

# **LABRADOR GOLD CORP.**

**(Formerly Nikos Explorations Ltd.)**

**FINANCIAL STATEMENTS**

**SEPTEMBER 30, 2019 and 2018**

## Independent Auditor's Report

To the Shareholders of Labrador Gold Corp. (formerly Nikos Exploration Ltd.)

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the financial statements of Labrador Gold Corp. (formerly Nikos Exploration Ltd.) (the "Company"), which comprise the statements of financial position as at September 30, 2019 and 2018, and the statements of comprehensive loss, changes in equity and cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at September 30, 2019 and 2018, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards (IFRS).

#### Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the financial statements, which indicates that the Company is dependent on equity issuances to fund operations and has an accumulated deficit of \$10,658,775 as at September 30, 2019. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

#### Other Information

Management is responsible for the other information. The other information comprises the information included in "Management's Discussion and Analysis", but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information, and in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### Responsibilities of Management and Those Charged with Governance for the Financial Statements

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

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Brad J. Waddell.



**CHARTERED PROFESSIONAL ACCOUNTANTS**

Vancouver, BC, Canada  
January 27, 2020

**LABRADOR GOLD CORP. (FORMERLY NIKOS EXPLORATIONS LTD)**  
**STATEMENTS OF FINANCIAL POSITION**  
(Expressed in Canadian Dollars)

	Note	September 30, 2019 (\$)	September 30, 2018 (\$)
<b>ASSETS</b>			
<b>Current assets</b>			
Cash		403,466	982,715
Amounts receivable		53,772	274,178
Prepaid expenses		11,686	1,722
		468,924	1,258,615
<b>Non-current assets</b>			
Unproven mineral right interests	4, 7	6,351,691	5,131,857
		6,820,615	6,390,472
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>			
<b>Current liabilities</b>			
Amounts payable and accrued liabilities	6	198,276	292,760
<b>Shareholders' equity</b>			
Share capital	4	16,179,249	15,438,380
Share-based payments reserve	4	1,101,865	748,510
Deficit		(10,658,775)	(10,089,178)
		6,622,339	6,097,712
		6,820,615	6,390,472
<b>Nature of operations and going concern</b>	1		
<b>Subsequent events</b>	11		
<b>On behalf of the Board:</b>			
"James Borland"		"Trevor Boyd"	
Director		Director	

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

**LABRADOR GOLD CORP. (FORMERLY NIKOS EXPLORATIONS LTD)**  
**STATEMENTS OF COMPREHENSIVE LOSS**  
(Expressed in Canadian Dollars)

	Note	Year ended	
		2019	2018
		(\$)	(\$)
<b>EXPENSES</b>			
General and administration expenses			
Consulting and management fees	6	105,000	98,375
Office and miscellaneous		30,625	33,000
Professional fees		22,603	40,323
Regulatory and transfer fees		21,869	55,671
Share-based compensation	4, 6	353,354	314,120
Shareholder communications		40,315	163,571
		<b>573,766</b>	<b>705,060</b>
<b>Loss before other items</b>		<b>(573,766)</b>	<b>(705,060)</b>
<b>Other items</b>			
Other income		2,839	-
Gain or forgiveness of debt		1,330	17,350
		<b>4,169</b>	<b>17,350</b>
<b>Loss before income taxes</b>		<b>(569,597)</b>	<b>(687,710)</b>
Income tax recovery		-	66,600
<b>Net loss and comprehensive loss</b>		<b>(569,597)</b>	<b>(621,110)</b>
<b>Weighted average number of shares outstanding</b>		<b>55,116,682</b>	<b>38,462,606</b>
<b>Basic and diluted loss per share</b>		<b>(0.01)</b>	<b>(0.02)</b>

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

**LABRADOR GOLD CORP. (FORMERLY NIKOS EXPLORATIONS LTD.)**  
**STATEMENTS OF CHANGES IN EQUITY**  
**(Expressed in Canadian Dollars)**

