WPC RESOURCES INC.
(An Exploration Stage Company)

Consolidated Financial Statements
February 28, 2014 and 2013

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The financial statements and all information in the quarterly report are the responsibility of the Board of Directors and management. These financial statements have been prepared by management in accordance with International Financial Reporting Standards. Management maintains the necessary systems of internal controls, policies and procedures to provide assurance that assets are safeguarded and that the financial records are reliable and form a proper basis for the preparation of financial statements.

The Board of Directors ensures that management fulfils its responsibilities for financial reporting and internal control through an Audit Committee. This committee, which reports to the Board of Directors, meets with the independent auditors and reviews the financial statements.

The financial statements for the three-month period ended February 28, 2014 and 2013 are unaudited and prepared by Management.

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

"W.K. Crichy Clarke" (signed)	*"Al Fabbro" (signed)*
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W.K. Crichy Clarke CEO and Director	Al Fabbro President and Director

Vancouver, British Columbia
May 6, 2014

WPC RESOURCES INC.
(Unaudited)
(An Exploration Stage Company)
Consolidated Statements of Financial Position
As at

		February 28, 2014		November 30, 2013
Assets				
Current				
Cash and cash equivalents	$	3,994	$	4,134
HST and other receivables		4,224		4,526
Prepaid expenses and advances		17,596		1,300
		25,814		9,960
Reclamation Deposits (Note 6)		15,171		42,620
Mineral Property Interests (Note 7)		-		-
	$	40,985	$	52,580
Liabilities				
Current				
Accounts payable and accrued liabilities	$	439,153	$	405,363
Flow-through share tax payable		16,735		16,735
		455,888		422,098
Shareholders' Equity				
Capital Stock (Note 8)		3,466,123		3,466,123
Reserves (Note 8(c))		373,330		373,330
Deficit		(4,254,356)		(4,208,971)
		(414,903)		(369,518)
	$	40,985	$	52,580

Approved by the Board:

"Crichy Clarke"
…………………………………………… Director
Crichy Clarke

"Al Fabbro"
…………………………………………… Director
Al Fabbro

WPC RESOURCES INC.
(Unaudited)
(An Exploration Stage Company)
Consolidated Statements of Comprehensive Loss
For the Three-months ended February 28, 2014 and February 29, 2013

		February 28, 2014		February 28, 2013
Expenses				
Management fees (Note 10)	$	30,000	$	30,000
Investor and shareholder relations		-		90
Professional fees (Note 10)		3,000		3,314
Consulting fees		-		6,453
Regulatory and filing fees		2,175		1,292
Insurance		-		1,312
Office (Note 10)		3,175		2,032
Rent (Note 10)		3,000		3,000
Travel and entertainment		4,035		2,081
		45,385		49,574
Other Items				
Impairment of mineral property interests (Note 7)		-		-
Flow-through share tax expense		-		-
Interest income		-		-
Net Loss and Comprehensive Loss for Year	$	45,385	$	49,574
Basic and Diluted Loss Per Share	$	0.001	$	0.001
Weighted Average Number of Common Shares Outstanding		37,070,110		36,320,110

See notes to consolidated financial statements.

WPC RESOURCES INC.
(Unaudited)
(An Exploration Stage Company)
Consolidated Statements of Changes in Equity
For the Three-months Ended February 28, 2014 and February 29, 2013

	Capital stock		Reserves			
	Number of shares	Amount	Share-based payments	Warrants	Deficit	Total
Balance, December 1, 2012	36,320,110	3,458,623	373,330	105,000	(2,559,933)	1,377,020
Loss for the period	-	-	-	-	(49,574)	(49,574)
Balance, February 28, 2013	36,320,110	$3,458,623	$373,330	$105,000	$(2,609,507)	$ 1,327,446
Balance, December 1, 2013	37,070,110	3,466,123	373,330	-	(4,208,971	(369,518)
Loss for the period	-	-	-	-	(45,385)	(45,385)
Balance, February 28, 2014	37,070,110	$3,458,623	$373,330	$105,000	$(4,254,355)	$ (414,902)

See notes to consolidated financial statements.

