

Condensed Consolidated Interim Financial Statements  
(Expressed in Canadian dollars)

**BRIXTON METALS CORPORATION**  
(An Exploration Stage Company)

Nine months ended June 30, 2018 and 2017

Unaudited – prepared by management

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

In accordance with National Instrument 51-102 Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of these condensed consolidated interim financial statements they must be accompanied by a notice indicating that these condensed consolidated interim financial statements have not been reviewed by the Company's auditors.

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

# BRIXTON METALS CORPORATION

(An Exploration Stage Company)

Condensed Consolidated Interim Statements of Financial Position  
(Unaudited – expressed in Canadian dollars)

	June 30, 2018	September 30, 2017
<b>Assets</b>		
Current assets:		
Cash	\$ 2,420,216	\$ 2,664,018
Receivables (Note 5)	305,663	364,046
Prepaid expenses (Note 6)	95,808	87,761
	<b>2,821,687</b>	<b>3,115,825</b>
Equipment (Note 8)	35,935	46,369
Restricted cash (Note 7)	95,000	95,000
Exploration and evaluation assets (Note 9)	4,871,891	4,573,582
<b>Total Assets</b>	<b>\$ 7,824,513</b>	<b>\$ 7,830,776</b>
<b>Liabilities and Shareholders' Equity</b>		
Current liabilities:		
Accounts payable and accrued liabilities	\$ 55,954	\$ 103,627
Due to related parties (Note 10)	5,000	5,935
	<b>60,954</b>	<b>109,562</b>
Reclamation obligation (Note 9)	95,092	95,092
<b>Total Liabilities</b>	<b>156,046</b>	<b>204,654</b>
Shareholders' equity:		
Share capital (Note 12(b))	28,608,819	24,477,011
Subscriptions received in advance (Note 12(b))	-	1,179,000
Reserves (Note 12(d))	5,282,217	4,449,429
Deficit	(26,222,569)	(22,479,318)
	<b>7,668,467</b>	<b>7,626,122</b>
<b>Total Liabilities and Shareholders' Equity</b>	<b>\$ 7,824,513</b>	<b>\$ 7,830,776</b>

Nature of operations and going concern (Note 1)  
Subsequent events (Note 15)

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

Approved on behalf of the Board:

“Cale Moodie” \_\_\_\_\_ Director

“Gary Thompson” \_\_\_\_\_ Director

# BRIXTON METALS CORPORATION

(An Exploration Stage Company)

Condensed Consolidated Interim Statements of Loss and Comprehensive Loss  
(Unaudited – expressed in Canadian dollars)

	Three months ended		Nine months ended	
	June 30, 2018	June 30, 2017	June 30, 2018	June 30, 2017
<b>Expenses:</b>				
Amortization (Note 8)	\$ 3,478	\$ 4,875	\$ 10,434	\$ 14,625
Conference and exhibition	5,545	10,749	70,182	68,293
Directors' fees (Note 10)	6,000	6,000	18,000	18,000
Exploration and evaluation expenditures (Note 9)	1,000,441	962,309	1,864,865	1,748,469
Insurance	3,209	3,209	9,626	9,626
Interest and bank charges	941	823	3,562	1,757
Investor relations	105,230	53,729	337,886	177,923
Listing and filing fees	15,568	10,205	28,246	25,546
Management fees (Note 10)	104,502	92,502	289,506	277,505
Office and sundry	45,036	29,248	115,653	106,129
Professional services (Note 10)	43,960	54,648	127,876	137,648
Rent	18,920	7,600	61,289	16,900
Salaries and employee benefits (Note 10)	32,025	9,207	66,119	9,207
Share-based payments (Note 10, 12(d))	2,171	658,313	609,204	685,452
Travel and meals	83,972	51,258	155,418	122,786
	<b>1,470,998</b>	<b>1,954,675</b>	<b>(3,767,866)</b>	<b>(3,419,866)</b>
Interest income	8,680	7,319	24,615	21,590
Reduction of flow-through premium liability (Note 12(b))	-	11,352	-	39,134
	<b>8,680</b>	<b>18,671</b>	<b>24,615</b>	<b>60,724</b>
<b>Loss and comprehensive loss for the period</b>	<b>(1,462,318)</b>	<b>(1,936,004)</b>	<b>(3,743,251)</b>	<b>(3,359,142)</b>
Loss per share - basic and diluted	\$ (0.02)	\$ (0.05)	\$ (0.06)	\$ (0.08)
Weighted average number of shares outstanding	64,113,171	39,836,943	60,219,938	39,742,287

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

# BRIXTON METALS CORPORATION

(An Exploration Stage Company)

Condensed Consolidated Interim Statements of Changes in Shareholders' Equity  
(Unaudited – expressed in Canadian dollars, except share amounts)

	Number of shares	Share capital	Obligation to issue shares	Subscriptions received in advance	Share-based payments reserve	Deficit	Total equity
September 30, 2016	39,413,275	\$ 22,024,580	\$ 37,500	\$ -	\$ 3,568,762	\$ (18,500,618)	\$ 7,130,224
Common shares issued for mineral properties	40,000	20,500	-	-	-	-	20,500
Common shares issued for finders fees	250,000	125,000	-	-	-	-	125,000
Common shares issued for cash	2,776,800	1,388,400	-	-	-	-	1,388,400
Flow through shares issued for cash	711,200	391,160	-	-	-	-	391,160
Flow through premium liability	-	(35,560)	-	-	-	-	(35,560)
Share-based payments	-	-	-	-	685,452	-	685,452
Warrants exercised	620,000	93,000	(37,500)	-	-	-	55,500
Share issuance costs	-	(534,313)	-	-	110,858	-	(423,455)
Loss for the period	-	-	-	-	-	(3,359,142)	(3,359,142)
June 30, 2017	<b>43,811,275</b>	<b>23,472,767</b>	-	-	<b>4,365,072</b>	<b>(21,859,760)</b>	<b>5,978,079</b>
Common shares issued for mineral properties	2,687,091	994,124	-	-	-	-	994,124
Subscriptions received in advance	-	-	-	1,179,000	-	-	1,179,000
Share-based payments	-	-	-	-	94,477	-	94,477
Warrants exercised	-	10,120	-	-	(10,120)	-	-
Loss for the period	-	-	-	-	-	(619,558)	(619,558)
September 30, 2017	<b>46,498,366</b>	<b>24,477,011</b>	-	<b>1,179,000</b>	<b>4,449,429</b>	<b>(22,479,318)</b>	<b>7,626,122</b>
Common shares issued for mineral properties	335,000	70,500	-	-	-	-	70,500
Common shares issued for cash	5,232,036	1,674,252	-	(1,179,000)	-	-	495,252
Flow through shares issued for cash	12,005,000	3,001,250	-	-	-	-	3,001,250
Share-based payments	-	-	-	-	609,204	-	609,204
Warrants exercised	242,000	36,300	-	-	-	-	36,300
Share issuance costs	-	(650,494)	-	-	223,584	-	(426,910)
Loss for the period	-	-	-	-	-	(3,743,251)	(3,743,251)
June 30, 2018	<b>64,312,402</b>	<b>\$ 28,608,819</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 5,282,217</b>	<b>\$ (26,222,569)</b>	<b>\$ 7,668,467</b>

