ZINC ONE RESOURCES INC.

(FORMERLY ROCKRIDGE CAPITAL CORP.)

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

FOR THE THREE AND NINE MONTHS ENDED NOVEMBER 30, 2016 AND 2015

(Unaudited – Expressed in Canadian Dollars)

NOTICE TO READER

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

The accompanying unaudited condensed interim consolidated financial statements have been prepared by and are the responsibility of the Company’s management.

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

ZINC ONE RESOURCES INC.
(FORMERLY ROCKRIDGE CAPITAL CORP.)
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Unaudited – Expressed in Canadian Dollars)

	Note	November 30, 2016 $	February 29, 2016 $
ASSETS			
Current assets			
Cash		109,708	7,506
Receivables	**4, 9**	33,924	1,815
Prepaid expenses		7,126	13,891
		150,758	23,212
Exploration and evaluation assets	**6**	823,520	823,520
Total assets		974,278	846,732
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	**9**	22,742	151,756
Due to related parties	**9**	-	501,061
		22,742	652,817
Note payable	**7**	64,064	61,803
Total liabilities		86,806	714,620
SHAREHOLDERS' EQUITY			
Share capital	**8**	20,565,577	19,530,957
Contributed surplus	**8**	2,521,095	2,463,979
Deficit		(22,199,200)	(21,862,824)
		887,472	132,112
Total liabilities and shareholders' equity		974,278	846,732

Nature of operations and going concern (Note 1)
Contingency (Note 11)
Subsequent events (Notes 1, 8 and 12)

Approved and authorized on behalf of the Board of Directors on January 25, 2017

"**Gunther Roehlig**" Director   "**W. Barry Girling**" Director

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

ZINC ONE RESOURCES INC.
(FORMERLY ROCKRIDGE CAPITAL CORP.)
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

For the three and nine months ended November 30, 2016 and 2015

(Unaudited – Expressed in Canadian Dollars)

		For the three months ended November 30,		For the nine months ended November 30,	
		2016	**2015**	**2016**	**2015**
	Note	**$**	**$**	**$**	**$**
OPERATING EXPENSES					
Consulting fees		14,000	-	24,000	-
Depreciation	**5**	-	34	-	99
Directors' fees	**9**	-	4,000	4,000	12,000
Exploration expenses	**6**	-	14,264	10,148	101,170
Filing fees		6,420	1,386	15,098	5,597
General and administrative		13,765	10,213	28,311	28,689
Insurance		3,562	3,743	10,968	11,079
Interest	**7**	904	-	2,673	-
Management fees	**9**	14,000	60,000	134,000	180,000
Professional fees	**9**	22,245	6,691	52,749	16,051
Recovery of directors' fees		-	-	-	(20,155)
Reversal of accrued exploration expenses		-	(52,949)	-	(52,949)
Share-based payments	**8(d)**	57,116	-	57,116	-
		(132,012)	(47,382)	(339,063)	(281,581)
LOSS BEFORE OTHER ITEMS		(132,012)	(47,382)	(339,063)	(281,581)
Gain on sale of equipment	**5**	-	-	-	22,159
Gain (loss) on foreign exchange		411	(9,431)	2,687	(8,612)
NET LOSS AND COMPREHENSIVE LOSS FOR THE PERIOD		(131,601)	(56,813)	(336,376)	(268,034)
NET LOSS PER SHARE – BASIC AND DILUTED*		(0.00)	(0.00)	(0.01)	(0.04)
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING*		37,686,241	6,186,241	23,226,241	6,186,241

*Post 1.5:1 forward stock split (Note 8)

ZINC ONE RESOURCES INC.
(FORMERLY ROCKRIDGE CAPITAL CORP.)
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(Unaudited – Expressed in Canadian dollars, except for share figures)