WPC RESOURCES INC.
(Unaudited)
(An Exploration Stage Company)
Consolidated Statements of Cash Flows
For the Three-months Ended February 28, 2014 and February 29, 2013

	February 28, 2014	February 29, 2013
Operating Activities		
Net loss for the period	$ (45,385)	$ (49,574)
Changes in non-cash working capital		
HST and other receivables	302	1,556
Prepaid expenses	(16,296)	(9,137)
Accounts payable and accrued liabilities	33,790	56,739
Cash Used in Operating Activities	(27,589)	(416)
Investing Activities		
Reclamation bond refund	27,449	
Expenditures on resource property interests	-	57
Cash Used in Investing Activities	27,449	57
Financing Activity		
Shares issued for cash, net of share issue costs	-	-
Change in Cash	(140)	(359)
Cash, Beginning of Period	4,134	1,386
Cash, End of Period	$ 3,994	$ 1,027
Supplemental Cash Flow Information		

See notes to consolidated financial statements.

1. NATURE OF OPERATIONS AND GOING CONCERN

WPC Resources Inc. (the “Company") was incorporated under the laws of British Columbia on April 13, 2007. The Company’s principal business is the acquisition, exploration and development of resource property interests. The Company trades on the TSX Venture Exchange (“TSX-V”) under the symbol “WPQ”.

The business of mining and exploration involves a high degree of risk and there can be no assurance that current exploration programs will result in future profitable mining operations. The Company has no source of revenue, and has significant cash requirements to meet its administrative overhead and maintain its exploration and evaluation asset interests. The recoverability of amounts shown for exploration and evaluation asset interests is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain financing to complete their development and future profitable operations, or the sale or optioning of the properties.

Several adverse conditions cast significant doubt on the validity of this assumption. The Company has incurred operating losses during the three-month period ended February 28, 2014 of $45,385 (2013 - $49,574) and has a deficit of $4,254,356 (2013 - $2,609,507), has limited resources, no sources of operating cash flow and no assurances that sufficient funding will be available to continue operations for an extended period of time. The Company is in the exploration stage, and accordingly, has not yet commenced revenue-producing operations.

The application of the going concern concept is dependent upon the Company’s ability to satisfy its liabilities as they become due and to obtain the necessary financing to complete the exploration and development of its mineral property interests, the attainment of profitable mining operations or the receipt of proceeds from the disposition of its mineral property interests. Management is actively engaged in the review and due diligence on opportunities of merit in the mining sector and is seeking to raise the necessary capital to meet its funding requirements. There can be no assurance that management’s plan will be successful.

If the going concern assumption were not appropriate for these financial statements then adjustments may be necessary in the carrying value of assets and liabilities, the reported expenses and the statement of financial position classifications used. Such adjustments could be material.

2. BASIS OF PREPARATION

(a) Statement of compliance

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

These consolidated interim financial statements should be read in conjunction with the Company’s 2013 consolidated annual financial statements.

(b) Consolidation and Measurement

These consolidated financial statements have been prepared on a historical cost basis, except for financial instruments classified as fair value through profit or loss (“FVTPL”), which are stated at their fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

These condensed interim financial statements are prepared on an accrual basis and are based on historical costs except for certain financial instruments which are measured at fair value as explained in the accounting policies set out in Note 4 and 5. The consolidated interim financial statements are presented in Canadian dollars unless otherwise noted.

2. BASIS OF PREPARATION

The preparation of condensed interim financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies. The areas involving a higher degree of judgment of complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 4.

(c) Approval of the financial statements

The consolidated financial statements of WPC Resources Inc. for the three-month period ended February 28, 2014 were approved and authorized for issue by the Board of Directors on April 29, 2014.

(d) Use of estimates and judgments

The preparation of these financial statements requires management to make estimates and judgments that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and may affect both the period of revision and future periods.

The key areas of judgment applied in the preparation of the consolidated financial statements that could result in a material adjustment to the carrying amounts of assets and liabilities are as follows:

- The carrying value of the exploration and evaluation assets and the recoverability of the carrying value.

  Assets or cash-generating units ("CGUs") are evaluated at each reporting date to determine whether there are any indications of impairment. The Company considers both internal and external sources of information when making the assessment of whether there are indications of impairment for the Company's resource properties.