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

# BRIXTON METALS CORPORATION

(An Exploration Stage Company)

Condensed Consolidated Interim Statements of Cash Flows  
(Unaudited – expressed in Canadian dollars)

	Three months ended		Nine months ended	
	June 30, 2018	June 30, 2017	June 30, 2018	June 30, 2017
Cash flows used in operating activities:				
Loss for the period	\$ (1,462,318)	\$ (1,936,004)	\$ (3,743,251)	\$ (3,359,142)
Items not affecting cash:				
Amortization	3,478	4,875	10,434	14,625
Recognition of flow-through premium liability	-	(11,352)	-	(39,134)
Share-based payments	2,171	658,313	609,204	685,452
	(1,456,669)	(1,284,168)	(3,123,613)	(2,698,199)
Changes in non-cash working capital:				
Receivables	2,268	(61,892)	58,383	67,227
Restricted cash	-	(10,000)	-	(10,000)
Prepaid expenses	651	(4,180)	(8,047)	33,361
Accounts payable and accrued liabilities	(132,858)	542,965	(47,673)	(391,096)
Due to related parties	2,000	-	(935)	(32,329)
	(1,584,608)	(817,275)	(3,121,885)	(3,031,036)
Cash flows used in investing activities:				
Mineral property acquisition costs	(23,652)	312,222	(227,809)	(25,565)
Purchase of equipment	-	-	-	(1,737)
	(23,652)	312,222	(227,809)	(27,302)
Cash flows from financing activities:				
Shares issued for cash	-	1,779,560	3,496,502	1,779,560
Warrants exercised	-	-	36,300	55,500
Share issuance costs	(8,425)	(296,695)	(426,910)	(298,456)
	(8,425)	1,482,865	3,105,892	1,536,604
Change in cash	(1,616,685)	977,812	(243,802)	(1,521,734)
Cash, beginning of the period	4,036,901	1,837,019	2,664,018	4,336,565
Cash, end of the period	\$ 2,420,216	\$ 2,814,831	\$ 2,420,216	\$ 2,814,831
Supplemental non-cash financing information:				
Shares issued for mineral properties	\$ 62,000	\$ 10,800	\$ 70,500	\$ 20,500
Shares issued for finders fees	\$ -	\$ 125,000	\$ -	\$ 125,000
Agent warrants issued	\$ -	\$ 110,858	\$ 223,584	\$ 110,858
Flow-through premium liability on issuance of flow-through shares	\$ -	\$ 35,560	\$ -	\$ 35,560

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

# BRIXTON METALS CORPORATION

(An Exploration Stage Company)

Notes to Condensed Consolidated Interim Financial Statements

Nine months ended June 30, 2018 and 2017

(Unaudited – expressed in Canadian dollars)

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## 1. Nature of operations and going concern:

Brixton Metals Corporation (“Brixton” or the “Company”) was incorporated under the Business Corporations Act of British Columbia on September 28, 2009. The Company is an exploration stage company and engages principally in the acquisition, exploration, and evaluation of mineral properties. The Company’s head office address is Suite 551 – 409 Granville Street, Vancouver, BC, V6C 1T2, Canada. The Company is listed on the TSX Venture Exchange (“TSX-V”) and trades under the symbol BBB.

These condensed consolidated interim financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and settle its obligations in the normal course of business.

The Company has a history of losses with no operating revenue and incurred a loss of \$3,743,251 for the nine months ended June 30, 2018 (2017 - \$3,359,142). As at June 30, 2018, the Company has an accumulated deficit of \$26,222,569, cash of \$2,420,216 and working capital of \$2,760,733. The ability of the Company to carry out its planned business objectives is dependent on its ability to raise adequate financing from lenders, shareholders and other investors and/or achieve operating profitability and generate positive cash flows. There can be no assurances that the Company will continue to obtain the additional financial resources necessary and/or achieve profitability or positive cash flows. If the Company is unable to obtain adequate financing, the Company will be required to curtail operations, exploration, and evaluation activities and there would be significant uncertainty whether the Company would continue as a going concern and realize its assets and settle its liabilities and commitments in the normal course of business.

The Company is currently seeking sources of financing to further develop and explore its Thorn, Langis, Atlin, and Hog Heaven projects and to support general and administrative expenses. Based on financings completed during the period (Note 12), the Company expects to have sufficient funds to operate for the ensuing 12 months.

These condensed consolidated interim financial statements do not reflect adjustments, which could be material to the carrying values of assets and liabilities, which may be required should the Company be unable to continue as a going concern.

## 2. Significant accounting policies:

### (a) Basis of presentation:

These condensed consolidated interim financial statements, including comparatives, have been prepared in accordance with International Accounts Standards (“IAS”) 34, “Interim Financial Reporting” using accounting policies consistent with International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Board and Interpretations issued by the International Financial Reporting Interpretations Committee (“IFRIC”).

Unless otherwise stated, amounts are expressed in Canadian dollars.

These condensed consolidated interim financial statements were authorized for issuance by the Board on August 29, 2018.

# BRIXTON METALS CORPORATION

(An Exploration Stage Company)

Notes to Condensed Consolidated Interim Financial Statements

Nine months ended June 30, 2018 and 2017

(Unaudited – expressed in Canadian dollars)

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## 2. Significant accounting policies (continued):

### (b) Basis of consolidation:

These condensed consolidated interim financial statements include the accounts of the Company and its wholly-owned subsidiary Brixton USA Corporation (“Brixton USA”). The financial statements of Brixton USA are included in the consolidated financial statements from the date on which control was transferred to the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. All significant intercompany accounts and transactions have been eliminated on consolidation.

### (c) Exploration and evaluation assets:

The Company is in the process of exploring its exploration and evaluation asset and has not yet determined whether the property contains ore reserves that are economically recoverable.

