
ANCONIA RESOURCES CORP.

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEARS ENDED SEPTEMBER 30, 2018 AND 2017

(Expressed in Canadian Dollars)

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying consolidated financial statements of Anconia Resources Corp. (the "Company") are the responsibility of management and the Board of Directors.

The consolidated financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the consolidated financial statements. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the statement of financial position date. In the opinion of management, the consolidated financial statements have been prepared in accordance with International Financial Reporting Standards appropriate in the circumstances.

Management has established processes, which are in place to provide it with sufficient knowledge to support management representations that it has exercised reasonable diligence that (i) the consolidated financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of, and for the periods presented by, the consolidated financial statements and (ii) the consolidated financial statements fairly present in all material respects the financial condition, results of operations and cash flows of the Company, as of the date of and for the periods presented by the consolidated financial statements.

The Board of Directors is responsible for reviewing and approving the consolidated financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the consolidated financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the consolidated financial statements together with other financial information of the Company for issuance to the shareholders.

Management recognizes its responsibility for conducting the Company's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

/s/ Jason Brewster
President and Chief Executive Officer

/s/ Harvey McKenzie
Chief Financial Officer

Toronto, Canada
January 28, 2019



Independent Auditor's Report

To the Shareholders of
Anconia Resources Corp.

We have audited the accompanying consolidated financial statements of Anconia Resources Corp. and its subsidiaries, which comprise the consolidated statements of financial position as at September 30, 2018 and 2017, and the consolidated statements of comprehensive loss, consolidated statements of changes in equity and consolidated statements of cash flows for the years then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of Anconia Resources Corp. and its subsidiaries as at September 30, 2018 and 2017, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Emphasis of Matters

Without qualifying our opinion, we draw attention to Note 1 to the consolidated financial statements, which describes conditions and matters that indicate the existence of a material uncertainty that may cast doubt about the Company's ability to continue as a going concern.



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Other Matter

The financial statements for the year ended September 30, 2018 were audited by another auditor who expressed an unmodified opinion on those financial statements on January 29, 2018.

January 28, 2019
Mississauga, Canada

SDVC LLP

Chartered Professional Accountants
Licensed Public Accountants

ANCONIA RESOURCES CORP.

Consolidated Statements of Financial Position (Expressed in Canadian Dollars)

	September 30, 2018	September 30, 2017
Assets		
Current assets		
Cash and cash equivalents	\$ 5,811	\$ 8,265
Accounts receivable and other assets (note 6)	6,663	4,470
Total Current assets	12,474	12,735
Non-Current assets		
Exploration and evaluation assets (note 7)	5,865,003	5,893,477
Total Assets	\$ 5,877,477	\$ 5,906,212
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities (note 8)	\$ 1,133,033	\$ 821,002
Loan from related party (note 9)	34,380	30,630
Total Liabilities	1,167,413	851,632
Shareholders' Equity		
Share capital (note 10(b))	5,924,278	5,913,778
Reserves for share-based payments (note 12(b))	1,112,307	1,112,307
Reserves for warrants (note 11)	208,015	384,015
Other reserves	2,692,620	2,516,620
Accumulated deficit	(5,227,156)	(4,872,140)
Total Shareholders' Equity	4,710,064	5,054,580
Total Liabilities and Shareholders' Equity	\$ 5,877,477	\$ 5,906,212

Nature of operations and going concern (note 1)
Subsequent events (note 17)

The notes to the consolidated financial statements are an integral part of these statements.

Approved by the Board of Directors:

Director: Jason Brewster _____

Director: Michael Florence _____

ANCONIA RESOURCES CORP.

Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian Dollars, except number of shares)

	Year Ended September 30,	
	2018	2017
Expenses		
General and administrative (note 16)	\$ 354,361	\$ 393,673
Foreign exchange loss	655	2
Interest income	-	(29)
Net loss and comprehensive loss for the year	\$ 355,016	\$ 393,646
Basic and diluted loss per share (note 13)	\$ 0.00	\$ 0.00
Weighted average number of shares outstanding - basic and diluted	105,488,470	101,764,485

The notes to the consolidated financial statements are an integral part of these statements.

ANCONIA RESOURCES CORP.

Consolidated Statements of Changes in Shareholders' Equity (Expressed in Canadian Dollars)

	Reserves					Total
	Share capital	Share-based payments	Warrants	Other reserves ⁽¹⁾	Accumulated deficit	
Balance, September 30, 2016	\$ 5,743,384	\$ 1,112,307	\$ 358,128	\$ 2,516,620	\$ (4,478,494)	\$ 5,251,945
Common shares and warrants issued in private placements (note 10(b))	9,894	-	25,887	-	-	35,781
Common shares issued for exploration and evaluation assets (note 10(b))	160,500	-	-	-	-	160,500
Net loss and comprehensive loss for the year	-	-	-	-	(393,646)	(393,646)
Balance, September 30, 2017	\$ 5,913,778	\$ 1,112,307	\$ 384,015	\$ 2,516,620	\$ (4,872,140)	\$ 5,054,580
Common shares issued for exploration and evaluation assets (note 10(b))	10,500	-	-	-	-	10,500
Expiry of warrants (note 11)	-	-	(176,000)	176,000	-	-
Net loss and comprehensive loss for the year	-	-	-	-	(355,016)	(355,016)
Balance, September 30, 2018	\$ 5,924,278	\$ 1,112,307	\$ 208,015	\$ 2,692,620	\$ (5,227,156)	\$ 4,710,064

The notes to the consolidated financial statements are an integral part of these statements.

⁽¹⁾ Other reserves include the value of the warrants that had expired unexercised.

ANCONIA RESOURCES CORP.

Consolidated Statements of Cash Flows (Expressed in Canadian Dollars)

	Year Ended September 30,	
	2018	2017
Operating Activities		
Net loss for the year	\$ (355,016)	\$ (393,646)
Accrued interest on loan from related party (note 9)	3,750	3,750
Net change in non-cash working capital:		
Accounts receivable and other assets	(2,193)	28,511
Accounts payable and accrued liabilities	312,031	248,531
Cash used in operating activities	(41,428)	(112,854)
Investing Activities		
Expenditures on exploration and evaluation assets	38,974	(15,745)
Cash provided by (used in) investing activities	38,974	(15,745)
Financing Activities		
Issuance of common shares and warrants	-	40,449
Share issue cost	-	(4,668)
Cash provided by financing activities	-	35,781
Net change in cash and cash equivalents	(2,454)	(92,818)
Cash and cash equivalents, beginning of the year	8,265	101,083
Cash and cash equivalents, end of the year	\$ 5,811	\$ 8,265
Supplemental cash flow information:		
Common shares issued for exploration and evaluation assets	\$ 10,500	\$ 160,500

The notes to the consolidated financial statements are an integral part of these statements.