  Management uses several criteria in its assessments of economic recoverability and probability of future economic benefit including geologic and metallurgic information, economics assessment/studies, accessible facilities and existing permits.

  The key estimates applied in the preparation of the consolidated financial statements that could result in a material adjustment to the carrying amounts of assets and liabilities are as follows:

- The recoverability of deferred tax assets; and
- Provision for reclamation costs, among others.

  Actual results could differ from those estimates. Key judgments and estimates made by management with respect to those areas noted previously have been disclosed in the notes to the financial statements, as appropriate.

3. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of consolidation

These consolidated financial statements include the accounts of the Company and its integrated wholly-owned subsidiary, WPC Resources (USA) Inc., a Nevada, USA, corporation, hereinafter, collectively, referred to as the Company.

All material intercompany transactions and balances, including unrealized income and expenses arising from intercompany transactions, have been eliminated on consolidation.

(b) Interest income

Interest income derived from cash, short-term investments and loan receivable is recognized on an accrual basis as earned at the stated rate of interest.

(c) Income taxes

Income tax expense, consisting of current and deferred tax expense, is recognized in the statement of comprehensive loss. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at year-end, adjusted for amendments to tax payable with regard to previous years.

Deferred tax assets and liabilities and the related deferred income tax expense or recovery are recognized for deferred tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax basis. Deferred tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in profit or loss in the period that substantive enactment occurs.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a future tax asset will be recovered, it provides a valuation allowance against that excess. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

(d) Exploration and evaluation asset interests

The Company capitalizes all expenditures on exploration and evaluation activities as exploration and evaluation asset interests once they have title. Such expenditures include, but are not limited to, exploration license expenditures, leasehold property acquisition costs, evaluation costs, including drilling costs directly attributable to a property, and directly attributable general and administrative costs. From time to time the Company may acquire or dispose of an exploration and evaluation asset pursuant to the terms of an option agreement. As the options are exercisable entirely at the discretion of the optionee, the amounts payable or receivable are not recorded. Option payments are recorded as property costs or recoveries when the payments are made or received. After costs are recovered, the balance of the payments received is recorded as a gain on option or disposition of exploration and evaluation asset.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(d) Exploration and evaluation asset interest (Continued)

Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to mining property and development assets.

(e) Impairment of non-current assets

At the end of each reporting period, the Company's assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss for the period.

(f) Provision for asset retirement obligation

An obligation to incur restoration, rehabilitation and environmental costs arises when environmental disturbance is caused by the exploration, development or ongoing production of an exploration and evaluation asset interest. Such costs arising from the decommissioning of plant and other site preparation work, discounted to their net present value, are provided for and capitalized at the start of each project to the carrying amount of the asset, or as soon as the obligation to incur such costs arises. Discount rates using a pre-tax rate that reflects the time value of money are used to calculate the net present value. These costs are charged against profit or loss over the economic life of the related asset, through amortization using either the unit-of-production or straight-line method. The related liability is adjusted for each period for changes to the current market-based discount rate, amount or timing of the underlying cash flows needed to settle the obligation. Costs for restoration of subsequent site damage, which is created on an ongoing basis during production, are provided for at their net present values and charged against profits as extraction progresses.

(g) Capital stock

The proceeds from the issuance of units are allocated between common shares and warrants based on the residual value method. Under this method, the proceeds are allocated first to capital stock based on the fair value of the common shares at the time the units are priced and any residual value is allocated to the warrants reserve. Consideration received for the exercise of warrants is recorded in capital stock and the related residual value is transferred to capital stock.

(h) Flow-through shares

Resource expenditures for income tax purposes related to exploration and development activities funded by flow-through share arrangements are renounced to investors in accordance with income tax legislation. A liability is recognized for the premium on the flow-through shares and is subsequently reversed as the Company incurs qualifying Canadian exploration expenses. Any difference between the liability set up for the premium on the flow-through share and the tax effect on the renounced expenditures is recognized in net loss.

