KERR MINES INC.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

THREE AND NINE MONTHS ENDED MARCH 31, 2018

(EXPRESSED IN CANADIAN DOLLARS)

(UNAUDITED)

Notice To Reader

The accompanying unaudited condensed interim consolidated financial statements of Kerr Mines Inc. (the "Company") have been prepared by and are the responsibility of management. The unaudited condensed interim consolidated financial statements have not been reviewed by the Company's auditors.

Kerr Mines Inc.

Condensed Interim Consolidated Statements of Financial Position
(Expressed in Canadian Dollars)
Unaudited

	As at March 31, 2018	As at June 30, 2017
ASSETS		
Current assets		
Cash	$ 3,331,072	$ 5,065,452
Marketable securities	2,519	2,519
Accounts receivable and sundry assets (note 4)	190,562	172,179
Prepaid expenses	457,026	500,973
Inventories	190,800	198,081
Total current assets	4,171,979	5,939,204
Non-current assets		
Restricted investments (note 3)	1,515,078	1,567,133
Property, plant and equipment (note 5)	10,714,144	10,886,188
Mining properties (note 6)	7,270,465	7,270,465
Total assets	$ 23,671,666	$ 25,662,990
EQUITY AND LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities (note 7)	$ 1,184,110	$ 2,933,760
Loans and borrowings	-	221,371
Total current liabilities	1,184,110	3,155,131
Non-current liabilities		
Long term promissory note payable (note 8)	2,094,803	2,000,000
Long term convertible promissory notes payable (note 9)	4,179,013	3,777,362
Derivative in convertible promissory note payable (note 9)	272,651	279,014
Long term loan payable (note 10)	3,780,870	3,609,763
Other long term payable	-	239,262
Provisions (note 11)	2,939,612	2,691,269
Total liabilities	14,451,059	15,751,801
Equity		
Share capital (note 12)	139,088,865	132,264,928
Contributed surplus	10,531,788	10,531,788
Warrants (note 14)	2,953,000	2,379,100
Share-based payments (note 13)	1,443,992	178,496
Accumulated other comprehensive income	3,226,422	1,286,626
Deficit	(148,023,460)	(136,729,749)
Total equity	9,220,607	9,911,189
Total equity and liabilities	$ 23,671,666	$ 25,662,990

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

Nature of operations and going concern (note 1)
Commitments and contingencies (note 19)
Subsequent event (note 21)

Approved on behalf of the Board:

(Signed) "Fahad Al Tamimi" Director

(Signed) "Claudio Ciavarella" Director

Kerr Mines Inc.
Condensed Interim Consolidated Statements of Income (loss) and Comprehensive Loss
(Expressed in Canadian Dollars)
Unaudited

	Three Months Ended March 31, 2018	Three Months Ended March 31, 2017	Nine Months Ended March 31, 2018	Nine Months Ended March 31, 2017
Operating expenses				
Exploration and evaluation expenditures (note 15)	**$ 2,071,782**	$ 1,932,678	**$ 6,959,882**	$ 3,171,320
General and administrative	**14,795**	139,139	**41,418**	416,642
Depreciation (note 5)	**304,353**	79,346	**473,368**	131,330
Salaries and benefits	**10,563**	51,478	**113,870**	51,478
Consulting fees	**19,603**	46,021	**239,603**	288,277
Professional fees	**28,779**	16,122	**63,200**	267,255
Promotion and travel	**8,311**	8,711	**90,113**	49,351
Shareholder relations	**107,244**	35,402	**994,352**	137,364
	(2,565,430)	(2,308,897)	**(8,975,806)**	(4,513,017)
Loss on disposal of other assets	**-**	-	**(401,780)**	-
Unrealized gain on marketable securities	**-**	120,000	**-**	-
Finance charges	**(269,691)**	(44,483)	**(543,223)**	(1,096,766)
Net gain on settlement of debts (note 16)	**-**	1,806,875	**1,269,335**	5,506,400
Gain (loss) on revaluation of derivative liability	**49,560**	(5,476)	**6,363**	(16,428)
Accretion of long term receivable	**-**	(8,906)	**-**	-
Interest and other revenue	**1,590**	51,590	**3,247**	68,308
(Loss) gain on foreign exchange	**(271,110)**	998,460	**(1,386,351)**	722,640
Share-based payments (note 13)	**(363,079)**	-	**(1,265,496)**	-
Loss on sale of marketable securities	**-**	(200,000)	**-**	(1,000,000)
Net income (loss) for the period	**$ (3,418,160)**	$ 409,163	**$ (11,293,711)**	$ (328,863)
Other comprehensive income (loss)				
Foreign exchange difference	**$ 602,803**	$ (1,004,541)	**$ 1,939,796**	$ (751,632)
Other comprehensive income (loss) for the period	**$ 602,803**	$ (1,004,541)	**$ 1,939,796**	$ (751,632)
Total comprehensive loss for the period	**$ (2,815,357)**	$ (595,378)	**$ (9,353,915)**	$ (1,080,495)
Basic and diluted net loss per share (note 17)	**$ (0.01)**	$ 0.00	**$ (0.05)**	$ (0.00)
Weighted average number of common shares outstanding	**255,785,168**	190,968,865	**243,047,427**	173,458,000

