RUPERT RESOURCES LTD.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR THE THREE AND NINE MONTHS ENDED

NOVEMBER 30, 2017 AND 2016

(EXPRESSED IN CANADIAN DOLLARS)
(UNAUDITED)

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying unaudited condensed consolidated interim financial statements of Rupert Resources Ltd. (the "Company") are the responsibility of management and the Board of Directors.

The unaudited condensed consolidated interim financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the unaudited condensed consolidated interim financial statements. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the statement of financial position date. In the opinion of management, the unaudited condensed consolidated interim financial statements have been prepared within acceptable limits of materiality and are in accordance with International Accounting Standard 34 - Interim Financial Reporting using accounting policies consistent with International Financial Reporting Standards appropriate in the circumstances.

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

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

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

NOTICE TO READER

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

Rupert Resources Ltd.

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

As at	November 30, 2017	February 28, 2017
ASSETS		
Current assets		
Cash and cash equivalents (note 3)	**$ 4,976,184**	$ 14,239,421
Marketable securities (note 4)	**162**	48
Prepaids and sundry receivables (note 5)	**52,785**	445,371
	5,029,131	14,684,840
Non-current assets		
Restricted cash (note 6)	**1,213,065**	902,055
Buildings and equipment (note 7)	**2,645,236**	1,453,714
Exploration and evaluation assets (note 8)	**10,063,509**	3,993,397
	$ 18,950,941	$ 21,034,006
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Amounts payable and accrued liabilities (notes 9 and 15)	**$ 702,828**	$ 1,498,523
Non-current liabilities		
Asset retirement obligation (note 10)	**930,473**	853,753
Convertible debentures (note 11)	**6,292,400**	5,661,968
	7,925,701	8,014,244
Shareholders' Equity		
Share capital (note 12)	**36,064,281**	36,034,997
Contributed surplus	**3,137,104**	1,152,940
Warrants	**-**	6,619
Cumulative translation adjustment	**312,142**	(108,301)
Equity portion of convertible debentures (note 11)	**1,716,066**	1,716,066
Deficit	**(30,204,353)**	(25,782,559)
	11,025,240	13,019,762
Total liabilities and shareholders' equity	**$ 18,950,941**	$ 21,034,006

Nature of Operations and Going Concern (note 1)
Commitments and Contingencies (note 17)

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

Rupert Resources Ltd.

Condensed Consolidated Interim Statements of Loss and Comprehensive Loss
(Expressed in Canadian Dollars)
(Unaudited)

	Three Months Ended November 30, 2017	2016	Nine Months Ended November 30, 2017	2016
Operating expenses				
General and administrative expenses (note 13)	**$ 572,641**	$ 222,786	**$ 1,623,804**	$ 829,697
Share-based payments (note 12)	**623,963**	301,741	**1,984,164**	702,401
Loss before other items	**(1,196,604)**	(524,527)	**(3,607,968)**	(1,532,098)
Depreciation	**(20)**	(28)	**(59)**	(84)
Unrealized gain (loss) on marketable securities	**66**	(48)	**114**	(36)
Accretion and interest expense (note 11)	**(281,105)**	(234,335)	**(823,120)**	(234,335)
Other Income	**9,239**	-	**9,239**	-
Net loss for the period	**(1,468,424)**	(758,938)	**(4,421,794)**	(1,766,553)
Other comprehensive loss				
Item that will be reclassified subsequently to income				
Exchange differences on translating foreign operations	**110,484**	(81,475)	**312,142**	(103,585)
Net loss and comprehensive loss for the period	**$ (1,357,940)**	$ (840,413)	**$ (4,109,652)**	$ (1,870,138)
Basic and diluted net loss per share (note 14)	**$ (0.01)**	$ (0.01)	**$ (0.04)**	$ (0.02)
Weighted average number of common shares outstanding - basic and diluted (note 14)	**101,114,992**	81,629,459	**101,060,770**	77,505,427

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

	Three Months Ended November 30, 2017	2016	Nine Months Ended November 30, 2017	2016
Balance, beginning of period	**$ (28,735,929)**	$ (24,395,394)	**$ (25,782,559)**	$ (23,387,779)
Net loss and comprehensive loss for the period	**(1,468,424)**	(758,938)	**(4,421,794)**	(1,766,553)
Balance, end of period	**$ (30,204,353)**	$ (25,154,332)	**$ (30,204,353)**	$ (25,154,332)