	Note	Share Capital No. of Shares	Amount (\$)	Deficit (\$)	Share-based payments reserve (\$)	Total Shareholders' Equity (\$)
Balance -						
October 1, 2017		26,024,225	10,151,907	(9,468,068)	358,212	1,042,051
Acquisition of unproven mineral right interests	4,7	1,950,000	394,500	-	-	394,500
Deferred exploration expenses settled with shares	4	578,327	156,148	-	-	156,148
Private placements, net of issue costs	4	20,615,000	4,441,945	-	108,408	4,550,353
Tax recovery on issuance of flow-through shares		-	(66,600)	-	-	(66,600)
Exercise of options	4	450,000	69,730	-	(32,230)	37,500
Exercise of warrants	4	1,975,000	290,750	-	-	290,750
Share-based compensation	4	-	-	-	314,120	314,120
Net loss		-	-	(621,110)	-	(621,110)
Balance -						
September 30, 2018		51,592,552	15,438,380	(10,089,178)	748,510	6,097,712
Balance -						
October 1, 2018		51,592,552	15,438,380	(10,089,178)	748,510	6,097,712
Acquisition of unproven mineral right interests	4, 7	525,000	99,750	-	-	99,750
Expenses settled with shares	4	66,470	9,971	-	-	9,971
Exercise of warrants	4	4,855,000	631,150	-	-	631,150
Share-based compensation	4	-	-	-	353,354	353,354
Net loss		-	-	(569,597)	-	(569,597)
Balance -						
September 30, 2019		57,039,022	16,179,251	(10,658,775)	1,101,864	6,622,340

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

**LABRADOR GOLD CORP. (FORMERLY NIKOS EXPLORATIONS LTD.)**  
**STATEMENTS OF CASH FLOWS**  
(Expressed in Canadian Dollars)

	Year ended	
	September 30,	
	2019	2018
	(\$)	(\$)
<b>CASH USED IN OPERATING ACTIVITIES</b>		
Net loss	(569,597)	(621,110)
Items not affecting cash:		
Share-based payments	353,354	314,120
Income tax recovery	-	(66,600)
Gain on forgiveness of debt	(1,330)	(17,350)
Changes in non-cash working capital items:		
Amounts receivable	221,706	(239,689)
Prepaid expenses	(9,964)	(1,224)
Amounts payable and accrued liabilities	3,514	22,195
Net cash used in operating activities	(2,317)	(609,658)
<b>CASH PROVIDED BY FINANCING ACTIVITIES</b>		
Issue of common shares for cash	631,150	5,105,350
Share issue costs	-	(226,747)
Net cash provided by financing activities	631,150	4,878,603
<b>CASH USED IN INVESTING ACTIVITIES</b>		
Unproven mineral right interests - acquisition	(225,000)	(455,703)
Unproven mineral right interests - exploration	(983,082)	(2,971,486)
Net cash used in investing activities	(1,208,082)	(3,427,189)
<b>Increase (decrease) in cash</b>	(579,249)	841,756
<b>Cash, beginning of the year</b>	982,715	140,959
<b>Cash, end of the year</b>	403,466	982,715

**Supplemental cash flow information (Note 10)**

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

**1. NATURE AND CONTINUANCE OF OPERATIONS**

Labrador Gold Corp. (formerly Nikos Explorations Ltd.) ("Labrador Gold" or the "Company") is a company involved in the acquisition and exploration of prospective gold projects in the Americas. It was incorporated under the Business Corporations Act (British Columbia) in 1987. The Company is listed on the TSX Venture Exchange ("TSX-V") under the symbol "LAB". Its principal office is located at Suite 1260-355 Burrard Street, Vancouver, B.C. V6C 2G8, Canada.

The Company is focused in conducting gold exploration in the province of Labrador, Canada, and also has mineral right interests in Ontario, Canada. At the date of these financial statements, the Company has not yet determined whether any of its mineral interests contain economically mineral reserves. Accordingly, the carrying amount of its mineral right interests represents the cumulative acquisition costs and exploration expenditures incurred to date, which does not necessarily reflect present or future values. The recovery of these costs is dependent on the discovery of economically recoverable mineral reserves and the ability of the Company to obtain the necessary financing to undertake continuing exploration and development, and to resolve any environmental, regulatory or other constraints.

These financial statements have been prepared on a going concern basis, which assume that the Company will be able to continue in operation for a reasonable period of time and will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The Company has made an assessment of its ability to continue as a going concern and is aware of several material adverse conditions as set out below that cast significant doubt on the validity of this assumption.

The Company is a mineral exploration company with a history of recurring losses and without a source of revenue. At September 30, 2019, the Company had no source of operating cash flow. Operations in recent years have been funded from the issuance of share capital and cash on hand.

Given its current stage of operations, the Company's ability to continue as a going concern is contingent on its ability to obtain additional financing. In the event the Company is unable to raise adequate financing or meet its current obligations, the carrying value of the Company's unproven mineral right interests could be subject to adjustments.

These financial statements are presented in Canadian dollars and all values are rounded to the nearest dollar except where otherwise indicated.

These financial statements were authorized for issue by the Board of Directors on January 27, 2020 and have been prepared in accordance with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB").



**2. BASIS OF PREPARATION**

a) Basis of presentation

The financial statements have been prepared on an accrued basis and are based on the historical cost basis and modified where applicable.

(b) Adoption of new and revised standards and interpretations

Effective for annual periods beginning on or after January 1, 2019:

- IFRS 9, Financial Instruments – Adoption did not impact the Company’s financial statements.