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

Kerr Mines Inc.
Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Canadian Dollars)
Unaudited

	Nine Months Ended March 31, 2018	Nine Months Ended March 31, 2017
Operating activities		
Net loss for the period	**$ (11,293,711)**	$ (328,863)
Adjustments for:		
Depreciation	**473,368**	131,330
Share-based payments	**1,265,496**	-
Accretion expenses	**-**	(1,217)
Unrealized loss on marketable securities	**-**	1,019
Realised loss on sale of marketable securities	**-**	1,000,000
Net gain on settlement of debts	**(1,269,335)**	(6,460,316)
Gain on revaluation of derivative liability	**(6,363)**	16,428
Accretion on long term receivable	**-**	248,392
Foreign exchange	**1,639,583**	(1,097,659)
Loss on disposal of other assets	**401,780**	-
Changes in non-cash working capital items:		
Amounts receivable and other assets	**(18,383)**	563,934
Prepaid expenses	**43,947**	138,099
Inventories	**7,281**	(6,940)
Amounts payable and other liabilities	**(228,940)**	1,057,385
Net cash used in operating activities	**(8,985,277)**	(4,738,408)
Investing activities		
Proceeds from sale of marketable securities	**-**	2,500,000
Decrease (increase) in restricted cash	**53,060**	(43,315)
Net cash provided by investing activities	**53,060**	2,456,685
Financing activities		
Issue of units, net of costs	**1,584,702**	-
Issue of shares, net of costs	**5,813,135**	-
Long term loans advanced	**-**	2,000,000
Loans (repaid) advanced	**(200,000)**	80,794
Net cash provided by financing activities	**7,197,837**	2,080,794
Net change in cash	**(1,734,380)**	(200,929)
Cash, beginning of period	**5,065,452**	412,662
Cash, end of period	**$ 3,331,072**	$ 211,733

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

Kerr Mines Inc.

Condensed Interim Consolidated Statements of Changes in Equity
(Expressed in Canadian Dollars)
Unaudited

			Reserves				
	Share capital	Contributed surplus	Options	Warrants	Accumulated other comprehensive income (loss)	Deficit	Total
Balance, June 30, 2016	**$123,100,686**	**$ 7,018,421**	**$ -**	**$ 3,513,367**	**$ 1,675,570**	**$(135,393,612)**	**$ (85,568)**
Shares issued for debt settlement	3,932,198	-	-	-	-	-	3,932,198
Conversion of promissory note	1,350,000	-	-	-	-	-	1,350,000
Warrants expired	-	3,513,367	-	(3,513,367)	-	-	-
Net loss and comprehensive loss for the period	-	-	-	-	(751,632)	(328,863)	(1,080,495)
Balance, March 31, 2017	**$128,382,884**	**$ 10,531,788**	**$ -**	**$ -**	**$ 923,938**	**$(135,722,475)**	**$ 4,116,135**
Balance, June 30, 2017	**$132,264,928**	**$ 10,531,788**	**$ 178,496**	**$ 2,379,100**	**$ 1,286,626**	**$(136,729,749)**	**$ 9,911,189**
Units issued on private placement	1,584,701	-	-	-	-	-	1,584,701
Shares issued on private placement	6,111,561	-	-	-	-	-	6,111,561
Warrants issued in units issued	(573,900)	-	-	573,900	-	-	-
Share issue cost	(298,425)	-	-	-	-	-	(298,425)
Share-based payments	-	-	1,265,496	-	-	-	1,265,496
Net loss and comprehensive income (loss) for the period	-	-	-	-	1,939,796	(11,293,711)	(9,353,915)
Balance, March 31, 2018	**$139,088,865**	**$ 10,531,788**	**$ 1,443,992**	**$ 2,953,000**	**$ 3,226,422**	**$(148,023,460)**	**$ 9,220,607**

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

1. Nature of operations and going concern

Kerr Mines Inc. ("Kerr" or the "Company") is incorporated under the laws of the Province of Ontario. The principal business activities are directed towards exploring and developing the Copperstone gold property in La Paz County, Arizona, United States. To date, the Company has not earned significant revenue as all properties are pre-production.

The Company is listed on the Toronto Stock Exchange, trading under the symbol KER. The Company's corporate office and principal place of business is located at 806-390 Bay Street, Toronto, Ontario, M5H 2Y2, Canada.

As at March 31, 2018, the Company had working capital $2,987,869 (June 30, 2017 – $2,784,073). The Company has incurred losses in previous periods and has not yet achieved profitable operations, with a current loss of $11,293,711 for nine months ended March 31, 2018 (nine months ended March 31, 2017 - loss of $328,863) and has an accumulated deficit of $148,023,460 as at March 31, 2018, (June 30, 2017 - $136,729,749), and expects to incur future losses in the development of its business and requires additional financing to continue to be able to operate, retain rights to its properties and carry out exploration and development of its properties, all of which casts significant doubt about the Company's ability to continue as a going concern. These unaudited condensed interim consolidated financial statements have been prepared on a going-concern basis and do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and consolidated statement of financial position classifications that would be necessary if the Company were unable to realize its assets and settle its liabilities as a going concern in the normal course of operations. Such adjustments could be material. While the Company expects to be able to obtain sufficient financing to continue as a going concern, it is not possible to predict whether financing efforts will be successful.