Exploration and evaluation costs are recognized in profit or loss. Costs incurred before and after the Company has obtained the legal rights to explore an area of interest are recognized in profit or loss until such time the technical feasibility and commercial viability of extracting a mineral resource are demonstrable, after which then such costs are capitalized. All costs, including option payments, related to the acquisition of exploration and evaluation assets are capitalized on an individual prospect basis while all other costs including staking costs are expensed as incurred. Amounts received for the sale of exploration and evaluation assets, for option payments and for exploration advances are treated as reductions of the cost of the property, with payments in excess of capitalized costs recognized in profit or loss. Upon achieving production, costs for a producing property will be amortized on a unit-of-production method based on the estimated life of the ore reserves. The recoverability of the amounts capitalized for the undeveloped exploration and evaluation assets is dependent upon the determination of economically recoverable ore reserves, confirmation of the Company's interest in the underlying mineral claims, the ability to obtain the necessary financing to complete their development, and future profitable production or proceeds from the disposition thereof.

From time to time, the Company may acquire or dispose of properties pursuant to the terms of option agreements. Due to the fact that property options are exercisable entirely at the discretion of the optionee, the amounts payable or receivable are not accrued. Option payments are recorded as exploration and evaluation asset costs or recoveries when the payments are made or received. When the option payments received exceed the carrying value of the related exploration and evaluation asset then the excess is treated as income in the period the option receipt is recognized. Option receipts in the form of marketable securities are recorded at the quoted market price on the day the securities are received.

# BRIXTON METALS CORPORATION

(An Exploration Stage Company)

Notes to Condensed Consolidated Interim Financial Statements

Nine months ended June 30, 2018 and 2017

(Unaudited – expressed in Canadian dollars)

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## 2. Significant accounting policies (continued):

### (d) Equipment:

Equipment is carried at cost, less accumulated amortization and accumulated impairment losses. The cost 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 and an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located. When parts of an item of equipment have different useful lives, they are accounted for as separate items (major components) of equipment. The Company provides for amortization on its equipment on the following basis:

Asset	Basis	Annual Rate
Computer equipment	Declining balance	30%
Automotive equipment	Declining balance	30%

Equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal of the asset, determined as the difference between the net disposal proceeds and the carrying amount of the asset, is recognized in profit or loss.

### (e) Impairment:

The carrying amounts of the Company's non-financial assets, other than deferred tax assets if any, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit" or "CGU"). The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. 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.

The Company's corporate assets do not generate separate cash inflows. If there is an indication that a corporate asset may be impaired, then the recoverable amount is determined for the CGU to which the corporate asset belongs.

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in profit or loss.

# BRIXTON METALS CORPORATION

(An Exploration Stage Company)

Notes to Condensed Consolidated Interim Financial Statements

Nine months ended June 30, 2018 and 2017

(Unaudited – expressed in Canadian dollars)

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## 2. Significant accounting policies (continued):

### (e) Impairment (continued):

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

### (f) Provision for closure and reclamation:

The Company recognizes statutory, contractual or other legal obligations related to the retirement of its exploration and evaluation assets and its tangible long-lived assets when such obligations are incurred, if a reasonable estimate of fair value can be made. These obligations are measured initially at fair value and the resulting costs are capitalized to the carrying value of the related asset. In subsequent periods, the liability is adjusted for any changes in the amount or timing and for the discounting of the underlying future cash flows. The capitalized asset retirement cost is amortized to operations over the life of the asset.

### (g) Income taxes:

Current tax is the expected taxes 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 taxes payable in respect of previous years.

Deferred tax is recognized in respect of 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 temporary differences when they reverse, based on the laws that have been enacted or substantively enacted at the reporting date.

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.

# BRIXTON METALS CORPORATION

(An Exploration Stage Company)

Notes to Condensed Consolidated Interim Financial Statements

Nine months ended June 30, 2018 and 2017

(Unaudited – expressed in Canadian dollars)

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## 2. Significant accounting policies (continued):

### (h) Basic and diluted 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 year. The computation of the diluted loss per share assumes the conversion, exercise or contingent issuance of securities only when such conversion, exercise or issuance would have a dilutive effect on the loss per share. The dilutive effect of convertible securities is reflected in diluted loss per share by application of the “if converted” method. The dilutive effect of outstanding options and warrants and their equivalents is reflected in diluted loss per share by application of the treasury stock method. Since the Company has losses, the exercise of outstanding options and warrants has not been included in this calculation as it would be anti-dilutive.

### (i) Financial instruments:

#### *Financial assets:*

Financial assets are classified into one of the below noted categories based on the purpose for which the asset was acquired. Management determines the classification of its financial assets at initial recognition. All transactions related to financial instruments are recorded on a trade date basis. The Company’s accounting policy for each category is as follows:

#### *Loans and Receivables:*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for those with maturities of greater than twelve months after the end of the reporting period, which are classified as non-current assets. They are initially recognized at fair value plus transaction costs that are directly attributable to their acquisition or issue and subsequently carried at amortized cost, using the effective interest rate method, less any impairment losses. Amortized cost is calculated by taking into account any discount or premium on acquisition and includes fees that are an integral part of the effective interest rate and transaction costs. Gains and losses are recognized in profit or loss when the loans and receivables are derecognized or impaired, as well as through the amortization process. The Company’s loans and receivables consist of cash, restricted cash, and receivables.

#### *Financial Assets at Fair Value Through Profit or Loss:*

An instrument is classified at fair value through profit or loss if it is held for trading. Financial instruments are designated at fair value through profit or loss if the Company manages such investments and makes purchases and sale decisions based on their fair value in accordance with the Company’s risk management or investment strategy. Upon initial recognition, attributable transaction costs are recognized in profit or loss when incurred. Financial instruments at fair value through profit or loss are measured at fair value, and changes therein are recognized in profit or loss. The Company has not designated any financial assets as fair value through profit or loss.

# BRIXTON METALS CORPORATION

(An Exploration Stage Company)

Notes to Condensed Consolidated Interim Financial Statements

Nine months ended June 30, 2018 and 2017

(Unaudited – expressed in Canadian dollars)

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## 2. Significant accounting policies (continued):

### (i) Financial instruments (continued):

#### *Available-for-sale financial assets:*

Available-for-sale financial assets are non-derivative financial assets that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless the investment matures or management intends to dispose of it within twelve months of the end of the reporting period. Subsequent to initial recognition, available-for-sale financial assets are measured at fair value and changes therein, other than impairment losses and foreign currency differences on available-for-sale equity instruments, are recognized in other comprehensive income and presented within equity in the fair value reserve. When an instrument is derecognized, the cumulative gain or loss in other comprehensive income is transferred to profit or loss. The Company has not designated any financial assets as available-for-sale.