Effective for annual periods beginning on or after January 1, 2020:

- IFRS 16, Leases

The Company does not anticipate the adoption of this new standards to have a material impact on the Company's financial statements.

**3. SIGNIFICANT ACCOUNTING POLICIES**

**Use of judgments and estimates**

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. 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 an accounting estimate is recognized prospectively by including it in comprehensive income 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:

Judgments

a) Unproven mineral right interests

The application of the Company's accounting policy for unproven mineral right interests requires judgment in determining whether it is likely that future economic benefits will flow to the Company, which may be based on assumptions about future events or circumstances. Estimates and assumptions may change if new information becomes available. If, after expenditures are capitalized, information becomes available suggesting that the recovery of the expenditures is unlikely, the amount capitalized is impaired with a corresponding charge to profit or loss in the period in which the new information becomes available.

**3. SIGNIFICANT ACCOUNTING POLICIES (continued)**

b) Title to unproven mineral right interests

Although the Company has taken steps to verify title to its unproven mineral right interests, 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.

c) Going concern

Critical judgement and estimates are applied for the determination that the Company will continue as a going concern for the next year.

Estimates

a) Share-based compensation:

The Company measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date in which they are granted. Estimating fair values for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. The 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. The model and assumptions used by the Company to estimate the fair value of share-based payments are disclosed in Note 4(c).

b) Income taxes:

The calculation of income taxes requires judgment in applying tax laws and regulations, estimating the timing of the reversals of temporary differences, and estimating the reliability of deferred tax assets. These estimates impact current and deferred income tax assets and liabilities, and current and deferred income tax expense.

**Cash and cash equivalents**

Cash and cash equivalents in the statement of financial position comprise cash at banks and on hand, and highly liquid investments with an original maturity of three months or less, which are readily convertible into a known amount of cash. There were no cash equivalents at September 30, 2019 and 2018.

**Unproven mineral right interests**

All acquisition costs, exploration and direct field costs are capitalized into intangible assets until the rights to which they relate are placed into production, at which time these deferred costs will be amortized over the estimated useful life of the rights upon commissioning the property or written-off if the rights are disposed of, impaired or abandoned.

Management reviews the carrying amounts of mineral right interests on a periodic basis and will recognize impairment based upon current exploration results and upon assessment of the probability of profitable exploitation of the rights. Management's assessment of the mineral right's fair value is also based upon a review of other mineral right transactions that have occurred in the same geographic area as that of the rights under review. Administration costs and other exploration costs that do not relate to a specific mineral right are expensed as incurred.

Costs include the cash consideration and the fair value of shares issued on the acquisition of mineral rights. Rights acquired under option or joint venture agreements, whereby payments are made at the sole discretion of the Company, are recorded in the accounts when the payments are made. Proceeds from property option payments received by the Company are netted against the deferred costs of the related mineral rights, with any excess being included in operations.

**3. SIGNIFICANT ACCOUNTING POLICIES (continued)**

There may be material uncertainties associated with the Company's title and ownership of its unproven mineral interests. Ordinarily the Company does not own the land upon which an interest is located, and title may be subject to unregistered prior agreements or transfers or other undetected defects.

**Impairment of non-financial assets**

At each date of the statement of financial position, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is an indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the assets belong.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the statement of loss and comprehensive loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years.

Management estimates of mineral prices, recoverable reserves, and operating, capital and restoration costs are subject to certain risks and uncertainties that may affect the recoverability of mineral right interests. Although management has made its best estimate of these factors, it is possible that changes could occur in the near term that could adversely affect management's estimate of the net cash flow to be generated from its projects.

**Income taxes**

Income tax expense represents the sum of tax currently payable and deferred tax.

Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the date of the statement of financial position.

Deferred income tax

Deferred income tax is provided using the liability method on temporary differences at the date of the statement of financial position between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred income tax liabilities are recognized for all taxable temporary differences, except:

- where the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

**3. SIGNIFICANT ACCOUNTING POLICIES (continued)**

- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized except:

- where the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred income tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred income tax assets is reviewed at each date of the statement of financial position and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Deferred income tax assets for unused tax losses, tax credits and deductible temporary differences are reassessed at each date of the statement of financial position and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized, or the liability is settled, based on tax rates (and tax laws) that have been substantively enacted at the date of the statement of financial position.

Deferred income tax relating to items recognized directly in equity or other comprehensive income (“OCI”) is recognized in equity or OCI and not in the statement of loss and comprehensive loss.

Deferred income tax assets and deferred income tax liabilities are offset if, and only if, a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend to either settle current tax liabilities and assets on a net basis, or to realize the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax assets or liabilities are expected to be settled or recovered.