ANCONIA RESOURCES CORP.

Notes to Consolidated Financial Statements

September 30, 2018 and 2017

(Expressed in Canadian Dollars)

1. Nature of operations and going concern

Anconia Resources Corp. ("Anconia" or the "Company") was incorporated under the Business Corporations Act (Ontario) on March 22, 1962 and its activities were directed toward locating exploration and evaluation assets. The primary office of the Company is located at 65 Front Street East, Suite 200, Toronto, Ontario, M5E 1B5, Canada.

These consolidated financial statements were prepared on a going concern basis of presentation, which assumes that the Company will continue operations for the foreseeable future and be able to realize the carrying value of its assets and discharge its liabilities and commitments in the normal course of business. To date, the Company has not earned revenue and has an accumulated deficit of \$5,227,156 as at September 30, 2018 (September 30, 2017 - \$4,872,140). As at September 30, 2018, the Company had cash and cash equivalents of \$5,811 (September 30, 2017 - \$8,265) and a working capital deficit of \$1,154,939 (September 30, 2017 - \$838,897). The Company's ability to continue as a going concern is dependent upon its ability to obtain additional financing and or achieve profitable operations in the future. Management is aware, in making its assessment, of material uncertainties related to events or conditions that cast substantial doubt upon the Company's ability to continue as a going concern, as described in the following paragraph. These consolidated financial statements do not reflect adjustments that would be necessary if the going concern assumption were not appropriate. These adjustments could be material. Management is actively pursuing funding options, being financing and alternative funding options, required to meet the Company's requirements on an ongoing basis. To meet the challenges of the current climate in the financial markets, the Company is minimizing its expenditures.

These consolidated financial statements have been prepared using International Financial Reporting Standards ("IFRS"), which contemplates the realization of assets and the settlement of liabilities in the normal course of business for the foreseeable future as they come due. Management is of the opinion that additional funding is available and may be sourced in time to allow the Company to acquire exploration and evaluation assets. While it has been successful in the past, there can be no assurance that it will be able to raise sufficient funds in the future.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of operations of such exploration and evaluation assets, these procedures do not guarantee the Company has a perfected title. Property title may be subject to government licensing requirements or regulations, unregistered prior agreements, unregistered claims, aboriginal claims, and non-compliance with regulatory and environmental requirements. The Company's assets may also be subject to increases in taxes and royalties, and renegotiation of contracts.

2. Significant accounting policies

(a) Statement of compliance

The consolidated financial statements have been prepared in accordance with IFRS issued by the International Accounting Standards Board ("IASB") and interpretations issued by the IFRS Interpretations Committee ("IFRIC") of the IASB as of January 28, 2019, the date the Board of Directors approved the statements.

(b) Basis of consolidation

The consolidated financial statements incorporate the financial statements of Anconia Resource Corp. and its wholly owned subsidiaries (2215107 Ontario Inc. ("221"), Bulwark Gold Mills Inc. and Cadillac Ventures (Spain) S.L.U.). All intercompany transactions, balances, income and expenses are eliminated upon consolidation.

Subsidiaries are those entities which Anconia controls by having the power to govern the financial and operating policies. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether Anconia controls another entity. Subsidiaries are fully consolidated from the date on which control is obtained by Anconia and are de-consolidated from the date that control ceases.

ANCONIA RESOURCES CORP.

Notes to Consolidated Financial Statements

September 30, 2018 and 2017

(Expressed in Canadian Dollars)

2. Summary of significant accounting policies (continued)

(c) Foreign currency translation

The functional currency, as determined by management, of Anconia and its subsidiaries is the Canadian Dollar. For the purpose of the consolidated financial statements, the results and financial position are presented in Canadian Dollars.

Transactions in currencies other than the functional currency are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the period end exchange rates are recognized in the consolidated statement of comprehensive loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

(d) Financial instruments

The Company's financial instruments consist of the following:

Financial assets:

All financial assets are recognized and derecognized on the trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the financial asset within the time frame established by the market concerned. Financial assets are initially measured at fair value, plus transaction costs, except for those financial assets classified at fair value through profit or loss for which transaction costs are expensed.

Financial assets are classified into the following categories: 'at fair value through profit or loss' ("FVTPL"), 'held-to-maturity', 'available-for-sale' and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

(i) Financial assets and liabilities at FVTPL: A financial asset or liability is classified in this category if acquired principally for the purpose of selling or repurchasing in the short-term. Derivatives are also included in this category unless they are designated as hedges. Financial instruments in this category are recognized initially and subsequently at fair value. Transaction costs are expensed in the consolidated statement of comprehensive loss. Gains and losses arising from changes in fair value are presented in the consolidated statement of comprehensive loss within other gains and losses in the period in which they arise. Financial assets and liabilities at FVTPL are classified as current except for the portion expected to be realized or paid beyond twelve months of the reporting date, which is classified as non-current.

(ii) Available-for-sale investments: Available-for-sale investments are non-derivatives that are either designated in this category or not classified in any of the other categories. Available-for-sale investments are recognized initially at fair value plus transaction costs and are subsequently carried at fair value. Gains or losses arising from changes in fair value are recognized in other comprehensive income. Available-for-sale investments are classified as noncurrent, unless the investment matures within twelve months, or management expects to dispose of them within twelve months. Interest on available-for-sale investments, calculated using the effective interest method, is recognized in the consolidated statement of comprehensive loss as part of interest income. Dividends on available-for-sale equity instruments are recognized in the consolidated statement of comprehensive loss as part of other gains and losses when the Company's right to receive payment is established. When an available-for-sale investment is sold or impaired, the accumulated gains or losses are moved from other comprehensive income to the consolidated statement of comprehensive loss and are included in other gains and losses.

(iii) Held-to-maturity: Financial assets that have a fixed maturity date and which the Company has positive intention and the ability to hold to maturity are classified as held-to-maturity and are initially recognized at fair value and subsequently at amortized cost using the effective interest rate method. Transaction costs incurred to acquire held to-maturity financial instruments are included in the underlying balance.

ANCONIA RESOURCES CORP.