As at March 31, 2018, the Company is in the process of exploring its properties and has not yet determined whether these properties contain economically recoverable reserves. The continued operations of the Company and the amounts recoverable on these properties are dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the financing to complete the necessary exploration and development of such property and upon attaining future profitable production or proceeds from disposition of the properties.

2. Significant accounting policies

Statement of compliance

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC"). These unaudited condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by IASB and interpretations issued by IFRIC.

The policies applied in these unaudited condensed interim consolidated financial statements are based on IFRS's issued and outstanding as of May 13, 2018, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these unaudited condensed interim consolidated financial statements as compared with the most recent annual financial statements as at and for the year ended June 30, 2017. Any subsequent changes to IFRS that are given effect in the Company's annual financial statements for the year ending June 30, 2018 could result in restatement of these unaudited condensed interim consolidated financial statements.

2. Significant accounting policies (continued)

New standards not yet adopted and interpretations issued but not yet effective

IFRS 2 - Share-based Payment. IFRS 2 was amended in June 2016, clarifying the accounting for certain types of share-based payment transactions. The amendments provide requirements on accounting for the effects of vesting and non-vesting conditions of cash-settled share-based payments, withholding tax obligations for share-based payments with a net settlement feature, and when a modification to the terms of a share-based payment changes the classification of the transaction from cash-settled to equity-settled. The amendments are effective for year ends beginning on or after January 1, 2018. Earlier adoption is permitted.

IFRS 9 - Financial instruments ("IFRS 9") was issued by the IASB in October 2010 and will replace IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. The Company is currently evaluating the impact of IFRS 9 on its unaudited condensed interim consolidated financial statements.

IFRS 10 - Consolidated Financial Statements ("IFRS 10"). IFRS 10 and IAS 28 – Investments in Associates and Joint Ventures ("IAS 28") were amended in September 2014 to address a conflict between the requirements of IAS 28 and IFRS 10 and clarify that in a transaction involving an associate or joint venture, the extent of gain or loss recognition depends on whether the assets sold or contributed constitute a business. The effective date of these amendments is yet to be determined, however early adoption is permitted.

IFRS 15 - Revenue from Contracts with Customers ("IFRS 15"). In May 2014, the IASB issued IFRS 15, Revenue from Contracts with Customers. IFRS 15 specifies how and when to recognize revenue as well as requires entities to provide users of financial statements with more informative, relevant disclosures. The standard supersedes IAS 18, Revenue, IAS 11, Construction Contracts, and a number of revenue-related interpretations. Application of the standard is mandatory for all IFRS reporters and it applies to nearly all contracts with customers: the main exceptions are leases. The Company does not expect this amendment to have a significant impact on its consolidated financial statements.

IFRS 16 - Leases ("IFRS 16") was issued on January 13, 2016. The new standard brings most leases onto the balance sheet for lessees under a single model, eliminating the distinction between operating and finance leases. Lessor accounting however remains largely unchanged and the distinction between operating and finance leases is retained. IFRS 16 is effective for annual periods beginning on or after January 1, 2019. The Company is currently evaluating the impact of IFRS 16 on its unaudited condensed interim consolidated financial statements.

(Expressed in Canadian Dollars)

3. Restricted investments

	As at March 31, 2018	As at June 30, 2017
Restricted investments		
Guaranteed investment certificates [(1)]	**$ 456,154**	$ 455,150
Short-term cashable account [(2)]	**1,058,924**	1,058,923
	1,515,078	1,514,073
Reclamation bonds		
Ministry of Northern Development and Mines [(3)]	**-**	53,060
	-	53,060
Total	**$ 1,515,078**	$ 1,567,133

(1) Letters of credit are secured by the GIC investment as disclosed in (note 19) and relate to the reclamation obligation on the McGarry property.

(2) Pursuant to the term of the surety bond disclosed in (note 19) the Company provided cash collateral of $1,058,924 or US$816,000 (June 30, 2017 - $1,058,923 or US$816,000) which is held with the Bank of New York in the name of the Company. The cash collateral is held in a short term cashable account.

(3) The Company had a cash deposit of $53,060 (including accumulated interest) with the Ministry of Northern Development and Mines of the province of Ontario (“MNDM”) to cover a portion of the asset retirement obligations (ARO's) related to the Cheminis property.