#### *Financial liabilities:*

All financial liabilities are initially recorded at fair value and designated upon inception as FVTPL or other financial liabilities.

Financial liabilities classified as other financial liabilities are initially recognized at fair value less directly attributable transaction costs. After initial recognition, other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. The effective interest rate method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period or, where appropriate, a shorter period. The Company's financial liabilities consist of accounts payable, accrued liabilities and amounts due to related parties, which are classified as other liabilities.

Financial liabilities classified as FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as FVTPL. Derivatives, including embedded derivatives, are also classified as held for trading and recognized at fair value with changes in fair value recognized in earnings unless they are designated as effective hedging instruments. Fair value changes on financial liabilities classified as FVTPL are recognized in profit or loss.

#### *Impairment of financial assets:*

The Company assesses at the end of each reporting date whether there are indicators of impairment present for financial assets other than financial assets valued through profit or loss. A financial asset is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a "loss event") and that loss event (or events) has an impact on the estimated future cash flows of the financial asset that can be reliably estimated.

# BRIXTON METALS CORPORATION

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Notes to Condensed Consolidated Interim Financial Statements

Nine months ended June 30, 2018 and 2017

(Unaudited – expressed in Canadian dollars)

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## 2. Significant accounting policies (continued):

### (i) Financial instruments (continued):

#### *Impairment of financial assets (continued):*

An impairment loss in respect of a financial asset carried at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted using the instrument's original effective interest rate. An impairment loss in respect of an available-for-sale financial asset is calculated by reference to its fair value. In the case of equity instruments classified as available-for-sale, a significant or prolonged decline in the fair value of the security below its cost is also evidence that the assets are impaired.

If any such evidence exists for available-for-sale financial assets, the cumulative loss, measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset that was previously recognized in profit or loss, is removed from equity and recognized in profit or loss.

An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognized.

### (j) Foreign currency translation:

Transactions in foreign currencies are translated at the exchange rate in effect at the date of the transaction. Foreign denominated monetary assets and liabilities are translated to their Canadian dollar equivalents using foreign exchange rates prevailing at the financial position reporting date. Exchange gains or losses arising on foreign currency translation are reflected in profit or loss for the year. The Company's reporting currency and the functional currency of all of its operations is the Canadian dollar as this is the principal currency of the economic environment in which they operate.

### (k) Flow-through shares:

The Company may from time to time, issue flow-through common shares to finance a significant portion of its exploration program. Pursuant to the terms of the flow-through share agreements, these shares transfer the tax deductibility of qualifying resource expenditures to investors. On issuance, the Company separates the flow-through common share into i) a flow-through common share premium, equal to the estimated premium, if any, investors pay for the flow-through feature, which is recognized as a liability and; ii) share capital. When the resource property expenditures are incurred, the Company derecognizes the liability and recognizes a deferred tax liability for the amount of tax reduction renounced to the shareholders, to the extent there are not sufficient tax assets to offset the renounced expenditures.

# BRIXTON METALS CORPORATION

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Notes to Condensed Consolidated Interim Financial Statements

Nine months ended June 30, 2018 and 2017

(Unaudited – expressed in Canadian dollars)

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## 2. Significant accounting policies (continued):

### (l) Critical accounting judgments and estimates:

The preparation of these condensed consolidated interim financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, and income and expenses. Although management uses historical experience and its best knowledge of the amount, events or actions to form the basis for judgments and estimates, actual results may differ from these estimates.

#### Estimates

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the review affects both current and future periods. The most significant accounts that require estimates as the basis for determining the stated amounts include: impairment of exploration and evaluation assets; provision for environmental rehabilitation; inputs used in the valuation of share-based payments; accrual of refundable tax credits; and provision for deferred income tax.

#### *Share-based payments:*

The Company uses the fair value based method of accounting for stock options granted to employees and others as well as agent options issued on common share issuances. Under this method, the fair value of the stock options at the date of the grant, as determined using the Black-Scholes option pricing model, is recognized to expense over the vesting period. The fair value of agent options at the date of issuance, as determined using the Black-Scholes model, is recognized as share issuance costs, with the offsetting credit to share-based payments reserve. If the stock options or agent options are exercised, the proceeds are credited to share capital and the fair value of the options or agent options exercised is reclassified from share-based payments reserve to share capital.

#### *Exploration and evaluation assets:*

The Company capitalizes mining property acquisition costs which are to be amortized when production is attained or the balance thereof written off should the property be disproven through exploration or abandoned. The carrying value of the Company's mineral property is reviewed by management at least annually, or whenever events or circumstances indicate that its carrying value may not be recovered. If impairment is determined to exist, a formal estimate of the recoverable amount is performed and an impairment loss is recognized to the extent that the carrying amount exceeds the recoverable amount. The recoverable amount of an asset is measured at fair value less costs to sell.

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## 2. Significant accounting policies (continued):

### (l) Critical accounting judgments and estimates (continued):

#### Estimates (continued)

##### *Environmental rehabilitation obligation:*

The Company recognizes statutory, contractual or other legal obligations related to the retirement of its exploration and evaluation assets and its tangible long-lived assets when such obligations are incurred, if a reasonable estimate of fair value can be made. These obligations are measured initially at fair value and the resulting costs are capitalized to the carrying value of the related asset. In subsequent periods, the liability is adjusted for any changes in the amount or timing and for the discounting of the underlying future cash flows. The capitalized asset retirement cost is amortized to operations over the life of the asset.

##### *Accrual of refundable mining tax credits*

The provincial government of BC provides for a refundable tax on net qualified mining exploration expenditures incurred in BC. The credit is calculated as 20% of qualified mining exploration expenses. Management has estimated and accrued the likely refundable amount arising from expenditures incurred.

##### *Deferred income tax:*

The assessment of the probability of future taxable income for which deferred tax assets can be utilized is based on the Company's estimates of future profits or losses adjusted for significant non-taxable income and expenses and specific limits to the use of any unused tax loss or credit. The tax rules in the jurisdictions in which the Company operates are also carefully taken into consideration. If a positive forecast of taxable income indicates the probable use of a deferred tax asset, especially when it can be utilized without a time limit, that deferred tax asset is usually recognized in full. The recognition of deferred tax assets that are subject to certain legal or economic limits or uncertainties is assessed individually by management based on the specific facts and circumstances.