**Related party transactions**

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence, related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties. Related party transactions that are in the normal course of business and have commercial substance are measured at the exchange amount, which is determined on a cost recovery basis.

**3. SIGNIFICANT ACCOUNTING POLICIES (continued)**

**Share-based payments**

Employees (including directors and senior executives) of the Company may receive a portion of their remuneration in the form of share-based payment transactions, whereby employees render services as consideration for equity instruments (“equity-settled transactions”).

In situations where equity instruments are issued for goods or services, the share-based payment is measured at the fair value of the goods and services received. Where the consideration cannot be specifically identified, they are measured at the fair value of the share-based payment.

The costs of equity-settled transactions with employees are measured by reference to the fair value at the date on which they are granted.

The costs of equity-settled transactions are recognized, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (“the vesting date”). The cumulative expense is recognized for equity-settled transactions at each reporting date until the vesting date reflects the Company’s best estimate of the number of equity instruments that will ultimately vest.

No expense is recognized for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition, which are treated as vesting irrespective of whether or not the market condition is satisfied provided that all other performance and/or service conditions are satisfied.

Where the terms of an equity-settled award are modified, the minimum expense recognized is the expense as if the terms had not been modified. An additional expense is recognized for any modification which increases the total fair value of the share-based payment arrangement or is otherwise beneficial to the employee as measured at the date of modification.

The dilutive effect of outstanding options is reflected in the computation of diluted earnings per share.

**Share capital**

The Company records in share capital proceeds from share issuances, net of issue costs and any tax effects. The fair value of common shares issued as consideration for mineral right interests is based on the trading price of those shares on the TSX-V on the date of share issuance or other fair value equivalent amount as determined by the Board of Directors. Stock options and other equity instruments issued as purchase consideration in the non-monetary transactions are recorded at fair value determined by management using the Black-Scholes option pricing model. Proceeds from unit placements are allocated between shares and warrants issued according to the residual value method.

**Basic loss per share**

Basic loss per share is computed by dividing the loss available to common shareholders by the weighted average number of common shares outstanding during the period. Under this method, the weighted average number of common shares used to calculate the dilutive effect in the statement of loss and comprehensive loss assumes that the proceeds that could be obtained upon exercise of options, warrants and similar instruments would be used to purchase common shares at the average market price during the period. In periods where a net loss is incurred, basic and diluted loss per share is the same as the effect of outstanding stock options and warrants would be anti-dilutive.

**3. SIGNIFICANT ACCOUNTING POLICIES (continued)**

**Financial instruments**

Effective September 1, 2018, the Company adopted IFRS 9 using the modified retrospective approach. IFRS 9 did not impact the Company's classification and measurement of financial assets and liabilities. The standard did not have an impact on the carrying amounts of the Company's financial instruments at the transition date. IFRS 9 uses a single approach to determine whether a financial asset classified and measured at amortized cost or fair value. The classification and measurement of financial assets is based on the Company's business models for managing its financial assets and whether the contractual cash flows represent solely payments for principle and interest.

Most of the requirements in International Accounting Standard ('IAS') 39 for classification and measurement of financial liabilities were carried forward in IFRS 9.

**Reclamation provision**

An obligation to incur restoration, rehabilitation and environmental costs arises when environmental disturbance is caused by the exploration, development or ongoing production of a mineral property interest. Such costs arising from the decommissioning of plant and other site preparation work, discounted to their net present value, are provided 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 pre-tax rate that reflect the time value of money are used to calculate the net present value. These costs are charged against profit or loss over the economic life of the related asset, through amortization using either the unit-of-production or straight-line method. 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 which is created on an ongoing basis during production are provided for at their net present values and charged against profits as extraction progresses.

**Provisions**

Provisions are recognized when the Company has a present obligation (legal or constructive) that has arisen as a result of a past event and it is probable that a future outflow of resources will be required to settle the obligation, provided that a reliable estimate can be made of the amount of the obligation.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the obligation. Any increase in a provision due solely to passage of time is recognized as interest expense.

**LABRADOR GOLD CORP. (FORMERLY NIKOS EXPLORATIONS LTD.)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2019 and 2018**  
**(Expressed in Canadian Dollars)**

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**4. EQUITY**

a) Share capital

Authorized share capital consists of an unlimited number of common shares without par value.

Fiscal 2019:

The Company received proceeds of \$631,150 from the exercise of 4,855,000 warrants.

The Company entered into a shares-for-debt settlement with an arms' length party, in respect of online marketing services provided to the Company. Under the agreement, the Company issued an aggregate of 66,470 common shares valued at \$9,971 to settle debt of \$11,300 and recognized a gain on settlement of \$1,330.