4. Accounts receivable and sundry assets

	As at March 31, 2018	As at June 30, 2017
HST receivable	**$ 188,543**	$ 135,091
Other receivables	**2,019**	37,088
Total	**$ 190,562**	$ 172,179

(Expressed in Canadian Dollars)

5. Property and equipment

Cost	Land and buildings	Mine and mill equipment	Surface vehicles	Computer equipment	Mill	Total
Balance, June 30, 2016	$ 2,672,919	$ 1,826,921	$ 2,726,633	$ 114,163	$ 5,664,227	$13,004,863
Foreign exchange differences	12,137	6,664	10,830	325	26,311	56,267
Balance, June 30, 2017	2,685,056	1,833,585	2,737,463	114,488	5,690,538	13,061,130
Disposals	-	-	(783,000)	-	-	(783,000)
Foreign exchange differences	(10,995)	275,613	330,489	-	105,068	700,175
Balance, March 31, 2018	$ 2,674,061	$ 2,109,198	$ 2,284,952	$ 114,488	$ 5,795,606	$12,978,305

Accumulated Depreciation	Land and buildings	Mine and mill equipment	Surface vehicles	Computer equipment	Mill	Total
Balance, June 30, 2016	$ 49,517	$ 1,792,100	$ 35,983	$ 103,270	$ -	$ 1,980,870
Depreciation for the year	13,455	22,267	151,106	7,244	-	194,072
Balance, June 30, 2017	62,972	1,814,367	187,089	110,514	-	2,174,942
Depreciation for the period	123,986	179,150	166,310	3,922	-	473,368
Disposals	-	(384,149)	-	-	-	(384,149)
Balance, March 31, 2018	$ 186,958	$ 1,609,368	$ 353,399	$ 114,436	$ -	$ 2,264,161

Carrying Value	Land and buildings	Mine and mill equipment	Surface vehicles	Computer equipment	Mill	Total
Balance, June 30, 2017	$ 2,622,084	$ 19,218	$ 2,550,374	$ 3,974	$ 5,690,538	$10,886,188
Balance, March 31, 2018	$ 2,487,103	$ 499,830	$ 1,931,553	$ 52	$ 5,795,606	$10,714,144

6. Mineral properties

The mineral property additions and evaluation, exploration and care and maintenance expenses for the Company on its properties are broken down as follows:

	As at March 31, 2018	As at June 30, 2017
Copperstone Property	**$ 7,270,465**	$ 7,270,465
Total	**$ 7,270,465**	$ 7,270,465

Southwest Target of Copperstone Mine

The Company owns 100% interest in certain mining claims and property comprising the Southwest target at the Company's Copperstone gold mine. The claims consist of 50 claims that are outside of the Copperstone mining area and represent longer term exploration potential.

6. Mineral properties (continued)

Copperstone

The Company is engaged in exploring and developing the Copperstone gold property ("Copperstone Project") in La Paz County, Arizona, United States.

The Company holds a 100% leasehold interest in the Copperstone Project. The landlord is The Patch Living Trust. The current lease expires June 12, 2026. The lease is renewable for one or more ten-year terms at the Company's option under the same terms and conditions. The Company is obligated to pay for all permitting and state lease bonding, insurance, taxes, and to pay a 1% production gross royalty with the royalty increasing to 6% if the price of gold is over US$551 per ounce, with a 4.5% royalty payable to Trans Oceanic Minerals Company Ltd., a company controlled by Fahad Al Tamimi, the Company's Chairman of the board of directors and 1.5% payable to the Patch Living Trust. The Company pays a minimum advance royalty per year of US$40,000.

All required property payments were made with respect to the Copperstone Project as of March 31, 2018, and all claims are in good standing. Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements, unregistered claims, aboriginal claims and non-compliance with regulatory and environmental requirements. The Company's ability to retain the rights to certain of its properties is dependent upon the Company continuing to make option payments and meet other commitments.

McGarry Property

The McGarry Property is located in the southwestern part of McGarry Township within the Larder Lake Mining Division of Ontario, Canada. The McGarry Property consists of 34 contiguous, patented mining claims (31) and mining licenses of occupation (3) totaling 1,112.0 acres with surface rights on a majority of the claims totaling 975.56 acres. The mining rights and surface rights are all in good standing and are maintained by the payment of annual taxes since no work requirements exist.

The McGarry property is owned 75% by Kerr Mines Inc. and 25% by Jubilee Gold Inc. All proceeds of production from the property are to the Company, subject to a royalty interest held by Jubilee Gold Inc. which provides for a net smelter royalty payable to Jubilee starting at 2% and increasing to 4% when the price of gold exceeds US$800 per ounce. On February 28, 2017, the Company reached an agreement with Jubilee Gold Exploration Ltd. to settle the accrued advance royalty payable. The companies have also revised their existing royalty agreement to remove all future advance royalty obligations relating to the McGarry property. The Company paid $100,000 to settle the existing liability of approximately $1,000,000 and paid a further $100,000 in consideration for the cancellation of all future advance royalty obligations.

The McGarry mineral property was pledged as security for a loan payable (Note 8).

Pursuant to a mining property acquisition agreement dated February 11, 2015, Kerr Mines sold all of its rights, title and interest in and to two unpatented mining claims located in McGarry Township, in exchange for (i) an aggregate of $225,000 which was recorded against exploration and evaluation expenditures; and (ii) a 1% net smelter royalty on these two claims.