Notes to Consolidated Financial Statements

September 30, 2018 and 2017

(Expressed in Canadian Dollars)

2. Summary of significant accounting policies (continued)

(d) Financial instruments (continued)

(iv) Loans and receivables: Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables are initially recognized at fair value plus transaction costs. Subsequently, loans and receivables are measured at amortized cost using the effective interest method less impairment, if any.

Financial liabilities:

Financial liabilities are classified as either financial liabilities 'at FVTPL' or 'other financial liabilities'.

Other financial liabilities: Other financial liabilities are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortized cost using the effective interest method, with interest recognized on an effective yield basis.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest costs over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability or (where appropriate) to the net carrying amount on initial recognition.

Other financial liabilities are de-recognized when the obligations are discharged, cancelled or expired.

The Company's financial instruments consist of the following:

Financial assets:	Classification:
Cash and cash equivalents	Fair value through profit or loss
Accounts receivable	Loans and receivables

Financial liabilities:	Classification:
Accounts payable and accrued liabilities	Other financial liabilities
Loan from related party	Other financial liabilities

Impairment of financial assets:

Financial assets are assessed for indicators of impairment at the end of each reporting period. Financial assets are impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial assets, the estimated future cash flows of the financial assets have been negatively impacted. Examples include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments; or
- the likelihood that the borrower will enter bankruptcy or financial re-organization.

The carrying amount of financial assets is reduced by any impairment loss directly for all financial assets with the exception of amounts receivable, where the carrying amount is reduced through the use of an allowance account. When an amounts receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognized in the statements of comprehensive loss.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed through the statement of comprehensive loss to the extent that the carrying amount of the financial asset at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

ANCONIA RESOURCES CORP.

Notes to Consolidated Financial Statements

September 30, 2018 and 2017

(Expressed in Canadian Dollars)

2. Summary of significant accounting policies (continued)

(d) Financial instruments (continued)

Financial instruments recorded at fair value:

Financial instruments recorded at fair value on the consolidated statements of financial position are classified 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 - valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities; Level 2 - valuation techniques based on 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 - valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable inputs). As of September 30, 2018 and 2017, cash and cash equivalents was the Company's only financial instrument that was recorded at fair value on the consolidated statements of financial position and is categorized as level 1 under the fair value hierarchy.

(e) Exploration and evaluation assets

The Company is in the exploration stage with respect to its investment in mineral properties. The Company capitalizes costs directly related to the acquisition, exploration and evaluation of mineral properties. Such costs include, but are not restricted to, geological, geophysical, drilling, trenching and sampling costs including the support costs and supplies required in relation thereto. These assets are recorded at cost as adjusted for impairments in value. Impairment is assessed when facts and circumstances suggest that the carrying amount of the asset may exceed its recoverable amount. In assessing impairment, exploration and evaluation assets are grouped into Cash Generating Units, ("CGU's"), on the basis of areas of interest. Management groups mineral claims that are contiguous and specific to an area that encompasses the same prospective minerals, into one area of interest and assigns a name to this mineral property. Each named mineral property is considered an area of interest and a CGU.

Although not an exhaustive list, one or more of the following facts and circumstances indicate that a specific CGU should be tested for impairment:

- The period for which the entity has the right to explore in the specific area has expired during the financial statement period or will expire in the near future and is not expected to be renewed.
- Substantive expenditures on further exploration for, and evaluation of, mineral resources in the specific area is neither budgeted nor planned.
- Exploration for and evaluation of mineral resources in the specific area has not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area.
- Sufficient data exists to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or sale.

An impairment loss may be reversed in a situation where there is a change in the circumstances that had initially dictated that impairment had occurred. An example of such a situation might include, but not be limited to, the re-commencement of exploration activity on a mineral property due to a significant change in commodity prices.

ANCONIA RESOURCES CORP.

Notes to Consolidated Financial Statements

September 30, 2018 and 2017

(Expressed in Canadian Dollars)

2. Summary of significant accounting policies (continued)

(e) Exploration and evaluation assets (continued)

Where the Company's exploration commitments for a CGU are performed under option agreements with a third party, the proceeds of any option payments under such agreements are applied to the CGU to the extent of costs incurred. The excess, if any, is credited to operations. Option payments made by the Company are recorded as exploration and evaluation assets. Options are exercisable entirely at the discretion of the optionee and accordingly, are recorded as exploration and evaluation assets or recoveries when the payments are made or received. The proceeds on the sale of exploration and evaluation assets are applied to the area of interest to the extent of costs incurred and the excess, if any, is credited to operations. In some circumstances option payments received by or made by the Company are made in whole or in part through the issuance of common shares. The value of these payments in shares is calculated using the fair value of the shares on the date of issue.

(f) Impairment of non-financial assets

At the end of each reporting period, the Company reviews the carrying amounts of its non-financial assets with finite lives to determine whether there is any indication that those assets are impaired. Where such an indication exists, the recoverable amount of the asset is estimated. For the purpose of measuring recoverable amounts, assets are grouped at the lowest levels of CGU. The recoverable amount is the higher of an asset's fair value less costs to dispose and value in use (being the present value of the expected future cash flows of the relevant CGU). An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The company evaluates impairment losses for potential reversals when events or circumstances warrant such consideration.

(g) Cash and cash equivalents

Cash and cash equivalents in the consolidated statements of financial position comprise cash at banks and guaranteed investment certificates with the maturity term of 90 days or less from the date of acquisition or investment. The Company's cash is invested with major financial institutions in business accounts that are available on demand by the Company for its programs. The Company does not invest in any asset backed deposits/investments.

(h) Provisions

A provision is recognized when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and the amount of the obligation can be reliably estimated. If the time value effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

A provision for onerous contracts is recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract.

The Company had no provisions at September 30, 2018 and 2017.

ANCONIA RESOURCES CORP.

Notes to Consolidated Financial Statements

September 30, 2018 and 2017

(Expressed in Canadian Dollars)

2. Summary of significant accounting policies (continued)

(i) Share based payments

The fair value of share options granted is recognized as an expense with a corresponding increase in equity. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, including directors of the Company.

The fair value of share-based payments to employees is measured at the grant date and recognized over the period during which the options vest. Share-based payments to non-employees are measured at the fair value of the goods or services received or the fair value of the equity instruments issued if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The fair value of the options granted is measured using the Black-Scholes option-pricing model, taking into account the terms and conditions upon which the options were granted. At each financial position reporting date, the amount recognized as an expense is adjusted with consideration of forfeiture rate to reflect the actual number of share options that are expected to vest. The Company has no share-based payments capitalized in exploration and evaluation assets. For those options that expire after vesting, the recorded value is retained in the reserve.