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

Rupert Resources Ltd.
Condensed Consolidated Interim Statements of Cash Flows
(Expressed in Canadian Dollars)
(Unaudited)

Nine Months Ended November 30,	2017	2016
Operating activities		
Net loss for the period	**$ (4,421,794)**	$ (1,766,553)
Adjustments for:		
Share-based payments - vesting of Black-Scholes value of options granted	**1,984,164**	702,401
Unrealized gain (loss) on marketable securities	**(114)**	36
Depreciation	**59**	84
Exchange differences on translating foreign operations	**420,443**	(103,585)
Accretion expense - convertible debentures	**630,432**	234,335
Changes in non-cash working capital items:		
Prepaids and sundry receivables	**392,586**	(39,027)
Amounts payable and accrued liabilities	**(795,695)**	1,406,362
	(1,789,919)	434,053
Financing activities		
Proceeds from exercise of warrants	**22,665**	672,665
Proceeds from exercise of options	**-**	41,320
Proceeds from private placement	**-**	535,000
Share issuance costs	**-**	(2,808)
Proceeds from convertible debentures	**-**	7,513,344
	22,665	8,759,521
Investing activities		
Expenditure on exploration and evaluation assets	**(6,070,112)**	(2,937,904)
Deposits for restricted cash	**(311,010)**	-
Purchase of buildings and equipment	**(1,114,861)**	-
	(7,495,983)	(2,937,904)
Net change in cash	**(9,263,237)**	6,255,670
Cash, beginning of period	**14,239,421**	12,651
Cash, end of period	**$ 4,976,184**	$ 6,268,321

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

Rupert Resources Ltd.
Condensed Consolidated Interim Statements of Changes in Capital
(Expressed in Canadian Dollars)
(Unaudited)

	Share Capital		Cumulative					
	Number	Amount	Translation Adjustment	Contributed Surplus	Warrants	Convertible Debentures	Deficit	Total
Balance, February 28, 2017	100,737,215	$ 36,034,997	$ (108,301)	$ 1,152,940	$ 6,619	$ 1,716,066	$(25,782,559)	$ 13,019,762
Warrants exercised	377,777	29,284	-	-	(6,619)	-	-	22,665
Share-based payments (notes 12 and 15)	-	-	-	1,984,164	-	-	-	1,984,164
Net loss and comprehensive loss for the period	-	-	420,443	-	-	-	(4,421,794)	(4,001,351)
Balance, November 30, 2017	**101,114,992**	**$ 36,064,281**	**$ 312,142**	**$ 3,137,104**	**$ -**	**$ 1,716,066**	**$(30,204,353)**	**$ 11,025,240**
Balance, February 29, 2016	58,317,137	$ 23,370,816	$ -	$ 175,135	$ -	$ -	$(23,387,779)	$ 158,172
Private placement	11,777,774	324,410	-	-	207,782	-	-	532,192
Warrants exercised	11,099,997	867,334	-	-	(194,668)	-	-	672,666
Stock options exercised	516,500	76,390	-	(35,070)	-	-	-	41,320
Share-based payments	-	-	-	702,401	-	-	-	702,401
Convertible debenture	-	-	-	-	-	2,310,488	-	2,310,488
Net loss and comprehensive loss for the period	-	-	(103,585)	-	-	-	(1,766,553)	(1,870,138)
Balance, November 30, 2016	**81,711,408**	**$ 24,638,950**	**$ (103,585)**	**$ 842,466**	**$ 13,114**	**$ 2,310,488**	**$(25,154,332)**	**$ 2,547,101**

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

1. Nature of Operations and Going Concern

Rupert Resources Ltd. (the “Company” or "Rupert") is a company incorporated under the laws of the Province of British Columbia. The Company is currently seeking out viable mineral exploration and evaluation opportunities and has two primary projects located in Ontario and Finland. The business of exploring for minerals involves a high degree of risk and there can be no assurance that planned exploration programs will result in profitable mining operations. The Company’s primary office is The Canadian Venture Building, 82 Richmond St East, Suite 202, Toronto, Ontario M5C 1P1.