	Number of Shares* #	Share Capital $	Contributed Surplus $	Deficit $	Total $
Balance, February 28, 2015	6,186,241	19,530,957	2,463,979	(21,493,860)	501,076
Net and comprehensive loss for the period	-	-	-	(268,034)	(268,034)
Balance, November 30, 2015	6,186,241	19,530,957	2,463,979	(21,761,894)	233,042
Net and comprehensive loss for the period	-	-	-	(100,930)	(100,930)
Balance, February 29, 2016	6,186,241	19,530,957	2,463,979	(21,862,824)	132,112
Shares issued for cash	31,500,000	1,050,000	-	-	1,050,000
Less: share issue costs	-	(15,380)	-	-	(15,380)
Share-based payments	-	-	57,116	-	57,116
Comprehensive loss for the period	-	-	-	(336,376)	(336,376)
Balance, November 30, 2016	*37,686,241	20,565,577	2,521,095	(22,199,200)	887,472

*Post 1.5:1 forward stock split (Note 8)

ZINC ONE RESOURCES INC.
(FORMERLY ROCKRIDGE CAPITAL CORP.)
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
For the nine months ended November 30, 2016 and 2015
(Unaudited – Expressed in Canadian Dollars)

	2016 **$**	**2015** **$**
Operating activities:		
Net loss for the period	(336,376)	(268,034)
Items not involving cash:		
Depreciation	-	99
Gain on sale of equipment	-	(22,159)
Accrued interest	2,673	-
Share-based payments	57,116	-
	(276,587)	(290,094)
Changes in non-cash working capital related to operations:		
Receivables and prepaid expenses	(25,344)	5,711
Accounts payable and accrued liabilities	(630,075)	175,617
Net cash used in operating activities	(932,006)	(108,766)
Investing activity:		
Sale of equipment	-	64,610
Net cash provided by investing activity	-	64,610
Financing activities:		
Common shares issued for cash	1,050,000	-
Share issue costs	(15,380)	-
Net cash provided by financing activities	1,034,620	-
Increase (decrease) in cash during the period	102,614	(44,156)
Effect of exchange rate changes on cash	(412)	-
Cash – beginning of the period	7,506	52,415
Cash – end of the period	109,708	8,259

1. NATURE OF OPERATIONS AND GOING CONCERN

Zinc One Resources Inc. ("the Company" or "Zinc One") was incorporated on January 12, 2007 under the Business Corporations Act of British Columbia. The Company's registered and head office is located at Suite 200, 550 Denman Street, Vancouver, BC, Canada. Effective January 23, 2017, the Company changed its name from Rockridge Capital Corp. to Zinc One Resources Inc. Effective January 24, 2017, the Company completed a forward split of its issued and outstanding common shares on the basis of 1.5 post-split common shares for one pre-split common share (the "Split") and changed its trading symbol to "Z". All references to share and per share amounts in these financial statements have been retroactively restated to reflect the Split (Note 8).

The Company is in the process of exploring and developing its exploration properties and has not yet determined whether the properties contain ore reserves that are economically recoverable. The recoverability of the amounts shown for exploration and evaluation assets is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development of those reserves and upon future profitable production.

These condensed interim consolidated financial statements have been prepared on a going concern basis which assumes that the Company will be able to meet its obligations, and continue its operations for the next twelve months. At November 30, 2016, the Company had not yet achieved profitable operations, had accumulated an inception to date deficit of $22,199,200 and may incur further losses in the development of its business. These factors indicate the existence of a material uncertainty that may cast doubt upon the Company's ability to continue as a going concern. As a result, the Company may be unable to realize its assets and discharge its liabilities in the normal course of business. The Company's ability to continue as a going concern is dependent upon its ability to raise adequate funding through equity or debt financings to discharge its liabilities as they come due. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company. Should the Company be unable to continue as a going concern, asset realization values may be substantially different from their carrying values. These condensed interim consolidated financial statements do not give effect to adjustments that would be necessary to carrying values, and classification of assets and liabilities should the Company be unable to continue as a going concern. Such adjustments could be material. Subsequent to November 30, 2016, the Company closed a private placement financing by issuing a total of 15,000,000 common shares for gross proceeds of $2,000,000.

2. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PRESENTATION

a) Statement of compliance

These condensed interim consolidated financial statements have been prepared in conformity with International Accounting Standard ("IAS") 34, *Interim Financial Reporting*, using the same accounting policies as detailed in the Company's audited annual financial statements for the year ended February 29, 2016. They do not include all the information required for complete annual financial statements in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC") and therefore should be read together with the audited annual financial statements for the year ended February 29, 2016.