(j) Flow-through shares

Flow-through shares are a unique Canadian tax incentive. Using IAS 8 '*Accounting Policies, Changes in Accounting Estimates and Errors*', the Company has adopted a policy whereby flow-through proceeds are allocated between the offering of the common shares and the sale of tax benefits when the common shares are offered. The allocation is made based on the difference between the quoted price of the common shares and the amount the investor pays for the flow-through shares. A flow-through share premium liability is recognized for the premium paid by the investors and is then recognized in the statement of comprehensive loss in the period expenditure requirements are met.

(k) Income taxes

Tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in the statements of comprehensive loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income. Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized in respect of taxable temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to taxable temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

ANCONIA RESOURCES CORP.

Notes to Consolidated Financial Statements

September 30, 2018 and 2017

(Expressed in Canadian Dollars)

2. Summary of significant accounting policies (continued)

(l) Restoration, rehabilitation and environmental provisions

A legal or constructive obligation to incur restoration, rehabilitation and environmental costs may arise when environmental disturbance is caused by exploration and evaluation activities by the Company. Such costs arising from the decommissioning of plant and other site preparation work, discounted to their net present value, are provided for and capitalized at the start of each project to the carrying amount of the asset, as soon as the obligation to incur such costs arises. Discount rates using a pretax rate that reflects the time value of money are used to calculate the net present value. These costs are charged to the statements of comprehensive loss over the economic life of the related asset, through depreciation using either a unit-of-production or the straight-line method as appropriate. The related liability is adjusted for each period for the unwinding of the discount rate and for changes to the current market-based discount rate, amount or timing of the underlying cash flows needed to settle the obligation. Costs for restoration of subsequent site damage that is created on an ongoing basis during production are provided for at their net present values and charged to the statements of comprehensive loss as extraction progresses.

The Company has no restoration, rehabilitation and environmental costs as at September 30, 2018 and 2017.

(m) Loss per share

The Company presents basic and diluted loss per share data for its common shares, calculated by dividing the net loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted loss per share is determined by dividing the net loss attributable to common shareholders and the weighted average number of common shares outstanding for the effects of all warrants and options outstanding that may add to the total number of common shares. As at September 30, 2018, all outstanding options and warrants were considered anti-dilutive and were therefore excluded from the diluted loss per share calculation.

(n) Equipment

Equipment is carried at cost, less accumulated depreciation and accumulated impairment losses. The cost of an item of equipment consists of the purchase price, any costs directly attributable to bringing the asset to the location and condition necessary for its intended use, borrowing costs directly associated with the item and an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located.

Depreciation is recognized based on the cost of an item of equipment, less its estimated residual value, over its estimated useful life at the following rate:

Detail	Percentage	Method
Furniture and office equipment	10 years	Straight-line

An asset's residual value, useful life and depreciation method are reviewed and adjusted if appropriate on an annual basis.

(o) Significant accounting judgments and estimates

The preparation of these consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These consolidated financial statements include estimates that, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

ANCONIA RESOURCES CORP.

Notes to Consolidated Financial Statements

September 30, 2018 and 2017

(Expressed in Canadian Dollars)

2. Summary of significant accounting policies (continued)

(o) Significant accounting judgments and estimates (continued)

Critical accounting estimates

Significant assumptions about the estimates that management has made that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

- the recoverability of amounts receivable that are included in the statements of financial position;
- valuation and recoverability of exploration and evaluation assets. Management considers the economics of the project, including the latest resources prices and the long-term forecasts, and the overall economic viability of the project;
- management assessment of no material restoration, rehabilitation and environmental provisions, based on the facts and circumstances that existed during the period.;
- the valuation of share-based payments. Black-Scholes valuation model is used for the valuation of the share-based payments granted and the assumptions used for the valuation include volatility of the share price, risk-free interest rate and the life of the stock options granted. These assumptions are highly subjective and materially affect the calculated fair value; and
- the determination of deferred income tax assets and liabilities is inherently complex and requires making certain estimates and assumptions about future events and the probability that future taxable profit will be available against which deductible temporary differences can be utilized. While income tax filings are subject to audits and reassessments, the Company has adequately provided for all income tax obligations. However, changes in facts and circumstances as a result of income tax audits, reassessments, jurisprudence and any new legislation may result in an increase or decrease in our provision for income taxes.

Critical accounting judgments

The application of the Company's accounting policy for exploration and evaluation expenditure requires judgment in determining whether there are indicators of impairment. When such indicators exist, an impairment loss is recognized for the amount by which the exploration and evaluation assets carrying amount exceeds their recoverable amount. The recoverable amount is the higher of the exploration and evaluation assets' fair value less costs to dispose and their value in use.

The assessment of the Company's ability to continue as a going concern involves judgment regarding future funding available for its operations and working capital requirements as discussed in note 1.

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2. Significant accounting policies (continued)

(p) Changes in accounting policies

There were no changes in accounting policies for the year ended September 30, 2018.

(q) New accounting standards and interpretations

(i) IFRS 9 – Financial Instruments (“IFRS 9”) was issued by the IASB in November 2009 and will replace IAS 39 - Financial Instruments: Recognition and Measurement (“IAS 39”). IFRS 9 replaces the multiple rules in IAS 39 with a single approach to determine whether a financial asset is measured at amortized cost or fair value and a new mixed measurement model for debt instruments having only two categories: amortized cost and fair value. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. This standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39.

In October 2010, the IASB added requirements for financial liabilities to IFRS 9. These requirements were largely carried forward from the existing requirements in IAS 39, however, fair value changes due to credit risk for liabilities designated at fair value through profit and loss are generally recorded in other comprehensive income.

In November 2013, the IASB amended IFRS 9 to include a new general hedge accounting model.

In July 2014, the IASB issued the final version IFRS 9 that supersedes the requirements of earlier versions of the standard. The new standard will replace both IAS 39 and IFRIC 9 - Reassessment of Embedded Derivatives. The standard will retain the classification and measurements requirements and new hedge accounting model introduced by the previous versions while introducing a single forward-looking expected credit loss impairment model. The final version of this new standard is effective for annual periods beginning on or after January 1, 2018. The Company is still in the process of assessing the impact of this pronouncement.