The unaudited condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The Company has incurred ongoing losses and has a cumulative deficit of $30,204,353 as at November 30, 2017 (February 28, 2017 - $25,782,559). The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future and repay its liabilities arising from normal business operations as they become due. These material uncertainties may cast significant doubt upon the Company’s ability to continue as a going concern.

The Company’s outstanding common shares trade on the TSX Venture Exchange under the symbol RUP. As at November 30, 2017, an investor of the Company, Alan Brimacombe, controls 19,402,800 common shares of the Company or approximately 20.10% of the total common shares outstanding. To the knowledge of directors and officers of Rupert, the remainder of the Company’s outstanding common shares are widely held. These holdings can change at any time at the discretion of the owner.

In June 2016, Company incorporated a wholly owned subsidiary, Rupert Finland Oy.

2. Significant Accounting Policies

(a) Statement of Compliance

These unaudited condensed consolidated interim 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 consolidated interim financial statements are based on IFRS issued and outstanding as of January 22, 2018, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these unaudited condensed consolidated interim financial statements as compared with the most recent annual financial statements as at and for the year ended February 28, 2017, except as noted below. Any subsequent changes to IFRS that are given effect in the Company’s annual financial statements for the year ending February 28, 2018 could result in restatement of these unaudited condensed consolidated interim financial statements.

(b) New Accounting Policies

IAS 7 Amendment - Statement of Cash Flows ("IAS 7") requires an entity to present a statement of cash flows as an integral part of its primary financial statements. Cash flows are classified and presented into operating activities (either using the “direct” or “indirect” method), investing activities and financing activities, with the latter two categories generally presented on a gross basis. The amendments require additional disclosures with respect to changes in liabilities arising from financing activities. At March 1, 2017, the Company adopted IAS 7 Amendment and there was no material impact on the Company's unaudited condensed consolidated interim financial statements.

(Expressed in Canadian Dollars)

2. Significant Accounting Policies (continued)

(c) Future Accounting Pronouncements

IFRS 9 - Financial Instruments ("IFRS 9") was issued by the IASB in November 2009 with additions in October 2010 and May 2013 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, except that an entity choosing to measure a financial liability at fair value will present the portion of any change in its fair value due to changes in the entity's own credit risk in other comprehensive income, rather than within profit or loss. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. Earlier adoption is permitted. The Company is currently assessing the impact of this pronouncement.

In January 2016, the IASB issued IFRS 16, Leases ("IFRS 16"). IFRS 16 is effective for periods beginning on or after January 1, 2019, with early adoption permitted. IFRS 16 eliminates the current dual model for lessees, which distinguishes between on-balance sheet finance leases and off-balance sheet operating leases. Instead, there is a single, on-balance sheet accounting model that is similar to current finance lease accounting.

There are no other relevant IFRS or IFRIC interpretations that are not yet effective that would be expected to have a material impact on the Company.

3. Cash and Cash Equivalents

	As at November 30, 2017	As at February 28, 2017
Cash	**$ 4,876,184**	$ 14,189,421
Guaranteed investment certificates ("GIC's")	**100,000**	50,000
Total	**$ 4,976,184**	$ 14,239,421

The GIC's earn interest at 0.5%, mature one year from the date of purchase and provide security for the Company's credit cards.

4. Marketable Securities

	As at November 30, 2017	As at February 28, 2017
Cuba Ventures Corp. - 1,200 common shares	**$ 162**	$ 48

(Expressed in Canadian Dollars)

5. Prepaids and Amounts Receivable

	As at November 30, 2017	As at February 28, 2017
Prepaid expenses and sundry receivables	**$ 33,812**	$ 141,008
Sales tax receivable	**18,973**	304,363
	$ 52,785	$ 445,371

6. Restricted cash

In connection with the acquisition of the Pahtavaara Gold Mine, the Company purchased environmental bonds of EURO640,000 (on July 10, 2016), EURO120,000 (on March 24, 2017) and EURO30,000 (in October 2017), with the sole purpose of settling the future restoration obligations of the mine. The bonds are not interest-bearing and have no maturity date. This cash is not available for general corporate purposes.

