed from Silver Grail, which is non-interest bearing, secured by certain mineral properties owned jointly with the Company, and due on demand.
- (f) During the nine months ended September 30, 2018, the Company incurred share-based compensation of \$446,174 (2017 - \$nil) to officers and directors of the Company.

### 9. Share Capital

The authorized share capital of the Company consists of 100,000,000 of common shares without par value.

During the nine months ended September 30, 2018, the Company issued 7,886,000 common shares for proceeds of \$544,340 pursuant to the exercise of share purchase warrants, of which \$39,000 was received as at December 31, 2017.

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### 10. Share Purchase Warrants

The following table summarizes the continuity of share purchase warrants:

	Number of warrants	Weighted average exercise price \$
Balance, December 31, 2017	7,886,000	0.07
Exercised	(7,886,000)	0.07
Balance, September 30, 2018	–	–

### 11. Stock Options

The Company has adopted a stock option plan pursuant to which options may be granted to directors, officers, employees and consultants of the Company to a maximum of 10% of the issued and outstanding common shares at the time of the grant. The exercise price of each option shall not be less than the market price of the Company's stock on the date of the grant. Options granted under the plan have a maximum term of 10 years and vest as determined by the board of directors, except for options granted to consultants performing investor relations activities, which vest as to 25% three months from the grant date and 25% every three months thereafter, such that the options are 100% vested 12 months after the grant date.

The following table summarizes the continuity of the Company's stock options:

	Number of options	Weighted average exercise price \$
Outstanding, December 31, 2017	–	–
Granted	2,800,000	0.23
Outstanding, September 30, 2018	2,800,000	0.23

Additional information regarding stock options outstanding as at September 30, 2018 is as follows:

Range of exercise prices \$	Outstanding and Exercisable		
	Number of options	Weighted average remaining contractual life (years)	Weighted average exercise price \$
0.195	1,500,000	2.1	0.195
0.27	1,300,000	1.3	0.27
	2,800,000	3.4	0.23

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Notes to the interim condensed financial statements

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### 11. Stock Options (continued)

The fair values for stock options granted have been estimated using the Black-Scholes option pricing model assuming no expected dividends or forfeitures, and the following weighted average assumptions:

	Nine Months Ended September 30, 2018	Nine Months Ended September 30, 2017
Risk-free interest rate	2.13%	—
Expected life (in years)	3.8	—
Expected volatility	137%	—

The total fair value of the stock options granted during the nine months ended September 30, 2018 was \$446,174 (2017 – \$nil), which was recorded as share-based payment reserve and charged to operations. The weighted average grant date fair value of stock options granted during the nine months ended September 30, 2018 was \$0.16 (2017 - \$nil) per share.

### 12. Subsequent Event

Subsequent to September 30, 2018, Sunvest issued 2,000,000 shares and paid \$50,000 to the Company and Silver Grail.