During the year, the Company issued 525,000 shares, valued at \$99,750, for the acquisition of unproven mineral right interests at the Labrador Properties (Note 7).

Fiscal 2018:

On November 17, 2017, the Company received gross proceeds of \$1,757,000 from the sale of 8,785,000 units priced at \$0.20 per unit. Each unit consisted of one share and one warrant. Each warrant is exercisable into one additional share at a price of \$0.30 for a two-year period. A further \$20,000 was raised from the sale of 80,000 flow-through units at a price of \$0.25 per unit. Each unit consisted of one flow-through common share and one non-flow through warrant. Each non-flow through warrant is exercisable into one additional share at a price of \$0.35 for a two-year period. Finders fees comprised of \$39,120 in cash and 285,600 warrants of the Company valued at \$39,239 were issued in connection with this private placement.

On July 23, 2018, the Company received gross proceeds of \$2,624,500 from the sale of 10,498,000 units priced at \$0.25 per unit. Each unit consisted of one share and one-half warrant. Each whole warrant is exercisable into one additional share at a price of \$0.35 for a two-year period. A further \$375,600 was raised from the sale of 1,252,000 flow-through units at a price of \$0.30 per unit. Each flow-through unit consisted of one flow-through common share and one-half non-flow through warrant. Each whole non-flow through warrant is exercisable into one additional share at a price of \$0.40 for a two-year period. Finders fees comprised of \$180,127 in cash and 440,844 warrants of the Company valued at \$69,169 were issued in connection with this private placement. The Company also incurred \$7,500 in share issuance expense.

During the year, the Company issued 1,950,000 shares, valued at \$394,500, for the acquisition of unproven mineral right interests at the Labrador Properties (Note 7).

The Company received proceeds of \$290,750 from the exercise of 1,975,000 warrants, and \$37,500 from the exercise of 450,000 options. In conjunction with the options being exercised the Company reclassified \$32,230 of previously recorded share-based compensation from share-based payments reserve to share capital.

The Company also entered into a shares-for-debt settlement with an arms' length party, in respect of exploration work provided to the Company on the Labrador Properties. Pursuant to the settlement, the Company issued an aggregate of 578,327 common shares to settle debt of \$173,498 and recognized a gain on settlement of \$17,350.

The Company recorded a reduction to share capital of \$66,600 associated with the tax recovery booked in respect of flow-through financings undertaken during the year.

**LABRADOR GOLD CORP. (FORMERLY NIKOS EXPLORATIONS LTD.)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2019 and 2018**  
**(Expressed in Canadian Dollars)**

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**4. EQUITY (continued)**

b) Equity reserve

Equity reserve consists of the accumulated fair value of common share options and share purchase warrants recognized as share-based payments.

c) Share options

On September 9, 2019, the Company granted 100,000 share purchase options to a consultant, of which 50,000 options vested upon grant and 50,000 options will vest on March 9, 2020. The options are exercisable at a price of \$0.25 per share and have a five-year term to September 9, 2024.

The weighted average fair value of these options was estimated at \$0.1792 per option at the grant date based on the Black-Scholes option-pricing model using the following assumptions:

- Weighted average share price: \$0.19
- Weighted average exercise price: \$0.25
- Dividend yield: 0%
- Risk-free interest rate: 1.37%
- Pre-vest forfeiture rate: 0%
- Expected life (years): 5 years
- Expected volatility: 196.35%

On May 15, 2019, the Company granted 1,600,000 share purchase options to directors, officers and consultants. The options vested upon grant, are exercisable at a price of \$0.25 per share and have a five-year term to May 15, 2024.

The weighted average fair value of these options was estimated at \$0.2146 per option at the grant date based on the Black-Scholes option-pricing model using the following assumptions:

- Weighted average share price: \$0.22
- Weighted average exercise price: \$0.25
- Dividend yield: 0%
- Risk-free interest rate: 1.54%
- Pre-vest forfeiture rate: 0%
- Expected life (years): 5 years
- Expected volatility: 201.56%

On December 13, 2017, the Company granted 1,620,000 share purchase options to directors, officers and consultants. The options vested upon grant, are exercisable at a price of \$0.20 per share and have a five-year term to December 13, 2022.