7. Buildings and equipment

	Computers	Equipment and Machinery	Buildings	Vehicles	Office Furniture	Total
At February 28, 2017						
Cost	$ 6,969	$ 442,502	$ 902,334	$ 100,009	$ 2,898	$1,454,712
Accumulated depreciation	(998)	-	-	-	-	(998)
Net book value at February 28, 2017	$ 5,971	$ 442,502	$ 902,334	$ 100,009	$ 2,898	$1,453,714
At February 28, 2017	$ 5,971	$ 442,502	$ 902,334	$ 100,009	$ 2,898	$1,453,714
Additions	514	1,100,734	81,086	8,987	260	1,191,581
Depreciation	(59)	-	-	-	-	(59)
At November 30, 2017	**$ 6,426**	**$1,543,236**	**$ 983,420**	**$ 108,996**	**$ 3,158**	**$2,645,236**
At November 30, 2017						
Cost	$ 7,482	$1,543,236	$ 983,420	$ 108,996	$ 3,158	$2,646,292
Accumulated depreciation	(1,056)	-	-	-	-	(1,056)
Net book value at November 30, 2017	**$ 6,426**	**$1,543,236**	**$ 983,420**	**$ 108,996**	**$ 3,158**	**$2,645,236**

(Expressed in Canadian Dollars)

8. Exploration and Evaluation Assets

The Company's exploration and evaluation assets consist of the following:

	Gold Centre Property	Pahtavaara Gold Mine	Total
Balance, February 28, 2017	$ 185,945	$ 3,807,452	$ 3,993,397
Acquisition Costs			
Claim staking	-	46,198	46,198
Property taxes	-	13,244	13,244
Licenses and permits	-	450,350	450,350
	$ 185,945	$ 4,317,244	$ 4,503,189
Exploration and Evaluation Costs			
Assays	$ -	$ 569,770	$ 569,770
Geological consulting	-	333,118	333,118
Consulting	-	97,291	97,291
Geophysics	-	27,167	27,167
Drilling	-	2,347,487	2,347,487
Equipment rental	-	30,779	30,779
Transportation	-	26,406	26,406
Fuel	-	16,648	16,648
Reports	-	7,052	7,052
Project administration		10,530	10,530
Utilities	-	439,306	439,306
Equipment	-	74,277	74,277
Salary	-	1,569,970	1,569,970
Surveying	-	10,519	10,519
Balance, November 30, 2017	**$ 185,945**	**$ 9,877,564**	**$ 10,063,509**

(Expressed in Canadian Dollars)

8. Exploration and Evaluation Assets (continued)

	Gold Centre Property	Pahtavaara Gold Mine	Total
Balance, February 29, 2016	$ 185,945	$ -	$ 185,945
Acquisition Costs			
Option Payments	-	654,669	654,669
Property taxes	-	819	819
Licenses and permits	-	4,311	4,311
	$ 185,945	$ 659,799	$ 845,744
Exploration and Evaluation Costs			
Assays	$ -	$ 126,844	$ 126,844
Geological consulting	-	247,816	247,816
Consulting	-	45,271	45,271
Geophysics	-	57,090	57,090
Drilling	-	1,144,362	1,144,362
Equipment rental	-	426	426
Transportation	-	10,112	10,112
Field expenditures	-	22,216	22,216
Travel	-	16,845	16,845
Utilities	-	165,420	165,420
Equipment	-	37,925	37,925
Salaries	-	403,778	403,778
Balance, November 30, 2016	$ 185,945	$ 2,937,904	$ 3,123,849

Pahtavaara Gold Mine

On August 30, 2016, the Company exercised the option with the bankruptcy estate of Lappland Goldminers Oy to acquire the Pahtavaara gold mine, mill and exploration permits and concessions that represent a 124km^2 land package in Finland in the Central Lapland Greenstone Belt. The purchase price for the acquisition is US$2,500,000, structured as a US$500,000 cash payment which was made upon the completion of the acquisition in November 2016 and a 1.5% production royalty, capped at US$2,000,000, payable on go-forward revenues generated when gold production resumes. The Company accounted for the acquisition as a business combination. The production royalty, which is considered contingent consideration, was valued at $nil on the date of acquisition and as at February 28, 2018. The purchase price allocation is set out as follows:

Cash paid	$ 660,479
Allocation of purchase price:	
Plant, property and equipment	$ 1,453,453
Mining property	60,779
Asset retirement obligation	(853,753)
Total	$ 660,479

(Expressed in Canadian Dollars)