(ii) IFRS 16 Leases (“IFRS 16”) was issued on January 13, 2016 to require lessees to recognize assets and liabilities for most leases. For lessors, there is little change to the existing accounting in IAS 17 Leases. The IASB issued its standard as part of a joint project with the Financial Accounting Standards Board (“FASB”). The FASB has not yet issued its new standard, but it is also expected to require lessees to recognize most leases on their statement of financial position.

The new standard will be effective for annual periods beginning on or after January 1, 2019. Early application is permitted, provided the new revenue standard, IFRS 15 Revenue from Contracts with Customers, has been applied or is applied at the same date as IFRS 16. The Company is still in the process of assessing the impact of this pronouncement on the consolidated financial statements

ANCONIA RESOURCES CORP.

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3. Capital risk management

The Company manages its capital with the following objectives:

- to ensure sufficient financial flexibility to achieve the ongoing business objectives including funding of future growth opportunities, and pursuit of accretive acquisitions of exploration and evaluation assets; and
- to maximize shareholder return through enhancing the share value.

The Company monitors its capital structure and makes adjustments according to market conditions in an effort to meet its objectives given the current outlook of the business and industry in general. The Company may manage its capital structure by issuing new shares, repurchasing outstanding shares, adjusting capital spending, or disposing of assets. The capital structure is reviewed by management and the Board of Directors on an ongoing basis.

The Company considers its capital to be equity, which comprises share capital, reserves and deficit. As at September 30, 2018, the Company's capital resources amounted to an equity of \$4,710,064 (September 30, 2017 - \$5,054,580).

The Company manages capital through its financial and operational forecasting processes. The Company reviews its working capital and forecasts its future cash flows based on operating expenditures, and other investing and financing activities. The forecast is updated based on activities related to its exploration and evaluation assets. Selected information is provided to the Board of Directors of the Company. The Company's capital management objectives, policies and processes have remained unchanged during the year ended September 30, 2018.

The Company is not subject to any capital requirements imposed by a lending institution or regulatory body, other than Policy 2.5 of the TSX-V which requires adequate working capital or financial resources of the greater of (i) \$50,000 and (ii) an amount required in order to maintain operations and cover general and administrative expenses for a period of 6 months. As of September 30, 2018, the Company is not compliant with Policy 2.5. The impact of this violation is not known and is ultimately dependent on the discretion of the TSX-V.

4. Financial risk management

Financial risk

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk (including interest rate risk, foreign currency risk and commodity and equity price risk).

Risk management is carried out by the Company's management team with guidance from the Audit Committee under policies approved by the Board of Directors. The Board of Directors also provides regular guidance for overall risk management.

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Notes to Consolidated Financial Statements

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4. Financial risk management (continued)

(i) Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfil its payment obligations. The Company's credit risk is primarily attributable to cash and cash equivalents and amounts receivable. Cash and cash equivalents are held with select major Canadian chartered banks. The amounts receivable consists of sale tax recoverable that are due from Government of Canada, from which management believes the risk of loss to be minimal.

(ii) Liquidity risk

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they come due. The Company's liquidity and operating results may be adversely affected if its access to the capital market is hindered, whether as a result of a downturn in stock market conditions generally or matters specific to the Company. The Company generates cash flow primarily from its financing activities. The Company prepares annual capital expenditure budgets, which are monitored and updated as required. In addition, the Company requires authorization from the Board of Directors for expenditures on projects to assist with the management of capital. The Company's financial liabilities comprise accounts payable and accrued liabilities, which are due within 12 months. As at September 30, 2018, the Company has a working capital deficit of \$1,154,939 (September 30, 2017 - \$838,897).

(iii) 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.

(a) Interest rate risk

The Company currently does not have any short-term or long-term debt that is interest bearing and, as such, the Company's current exposure to interest rate risk is minimal.

(b) Foreign currency risk

The Company's functional and presentation currency is the Canadian dollar and the Company holds certain cash balances and accounts payable and accrued liabilities in Euros, which are subject to foreign exchange risk. The Company has not entered into any foreign currency contracts to mitigate this risk.

(c) Commodity and equity price risk

The Company is exposed to price risk with respect to commodity prices. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices, as they relate to precious and base metals and other minerals, and the stock market to determine the appropriate course of action to be taken by the Company.

Commodity price risk could adversely affect the Company. In particular, the Company's future profitability and viability of development depend upon the world market price of precious and base metals and other minerals. Precious and base metals and other mineral prices have fluctuated widely in recent years. There is no assurance that, even if commercial quantities of precious and base metals and other minerals are produced in the future, a profitable market will exist for them. As of September 30, 2018, the Company was not a precious mineral, base metals and other minerals producer. Even so, commodity price risk may affect the completion of future equity transactions such as equity offerings and the exercise of stock options and warrants. This may also affect the Company's liquidity and its ability to meet its ongoing obligations.

ANCONIA RESOURCES CORP.

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5. Categories of financial instruments

	September 30, 2018	September 30, 2017
Financial assets:		
Fair value through profit or loss		
Cash and cash equivalents	\$ 5,811	\$ 8,265
Loans and receivables		
Accounts receivable	\$ 6,168	\$ 3,975
Financial liabilities:		
Other financial liabilities		
Accounts payable and accrued liabilities	\$ 1,133,033	\$ 821,002
Loan from related party	\$ 34,380	\$ 30,630

The carrying amounts of the short-term receivable and payable amounts are a reasonable approximation of their fair values.

6. Accounts receivable and other assets

	September 30, 2018	September 30, 2017
Sales tax receivable (i)	\$ 6,168	\$ 3,975
Prepaid expenses	495	495
	\$ 6,663	\$ 4,470

(i) Sales tax receivable is not past due.