(Expressed in Canadian Dollars)

7. Accounts payable and accrued liabilities

	As at March 31, 2018	As at June 30, 2017
Trade payables	**$ 1,067,363**	$ 2,743,954
Accrued liabilities	**90,000**	183,507
Payroll liabilities	**26,747**	6,299
Total	**$ 1,184,110**	$ 2,933,760

8. Long term promissory note payable

Braydon Capital Corporation and Trans Oceanic Minerals Corporation Ltd. have each agreed to provide the Company with a long term debt facility of $1,000,000 bearing interest at 8% after the first year and having a maturity date three (3) years from the date of issuance. Kerr has drawn against these facilities to meet its on-going working capital requirements, short term obligations and the payment of settlement amounts to various creditors. The notes are secured by a general security agreement in the Copperstone Mine. The balance include accrued interest of $94,803.

	March 31, 2018	June 30, 2017
Long term debt facility	**$ 2,000,000**	$ 2,000,000
Accrued interest	**94,803**	-
Total	**$ 2,094,803**	$ 2,000,000

(Expressed in Canadian Dollars)

9. Long term convertible promissory notes payable

	As at March 31, 2018	As at June 30, 2017
Kerr debenture	**$ 2,649,163**	$ 2,666,215
March 2016 convertible promissory note	**1,289,400**	1,111,147
Accrued interest	**240,450**	-
Total	**$ 4,179,013**	$ 3,777,362

Kerr debenture

The Company issued a convertible promissory note in the amount of US$2,100,000 to Northern Energy and Mining Inc. (the "Kerr Debenture"). The Kerr Debenture previously bore interest at the rate of 6% per annum. On August 27, 2015, an amending agreement was signed changing the rate of interest to 8% per annum and the principal amount owing to US$2,054,570 (CAD$2,649,163) payable in full by December 15, 2015. This payment was not made and represented a default. On March 4, 2016, the Kerr Debenture was purchased by Tamimi Investment & Mining Company, a company controlled by Fahad Al Tamimi, Kerr's Chairman of the Board, a shareholder and creditor of Kerr. On August 22, 2016 the terms of the note were amended and the Kerr Debenture was purchased by Trans Oceanic Minerals Corporation Ltd., a company controlled by Fahad Al Tamimi, Kerr's Chairman of the Board, a shareholder and creditor of Kerr. The Kerr Debenture have a maturity date of three years from the date of issuance of the amended note and a revised interest rate of 8%, compounded monthly, payable quarterly, with no interest accrued or payable during the first year.

The Kerr Debenture is secured by a general security interest in the property of Bonanza Explorations Inc. and all the outstanding share capital of the Company's wholly-owned subsidiary Bonanza Exploration Inc. The principal amount of the Kerr Debenture is convertible into common shares of Kerr at the holder's option at a price of $0.90 per share. As at March 31, 2018, the derivative component in the promissory note is valued at $44,991 (June 30, 2017 - $nil).

March 2016 convertible promissory note

On March 9, 2016, the Company arranged US$1,000,000 (CAD$1,289,400) under a convertible grid promissory note (March 2016 Convertible Promissory Note") pursuant to which the Company can draw upon for general working capital purposes with Trans Oceanic Minerals Corporation Ltd., a company controlled by Fahad Al Tamimi, Kerr's Chairman of the Board, a shareholder and creditor of Kerr. The note bore interest at 15% compounded monthly and was payable on demand. The holder has the right to convert any part of the amount owing common shares of the Company at a conversion price of $0.065 per common share. No value was ascribed to the conversion feature as the note was repayable on demand. The note is secured by a general security agreement in the Copperstone Mine. As at June 30, 2016 the Company had drawn the full amount available of US$1,000,000. On August 22, 2016 the terms of the note were amended to have a maturity date of three years from the date of issuance of the amended note and a revised interest rate of 8%, compounded monthly, payable quarterly, with no interest accrued or payable during the first year. The note is secured by a general security agreement in the Copperstone Mine. As at March 31, 2018, the derivative component in the promissory note is valued at $227,660 (June 30, 2017 - $279,014).

(Expressed in Canadian Dollars)

10. Long term loan payable

This loan was a promissory note ("Loan Payable") in the amount of $5,109,763 with no fixed terms of repayment and an interest rate of 12% payable to Braydon Capital Corporation ("Braydon"), a company controlled by Claudio Ciavarella, an Officer, director and shareholder of Kerr. As of June 30, 2016, interest payments had not been made which was considered a default.

On August 22, 2016 Braydon agreed to waive interest owing pursuant to the Loan Payable outstanding as of June 30, 2016 totaling $1,753,292. Braydon also agreed to convert $1,500,000 of principal outstanding under the Loan Payable into 18,500,000 common shares. Braydon agreed to replace its residual debt of $3,609,763 under the Loan Payable to have a maturity date of August 22, 2019 and a revised interest rate of 8% compounded monthly, payable quarterly, with no interest accrued or payable during the first year. The balance owing includes accrued interest of $171,107.