These condensed interim consolidated financial statements were approved by the board of directors for issue on January 25, 2017.

b) Basis of presentation

These condensed interim consolidated financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair value.

These condensed interim consolidated financial statements are presented in Canadian dollars, unless otherwise noted, which is the functional currency of the Company and its subsidiary.

c) Basis of consolidation

These condensed interim consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary Rockridge Mali SARL, incorporated in Mali, Africa. Control is achieved when the Company is exposed to, or has rights, to variable returns from its involvement with an entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is obtained and continue to be consolidated until the date that such control ceases. Intercompany balances, transactions and unrealized intercompany gains and losses are eliminated upon consolidation.

d) Estimates, assumptions and measurement uncertainty

The preparation of these condensed interim consolidated financial statements in accordance with IAS 1, *Presentation of Financial Statements*, requires management to make certain critical accounting estimates and to exercise judgment in applying the Company's accounting policies. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual experience may differ from these estimates and assumptions. The effect of a change in accounting estimate is recognized prospectively by including it in comprehensive loss in the period of the change, if the change affects that period only, or in the period of the change and future periods, if the change affects both. Information about critical accounting estimates and judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the financial statements are discussed below:

(i) Judgments

Title to mineral property interests – Although the Company has taken steps to verify title to mineral properties in which it has an interest, these procedures do not guarantee the Company's title. Such properties may be subject to prior agreements or transfers and title may be affected by undetected defects.

Exploration and evaluation expenditures – The application of the Company's accounting policy for exploration and evaluation expenditures requires judgment in determining whether it is likely that future economic benefits will flow to the Company. That judgment may be based on assumptions about future events or circumstances. Estimates and assumptions made may change if new information becomes available. If, after an expenditure is capitalized, information becomes available suggesting that the recovery of the expenditure is unlikely, the amount capitalized is written off in profit or loss in the period the new information becomes available.

Going concern assumption – These condensed interim consolidated financial statements have been prepared on a 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 for the foreseeable future. The assessment of the Company's ability to source future operations and continue as a going concern involves judgment. Estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. If the going concern assumption were not appropriate for these condensed interim consolidated financial statements, then adjustments would be necessary in the carrying value of assets and liabilities, the reported revenue and expenses and the statement of financial position classifications used.

(ii) Estimates

Share-based payment – The Company measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

3. RECENT ACCOUNTING PRONOUNCEMENTS

The Company has reviewed new and revised accounting pronouncements that have been issued but are not yet effective. The Company has not completed its assessment of the impact that the new and amended standards will have on its financial statements. The Company also has not early adopted any of these standards in the consolidated financial statements.

The IASB issued IFRS 15, *Revenue from Contracts with Customers* ("IFRS 15") in May 2014. The new standard provides a comprehensive five-step revenue recognition model for all contracts with customers and requires management to exercise judgment and make estimates that affect revenue recognition. IFRS 15 is effective for annual periods commencing on or after January 1, 2018. The Company is currently evaluating the impact that the new guidance is expected to have on its financial statements.

IFRS 9, *Financial Instruments* ("IFRS 9") as issued, reflects the first phase of the IASB's work on the replacement of IAS 39, *Financial Instruments: Recognition and Measurement* and applies the classification and measurement of financial assets and liabilities as defined in IAS 39. The standard was initially effective for annual periods beginning on or after January 1, 2013, but the complete version of IFRS 9, issued July 2014, moved the mandatory effective date to January 1, 2018. The Company is currently evaluating the impact, if any, that the new guidance is expected to have on its financial statements.

In January 2016, the IASB amended IAS 7, *Statement of Cash Flows*. The amendments require that the following changes in liabilities arising from financing activities are disclosed (to the extent necessary): (i) changes from financing cash flows; (ii) changes arising from obtaining or losing control of subsidiaries or other businesses; (iii) the effect of changes in foreign exchange rates; (iv) changes in fair values; and (v) other changes. One way to fulfil the new disclosure requirement is to provide a reconciliation between the opening and closing balances in the statement of financial position for liabilities arising from financing activities. Finally, the amendments state that changes in liabilities arising from financing activities must be disclosed separately from changes in other assets and liabilities. This amendment will be mandatory for reporting periods beginning on or after January 1, 2018. The Company is currently evaluating the impact, of any, that the new guidance is expected to have on its financial statements.