#### Judgments

Critical judgments exercised in applying accounting policies that have the most significant effect on the amounts recognized in the condensed consolidated interim financial statements are as follows:

##### *Going concern:*

Significant judgments are made in the Company's assessment of its ability to continue as a going concern as described in note 1.

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### 3. Accounting standards issued for adoption in future periods:

The following new standards, amendments to standards and interpretations have been issued but are not effective during the nine months ended June 30, 2018:

- IFRS 9                      New financial instruments standard that replaces IAS 39 for classification and measurement of financial assets.<sup>(i)</sup>
- IFRS 15                     New revenue standard outlining a five-step framework for determining the nature, amount, timing and uncertainty of revenue and cash flows arising from a contract with a customer.<sup>(i)</sup>
- IFRS 16                     New leases standard that replaces IAS 17 for recognition, measurement, presentation and disclosure of leases for lessees and lessors.<sup>(ii)</sup>

(i) Effective for annual periods beginning on or after January 1, 2018.

(ii) Effective for annual periods beginning on or after January 1, 2019.

The Company anticipates that the application of these standards, amendments and interpretations will not have a material impact on the results and financial position of the Company.

### 4. Capital management:

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders, and to bring its mineral properties to commercial production.

The Company depends on external financing to fund its activities. The capital structure of the Company currently consists of common shares, stock options and share purchase warrants. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets, being mineral properties. In order to maintain or adjust the capital structure, the Company may issue new shares through private placements, or sell assets to fund operations. Management reviews its capital management strategy on a regular basis. The Company is not subject to externally imposed capital requirements.

The Company invests all capital that is surplus to its immediate operational needs in short-term, liquid and highly-rated financial instruments, such as cash and other short-term guaranteed deposits, all held with major financial institutions.

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## 5. Receivables:

	June 30, 2018	September 30, 2017
Amounts due from Government of Canada pursuant to GST input tax credits	\$ 86,762	\$ 31,799
Amounts due from Government of BC pursuant to BC Mining Exploration tax credit	218,389	218,389
Amounts receivable	-	113,346
Other	512	512
<b>Total</b>	<b>\$ 305,663</b>	<b>\$ 364,046</b>

## 6. Prepaid expenses:

	June 30, 2018	September 30, 2017
Mineral property vendor deposits	\$ 20,000	\$ -
Prepaid insurance	776	10,402
Prepaid software	-	20,999
Prepaid expenses and advances to related parties (Note 10)	62,376	43,313
Other prepaid expenses	12,656	13,047
<b>Total</b>	<b>\$ 95,808</b>	<b>\$ 87,761</b>

## 7. Restricted cash:

At June 30, 2018, the Company had a \$95,000 (September 30, 2017 - \$95,000) bond held with the Government of British Columbia for potential reclamation costs on its Thorn project in British Columbia. This bond is refundable at such time the Company completes the required exploration activities and receives approval from the regulating authorities.

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## 8. Equipment:

	Computer equipment	Vehicles	Total
<b>Cost</b>			
Balance, September 30, 2016	\$ 21,986	\$ 57,675	\$ 79,661
Additions	<u>1,737</u>	<u>-</u>	<u>1,737</u>
Balance, September 30, 2017	\$ 23,723	\$ 57,675	\$ 81,398
Additions	<u>-</u>	<u>-</u>	<u>-</u>
Balance, June 30, 2018	\$ 23,723	\$ 57,675	\$ 81,398
<b>Accumulated Amortization</b>			
Balance, September 30, 2016	\$ 14,628	\$ 901	\$ 15,529
Amortization expense	<u>2,468</u>	<u>17,032</u>	<u>19,500</u>
Balance, September 30, 2017	\$ 17,096	\$ 17,933	\$ 35,029
Amortization expense	<u>1,491</u>	<u>8,943</u>	<u>10,434</u>
Balance, June 30, 2018	\$ 18,587	\$ 26,876	\$ 45,463
<b>Net Book Value</b>			
Balance, September 30, 2017	\$ 6,627	\$ 39,742	\$ 46,369
Balance, June 30, 2018	\$ 5,136	\$ 30,799	\$ 35,935

## 9. Exploration and evaluation assets:

Balance consists of:

	June 30, 2018	September 30, 2017
Thorn, BC, Canada	\$ 3,005,030	\$ 3,005,030
Langis, Ontario, Canada	421,160	399,667
Atlin, BC, Canada	236,374	138,576
Hog Heaven, Montana, USA	1,209,254	1,030,309
Total	\$ 4,871,818	\$ 4,573,582

Title to exploration and evaluation assets 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 conveyance history characteristic of many exploration and evaluation assets. The Company has investigated title to its exploration and evaluation assets and to the best of its knowledge title to the assets is in good standing.

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## 9. Exploration and evaluation assets (continued):

### (a) Thorn, BC, Canada:

On February 26, 2013, the Company completed the acquisition of a 100% interest in the Thorn mineral property, located in the Sutlahine River area in northwestern British Columbia, from Rimfire Minerals Corporation for consideration of \$1,500,000 cash and the issuance of 7,000,000 common shares (valued at \$1,260,000). The Company is subject to underlying net smelter returns royalties ("NSR") ranging from nil% to 3.5% of net smelter returns. In addition to the royalties the Company must satisfy underlying obligations to an underlying agreement in respect of the property with Cangold Limited which requires the Company to issue 250,000 shares or make a one-time cash payment of \$1,000,000 upon commercial production.

On July 19, 2013, the Company entered into an exploration agreement with the Taku River Tlingit First Nation ("TRTFN"), under which TRTFN will consent to exploration activities and support the development of the Thorn project, in exchange for the Company paying an annual community contribution of 1.25% based on the Company's annual exploration budget, reviewing annual work planning with TRTFN prior to each ensuing season, as well as providing opportunities for local employment, training and contracting related to the project.

During the year ended September 30, 2016, the Company recognized a reclamation obligation of \$29,000. The undiscounted amount of estimated cash flows was estimated at \$52,000. The liability was estimated using an expected life of 30 years and a net risk-free discount rate of 2%.

### (b) Langis, Ontario, Canada:

On February 2, 2016, the Company acquired a 100% interest in the Langis silver mine located in the Cobalt silver mining camp of Northeastern Ontario from Canagco Mining Corp. ("Canagco") for consideration of 3,242,500 common shares valued at \$226,975 and a cash payment of \$55,000. The Company also paid a finder's fee of \$6,887 and 106,351 common shares valued at \$9,572. Canagco will retain a 2% NSR.