**LABRADOR GOLD CORP. (FORMERLY NIKOS EXPLORATIONS LTD.)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2019 and 2018**  
**(Expressed in Canadian Dollars)**

**4. EQUITY (continued)**

The weighted average fair value of these options was estimated at \$0.1939 per option at the grant date based on the Black-Scholes option-pricing model using the following assumptions:

- Weighted average share price: \$0.20
- Weighted average exercise price: \$0.20
- Dividend yield: 0%
- Risk-free interest rate: 1.65%
- Pre-vest forfeiture rate: 0%
- Expected life (years): 5 years
- Expected volatility: 192.05%

The continuity of the number of share options outstanding is summarized as follows:

	Number of Options	Weighted Average Exercise Price (\$)
At September 30, 2017	1,610,000	0.09
Granted	1,620,000	0.20
Exercised	(450,000)	0.08
At September 30, 2018	2,780,000	0.15
Granted	1,700,000	0.25
At September 30, 2019	4,480,000	0.19
Vested and exercisable	4,430,000	0.19

A compensation cost of \$353,354 associated with vested options was recognized during the year ended September 30, 2019 (2018: \$314,120).

For the 450,000 options exercised during the year ended September 30, 2018, the weighted average closing share price at the date of exercise was \$0.29.

At September 30, 2019, the weighted average exercise price of options outstanding was \$0.19 (2018: \$0.15) and their weighted average remaining contractual life was 3.47 years (2018: 3.74 years).

d) Warrants

Fiscal 2019:

The Company received proceeds of \$631,150 from the exercise of 4,855,000 warrants.

A total of 500,000 warrants priced at \$0.13 expired unexercised.

**LABRADOR GOLD CORP. (FORMERLY NIKOS EXPLORATIONS LTD.)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2019 and 2018**  
**(Expressed in Canadian Dollars)**

**4. EQUITY (continued)**

Fiscal 2018:

On November 22, 2017, the Company issued 8,785,000 warrants exercisable into one Company share at a price of \$0.30, 285,600 finders' warrants at a price of \$0.30 and 80,000 warrants exercisable into one Company share at a price of \$0.35. These warrants have a term of two years.

On July 23, 2018 the Company issued 5,249,000 warrants exercisable into one Company share at a price of \$0.35, 103,600 finders' warrants at a price of \$0.35, 337,284 broker's warrants at a price of \$0.40 and 626,000 warrants exercisable into one Company share at a price of \$0.40. These warrants have a term of two years.

During the year ended September 30, 2018, the Company received proceeds of \$290,750 from the exercise of 1,975,000 warrants.

The continuity of the number of warrants outstanding is summarized as follows:

	Number of Warrants	Weighted Average Exercise Price
At September 30, 2017	7,480,000	0.13
Granted	15,466,484	0.32
Exercised	(1,975,000)	0.15
At September 30, 2018	20,971,484	0.27
Exercised	(4,855,000)	0.13
Forfeited	(500,000)	0.13
At September 30, 2019	15,616,484	0.32

**5. FINANCIAL AND CAPITAL RISK MANAGEMENT – FINANCIAL INSTRUMENTS**

Financial risk management

The Company's activities expose it to a variety of financial risks, which include liquidity risk, interest rate risk, currency risk and credit risk.

a) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through close controls on cash requirements and regular updates to short-term cash flow projections, and by raising additional capital as required from time to time.

**LABRADOR GOLD CORP. (FORMERLY NIKOS EXPLORATIONS LTD.)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2019 and 2018**  
**(Expressed in Canadian Dollars)**

**5. FINANCIAL AND CAPITAL RISK MANAGEMENT – FINANCIAL INSTRUMENTS (continued)**

The Company's financial liabilities fall due as indicated in the following table:

			Between 1 and 2	Between 2 and 5	
At September 30, 2019	Total	Less than 1 year	years	years	Over 5 years
Amounts payable and accrued liabilities	\$ 198,276	\$ 198,276	-	-	-
At September 30, 2018	Total	Less than 1 year	years	years	Over 5 years
Amounts payable and accrued liabilities	\$ 292,760	\$ 292,760	-	-	-

b) Currency risk

The Company is not exposed to the financial risk related to the fluctuation of foreign exchange rates. The Company operates in Canada and its functional currency is the Canadian Dollar. All of its cash is held in Canadian dollars and significantly all of the Company's costs are denominated in Canadian dollars.

c) Interest rate risk

The Company did not earn interest income on cash during the years ended September 30, 2019 and 2018. The Company has no outstanding debt subject to interest. Accordingly, the Company's management believes there currently is no interest rate risk for the Company.

d) Credit risk

The financial instrument that potentially subjects the Company to credit risk is cash, which is maintained with financial institutions in Canada and is redeemable on demand. The carrying amount of financial assets recorded in the financial statements, net of any allowances for losses, represents the Company's maximum exposure to credit risk.

Capital risk management

The Company's capital structure is comprised of working capital (current assets minus current liabilities) and equity. The Company's objectives when managing its capital structure are to maintain financial flexibility to preserve the Company's access to capital markets and its ability to meet its financial obligations. The Company's management is responsible for capital management. This involves the use of corporate forecasting models, which facilitate analysis of the Company's financial position including cash flow forecasts to determine the future capital management requirements.