IFRS 16, *Leases* ("IFRS 16") specifies how an IFRS reporter will recognize, measure, present and disclose leases. The standard provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. Lessors continue to classify leases as operating or finance, with IFRS 16's approach to lessor accounting substantially unchanged from its predecessor, IAS 17. The standard was issued in January 2016 and is effective for annual periods beginning on or after January 1, 2019. The Company is currently evaluating the impact that the new guidance is expected to have on its financial statements.

(Unaudited – Expressed in Canadian Dollars)

4. RECEIVABLES

	November 30, 2016 $	February 29, 2016 $
GST recoverable	13,924	1,815
Due from related party	20,000	-
	33,924	1,815

During the nine months ended November 30, 2016, the Company advanced $20,000 (2015 - $nil) to a company controlled by former officers of the Company, which remained outstanding as at November 30, 2016.

5. PROPERTY, PLANT AND EQUIPMENT

	Computer Software ($)	Computer Equipment ($)	Field Equipment ($)	Vehicles ($)	Total ($)
Cost					
Balance at February 28, 2015	5,739	1,503	76,020	99,407	182,669
Disposals	(5,739)	-	(76,020)	(99,407)	(181,166)
Written off	-	(1,503)	-	-	(1,503)
Balance at February 29 and November 30, 2016	-	-	-	-	-
Accumulated depreciation					
Balance at February 28, 2015	5,739	1,065	53,857	79,119	139,780
Disposals	(5,739)	-	(53,857)	(79,119)	(138,715)
Depreciation for the year	-	99	-	-	99
Written off	-	(1,164)	-	-	(1,164)
Balance at February 29 and November 30, 2016	-	-	-	-	-
Carrying amount at February 29 and November 30, 2016	-	-	-	-	-

(Unaudited – Expressed in Canadian Dollars)

6. EXPLORATION AND EVALUATION ASSETS

Title to mineral properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral properties. The Company has investigated title to all of its mineral properties and, to the best of its knowledge, titles to all of its properties are in good standing.

On December 22, 2009, the Company entered into a property option agreement with Bagoe National Corp. SARL. ("Bagoe"). Pursuant to the terms of the agreement, the Company acquired the 100% interest in the Fatou Property by making payments totaling US$800,000 ($823,520). The Company was also required to complete a minimum of 5,000 metres of exploration drilling during the first year (completed) of the term of the agreement and satisfy all obligations required to maintain the research permit with the local mining authorities. During the year ended February 28, 2014, the Government transfer of the Fatou research permit was approved, and the permit was issued in the name of Rockridge Mali.

At such time as the Company elects to move from an exploration license to an exploitation permit and upon issuance of an exploitation permit by the Mali government, a new company will be formed and the owners of that company will be Rockridge Mali (85%), the Mali government (10%) and Bagoe (5%). The interests of the Mali government and Bagoe in the new company will be carried interests.

Bagoe will also retain a 2% Net Smelter Returns ("NSR") royalty in the Fatou Property. The Company will have a right of first refusal to purchase Bagoe's 5% carried interest in the new company and its 2% NSR.

Fatou property, Mali	February 29, 2016 $	Changes during the period $	November 30, 2016 $
Acquisition costs - cash	105,400	-	105,400
Property payment	718,120	-	718,120
	823,520	**-**	**823,520**

At the moment, due to financial constraints, exploration activities at Fatou have ceased. The project has been put on care and maintenance for the time being.

7. NOTE PAYABLE

On July 1, 2013, the Company entered into an amended Consulting Services Agreement with Namakan Damafing Keita ("Namakan") pursuant to which the Company is obligated to pay to Namakan US$2,500 per month for geology consulting services within the Republic of Mali.