9. Amounts Payable and Accrued Liabilities

	As at November 30, 2017	As at February 29, 2017
Trade payables	**$ 384,229**	$ 1,000,411
Accrued liabilities	**318,599**	498,112
	$ 702,828	$ 1,498,523

10. Asset retirement obligation

Balance - February 29, 2016	$ -
Balance - February 28, 2017	$ 853,753
Foreign exchange adjustment	76,720
Balance - November 30, 2017	**$ 930,473**

On August 30, 2016, as part of the acquisition of the Pahtavaara Gold Mine, the Company recognized obligations for future site restoration. Although the ultimate amount of the future site restoration is uncertain, the fair value of the obligation was based on information currently available, including disturbances made to date, closure plans and applicable regulations. The amounts and timing of the closure plans will vary depending on a number of factors including alternative mine plans.

The total undiscounted amount of estimated future cash flows required to settle obligations related to the Pahtavaara were EURO640,000 ($930,473). The estimated future cash flows have been discounted using the Finland 10 year government bond yield, at the time the liability was estimated, at 0.483%.

These obligations are expected to be settled at the end of the mine life.

Refer to note 6 for assets pledged and restricted for the purposes of settling future site restoration obligations.

11. Convertible Debentures

On September 6, 2016, the Company issued unsecured convertible debentures with a total principal amount of $7,707,500. Total transaction costs of $72,015 were incurred on the issuance. The debentures were to mature on September 6, 2019 and bore interest at an annual rate of 5%, payable on a semi-annual basis. The convertible debentures will be convertible into common shares of the Company at the option of the holder prior to maturity, at a price of $0.95 per common share.

After 12 months after the issue date of the convertible debentures, the Company has the option to repay the principal amounts of the convertible debentures in common shares provided certain circumstances are met, including that the 30 trading day volume weighted average price of the common shares is equal to or greater than 170% of the conversion price of $0.95.

The Company used the residual value method to allocate the principal amount of the convertible debentures between the liability and equity components. The Company valued the debt component of the convertible debentures by calculating the present value of the principal and interest payments, discounted at a rate of 18%, being management's best estimate of the rate that a non-convertible debenture with similar terms would bear. The equity conversion feature of the convertible debentures comprise the value of the conversion option, being the difference between the face value of the convertible debentures and the liability element calculated above. Based on this calculation, the liability component is $5,300,700 ($5,350,695 net of transaction costs) and the residual equity component is $1,716,066. Accretion charges attributable to the convertible debentures for the nine months ended November 30, 2017 was $630,432. This amount is added to the liability component on the statements of financial position and is included in accretion expense on the statements of loss and comprehensive loss.

(Expressed in Canadian Dollars)

12. Share Capital and Reserves

Authorized Share Capital

The authorized share capital of the Company is an unlimited number of common shares without par value and an unlimited number of preferred shares without par value. All issued shares, consisting only of common shares are fully paid.

Issued Share Capital

As at November 30, 2017, the issued share capital amounted to $36,064,281. There were the following changes in issued share capital for the nine months ended November 30, 2017:

	Number of Common Shares	Amount
Balance, February 28, 2017	100,737,215	$ 36,034,997
Warrants exercised	377,777	29,284
Balance, November 30, 2017	**101,114,992**	**$ 36,064,281**
Balance, February 29, 2016	58,317,137	$ 23,370,816
Private placement[(1)]	11,777,774	327,218
Warrants exercised	11,099,997	867,334
Stock options exercised	516,500	76,390
Share issue costs	-	(2,808)
Balance, November 30, 2016	81,711,408	$ 24,638,950

[(1)] On March 3, 2016, the Company completed a non-brokered private placement of 11,111,108 units (the "Unit") and 666,666 units (the "Additional Unit"), at a price of $0.045 and $0.0525 per unit, respectively. Each Unit and Additional Unit consists of one common share in the capital of the Company and one common share purchase warrant. Each Unit and Additional Unit warrant entitles the holder to acquire one common share of the Company until September 5, 2017, at an exercise price of $0.06 with a Unit warrant and $0.07 with an Additional Unit warrant.