On April 13, 2016, the Company acquired additional mineral rights related to the Langis property in exchange for consideration of \$5,000 and 250,000 common shares (valued at \$107,500). The vendors will retain NSR's of 2% and 1%, of which the Company may purchase 1.5% for \$750,000 (0.5% for \$250,000 each) and 0.5% prior to commercial production for \$250,000, respectively.

On April 19, 2016, the Company acquired a 100% interest in the past-producing Hudson Bay silver mine in the Cobalt silver mining camp of Ontario through the issuance of 27,300 common shares (valued at \$27,300) and a cash payment of \$1,000.

On July 7, 2016, the Company entered into an agreement with John Pollock whereby the Company acquired additional mining rights in the Langis property through the issuance of 10,000 common shares (valued at \$8,300) and a cash payment of \$3,000, subject to a 2% NSR, of which the entire NSR can be repurchased for \$250,000 for each 0.5%.

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## 9. Exploration and evaluation assets (continued):

### (b) Langis, Ontario, Canada (continued):

During the period ended June 30, 2017, the Company completed an agreement with Agnico Eagle Mines Ltd. (“Agnico Eagle”) and acquired a 100% interest over certain additional property adjacent to the Langis property for consideration of cash paid of \$200,000. Agnico Eagle retains a 2% NSR, of which the Company may purchase 1% for \$500,000.

On June 7, 2017, the Company entered into an agreement with First Cobalt Corp. (“First Cobalt”) to sell a 100% interest in certain of the Company’s non-core mineral claims located in the Cobalt silver mining camp in Ontario for consideration of \$325,000 cash (received). The Company paid a \$16,250 finder’s fee in connection with this transaction.

During the year ended September 30, 2017, the Company recognized a reclamation obligation of \$30,007. The undiscounted amount of estimated cash flows was estimated at \$56,000. The liability was estimated using an expected life of 30 years and a net risk-free discount rate of 2.1%.

#### *Timiskaming First Nation agreement*

On May 2, 2016, the Company entered into an exploration agreement with Timiskaming First Nation (“TFN”), under which TFN will consent to exploration activities and support the development of the Company’s Langis project and other cobalt lands, in exchange for the Company paying an annual community contribution of 1.25% based on the Company’s annual exploration budget and providing opportunities for local employment, training and contracting related to the project.

### (c) Atlin, BC, Canada:

On January 25, 2017, the Company entered into an option agreement with two third parties to acquire a 100% interest in the Eagle property located in Atlin, British Columbia, for consideration of \$65,000 (\$20,000 paid) and the issuance of 115,000 common shares (45,000 shares issued, valued at \$18,300), payable over a three year period. The vendors will retain a 2% NSR, of which the Company may purchase 1% for \$500,000.

On March 14, 2017, the Company entered into an agreement with Armadillo Resources Ltd. (“Armadillo”), and acquired a 100% interest in mineral claims located in Atlin, British Columbia, by paying \$13,000 and issuing 20,000 common shares (valued at \$10,600). The claims are subject to underlying NSRs of 0.5% and 0.2%.

On March 30, 2018, the Company entered into an agreement to acquire a 100% interest in five mineral claims located in the Atlin mining district in British Columbia. In consideration, the Company paid \$10,000 in cash and issued 50,000 common shares (valued at \$10,000).

On May 26, 2018, the Company entered into an agreement to acquire a 100% interest in six mineral claims located in the Atlin mining district in British Columbia. In consideration, the Company paid issued 260,000 common shares, valued at \$52,000.

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## 9. Exploration and evaluation assets (continued):

(d) Hog Heaven, Montana, USA:

On June 21, 2017, the Company acquired, through an agreement with Pan American Silver Corp. (“Pan American”), a 100% interest in the Hog Heaven project in Montana, USA, through the issuance of 2,687,091 common shares (valued at \$994,224). Pan American retains a 3.0% NSR on the Hog Heaven project.

During the year ended September 30, 2017, the Company recognized a reclamation obligation of \$36,085. The undiscounted amount of estimated cash flows was estimated at \$67,000. The liability was estimated using an expected life of 30 years and a net risk-free discount rate of 2.1%.

During the nine months ended June 30, 2018, the Company incurred the following exploration expenditures:

	Thorn Property BC, Canada	Langis Property ON, Canada	Atlin Property BC, Canada	Hog Heaven Property Montana, USA	General Exploration	Total
Nine months ended June 30, 2018						
Analysis	\$ 10,125	\$ 223,481	\$ 8,016	\$ 8,746	\$ -	\$ 250,368
Camp and general	2,981	156,798	29,298	148,425	6,411	343,913
Community relations	4,990	12,525	-	-	-	17,515
Drilling	-	743,409	-	-	-	743,409
Field supplies and rentals	1,530	46,834	9,291	47,397	-	105,052
Field transportation	1,903	14,467	18,536	1,774	-	36,680
Geological consulting	14,207	114,507	14,310	155,476	7,702	306,202
Geophysics and metallurgy	(7,944)	-	42,000	22,233	-	56,289
Maps, orthos, and reports	-	593	-	1,198	-	1,791
Permitting	-	-	-	3,646	-	3,646
<b>Total for the period</b>	<b>\$ 27,792</b>	<b>\$ 1,312,614</b>	<b>\$ 121,451</b>	<b>\$ 388,895</b>	<b>\$ 14,113</b>	<b>\$ 1,864,865</b>
Nine months ended June 30, 2017						
Analysis	\$ 69,669	\$ 50,234	\$ -	\$ -	\$ -	\$ 119,903
Camp and general	67,916	21,397	2,861	64,885	60,114	217,173
Community relations	17,150	5,162	-	-	-	22,312
Drilling	349,418	-	-	-	-	349,418
Field supplies and rentals	69,427	2,555	-	-	-	71,982
Field transportation	319,854	-	-	-	-	319,854
Finders fees	-	16,250	-	-	-	16,250
Geological consulting	130,726	51,166	3,030	-	30,172	215,094
Geophysics and metallurgy	100,395	219,804	120,354	-	-	440,553
Maps, orthos, and reports	2,276	-	-	-	-	2,276
Staking and claims fees	-	2,946	-	-	-	2,946
Government grants	(29,292)	-	-	-	-	(29,292)
<b>Total for the period</b>	<b>\$ 1,097,539</b>	<b>\$ 369,514</b>	<b>\$ 126,245</b>	<b>\$ 64,885</b>	<b>\$ 90,286</b>	<b>\$ 1,748,469</b>

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## 10. Related party transactions:

During the nine months ended June 30, 2018, the Company paid or accrued the following amounts to key management personnel or companies controlled by them:

	June 30, 2018	June 30, 2017
Management fees, salaries and professional services	\$ 371,256	\$ 371,255
Director fees	18,000	18,000
Share-based payments	489,235	522,568
<b>Total</b>	<b>\$ 878,491</b>	<b>\$ 911,823</b>

Key management is defined as directors and officers of the Company.