7. Exploration and evaluation assets

	Acquisition	Exploration	Total
Balance, September 30, 2016	\$ 242,046	\$ 5,475,186	\$ 5,717,232
Additions	160,500	15,745	176,245
Balance, September 30, 2017	402,546	5,490,931	5,893,477
Additions	10,500	1,500	12,000
Recovery	-	(40,474)	(40,474)
Balance, September 30, 2018	\$ 413,046	\$ 5,451,957	\$ 5,865,003

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7. Exploration and evaluation assets (continued)

(a) Nunavut Properties

Nunavut - Atlas

On October 22, 2010 the Company entered into an option agreement whereas:

- A. Hauseux and Surmacz (as "Optionors") are the recorded and/or beneficial owners of a 100% undivided interest in certain mining claims located in the Territory of Nunavut, (the "Nunavut Property").
- B. Pursuant to a letter of intent dated June 11, 2009 (the "Letter of Intent"), the Optionors agreed to grant to Elen Enterprises (Ontario) Inc. ("Elen") and Nominex Ltd. ("Nominex") (as "Optionees") an option to acquire a 100% undivided interest in the Nunavut Property.
- C. On October 22, 2010, the Company entered into an assignment agreement (the "Nunavut Agreement"). Pursuant to the Nunavut Agreement, the Optionees (the "Assignors") assigned the option to the Company (the "Assignee"). For consideration the Assignors shall retain a two percent net smelter return royalty from the Assignee. The Assignee shall have the right to purchase from the Assignors the additional royalty, at a price equal to one million dollars for each 0.5% of royalty.

The terms of the agreement are as follows:

- A. The Optionors granted to the Optionees an exclusive and irrevocable right and option (the "Option") to acquire a 100% undivided interest in the Nunavut Property by paying to the Optionors, in aggregate, two hundred and fifty thousand dollars (\$250,000), to be satisfied as follows:
 - (i) a cash payment of \$10,000 within 30 days of signing the Letter of Intent. This obligation has been paid;
 - (ii) a cash payment of \$10,000 within 60 days of signing the Letter of Intent. This obligation has been paid;
 - (iii) \$20,000 on or before December 11, 2010; This obligation was paid in October 2010;
 - (iv) \$30,000 on or before the first anniversary of the Nunavut Agreement (paid);
 - (v) \$40,000 on or before the second anniversary of the Nunavut Agreement (paid);
 - (vi) \$60,000 on or before the third anniversary of the Nunavut Agreement (paid);
 - (vii) \$80,000 on or before the fourth anniversary of the Nunavut Agreement. \$30,000 has been paid in fiscal 2016 through issuance of shares. The remaining \$50,000 is extended until further notice.
- B. In lieu of up to 50% of each of the payments listed above, the Optionees are entitled, at their sole election, to satisfy such payments by way of common shares of a company listed on the Exchange, which shares shall be valued at a price per share equal to the average closing price of the Company's common shares on the Exchange for the five trading days ending two trading days before the applicable payment date (or at such greater price per share as may be required by the Exchange).
- C. The Optionees can elect to accelerate and pay any and all of the above amounts at any time before the applicable payment deadline and upon satisfaction of all payment amounts, the Optionees shall have exercised the Option and shall have acquired a 100% undivided interest in the Property.

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7. Exploration and evaluation assets (continued)

(a) Nunavut Properties (continued)

Nunavut - RB and Arni

The Company owned four staked claims known as the RB property that was previously held by Noble Peak Resources and which was subsequently abandoned by Noble Peak Resources. The property is a potential Gold prospect and over the years the Company has incurred \$131,037 of exploration and evaluation work on this property.

The Arni property is a Copper Nickel prospect on the Baker Lake region. The Company has incurred a total of \$33,142 on the property.

During the year ended September 30, 2016, management decided that future financing pertaining to the Nunavut properties will only be spent on the Atlas property and that the Company decided that they will not be renewing any claims pertaining to the RB and Arni properties when they expire in the near future. Hence, Management decided to impair all of the costs incurred in the RB and the Arni properties in amount of \$131,037 and \$33,142 respectively.

(b) Grenfell Property

On September 2, 2014, the Company entered into an option agreement (the "Agreement") with Cadillac Ventures Inc. ("Cadillac") whereby the Company will have the option to acquire up to a 100% interest in Cadillac's Grenfell Property (the "Property") in the Kirkland Lake area.

Under the terms of the agreement, Anconia can acquire a 60% interest (the "Option") upon (i) incurring expenditures on the Property of at least \$275,000 by September 1, 2016, and (ii) issuing 2,000,000 common shares of Anconia to Cadillac (1,000,000 common shares issued as of September 30, 2014 at a fair value of \$60,000 and 1,000,000 common shares were issued on June 17, 2015 at a fair value of \$15,000).

Upon acquisition of the 60% interest, Anconia will have the option to acquire the remaining 40% interest in the Property for (i) \$300,000 (\$200,000 of which shall be paid in cash and \$100,000 of which shall be paid by the issuance of common shares of Anconia at a deemed price of the average of the 20 days closing price prior to the day upon which Cadillac is notified the interest is to be earned), and (ii) Cadillac retaining a 2% net smelter return royalty ("NSR") in the Property, 1% of the NSR can be purchased by Anconia for a period of up to 2 years after achieving commercial production for the sum of \$1,000,000.

On May 17, 2017, the Company issued 5,000,000 common shares of the Company to obtain a 100% ownership interest in the Grenfell Gold property in Kirkland Lake, Ontario. The shares were valued for \$150,000 with \$0.03 per share based on the fair market value of the Company's shares on the date of issuance.

(c) Sault Ste. Marie

On July 18, 2016, the Company entered into an option agreement (the "Agreement") with three individuals (the "Owners") whereby Anconia will have the option to acquire up to a 100% interest in certain claims in the Sault Ste. Marie area (the "SSM Property"). The Agreement was approved by the TSX Venture Exchange on August 15, 2016.

Under the terms of the Agreement the Company can acquire a 100% interest (the "Option") upon: (i) making cash payments of \$210,000 (\$15,000 has been paid as of September 30, 2018), and (ii) issuing 1,200,000 common shares of the Company (1,000,000 common shares have been issued as of September 30, 2018) to the Owners over the next three years. The Owners retain a 3% net smelter returns royalty on the Property, of which Anconia is entitled to purchase 1.5% at any time, for \$1,500,000. In the event that the Company files a technical report on or prior to the issuance of a feasibility study in respect of the Property, which delineates at least 1,500,000 ounces of gold in the "measured" category, pursuant to National Instrument 43-101, the Owners shall be entitled to a bonus payment of \$1,000,000 in cash or common shares of the Company. The form of payment of any bonus, as between cash or shares shall be at the Company's option.

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7. Exploration and evaluation assets (continued)

Exploration activities for the year ended September 30, 2018 are as follows:

	Grenfell Property	Sault Ste. Marie (Note 1)	Nunavut Atlas	Total
Acquisition costs	\$ -	\$ 10,500	\$ -	\$ 10,500
Mining claims		1,500		1,500
Recovery	(40,474)	-	-	(40,474)
	\$ (40,474)	\$ 12,000	\$ -	\$ (28,474)

Note 1: The Company issued 700,000 common shares of the Company for acquiring the Sault Ste. Marie Property with \$0.015 per share based on the fair market value of the Company's shares on the date of issuance. These shares were issued in accordance of the terms of the option agreement.