The fair value of the Unit and Additional Unit warrants at issue date was $194,656 and $13,125, respectively, as calculated using a relative fair value method based on the Black-Scholes option pricing model with the following assumptions: a 18 months expected average life; share price of $0.08; 130% expected volatility; risk free interest rate of 0.51%; and an expected dividend yield of 0%. Volatility is calculated based on the changes in historical stock prices over the expected life of the warrants.

(Expressed in Canadian Dollars)

12. Share Capital and Reserves (continued)

Stock Options

The Company has an incentive stock option plan in place under which it is authorized to grant options to directors and employees to acquire up to 10% of the Company's issued and outstanding common shares. Under the plan, the exercise price of each option may not be less than the market price of the Company's stock as calculated on the date of grant less the applicable discount. The options can be granted for a maximum term of 5 years and vesting periods are determined by the Board of Directors.

The following table reflects the continuity of stock options for the nine months ended November 30, 2017 and November 30, 2016:

	Number of Stock Options	Weighted Average Exercise Price ($)
Balance, February 28, 2017	6,165,000	0.30
Expired	(200,000)	1.08
Granted (1)(2)	2,450,000	1.11
Balance, November 30, 2017	**8,415,000**	**0.49**
Balance, February 29, 2016	2,300,000	0.09
Exercised	(516,500)	0.08
Granted (3)(4)(5)	5,415,000	0.33
Balance, November 30, 2016	7,198,500	0.27

(1) On April 18, 2017, the Company granted 200,000 stock options at a price of $1.08 per share, expiring on April 18, 2022. The fair value of these options at the date of grant was estimated using the Black-Scholes option pricing model with the following assumptions: a five year expected average life; share price of $1.32; 122% expected volatility; risk-free interest rate of 0.98%; and an expected dividend yield of 0%. Volatility is calculated based on the changes in historical stock prices over the expected life of the options. The fair value assigned to these options was $223,800. The options will vest 1/4 on July 18, 2017, 1/4 on October 18, 2017, 1/4 on January 18, 2018 and 1/4 on April 18, 2018. These options expired on November 8, 2017.

(2) On April 18, 2017, the Company granted 2,250,000 stock options at a price of $1.01 per share, expiring on April 18, 2022. The fair value of these options at the date of grant was estimated using the Black-Scholes option pricing model with the following assumptions: a five year expected average life; share price of $1.32; 122% expected volatility; risk-free interest rate of 0.98%; and an expected dividend yield of 0%. Volatility is calculated based on the changes in historical stock prices over the expected life of the options. The fair value assigned to these options was $2,533,500. The options will vest 1/2 on each of the 12 and 24 month anniversaries of the date of grant.

(3) On March 24, 2016, the Company granted 3,740,000 stock options at a price of $0.175 per share, expiring on March 24, 2021. The fair value of these options at the date of grant was estimated using the Black-Scholes option pricing model with the following assumptions: a five year expected average life; share price of $0.28; 133% expected volatility; risk-free interest rate of 0.73%; and an expected dividend yield of 0%. Volatility is calculated based on the changes in historical stock prices over the expected life of the options. The fair value assigned to these options was $935,000. The options will vest 1/2 on each of the 12 and 24 month anniversaries of the date of grant.

(4) On June 10, 2016, the Company granted 825,000 stock options at a price of $0.56 per share, expiring on June 10, 2021. The fair value of these options at the date of grant was estimated using the Black-Scholes option pricing model with the following assumptions: a five year expected average life; share price of $0.75; 132% expected volatility; risk-free interest rate of 0.57%; and an expected dividend yield of 0%. Volatility is calculated based on the changes in historical stock prices over the expected life of the options. The fair value assigned to these options was $545,325. The options will vest 1/2 on each of the 12 and 24 month anniversaries of the date of grant.

(Expressed in Canadian Dollars)

12. Share Capital and Reserves (continued)

Stock Options (continued)

(5) On November 9, 2016, the Company granted 850,000 stock options at a price of $0.76 per share, expiring on November 9, 2021. The fair value of these options at the date of grant was estimated using the Black-Scholes option pricing model with the following assumptions: a five year expected average life; share price of $0.79; 130% expected volatility; risk-free interest rate of 0.82%; and an expected dividend yield of 0%. Volatility is calculated based on the changes in historical stock prices over the expected life of the options. The fair value assigned to these options was $578,000. The options will vest 1/2 on each of the 12 and 24 month anniversaries of the date of grant.