As at June 30, 2018, the Company had \$5,000 (September 30, 2017 - \$5,935) due to directors, officers, and companies with a director in common. Amounts due to related parties are non-interest bearing, with no fixed terms of repayments.

Amounts prepaid to directors and officers are disclosed in note 6.

## 11. Commitments:

The Company is obligated under its three-year term operating lease agreement for the rental of its corporate office in Vancouver. Minimum lease payments in each of the next three fiscal years are as follows:

2018	\$ 10,445
2019	\$ 41,778
2020	\$ 36,556

## 12. Share capital:

(a) Authorized share capital:

Unlimited common shares without par value.

(b) Issued and outstanding common shares:

(i) Share issuances:

On June 6, 2018, the Company issued 260,000 common shares as consideration for the acquisition of six mineral claims located in the Atlin mining district, valued at \$52,000 (Note 9(c)).

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## 12. Share capital (continued):

(b) Issued and outstanding common shares (continued):

(i) Share issuances (continued):

On April 11, 2018, the Company issued 50,000 common shares as consideration for the acquisition of five mineral claims located in the Atlin mining district, valued at \$10,000 (Note 9(c)).

On March 27, 2018, the Company issued 40,000 common shares upon the exercise of warrants for total proceeds of \$6,000.

On January 11, 2018, the Company issued 150,000 common shares upon the exercise of warrants for total proceeds of \$22,500.

On January 11, 2018, the Company issued 25,000 common shares as consideration for the Atlin option agreement (Eagle property), valued at \$8,500 (Note 9(c)).

On December 27, 2017, the Company issued 52,000 common shares upon the exercise of warrants for total proceeds of \$7,800.

On March 2, 2017, the Company issued 20,000 common shares as consideration for the Atlin option agreement (Eagle property), valued at \$9,800 (Note 9(c)).

On April 5, 2017, the Company issued 20,000 common shares as consideration for the Armadillo option agreement (Atlin property), valued at \$10,600 (Note 9(c)).

On July 18, 2017, the Company issued 2,687,091 common shares as consideration for the Hog Heaven option agreement, valued at \$994,224 (Note 9(d)).

### *Private placements*

On October 17, 2017, the Company closed a private placement, issuing 5,232,036 units at a price of \$0.32 per unit for total gross proceeds of \$1,674,252. Each unit consisted of one common share and one-half of one common share purchase warrant, exercisable at a price of \$0.48 per share for three years. In connection with the private placement, the Company paid finder's fees totaling \$101,224 cash and issued 316,323 finder's warrants valued at \$71,191, exercisable at \$0.32 per share for three years. As at September 30, 2017, the Company had received \$1,179,000 in advance subscriptions in relation to this private placement.

On December 6, 2017, the Company closed the first tranche of a flow-through financing, issuing 6,313,000 flow-through shares at a price of \$0.25 per flow-through share for total gross proceeds of \$1,578,250. In connection with the flow-through financing, the Company paid finder's fees totaling \$108,938 cash and issued 435,750 finder's warrants valued at \$76,281, exercisable for common shares at \$0.25 per share for two years.

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## 12. Share capital (continued):

(b) Issued and outstanding common shares (continued):

(i) Share issuances (continued):

### *Private placements (continued)*

On December 27, 2017, the Company closed the second and final tranche of a flow-through financing, issuing 5,692,000 flow-through shares at a price of \$0.25 per flow-through share for total gross proceeds of \$1,423,000. In connection with the flow-through financing, the Company paid finder's fees totaling \$99,610 cash and issued 398,440 finder's warrants valued at \$76,112, exercisable for common shares at \$0.25 per share for two years.

On April 4, 2017, the Company closed a brokered private placement, issuing 2,776,800 units at a price of \$0.50 per unit and 711,200 flow-through shares at a price of \$0.55 per flow-through share for total gross proceeds of \$1,779,560. Each unit consisted of one common share and one common share purchase warrant, exercisable at a price of \$0.70 per share for two years. In connection with the private placement, the Company paid finder's fees totaling \$203,247 cash and issued 266,120 finder's warrants valued at \$110,858, exercisable at \$0.50 per share for three years. The Company also issued 250,000 common shares valued at \$125,000 as a corporate finance fee payable in connection with the private placement. The Company recognized a flow-through premium liability of \$35,560, which was fully accreted during the nine months ended June 30, 2018.

(c) Warrants:

As at June 30, 2018, the following warrants were outstanding:

<b>Expiry date</b>	<b>Weighted average exercise price</b>	<b>Number of warrants</b>	<b>Weighted average remaining contractual life in years</b>
14-Sep-18	\$ 1.00	2,885,700	0.21
14-Sep-18	\$ 0.70	318,668	0.21
8-Apr-19	\$ 0.15	5,561,000	0.77
19-Apr-19	\$ 0.15	871,000	0.80
4-Apr-19	\$ 0.70	2,776,800	0.76
4-Apr-20	\$ 0.50	266,120	1.76
17-Oct-20	\$ 0.48	2,616,017	2.30
17-Oct-20	\$ 0.32	316,323	2.30
6-Dec-19	\$ 0.25	435,750	1.44
27-Dec-19	\$ 0.25	398,440	1.49
	\$ 0.47	16,445,818	0.99

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## 12. Share capital (continued):

### (c) Warrants (continued):

	Number of warrants	Weighted average exercise price
Balance, September 30, 2016	17,187,755	\$ 0.44
Granted during the year	3,042,920	0.68
Exercised during the year	(620,000)	0.15
Balance, September 30, 2017	19,610,675	\$ 0.49
Granted during the period	3,766,530	0.42
Exercised during the period	(242,000)	0.15
Expired during the period	(6,689,387)	0.50
Balance, June 30, 2018	16,445,818	\$ 0.47

The fair values of the finders' warrants is estimated using the Black-Scholes option pricing model. The weighted average fair value per finders' warrant granted during the nine months ended June 30, 2018 was \$0.19 (2017 - \$0.42). The following weighted average assumptions used in the calculation of fair value are as follows:

	June 30, 2018	June 30, 2017
Risk-free interest rate	1.53%	0.74%
Expected volatility	133.21%	158.93%
Expected life of options	2.27 years	3 years
Expected dividend yield	Nil	Nil
Forfeiture rate	Nil	Nil

### (d) Share-based payments:

The Board of Directors of the Company has approved a stock plan (the "Plan"), whereby the number of shares issuable under the Plan is limited to 10% of the issued and outstanding shares of the Company. The exercise price of each option shall not be less than the discounted market price of the Company's shares as calculated on the date of grant. An option's maximum term is ten years and shall vest as determined by the Board of Directors. Options granted to investor relations consultants shall vest in stages over 12 months with no more than one-quarter of options vesting in any three month period.