	March 31, 2018	June 30, 2017
Loan Payable	**$ 3,609,763**	$ 3,609,763
Accrued interest	**171,107**	-
Total	**$ 3,780,870**	$ 3,609,763

11. Provisions for reclamation and remediation

The Company's asset retirement obligation relates to the cost of removing and restoring of the Kerr Mine in the Township of McGarry and the Copperstone Mine in La Paz County, Arizona. Significant reclamation and closure activities include land rehabilitation, demolition of buildings and mine facilities, ongoing care and maintenance and other costs. This estimate depends on the development of environmentally acceptable mine closure plans.

A continuity for asset retirement obligations is as follows:

Asset Retirement Obligation	**Cheminis**	**McGarry**	**Copperstone**	**Total**
Balance, June 30, 2016	$ 53,060	$ 471,198	$ 2,179,076	$ 2,703,334
Accretion expense for the year	-	5,580	-	5,580
Foreign exchange differences	-	-	(17,645)	(17,645)
Balance, June 30, 2017	53,060	476,778	2,161,431	2,691,269
Disposals	(53,060)	-	-	(53,060)
Foreign exchange differences	-	-	301,403	301,403
Balance, March 31, 2018	$ -	$ 476,778	$ 2,462,834	$ 2,939,612

<u>McGarry:</u>

The mine closure provision liability is based upon the following estimates and assumptions:

i) Total undiscounted amount of future retirement costs was estimated to be $487,626 to which the Company has provided a letter of credit as disclosed in (note 19)(b).
ii) Risk-free rate at 0.57%.
iii) Expected timing of cash outflows required to settle the obligation is for the full amount to be paid in 2021.
iv) Inflation over the period from is estimated to be 1.38% per annum.

(Expressed in Canadian Dollars)

11. Provisions for reclamation and remediation (continued)

Copperstone:

The mine closure provision liability is based upon numerous estimates and assumptions, as follows:
i) Total undiscounted amount of future retirement costs was estimated to be US$1,773,332 (Cdn$2,290,613) to which the Company has provided cash collateral as disclosed in (note 19)(d).
ii) Risk-free rate at 1.01%.
iii) Expected timing of cash outflows required to settle the obligation is for the full amount to be paid in 2021.
iv) Inflation over the period up to 2021 was estimated to be 1.69% per annum.

12. Share capital

a) Authorized share capital

The authorized share capital consisted of unlimited number of common shares. The common shares do not have a par value. All issued shares are fully paid.

b) Common shares issued

	Number of common shares	Amount
Balance, June 30, 2016	128,470,951	$123,100,636
Shares issued for debt settlement	35,497,914	3,932,248
Conversion of promissory note (note 10)	27,000,000	1,350,000
Balance, March 31, 2017	190,968,865	$128,382,884
Balance, June 30, 2017	226,609,403	$132,264,928
Units issued on private placement (i)	8,803,896	1,555,661
Shares issued on private placement (ii)	20,371,869	5,842,176
Warrant valuation	-	(573,900)
Balance, March 31, 2018	255,785,168	$139,088,865

(i) On July 10, 2017 the Company closed the final tranche of a non-brokered private placement, by issuing 8,803,896 units for gross proceeds of $1,584,701. Each unit is comprised of one common share and one common share purchase warrant. Each warrant entitles the holder thereof to acquire a common share at a price of $0.27 per share for a period of 24 months from the date of issuance, provided, that if, at any time the common shares trade at a volume weighted average trading price of $0.40, or greater, per share for a period of 20 consecutive trading days. The Company may accelerate the expiry date of the warrants by giving notice to the holders thereof and in such case the warrants will expire on the 30th day after the date on which such notice is given by the Company. The fair value of the 4,401,948 share purchase warrants was estimated at $573,900 using the Black-Scholes pricing model with the following assumptions: dividend yield 0%; risk free interest 1%; volatility 103% and an expected life of 24 months.

(ii) On December 14, 2017, the Company closed a non-brokered private placement, by issuing 20,371,869 common shares of the Company at a price of $0.30 per share for total gross proceeds of $6,111,564. In connection with the private placement, the Company paid finder fees totaling $209,387 to certain eligible persons.

(Expressed in Canadian Dollars)

13. Stock options

The purpose of the Company's stock option plan is to provide incentives to directors, officers, employees and consultants of the Company. The maximum number of common shares reserved for issuance upon exercise of the options is 10% of issued and outstanding shares. The Board of Directors may designate the recipients of options and determine the number of common shares covered by each option, its exercise price (which may not be less than closing market price of the common shares on the trading day prior to the grant) and its expiry date. The term of the options shall not exceed five years from the date of grant.

Option pricing models require the input of highly subjective assumptions noted above. Changes in the subjective input assumptions can materially affect the fair value estimate.