In circumstances where the Company has issued flow-through shares by way of a unit offering, the proceeds are allocated first to capital stock based on the fair value of the common shares at the time the units are priced and any residual value is allocated to the warrants reserve first based on the fair value of the warrant component using the Black-Scholes option pricing model on grant date. Any remaining residual value is then recognized as a liability for the premium on the flow-through shares.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(i) Loss per share

The Company presents basic and diluted loss per share data for its common shares, calculated by dividing the net loss attributable to common shareholders of the Company by the weighted average number of shares outstanding during the year. Diluted loss per share is determined by adjusting the net loss attributable to common shareholders and the weighted average number of shares outstanding for the effects of all dilutive potential common shares; the effect of any anti-dilutive potential common shares are not taken into account in this calculation.

(j) Share-based compensation

The Company sometimes grants share-based awards to directors, officers, employees, consultants and agents. The fair value of options and warrants granted are recognized as a share-based compensation expense with a corresponding increase in equity. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee.

The fair value of employee options (and agent warrants) is measured at the option’s grant date, and the fair value of non-employee options is measured at the date or over the period during which goods or services are received. Options granted to non-employees are recorded at the fair value of goods or services received in the consolidated statement of comprehensive loss. The fair value of the options granted (and agent warrants) to employees is measured using the Black-Scholes option pricing model taking into account the terms and conditions upon which the options were granted. The fair value of each tranche of options granted, which do not vest immediately on grant, is recognized using the graded vesting method over the period during which the options vest. At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the actual number of share options that are expected to vest. If those options (or agent warrants) expire or are forfeited after vesting, the recorded value is transferred to deficit.

Share-based compensation expense is credited to the equity settled share-based payment reserve. Their fair value is transferred from the reserve to capital stock when the options (or agent warrants) are later exercised.

(k) Financial instruments

(i) Financial assets

The Company classifies its financial assets in the following categories: held-to-maturity, FVTPL, loans and receivables, and available-for-sale (“AFS”). The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of financial assets at recognition.

Fair value through profit or loss

Financial assets are classified as FVTPL when the financial asset is held-for-trading or it is designated as FVTPL. A financial asset is classified as FVTPL when it has been acquired principally for the purpose of selling in the near future; it is a part of an identified portfolio of financial instruments that the Company manages and has an actual pattern of short-term profit-taking or if it is a derivative that is not designated and effective as a hedging instrument. Upon initial recognition, attributable transaction costs are recognized in profit or loss when incurred. Financial instruments at FVTPL are measured at fair value, and changes therein are recognized in profit or loss. Cash is included in this category of financial assets.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Loans and receivables

Trade receivables, loans and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as loans and receivables. Loans and receivables are initially recognized at the transaction value and subsequently carried at amortized cost, less impairment losses. The impairment loss on receivables is based on a review of all outstanding amounts at year-end. Bad debts are written off during the year in which they are identified. Interest income is recognized by applying the effective interest rate method.

Held-to-maturity

Held-to-maturity financial assets are recognized on a trade-date basis and are initially measured at fair value using the effective interest rate method. The Company has no assets classified as held-to-maturity.

Available-for-sale

AFS financial assets are non-derivatives that are either designated as available-for-sale or not classified in any of the other financial assets categories. Changes in the fair value of AFS financial assets, other than impairment losses, are recognized as other comprehensive income and classified as a component of equity. The Company has no assets classified as AFS.

(ii) Financial liabilities

The Company classifies its financial liabilities in the following categories:

Borrowings and other financial liabilities

Borrowings and other financial liabilities are non-derivatives and are recognized initially at fair value, net of transaction costs incurred, and are subsequently stated at amortized cost. Any difference between the amounts originally received, net of transaction costs, and the redemption value is recognized in the income statement over the period to maturity using the effective interest method.

Borrowings and other financial liabilities are classified as current or non-current based on their maturity date. Financial liabilities include accounts payable and accrued liabilities.

(iii) Fair value hierarchy

Fair value measurements of financial instruments are required to be classified using a fair value hierarchy that reflects the significance of inputs used in making the measurements. The levels of the fair value hierarchy are defined as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
Level 3: Inputs for assets or liabilities that are not based on observable market data.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(l) New standards, amendments and interpretations not yet effective

At the date of authorization of these consolidated financial statements, the IASB has issued a number of new and revised standards and interpretations, which are not yet effective for the relevant reporting periods.