As of September 30, 2019, the Company is managing its existing working capital to ensure that it will be able to meet current commitments.

Capital management is undertaken to ensure a secure, cost-effective supply of funds to ensure the Company's corporate and project requirements are met.

**LABRADOR GOLD CORP. (FORMERLY NIKOS EXPLORATIONS LTD.)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2019 and 2018**  
**(Expressed in Canadian Dollars)**

**5. FINANCIAL AND CAPITAL RISK MANAGEMENT – FINANCIAL INSTRUMENTS (continued)**

Financial instruments by category

The Company’s financial instruments consist of cash and amounts payable and accrued liabilities. Financial instruments are initially recognized at fair value with subsequent measurement depending on classification as described below. Classification of financial instruments depends on the purpose for which the financial instruments were acquired or issued, their characteristics, and the Company’s designation of such instruments.

The fair value of the Company’s financial instruments approximated the carrying amount. Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets and liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability directly or indirectly;
- Level 3 – Inputs that are not based on observable market data.

The Company has made the following classifications for its financial instruments:

	Fair value level	2019	2018
		\$	\$
Fair value through profit or loss:			
Cash	1	403,466	982,715
		\$	\$
Loans and receivables at amortized cost:			
Amounts payable and accrued liabilities	1	198,276	292,760

**6. RELATED PARTY TRANSACTIONS**

a. Trading transactions

The Company’s related parties consist of a company controlled by the Company’s Chief Executive Officer (“CEO”) and a company controlled by the Company’s Chief Financial Officer (“CFO”).

	Nature of Transaction
Moss Exploration Services	Management
Delphis Financial Strategies Inc.	Management

The Company incurred the following fees in the normal course of operations in connection with the companies controlled by key management. Transactions have been measured at the exchange amount which is determined on a cost recovery basis.

**LABRADOR GOLD CORP. (FORMERLY NIKOS EXPLORATIONS LTD.)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2019 and 2018**  
**(Expressed in Canadian Dollars)**

**6. RELATED PARTY TRANSACTIONS (continued)**

	Note	For the years ended September 30,	
		2019	2018
Management and consulting fees	(i)	105,000	87,225
Geological consulting fees	(ii)	9,000	6,375
		114,000	93,600

- i. During the year ended September 30, 2019, the Company incurred management and consulting fees of \$21,000 (2018: \$12,000) paid to a company controlled by the Company's CFO and \$84,000 (2018: \$75,225) for consulting fees paid to a company controlled by the Company's CEO.
- ii. During the year ended September 30, 2019, the Company incurred geological consulting fees of \$9,000 (2018: \$6,375) paid to a company controlled by the Company's CEO.
- iii. Management fees to the Company's CEO are paid pursuant to a consulting agreement under which Moss Exploration Services receives a monthly fee of \$8,000. The Company can terminate the agreement with three months' notice, or payment of the fees during the termination period in lieu of notice.
- iv. Amounts due to related parties are unsecured, non-interest bearing and due on demand.

**b. Key Management Compensation**

The remuneration of members of key management during the year ended September 30, 2019 and 2018 is as follows:

	Year ended September 30,	
	2019	2018
	\$	\$
Management and geological consulting fees	114,000	93,600
Share-based compensation	321,900	294,730
	435,900	388,330

Share-based payments are the fair value of options vested to directors and key management.

**LABRADOR GOLD CORP. (FORMERLY NIKOS EXPLORATIONS LTD.)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2019 and 2018**  
**(Expressed in Canadian Dollars)**

**7. UNPROVEN MINERAL RIGHT INTERESTS**

	September 30, 2019	September 30, 2018
Labrador Properties		
Acquisition	1,174,952	850,203
Deferred exploration	4,260,378	3,366,009
	5,435,330	4,216,212
Borden Lake Property		
Acquisition	314,185	314,185
Deferred exploration	602,176	601,460
	916,361	915,645
	6,351,691	5,131,857

Ownership in mineral right interests involves certain inherent risks due to the difficulties of determining and obtaining clear title to claims as well as the potential for problems arising from the ambiguous conveyance history of many mineral right interests. The Company has investigated ownership of its mineral right interests and, to the best of its knowledge, ownership of its interests are in good standing.