Exploration activities for the year ended September 30, 2017 are as follows:

	Grenfell Property	Sault Ste. Marie (Note 2)	Nunavut Atlas	Total
Geology	\$ -	\$ 15,245	\$ -	\$ 15,245
Others	-	-	500	500
Acquisition costs	150,000	10,500	-	160,500
	\$ 150,000	\$ 25,745	\$ 500	\$ 176,245

Note 2: The Company issued 300,000 common shares of the Company for acquiring the Sault Ste. Marie Property with \$0.035 per share based on the fair market value of the Company's shares on the date of issuance. These shares were issued in accordance of the terms of the option agreement.

Exploration and acquisition activities and impairment from inception to September 30, 2018 are as follows:

	Grenfell Property	Sault Ste. Marie	Nunavut Atlas	Total
Geology	\$ 279,066	\$ 66,791	\$ 2,244,837	\$ 2,590,694
Drilling	112,163	-	2,252,012	2,364,175
Planning	-	-	73,956	73,956
Drafting	-	-	24,658	24,658
Mining claims	-	2,500	278,282	280,782
Others	123,999	-	144,213	268,212
Acquisition costs	225,000	48,000	30,000	303,000
Recovery	(40,474)	-	-	(40,474)
	\$ 699,754	\$ 117,291	\$ 5,047,958	\$ 5,865,003

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8. Accounts payable and accrued liabilities

Accounts payable and accrued liabilities of the Company are principally comprised of amounts outstanding for purchases relating to exploration costs on exploration and evaluation assets, general operating activities and amounts payable for professional fees activities.

	September 30, 2018	September 30, 2017
Accounts payable	\$ 710,540	\$ 614,072
Accrued liabilities	422,493	206,930
Total accounts payable and accrued liabilities	\$ 1,133,033	\$ 821,002

9. Loan from related party

On March 31, 2016, the Company received a loan of \$25,000 from the Estate of Dr. Bernard Sherman (deceased), a shareholder of the Company. The loan bears an annual interest rate of 15% and matures on or before March 31, 2017. As at September 30, 2018, the maturity date of the loan has been extended and \$9,380 of interest expense had been accrued on the loan.

10. Share capital

(a) Authorized

Unlimited number of common shares without par value

(b) Common shares issued

	Number of common shares	Stated value
Balance, September 30, 2016	99,047,709	\$ 5,743,384
Common shares issued in private placements (1)	808,980	35,781
Common shares issued for exploration and evaluation assets (2)(3)	5,300,000	160,500
Valuation of warrants issued (1)	-	(25,887)
Balance, September 30, 2017	105,156,689	\$ 5,913,778
Common shares issued for exploration and evaluation assets (4)	700,000	10,500
Balance, September 30, 2018	105,856,689	\$ 5,924,278

(1) On December 23, 2016, the Company closed a non-brokered private placement offering with gross proceeds of \$40,449, issuing 808,980 units. The units were issued at \$0.05 per unit. Each unit consists of one common share of the Company and one common share purchase warrant. Each warrant entitles the holder to purchase one common share of Anconia at a price of \$0.07 for a period of 36 months following the date of issuance. The fair value of the warrants was determined to be \$25,887 using the Black-Scholes option pricing model with the following assumptions: expected dividend yield of 0%, expected volatility of 210.5% based on the Company's historical volatility, risk-free interest rate of 0.89% and an expected life of 36 months. The Company also incurred issuance cost of \$4,668 related to the private placement.

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10. Share capital (continued)

(2) On December 23, 2016, the Company issued 300,000 common shares of the Company for acquiring the Sault Ste. Marie Property. The shares were valued for \$10,500 with \$0.035 per share based on the fair market value of the Company's shares on the date of issuance.

(3) On May 17, 2017, the Company issued 5,000,000 common shares of the Company to obtain a 100% ownership interest in the Grenfell Gold property in Kirkland Lake, Ontario. The shares were valued for \$150,000 with \$0.03 per share based on the fair market value of the Company's shares on the date of issuance. The shares will be subject to a hold period of 4 months and one day from the date of issuance.

(4) On April 10, 2018, the Company issued 700,000 common shares of the Company for acquiring the Sault Ste. Marie Property. The shares were valued at \$10,500 which is based on \$0.015 per share, the fair market value of the Company's shares on the date of issue.

11. Warrants

	Number of warrants	Fair value
Balance, September 30, 2016	25,950,000	\$ 358,128
Issued (note 10(b)(1))	808,980	25,887
Balance, September 30, 2017	26,758,980	\$ 384,015
Expired (i)	(18,400,000)	(176,000)
Balance, September 30, 2018	8,358,980	\$ 208,015

(i) Value of expired warrants is transferred to the other reserves.

Details of the warrants outstanding at September 30, 2018 are as follows:

Number of warrants	Amount (\$)	Exercise price (\$)	Expiry date
2,000,000	48,148	0.07	July 4, 2019
4,300,000	104,032	0.07	July 27, 2019
1,250,000	29,948	0.07	August 3, 2019
808,980	25,887	0.07	December 23, 2019
8,358,980	208,015	0.07	

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12. Share-based payments

(a) Stock options

	Number of stock options	Weighted average exercise price
Balance, September 30, 2016	3,150,000	\$ 0.08
Expired	(850,000)	0.15
Balance, September 30, 2017 and September 30, 2018	2,300,000	\$ 0.05

Details of the stock options outstanding at September 30, 2018 are as follows:

Fair value (\$)	Weighted average remaining contractual life (years)	Exercisable options	Number of options	Weighted average exercise price (\$)	Expiry date
106,687	0.88	2,300,000	2,300,000	0.05	August 18, 2019

(b) Reserves for share-based payments

Reserves for share-based payments include the accumulated fair value of vested options. The reserve for share-based payments records items recognized as share-based payments in the form of stock option grants and vesting of such options until such time that these stock options are exercised, at which time the corresponding amount will be transferred to share capital. If the options expire unexercised, the amount recorded will stay in the share-based payment reserve.