The following table reflects the continuity of stock options for the nine months ended March 31, 2018 and March 31, 2017:

	Number of stock options	Weighted average exercise price
Balance, June 30, 2016 and March 31, 2017	-	$ -
Balance, June 30, 2017	4,000,000	$ 0.19
Issued (i)(ii)	5,880,000	0.25
Balance, March 31, 2018	9,880,000	$ 0.20

(i) On August 23, 2017 the Company issued 3,880,000 stock options to certain directors and officers of the Company with an exercise price of $0.22. The options vest immediately. The fair value of these options at the date of grant of $693,498 was assigned to the stock options as estimated by using the Black-Scholes option pricing model with the following assumptions: a five year expected average life; share price of $0.22; 115% expected volatility; risk free interest rate of 1.00%; and an expected dividend yield of 0%.

For the three and nine months ended March 31, 2018, $363,079 and $1,265,496, respectively, was expensed to option-based payments (three and nine months ended March 31, 2017 - $nil)

(ii) On January 12, 2018 the Company issued 2,000,000 stock options to certain directors and officers of the Company with an exercise price of $0.30. The options vest immediately. The fair value of these options at the date of grant of $285,800 was assigned to the stock options as estimated by using the Black-Scholes option pricing model with the following assumptions: a five year expected average life; share price of $0.32; 140% expected volatility; risk free interest rate of 1.97%; and an expected dividend yield of 0%.

For the three and nine months ended March 31, 2018, $363,079 and $1,265,496, respectively, was expensed to option-based payments (three and nine months ended March 31, 2017 - $nil)

(Expressed in Canadian Dollars)

13. Stock options (continued)

The following table reflects the actual stock options issued and outstanding as of March 31, 2018:

Expiry date	Exercise price ($)	Weighted average remaining contractual life (years)	Number of options outstanding	Number of options vested (exercisable)
May 2, 2022	0.19		4,000,000	2,000,000
August 23, 2022	0.22		3,880,000	3,880,000
January 12, 2023	0.30		2,000,000	2,000,000
	0.20		9,880,000	7,880,000

14. Warrants

The following table reflects the continuity of warrants for the nine months ended March 31, 2018 and March 31, 2017:

	Number of warrants		Amount
Balance, June 30, 2016	23,403,335	$	0.70
Expired	(23,403,335)		0.70
Balance, March 31, 2017	-	$	-
Balance, June 30, 2017	17,820,269	$	0.27
Issued (note 12(b)(i))	4,401,948		0.27
Balance, March 31, 2018	22,222,217	$	0.27

The following table reflects the actual warrants issued as of March 31, 2018:

Number of warrants outstanding	Grant date fair value ($)	Exercise price ($)	Expiry date
17,820,269	2,379,100	0.27	June 29, 2019
4,401,948	573,900	0.27	July 10, 2019
22,222,217	2,953,000	0.27	

(Expressed in Canadian Dollars)

15. Exploration and Evaluation Expenditures

	Three Months Ended March 31, 2018	Three Months Ended March 31, 2017	Nine Months Ended March 31, 2018	Nine Months Ended March 31, 2017
Bear Lake property	**$ -**	$ 444	**$ -**	$ 58,514
McGarry property	**107,471**	(409,729)	**299,606**	181,915
Copperstone property	**1,964,311**	2,341,963	**6,660,276**	2,930,891
	$ 2,071,782	$ 1,932,678	**$ 6,959,882**	$ 3,171,320

16. Net gain on settlement of debts

During the nine months ended March 31, 2018, the Company entered into debt settlement and deferral agreements with various creditors and debt holders that resulted in a net gain on debt settlements of $1,269,335 (nine months ended March 31, 2017 - $5,506,400), representing the discount from the face value of the debt.

17. Loss per share

For the three and nine months ended March 31, 2018, basic and diluted loss per share has been calculated based on the loss attributable to common shareholders of $3,418,160 and $11,293,711, respectively (three and nine months ended March 31, 2017 - gain of $409,163 and loss of $328,863, respectively) and the weighted average number of common shares outstanding of 255,785,168 and 243,047,427, respectively (three and nine months ended March 31, 2017 - 190,968,865 and 173,458,000, respectively) for basic and diluted loss per share. Diluted loss per share did not include the effect of stock options and warrants as they are anti-dilutive.

18. Related party transactions

Related parties include the Board of Directors, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions.

The noted transactions below are in the normal course of business and are measured at the exchange amount, as agreed to by the parties, and approved by the Board of Directors in strict adherence to conflict of interest laws and regulations.

(a) The Company has entered into a series of financial transactions with related parties as detailed in Notes 8, 9, and 10.

(Expressed in Canadian Dollars)

18. Related party transactions (continued)

(b) The Company entered into the following transactions with related parties:

A director is an owner of a company that provided capital markets and investor relations services to the Company. The amounts paid or accrued to the firm relating to the services provided in the normal course of business for the three and nine months ended March 31, 2018, $30,000 and $90,000, respectively, (three and nine months ended March 31, 2017 - $nil). As at March 31, 2018, the company was owed $30,000 (June 30, 2017 - $nil).