The following tables reflects the continuity of stock options for the nine months ended June 30, 2018 and 2017:

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## 12. Share capital (continued):

(d) Share-based payments (continued):

Number outstanding Sept 30, 2017	Granted	Exercised / cancelled	Number outstanding June 30, 2018	Weighted average exercise price per share	Expiry date	Weighted average remaining contractual life in years
35,000	-	-	35,000	\$ 0.14	April 7, 2025	6.78
2,600,000	-	-	2,600,000	\$ 0.70	September 12, 2026	8.21
1,325,000	-	-	1,325,000	\$ 0.50	April 3, 2027	8.76
175,000	-	-	175,000	\$ 0.50	June 21, 2027	8.98
-	2,015,000	-	2,015,000	\$ 0.30	January 8, 2028	9.53
4,135,000	2,015,000	-	6,150,000	\$ 0.52		8.78
		(Exercisable)	6,125,000	\$ 0.52		

  

Number outstanding Sept 30, 2016	Granted	Exercised / cancelled	Number outstanding Sept 30, 2017	Weighted average exercise price per share	Expiry date	Weighted average remaining contractual life in years
35,000	-	-	35,000	\$ 0.14	April 7, 2025	7.52
2,600,000	-	-	2,600,000	\$ 0.70	September 12, 2026	8.96
-	1,325,000	-	1,325,000	\$ 0.50	April 3, 2027	9.51
-	175,000	-	175,000	\$ 0.50	June 21, 2027	9.73
2,635,000	1,500,000	-	4,135,000	\$ 0.62		9.15
		(Exercisable)	4,085,000	\$ 0.62		

The fair value of stock options granted used to calculate compensation expense for both employees and non-employees is estimated using the Black-Scholes option pricing model. The weighted average fair value per option granted during the nine months ended June 30, 2018 was \$0.30 (2017 - \$0.50). During the nine months ended June 30, 2018, the Company recognized \$609,204 (2017 - \$685,452) in share-based payments expense for the fair value of the vested portion of stock options granted during the year and/or in prior years.

The following weighted-average assumptions were used as inputs to the Black-Scholes model:

	June 30, 2018	June 30, 2017
Risk-free interest rate	2.09%	1.36%
Expected volatility	157.16%	177.68%
Expected life of options	10.0 years	10.0 years
Expected dividend yield	Nil	N/A

(e) Shares reserved for issuance (fully diluted):

	Number of shares
Issued and outstanding at June 30, 2018	64,312,402
Reserved for warrants (note 12(c))	16,445,818
Reserved for options (note 12(d))	6,250,000
Shares reserved for issuance (fully diluted) at June 30, 2018	87,008,220

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## 13. Segmented information:

As at June 30, 2018 the Company currently operates in one segment being the acquisition and exploration and evaluation of resource assets located in British Columbia and Ontario, Canada, and Montana, USA, as described in note 9.

## 14. Financial instruments and risk management:

### *Financial instruments*

IFRS 13, *Fair value measurements* ("IFRS 13"), establishes a fair value hierarchy that prioritizes the inputs to the valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

- Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.
- Level 2: Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability.
- Level 3: Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

The Company has no financial assets or financial liabilities measured at fair value in the statement of financial position as at June 30, 2018. The carrying value of receivables and accounts payable and accrued liabilities and due to related parties, approximates their fair values because of the short-term nature of these instruments.

### *Financial risk factors*

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

#### (a) Credit risk:

Credit risk is the risk of loss associated with a counter party's inability to fulfill its payment obligations. The Company's receivables consist of amounts due from a Canadian government agency and cash and restricted cash is held with a large and stable Canadian chartered bank. Management believes that credit risk related to these amounts is nominal.

#### (b) Liquidity risk:

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet its liabilities as they fall due. As of June 30, 2018, the Company had cash of \$2,420,216 to settle current liabilities of \$60,954. The Company has sufficient cash to settle current liabilities.

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## 14. Financial instruments and risk management (continued):

### *Financial risk factors (continued)*

#### (c) 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.

#### (i) Interest rate risk:

The Company has cash balances and no interest-bearing debt. The Company's current policy is to keep larger cash balances invested in investment-grade short-term demand deposit certificates issued by its banking institutions. The Company is nominally exposed to interest rate risk.

#### (ii) Foreign currency risk:

The Company is not exposed to foreign currency risk as it holds no cash, accounts receivable, nor accounts payable and accrued liabilities that are denominated in United States dollars or other foreign currencies.

#### (iii) Price risk:

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. 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 of gold and other precious and base metals, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

## 15. Subsequent events:

### *Stock options*

Issued 100,000 stock options exercisable at \$0.21 per share until August 1, 2028 upon the appointment of a new director.

### *Atlin property acquisitions*

Announced that it had entered into a series of separate asset purchase and sale agreements to acquire a 100-per-cent interest in 29,608 hectares of mineral rights in the Atlin gold camp of British Columbia and related transactions.

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## 15. Subsequent events (continued):

### *Atlin property acquisitions (continued)*

The Company will acquire the claims comprising the 28,589-hectare Spruce and Yellowjacket properties by issuing 4,300,000 million common shares and making a \$50,000 payment on closing to Desert Mountain Energy Corp., formerly African Queen Mines Ltd. The common shares will be subject to voluntary trading restrictions and released over a period of 24 months. The claims comprising the Spruce property are subject to a 1.0% NSR, which the Company may purchase for \$1,250,000. The claims comprising the Yellowjacket property are subject to a 2.5% NSR, where the Company has agreed to purchase a 1.0% NSR from a private owner for the issuance of 200,000 common shares and a cash payment of \$10,000. The resulting NSR royalty on the Yellowjacket claims are 1.5%, which the Company holds the right to acquire for \$1,650,000.

The Company will also acquire the 1,019-hectare McKee and Otter properties by issuing to private sellers an aggregate of 250,000 common shares. The McKee and Otter properties are subject to a 1.0% NSR, which the Company holds the right to purchase a 0.5% NSR for \$250,000. The transaction is subject to regulatory approval and customary closing conditions.