IFRS 9 Financial Instruments (2009)

IFRS 9 introduces new requirements for classifying and measuring financial assets, as follows:

- Debt instruments meeting both a “business model” test and a “cash flow characteristics” test are measured at amortized cost (the use of fair value is optional in some limited circumstances)
- Investments in equity instruments can be designated as “fair value through other comprehensive income” with only dividends being recognized in profit or loss
- All other instruments (including all derivatives) are measured at fair value with changes recognized in profit or loss

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(l) New standards, amendments and interpretations not yet effective (Continued)

- The concept of “embedded derivatives” does not apply to financial assets within the scope of the standard and the entire instrument must be classified and measured in accordance with the above guidelines.

The IASB has indefinitely postponed the mandatory adoption date of this standard.

IFRS 9 Financial Instruments (2010)

This is a revised version incorporating revised requirements for the classification and measurement of financial liabilities, and carrying over the existing de-recognition requirements from IAS 39 *Financial Instruments: Recognition and Measurement*.

The revised financial liability provisions maintain the existing amortized cost measurement basis for most liabilities. New requirements apply where an entity chooses to measure a liability at fair value through profit or loss; in these cases, the portion of the change in fair value related to changes in the entity's own credit risk is presented in other comprehensive income rather than within profit or loss.

The IASB has indefinitely postponed the mandatory adoption date of this standard.

IFRIC 21 Levies

Provides guidance on when to recognize a liability for a levy imposed by a government, both for levies that are accounted for in accordance with IAS 37 *Provisions, Contingent Liabilities and Contingent Assets* and those where the timing and amount of the levy is certain.

The Interpretation identifies the obligating event for the recognition of a liability as the activity that triggers the payment of the levy in accordance with the relevant legislation. It provides the following guidance on recognition of a liability to pay levies:

- The liability is recognized progressively if the obligating event occurs over a period of time
- If an obligation is triggered on reaching a minimum threshold, the liability is recognized when that minimum threshold is reached.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(l) New standards, amendments and interpretations not yet effective (Continued)

- Applies to annual periods beginning on or after January 1, 2014.

Offsetting Financial Assets and Financial Liabilities (Amendments to IAS 32)

Amends IAS 32 *Financial Instruments: Presentation* to clarify certain aspects because of diversity in application of the requirements on offsetting, focused on four main areas:

- the meaning of "currently has a legally enforceable right of set-off"
- the application of simultaneous realization and settlement
- the offsetting of collateral amounts
- the unit of account for applying the offsetting requirements.

Applicable to annual periods beginning on or after January 1, 2014.

Annual Improvements 2010-2012 Cycle

Makes amendments to the following standards:

- IFRS 2 — Amends the definitions of "vesting condition" and "market condition" and adds definitions for "performance condition" and "service condition"
- IFRS 3 — Require contingent consideration that is classified as an asset or a liability to be measured at fair value at each reporting date
- IFRS 8 — Requires disclosure of the judgments made by management in applying the aggregation criteria to operating segments, clarify reconciliations of segment assets only required if segment assets are reported regularly
- IFRS 13 — Clarify that issuing IFRS 13 and amending IFRS 9 and IAS 39 did not remove the ability to measure certain short-term receivables and payables on an undiscounted basis (amends basis for conclusions only)
- IAS 16 and IAS 38 — Clarify that the gross amount of property, plant and equipment is adjusted in a manner consistent with a revaluation of the carrying amount
- IAS 24 — Clarify how payments to entities providing management services are to be disclosed

Applicable to annual periods beginning on or after July 1, 2014.

Annual Improvements 2011-2013 Cycle

Makes amendments to the following standards:

- IFRS 1 — Clarify which versions of IFRSs can be used on initial adoption (amends basis for conclusions only)
- IFRS 3 — Clarify that IFRS 3 excludes from its scope the accounting for the formation of a joint arrangement in the financial statements of the joint arrangement itself
- IFRS 13 — Clarify the scope of the portfolio exception in paragraph 52
- IAS 40 — Clarifying the interrelationship of IFRS 3 and IAS 40 when classifying property as investment property or owner-occupied property

Applicable to annual periods beginning on or after July 1, 2014.