During the three and nine months ended March 31, 2018 the Company paid professional fees and disbursements of $15,213 and $18,978, respectively, (three and nine months ended March 31, 2017 - $nil) to Marrelli Support Services Inc., ("Marrelli Support"), DSA Corporate Services Inc. ("DSA Corp") and DSA Filling Services Limited ("DSA Filling"), together known as the "Marrelli Group", for:

- Carmelo Marrelli, President of Marrelli Group, to act as the Chief Financial Officer ("CFO") of the Company;
- Bookkeeping services;
- Regulatory filing services; and
- Corporate secretarial services.

These services were incurred in the normal course of operations for general accounting and financial reporting matters. As at March 31, 2018, the Marrelli Group was owed $1,422 (June 30, 2017 - $nil).

A director is a partner in a legal firm that provided legal services to the Company. The amounts paid or accrued to the firm relating to services provided in the normal course during the three and nine months ended March 31, 2018 was $19,332 and $102,762, respectively, (three and nine months ended March 31, 2017 - $nil).

(c) Remuneration of directors and key management personnel, other than consulting fees, of the Company was as follows:

	Three Months Ended March 31, 2018	Three Months Ended March 31, 2017	Nine Months Ended March 31, 2018	Nine Months Ended March 31, 2017
Salaries and benefits	**$ 78,186**	$ 9,627	**$ 313,779**	$ 233,750
Stock-based compensation	**363,080**	-	**1,197,576**	-
	$ 441,266	$ 9,627	**$ 1,511,355**	$ 233,750

The directors do not have employment or service contracts with the Company. Directors are entitled to director fees and stock options for their services.

(Expressed in Canadian Dollars)

19. Commitments and contingencies

(a) Jubilee Gold Inc., the royalty holder on the McGarry property, is entitled to the greater of:
- (i) a Net Smelter Return royalty of a percentage of the price per troy ounce as follows:
  2% when less than US$500
  3% when greater than US$500 and less than US$800
  4% when greater than US$800;
- (ii) $1.00 per short ton of ore derived from the properties;

Balance, June 30, 2016	$	953,916
Advance royalty payable		52,959
Settlement of debt		(1,006,875)
Balance, June 30, 2017 and March 31, 2018	$	-

(b) The Company had a letter of credit outstanding as at March 31, 2018 in the amount of $456,154 (June 30, 2017 - $455,150) which is supported by the restricted investments (note 3).

(c) The Company has placed a surety bond of an insurance company in connection with the Copperstone project, as required by the US Bureau of Land Management. Cash collateral of $1,058,924 (US$816,000) is held with the Bank of New York in the name of the Company in a short term cashable account.

(d) The activities of the Company are subject to environmental laws and regulations promulgated by government agencies from time to time. Environmental legislation generally provides for restrictions and prohibitions on spills, releases or emissions into air, discharges into water, management of waste, management of hazardous substances, protection of natural resources, endangered species and reclamation of lands disturbed by mining operations. The Company believes it complies with all laws and regulations which currently apply to its activities. However, there may be environmental liabilities on claims held by the Company (certain tailings from the former Omega mine that are on the Company's claims), resulting from past mining operations, and these could potentially be material.

(e) The Company entered into a sub-lease agreement for head office space until July 31, 2018 with a monthly rental commitment of $17,000. This space has been vacated and sublet to other tenants resulting in a monthly rental commitment of $500.

(Expressed in Canadian Dollars)

20. Segmented information

As at March 31, 2018, the Company's operations comprise two operating segments engaged in mineral exploration and development in Virginiatown, Ontario ("Canada") and La Paz County, Arizona ("USA") which also represent geographical location.

Nine Months Ended March 31, 2018

	Canada	USA	Total
Revenues	$ -	$ -	$ -
Net loss	$ (3,971,814)	$ (7,321,897)	$ (11,293,711)

Nine Months Ended March 31, 2017

	Canada	USA	Total
Revenues	$ -	$ -	$ -
Net income (loss)	$ 2,259,598	$ (2,588,461)	$ (328,863)

Three Months Ended March 31, 2018

	Canada	USA	Total
Revenues	$ -	$ -	$ -
Net loss	$ (878,339)	$ (2,539,821)	$ (3,418,160)

Three Months Ended March 31, 2017

	Canada	USA	Total
Revenues	$ -	$ -	$ -
Net loss	$ 1,686,652	$ (1,277,489)	$ 409,163

As at March 31, 2018

	Canada	USA	Total
Total assets	$ 4,112,378	$ 19,559,288	$ 23,671,666
Non-current assets	$ 143,078	$ 18,793,124	$ 18,936,202

As at June 30, 2017

	Canada	USA	Total
Total assets	$ 6,343,770	$ 19,319,220	$ 25,662,990
Non-current assets	$ -	$ 19,723,786	$ 19,723,786

21. Subsequent event

On April 11, 2018, the Company released its PFS highlights that established an economic resource of 175,093 oz. The Company is in the process of arranging financing in order to advance the Copperstone project into production. Furthermore, the Company is in the process of continuing exploring its property to increase its economically recoverable resources. The continued operations of the Company are dependent upon the ability of the Company to obtain financing to complete the necessary exploration and development of such property.