For the three and nine months ended November 30, 2017, the impact on share-based compensation was $623,963 and $1,984,164, respectively (three and nine months ended November 30, 2016 - $301,741 and $702,401, respectively).

The following table reflects the actual stock options issued and outstanding as of November 30, 2017:

Expiry Date	Exercise Price ($)	Remaining Contractual Life (years)	Number of Options Outstanding	Number of Options Vested (exercisable)	Number of Options Unvested
January 10, 2019	0.08	1.11	500,000	500,000	-
May 20, 2019	0.18	1.47	250,000	250,000	-
March 24, 2021	0.175	3.32	3,740,000	1,870,000	1,870,000
June 10, 2021	0.56	3.53	825,000	412,500	412,500
November 9, 2021	0.76	3.95	850,000	425,000	425,000
April 22, 2022	1.01	4.38	2,250,000	-	2,250,000
	0.49	**3.50**	**8,415,000**	**3,457,500**	**4,957,500**

Warrants

The following table reflects the continuity of warrants for the nine months ended November 30, 2017 and November 30, 2016:

	Number of Warrants	Weighted Average Exercise Price ($)
Balance, February 28, 2017	377,777	0.06
Exercised	(377,777)	0.06
Balance, November 30, 2017	**-**	**-**
Balance, February 29, 2016	-	
Exercised	(11,099,997)	0.06
Granted	11,777,774	0.06
Balance, November 30, 2016	677,777	0.06

(Expressed in Canadian Dollars)

13. General and Administrative Expenses

	Three Months Ended November 30, 2017	Three Months Ended November 30, 2016	Nine Months Ended November 30, 2017	Nine Months Ended November 30, 2016
Consulting	**$ (8,786)**	$ 21,731	**$ 22,008**	$ 35,121
Office and sundry	**187,085**	87,143	**467,378**	131,152
Professional fees	**38,946**	71,663	**136,664**	135,567
Investigation of prospective property interests	**759**	763	**852**	17,855
Regulatory fees	**225**	225	**12,142**	747
Salaries and benefits (note 15)	**213,706**	(59,307)	**522,757**	157,792
Shareholder communications	**3,298**	382	**3,808**	1,042
Transfer agent	**34,614**	(12,544)	**69,822**	22,103
Travel	**102,794**	112,730	**388,373**	328,318
	$ 572,641	$ 222,786	**$ 1,623,804**	$ 829,697

14. Net Loss Per Common Share

The calculation of basic and diluted loss per share for the three and nine months ended November 30, 2017 was based on the loss attributable to common shareholders of $1,468,424 and $4,421,794, respectively (three and nine months ended November 30, 2016 - $758,938 and $1,766,553, respectively) and the weighted average number of common shares outstanding of 101,114,992 and 101,060,770, respectively for the three and nine months ended November 30, 2017 (three and nine months ended November 30, 2016 - 81,629,459 and 77,505,427, respectively). Diluted loss per share did not include the effect of 8,415,000 stock options (three and nine months ended November 30, 2016 - 7,198,500) or nil warrants (three and nine months ended November 30, 2016 - 677,777) as they are anti-dilutive.

(Expressed in Canadian Dollars)

15. Related Party Transactions

Remuneration of directors and key management personnel of the Company was as follows:

	Three Months Ended November 30,		Nine Months Ended November 30,	
	2017	2016	**2017**	2016
Remuneration paid to Executive Chairman [1][2]	**$ 61,192**	$ 41,015	**$ 190,584**	$ 118,382
Remuneration paid to CEO [3]	**77,252**	-	**191,349**	-
Remuneration paid to CFO [4]	**8,604**	-	**8,604**	-
Share-based payments - Black-Scholes value	**491,028**	136,450	**1,325,038**	311,872
Marrelli Support Services Inc.[5]	**8,080**	8,309	**25,876**	21,035
Gowling WLG (Canada) LLP [6]	**-**	72,237	**31,542**	86,633

(1) The Board of Directors do not have employment or services contracts with the Company.