13. Loss per share

The calculation of basic and diluted loss per share for the year ended September 30, 2018 was based on the loss attributable to common shareholders of \$355,016 (year ended September 30, 2017 - \$393,646) and the weighted average number of common shares outstanding of 105,488,470, respectively (year ended September 30, 2017 - and 101,764,485, respectively). Diluted loss per share did not include the effect of 2,300,000 options (year ended September 30, 2017 - 2,300,000 options) and 8,358,980 warrants and broker warrants (year ended September 30, 2017 - 26,758,980 warrants and broker warrants) as they are anti-dilutive.

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14. Income taxes

The income tax allowance differs from the amount resulting from the application of the combined Canadian income tax rate as follows:

	2018	2017
Loss before income taxes	\$ (355,016)	\$ (393,646)
Combined statutory income tax rate	26.5%	26.5%
Income tax benefit at the combined Canadian statutory income tax rate	(94,079)	(104,316)
Share issue cost through equity	(1,979)	(8,664)
Tax benefits not recognized	96,058	112,980
Actual income tax provision	\$ -	\$ -

	2018	2017
Deferred income tax assets:		
Non-capital loss carry forward	\$ 1,827,933	\$ 1,730,590
Share issue costs	2,863	4,842
Others	16,646	17,406
Applied against deferred tax liabilities from exploration and evaluation	1,847,442 (965,337)	1,752,838 (1,037,470)
Unrecognized deductible temporary differences and unused tax losses	882,105	715,368

	2018	2017
Deferred income tax liabilities:		
Exploration and evaluation	\$ (965,337)	\$ (1,037,470)
Applied against deferred tax assets	965,337	1,037,470
Net deferred income tax liabilities	\$ -	\$ -

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14. Income taxes (continued)

The Company has consolidated Canadian capital losses of approximately \$48,482 (2017 - \$48,482) and consolidated Canadian non-capital losses of approximately \$6,897,860 (2017 - \$6,530,800) available to apply against the future taxable income, and these expire in various years from 2026 to 2038 as follows:

Year	Amount
2026	\$ 684,762
2027	72,660
2028	606,670
2029	372,370
2030	167,935
2031	615,786
2032	1,029,948
2033	882,778
2034	676,109
2035	534,107
2036	446,507
2037	446,399
2038	<u>361,829</u>
Total	<u>\$ 6,897,860</u>

The Company also has cumulative Canadian exploration and development expenses, available to apply against future taxable income, of \$2,222,220, which can be carried forward indefinitely.

15. Related party disclosures

Related parties include the Board of Directors, officers, close family members and entities which are controlled by these individuals as well as certain persons performing similar functions. In accordance with International Accounting Standards 24 - Related Party Disclosure, key management personnel are those having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including any directors (executive and non-executive) of the Company.

The terms and conditions of the transactions with key management personnel and their related parties were no more favourable than those available, or which might reasonably be expected to be available, to similar transactions to non-key management personnel related entities on an arm's length basis.

The Company entered into the following transactions with related parties:

The President and Chief Executive Officer, Mr. Jason Brewster, ("CEO") of the Company is the President of 2181038 Ontario Inc. ("218 Inc."), and 218 Inc. (and by extension the CEO and President) has a contract with the Company. Fees and outstanding amounts due to 218 Inc. relating to consulting services as expensed and capitalized as exploration and evaluation assets are detailed in the table below.

One of the directors, Denis Clement, of the Company provides business advisory services from (time to time) and as such is compensated for these services when provided.

The Chief Financial Officer, Mr. Harvey McKenzie, ("CFO") has a service contract and is entitled to fees based on this contract relating to consulting services in the normal course of business.

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15. Related party disclosures (continued)

	Year Ended September 30,	
	2018	2017
2181038 Ontario Inc. (Jason Brewster)	\$ 96,000	\$ 96,000
CFO consulting fees - Harvey McKenzie	57,600	57,600
Business advisory fees - Denis Clement	-	24,000
Directors fees	40,000	42,376
Total related party transactions	\$ 193,600	\$ 219,976

Related party payables	As at September 30, 2018	As at September 30, 2017
2181038 Ontario Inc. (Jason Brewster)	\$ 309,160	\$ 213,160
CFO Harvey McKenzie	166,103	108,503
Denis Clement	55,630	55,630
Directors	97,500	57,500
Total Related party payables	\$ 628,393	\$ 434,793

To the knowledge of the directors and senior officers of the Company, as at September 30, 2018, no person or corporation beneficially owns or exercises control or direction over common shares of the Company carrying more than 10% of the voting rights attached to all common shares of the Company other than the Estate of Dr. Bernard Sherman, a major shareholder who owns 30% of all the issued and outstanding shares of the Company. The remaining 70% of the shares are widely held. These holdings can change at any time at the discretion of the owners.

None of the Company's major shareholders have different voting rights other than holders of the Company's common shares.

The Company is not aware of any arrangements, the operation of which may at a subsequent date result in a change in control of the Company. To the knowledge of the Company, it is not directly or indirectly owned or controlled by another corporation, by any government or by any natural or legal person severally or jointly.

16. General and administrative

	Year Ended September 30,	
	2018	2017
Salaries and benefits (note 15)	\$ 40,000	\$ 42,376
Professional fees	59,678	72,264
Consulting fees (note 15)	153,600	177,200
Shareholder and investor relations	1,010	5,248
Reporting issuer costs	30,600	33,333
Administrative expense	69,473	63,252
	\$ 354,361	\$ 393,673

ANCONIA RESOURCES CORP.

Notes to Consolidated Financial Statements

September 30, 2018 and 2017

(Expressed in Canadian Dollars)

17. Subsequent events

(i) On October 24, the Company announced that it has completed the share for debt transaction (the "Shares for Debt Transaction"). The total amount of debt extinguished pursuant to the Shares for Debt Transaction was \$586,636 for 11,732,720 common shares (the "Common Shares") of the Company at \$0.05 per share. The Common Shares are subject to a four month plus one day hold period.

The directors and/or officers of the Company, being Jason Brewster, Denis Clement, Harvey McKenzie, Jim Franklin, John Sadowski, and Mike Florence, have converted an aggregate amount of \$243,750 into Common Shares.

(ii) During the period subsequent to fiscal year ended September 30, 2018, the Company secured a loan from a private company (owned by a director) secured by some of the exploration and evaluation assets of the Company. The amount loaned was \$35,000 and was advanced in October 2018. The interest on this loan is 15% and is due in April 2020.

(iii) Subsequent to September 30, 2018, the Company used up most of its tax loss carryforward and as a result generated an aggregate net cash of \$146,355 all of which was received in fiscal 2019.