(Unaudited – Expressed in Canadian Dollars)

On December 1, 2015, the Company entered into an arrangement to settle overdue amounts payable to Namakan. Under the arrangement US$45,000 due to Namakan under the amended Consulting Services Agreement was converted to a promissory note due and payable in May 2019. The promissory note bears interest at 6% per annum, payable quarterly in arrears, and is secured by a charge over the Fatou Property. The Company has the right to repay the principal of the promissory note plus interest, at any time, without notice. The change in the note payable is as follows:

	$
Balance, February 29, 2016	61,803
Interest	2,732
Foreign exchange	(471)
Balance, November 30, 2016	**64,064**

8. SHARE CAPITAL

a) Authorized – Unlimited common shares without par value.

b) Forward Stock-split:

Effective January 24, 2017, the Company completed a forward split of its issued and outstanding common shares on the basis of 1.5 post-split common shares for one pre-split common share (the “Split”). All references to share and per share amounts in these financial statements have been retroactively restated to reflect the Split.

c) Financings:

On May 12, 2016, the Company closed a non-brokered private placement and issued 6,000,000 common shares, at $0.0333 per share, for gross proceeds of $200,000.

On July 18, 2016, the Company closed a non-brokered private placement and issued 25,500,000 common shares, at $0.0333 per share, for gross proceeds of $850,000.

d) Stock options:

The Company has an incentive stock option plan, whereby options may be granted from time to time to directors, officers, employees and consultants of the Company with common shares to be reserved for issuance as options not to exceed 10% of the then issued and outstanding common shares. No one individual may be granted more than 5% of the issued and outstanding common shares. The options can be granted for a maximum term of 10 years.

(Unaudited – Expressed in Canadian Dollars)

Details of options activity for the year ended February 29, 2016 and the nine months ended November 30, 2016 are as follows:

	Number of Options #	**Weighted average exercise price** $
Balance, February 28, 2015	98,250	18.63
Expired	(76,500)	(16.07)
Balance, February 29, 2016	21,750	27.67
Expired	(21,750)	(27,67)
Granted	3,600,000	0.133
Balance, November 30, 2016	3,600,000	0.133
Unvested	3,600,000	0.133
Exercisable, November 30, 2016	-	-

During the nine months ended November 30, 2016, the Company granted 3,600,000 stock options to certain directors, officers, and consultants. The stock options have an exercise price of $0.133 per share and a life of 5 years. The stock options vest 25% on April 20, 2017, 35% on October 20, 2017 and 40% on April 20, 2018. The fair value of the options granted during the nine months ended November 30, 2016 is estimated on the dates of grant using the Black-Scholes option valuation model with the following assumptions:

	November 30, 2016
Dividend yield	**Nil**
Expected annualized volatility (%)	**172**
Risk-free interest rate (%)	**1.45**
Expected life of options (years)	**5.00**
Grant date fair value ($)	**0.126**
Forfeiture rate	**Nil**

Option pricing models require the input of subjective assumptions including the expected price volatility and the expected option life. Expected price volatility was calculated based on the Company's historical share prices. Changes in these assumptions can materially affect the estimated fair value of the stock options granted.

During the three and nine months ended November 30, 2016, the Company recorded share-based payments expense of $57,116 and $57,116 (2015 – $nil and $nil).

(Unaudited – Expressed in Canadian Dollars)

As at November 30, 2016, the Company had 3,600,000 options outstanding with an exercise price of $0.133 per share and a remaining life of 4.89 years.

e) Warrants

	Number of Warrants #	Weighted average exercise price $
Balance, February 29, 2015	3,345,240	0.33
expired	(3,345,240)	0.33
Balance, February 29 and November 30, 2016	-	-

9. RELATED PARTY TRANSACTIONS

The Company incurred charges to directors and officers, or to companies associated with these individuals during the three and nine months ended November 30, 2016 and 2015 as follows:

	Three months ended November 30, 2016		Nine months ended November 30, 2016	
	2016 $	2015 $	2016 $	2015 $
Accounting and corporate secretarial fees	9,681	-	9,681	-
Directors' fees	-	4,000	4,000	12,000
Management fees	14,000	60,000	134,000	180,000
Rent and office services	-	9,000	18,000	27,000
Share-based payment	34,150	-	34,150	-
	57,831	73,000	199,831	219,000

Accounts payable and accrued liabilities at November 30, 2016 includes $1,428 (February 29, 2016 – $501,061) due to a company controlled by a former director and in which the CFO is an associate, former directors of the Company, or companies controlled by related parties.