(2) The Company entered into an agreement with the Executive Chairman of the Company to pay him a monthly consulting fee of US$10,000 effective March 1, 2016, the monthly fee was increased to US$16,000 on January 1, 2017. During the three and nine months ended November 30, 2017, $61,192 and $190,584, respectively (three and nine months ended November 30, 2016 - $41,015 and $118,382, respectively) was expensed as salaries and benefits. As at November 30, 2017, the Executive Chairman was owed $nil for salaries and reimbursable expenses (February 28, 2017 - $29,218) and this amount was included in amounts payable and accrued liabilities.

(3) The Company entered into an agreement with the Chief Executive Officer of the Company to pay him a monthly base salary of GBP15,352 effective April 18, 2017, and was increased to GBP15,454 after 4 months. During the three and nine months ended November 30, 2017, $77,252 and $191,349, respectively (three and nine months ended November 30, 2016 -) was expensed as salaries. As at November 30, 2017, the Chief Executive Officer was owed $118 for salaries and reimbursable expenses (February 28, 2017 - $nil) and this amount was included in amounts payable and accrued liabilities.

(4) The Company entered into an agreement with the Chief Financial Officer of the Company to pay him a monthly base salary of GBP5,833. During the three and nine months ended November 30, 2017, $8,604 (three and nine months ended November 30, 2016 -) was expensed as salaries.

(5) On July 1, 2012, Rupert entered into an accounting support services agreement with Marrelli Support Services Inc. ("MSSI") where under MSSI provided, beginning July 1, 2012, certain accounting support services. On October 22, 2012, in connection with such agreement with MSSI, Rupert retained Mr. Robert D. B. Suttie, Vice President of MSSI, as its Chief Financial Officer. On November 7, 2017, Mr. Robert D. B. Suttie resigned as Chief Financial Officer and stayed involved with the Company until his appointment as director on November 21, 2017. During the three and nine months ended November 30, 2017, $8,080 and $25,876, respectively (three and nine months ended November 30, 2016 - $8,309 and $21,035, respectively) was expensed with respect to the services provided. As at November 30, 2017, MSSI was owed $1,980 (February 28, 2017 - $5,203). These amounts are included in amounts payable and accrued liabilities.

(6) During the three and nine months ended November 30, 2017, legal fees and reimbursements of $nil and $31,542, respectively (three and nine months ended November 30, 2016 - $72,237 and $86,633, respectively) were paid to a legal firm of which the Company's Corporate Secretary is a partner. Included in accounts payable and accrued liabilities is $nil (February 28, 2017 - $29,042) pertaining to these fees and ancillary expense reimbursements.

The above noted transactions 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.

Amounts due to related parties are non-interest bearing, unsecured and due on demand.

16. Segment Information

The Company operates in one reportable operating segment, being the acquisition and exploration of mineral properties in Finland.

17. Commitments and Contingencies

The Company's operations are subject to government environmental protection legislation. Environmental consequences are difficult to identify in terms of results, timetable and impact.

At this time, to management's best knowledge, the Company's operations are in compliance with current laws and regulations.

18. Subsequent Events

- On January 15, 2018, the Company announced that it has entered into a binding letter of intent ("LOI") with Northern Aspect Resources Ltd. ("NARL") to complete a business combination, whereby the Company has agreed, subject to certain conditions, to acquire all of the issued and outstanding securities of NARL (the "Transaction"). NARL is a privately owned, British Columbia incorporated company with a 100% beneficial interest in the Hirsikangas and Osikonmaki properties in Central Finland. The Hirsikangas property consists of six (6) claims, plus two (2) reservations, all of which are valid. The Osikonmaki property consists of seven (7) claims, plus one (1) reservation, that are valid, and two (2) claims that are in application for renewal.

  The LOI is to be superseded by a definitive agreement ("Definitive Agreement") to be signed on or before February 28, 2018 (or such other date as is agreed by the parties). The Company proposes to acquire all of the issued and outstanding securities of NARL pursuant to the terms of the Definitive Agreement, in exchange for 4,913,466 common shares of the Company. Given that the last closing price of the common shares of the Company prior to the issuance of this press release was $0.85 per share, aggregate consideration payable pursuant to the Transaction is deemed to be approximately $4.18 million. The Transaction is conditional upon, among other things: (i) the parties and all shareholders of NARL entering into a Definitive Agreement in respect to the Transaction and any collateral issues or matters on or before February 28, 2018; and (ii) the parties receiving all requisite regulatory approval, including the approval of the TSX Venture Exchange, and any third party approvals and authorizations.