**Labrador Properties**

On September 5, 2017, the Company entered into a Letter of Intent (“LOI”) that grants the Company the option to earn a 100% interest in the Ashuanipi, Nain and Hopedale properties, located in Labrador (the “Labrador Properties”). The terms of the LOI are the following:

- On receipt of TSX-V approval: payment of \$75,000 and issuance of 450,000 shares in respect of each of the three Labrador Properties (completed);
- On or before September 5, 2018: payment of \$100,000 and issuance of 300,000 shares in respect of each property (completed with the payment of \$200,000 and issuance of 600,000 shares on the Ashuanipi and Hopedale properties, as the Company dropped its option on the Nain property);
- On or before September 5, 2019: payment of \$150,000 and issuance of 350,000 shares in respect of each property (completed with the payment of \$75,000 and issuance of 175,000 shares on the Ashuanipi property and payment of \$150,000 and issuance of 350,000 shares on the Hopedale property);
- On or before September 5, 2020: payment of \$175,000 and issuance of 400,000 shares in respect of each property; and
- On or before September 5, 2021: payment of \$250,000 and issuance of 500,000 shares in respect of each property.

The vendors of the Labrador Properties retain a 2% net smelter return (“NSR”) royalty, half of which may be bought back by the Company at any time for \$2 million plus \$1 per ounce of gold in measured and indicated resources. An advance royalty of \$25,000 per annum for each property will be payable starting in 2023.

In January 2018, additional claims contiguous to the Ashuanipi property were staked and are being earned by the Company under the terms of the LOI.

In May 2018, additional claims at the Hopedale property were staked and are being earned by the Company under the terms of the LOI.

**LABRADOR GOLD CORP. (FORMERLY NIKOS EXPLORATIONS LTD.)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2019 and 2018**  
**(Expressed in Canadian Dollars)**

**7. UNPROVEN MINERAL RIGHT INTERESTS**

**Borden Lake Property**

The Company has a 100% undivided interest in the Borden Lake Property (the “Borden Lake Property”) located near Chapleau Ontario. The 1,598-hectare property lies immediately east of, and adjacent to, Newmont-Goldcorp’s Borden Lake gold project. The original vendors of the Borden Lake Property retain a 2% NSR royalty, half of which may be bought back by the Company for \$1 million at any time.

The Company also entered into an option agreement to earn a 100% interest in six claims located to the south of the Property (the “Additional Claims”). The terms of the option were completed in the year ended September 30, 2017.

**8. SEGMENTED INFORMATION**

At September 30, 2019, the Company has one reportable operating segment, being mineral exploration.

The Company operates in one geographical area, being Canada.

**9. INCOME TAXES**

- a) Income tax expense reported differs from the amount computed by applying the tax rates applicable to the Company to the loss before the tax provision due to the following:

	2019	2018
	(\$)	(\$)
Loss before taxes	(569,597)	(621,110)
Statutory tax rate	27.00%	26.75%
Expected income tax recovery	(153,791)	(166,147)
Changes attributable to:		
Net adjustment for amortization and non-deductible amounts	91,836	45,101
Unrecognized benefit of non-capital losses	61,955	54,446
Total income tax recovery	-	(66,600)

**LABRADOR GOLD CORP. (FORMERLY NIKOS EXPLORATIONS LTD.)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2019 and 2018**  
**(Expressed in Canadian Dollars)**

**9. INCOME TAXES (continued)**

b) The components of the Company's unrecognized deferred tax assets and liabilities are as follows:

	2019	2018
	(\$)	(\$)
Non-capital losses	2,278,000	1,992,000
Share issue costs	153,343	207,764
Unproven mineral right interests	2,197,381	2,216,847
Capital losses	1,540,946	1,540,946
Unrecognized deductible temporary differences	6,169,670	5,957,557

At September 30, 2019 the Company has non-capital operating losses of approximately \$2,278,000 (2018: \$1,992,000) for deduction against future taxable income in Canada. The operating losses expire as follows:

	\$
2026	294,000
2027	573,000
2028	163,000
2029	79,000
2030	-
2031	86,000
2032	41,000
2033	60,000
2034	71,000
2035	58,000
2036	60,000
2037	80,000
2038	444,000
2039	269,000
Total	2,278,000

**10. SUPPLEMENTAL CASH FLOW INFORMATION**

At September 30, 2019, net exploration costs included in amounts payable and accrued liabilities were \$157,418 (2018: \$245,416).

During the year ended September 30, 2019, the Company:

- a) Issued \$99,750 in shares for option payments on mineral properties (2018: \$394,500); and
- b) Issued \$9,971 in shares issued to settle expenses (2018: \$156,148).



**LABRADOR GOLD CORP. (FORMERLY NIKOS EXPLORATIONS LTD.)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2019 and 2018**  
**(Expressed in Canadian Dollars)**

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**11. SUBSEQUENT EVENTS**

In October 2019, the Company extended the expiry date of 8,785,000 warrants exercisable at \$0.30 and 285,600 finders' warrants exercisable at \$0.30 to November 22, 2020.