Key management of the Company includes the CEO and President, CFO and the Directors. During the three and nine months ended November 30, 2016, compensation paid to key management consisted of management fees of $14,000 and $134,000 (2015 – $60,000 and $180,000) paid to the former President and CEO and a company controlled by former officers, rent and office service fees of $nil and $18,000 (2015 – $9,000 and $27,000) paid to a company controlled by a former officer and in which another former officer and former director of the Company is a significant shareholder, and accounting, corporate secretarial fees of $9,681 and $9,681 (2015 – $nil and $nil) paid to a company controlled by a former director and in which the CFO is an associate, and directors' fees of $nil and $4,000 (2015 - $4,000 and $12,000) paid to the former directors.

(Unaudited – Expressed in Canadian Dollars)

Other related party transactions are disclosed in Note 4.

10. SEGMENT INFORMATION

During the nine months ended November 30, 2016, the Company had one reportable operating segment, being the acquisition and exploration of interests in mineral properties located in one geographical segment, Africa. Geographic information is as follows:

	Total assets as at November 30, 2016 $	**Total assets as at February 29, 2016 $**
Canada	150,758	23,212
Africa	823,520	823,520
Total assets	974,278	846,732

11. CONTINGENCY

During a prior period, Rockridge Mali SARL received a demand letter from a party alleging a breach of agreement for the amount of 50,000,000 West African CFA Franc (approximately $10,500). The dispute was submitted to the Labour Court of Bamako and on October 27, 2014 the court dismissed the case. The party appealed the Court's ruling on June 2, 2015. The final decision is subject to the Court of Appeals. Rockridge Mali SARL denies the allegations and will take all steps available to fully protect its interests. The probability of the outcome of the lawsuit cannot be determined at this time. A liability has not been accrued in the financial statements.

12. SUBSEQUENT EVENTS

a) Lease Agreement:

On December 9, 2016, the Company entered into a lease agreement for the use of office premises in Vancouver, BC, Canada in the amount of $2,055 per month from January 1, 2017 until December 31, 2017. The amount of the total lease payments committed is $4,110 for the fiscal year ending February 28, 2017 and $20,550 for the fiscal year ending February 28, 2018.

b) Financings:

On December 29, 2016, the Company closed a private placement financing by issuing a total of 15,000,000 common shares at price of $0.1333 per share for gross proceeds of $2,000,000. The Company did not pay any finders fees in connection with the financing.

c) Crackingstone Uranium Property:

On January 12, 2017, the Company closed the acquisition of the Crackingstone Uranium Property in Saskatchewan, (the “Property”) pursuant to the terms of a mineral purchase agreement (the “Agreement”) with St. Jacques Mineral Corp. (the “Vendor”). The Property consists of nine mineral dispositions totalling 3,336 hectares, located in the Northern Mining District, Saskatchewan.

Under the terms of the Agreement, the Company has agreed to pay $10,000 and have issued a total of 3,375,000 common shares of the Company to the Vendor. The Company will also be required to incur a total of $500,000 of exploration expenditures within 18 months of the day of the Agreement (the “Exploration Commitment”). In the event that the Company does not satisfy the Exploration Commitment, the Property will be returned to the Vendor. The Vendor will also hold a 1% NSR, which may be purchased by the Company at a cost of $1,000,000.

In connection with the transaction, the Company issued a finder 330,000 common shares of the Company.

d) Scotia Zinc Property:

On January 24, 2017, the Company closed the acquisition of the Scotia Zinc Property in British Columbia, (the “Scotia Property”) pursuant to the terms of an option agreement (the “Option Agreement”) with Aldever Resources Inc. (the “Optionor”) to acquire a 100% interest in the Scotia Property. The Scotia Property is primarily a zinc project, consisting of one mineral claim totaling 4,014 hectares, located in the Scotia River area, approximately 40 km southeast of Prince Rupert in west central British Columbia. Under the terms of the Option Agreement, the Company has paid $25,000 and has issued 300,000 common shares of the Company. In addition, the Company has agreed to: (a) pay $25,000 and issue a total of 450,000 common shares of the company on or before the first anniversary of the Option Agreement, and (b) issue 600,000 common shares of the Company and incur $500,000 in exploration expenditures on or before the second anniversary of the Option Agreement. The Company has also paid a finder a fee of 84,000 common shares in connection with the closing of the transaction.