4. FINANCIAL INSTRUMENTS

Financial instruments are agreements between two parties that result in promises to pay or receive cash or equity instruments. The Company classifies its cash as held-for-trading; reclamation bonds, as loans and receivables; and accounts payable and accrued liabilities, as other financial liabilities. The financial assets are carried at fair value as at February 28, 2014 and February 28, 2013. The Company classifies its only financial liability, accounts payable and accrued liabilities, as other financial liabilities and carries it at amortized cost. The Company's risk exposure and the impact on the Company's financial instruments are summarized below:

(a) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations. The financial instruments that potentially subject the Company to credit risk consist of cash and reclamation bonds. The risk is minimized as both have been placed with major Canadian financial institutions.

The Company's concentration of credit risk and maximum exposure thereto is as follows:

	February 28, 2014	February 28. 2013
Cash	3,994	1,027

(b) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices. Market risks consist of interest rate risk, foreign currency risk and other price risk. As at February 28, 2014, the Company is not exposed to significant market risk.

(c) Liquidity risk

Liquidity risk is the risk that an entity will not be able to meet its financial obligations as they fall due. The Company manages its liquidity risk by forecasting cash flows required for operations and anticipated investing and financing activities. The Company's cash at February 28, 2014 totalled $3,994 (2013 - $1,027). At February 28, 2014, the Company had accounts payable (excluding accrued liabilities) of $439,153 (2013 - $247,727) that have contractual maturities of 30 days or less and are subject to normal trade terms. The Company's current assets are insufficient to meet the business requirements for the coming year. Therefore, the Company will be required to raise additional capital to fund its operations in 2014.

5. CAPITAL MANAGEMENT

The Company defines its capital as shareholders' equity. 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. To effectively manage the Company's capital requirements, the Company has a planning and budgeting process in place to ensure that adequate funds are available to meet its strategic goals. The Company monitors actual expenses to budget on all exploration projects and overhead in order to manage costs, commitments and exploration activities.

The Company's primary source of funds comes from the issuance of capital stock. Although the Company has been successful at raising funds in the past through the issuance of capital stock, it is uncertain whether it will continue this financing due to uncertain economic conditions. The Company does not usually use other sources of financing that require fixed payments of interest and principal due to lack of cash flow from current operations. The Company is not subject to any externally imposed capital requirements.

There have been no changes to the Company's approach to capital management during the three-month period ended February 28, 2014.

6. RECLAMATION DEPOSITS

The Company has placed guaranteed investment certificates ("GICs") in trust as reclamation deposits pursuant to a condition of receiving consent from a government agency to explore its resource property interests. The GICs have principal of $5,770 and $9,400 with nominal interest rates. The GICs mature between June 29, 2014 and October 12, 2014 and will be renewed indefinitely until the Company has ceased exploration on the related resource property interest and inspections reveal no environmental disturbance.

7. CAPITAL STOCK

(a) Authorized
100,000,000 common shares without par value.

(b) Issued and outstanding

During the year ended November 30, 2012:

(i) On May 22, 2012, the Company issued 250,000 shares at a price of $0.10 per share as per the option agreement with GGC for the Toiyabe claims located in Lander County, Nevada, as well as 500,000 shares at a price of $0.10 per share as per the option agreement with GGC for the ZPG claims also located in Lander County, Nevada.

(ii) On October 5, 2012, the Company completed a non-brokered private placement and issued an aggregate of 7,540,768 units at a price of $0.065 per unit for gross proceeds of $490,150. Each unit consists of one common share and one share purchase warrant, which entitles the holder to purchase an additional common share of the Company at a price of $0.12 until October 5, 2014. The Company paid finder's fees in the amount of $27,455 in connection with the private placement.

During the year ended November 30, 2011:

(iii) On November 23, 2011, the Company completed the second tranche (tranche one closed September 30, 2011) of a non-brokered private placement. The Company issued an aggregate 6,877,500 units at a price of $0.12 per unit for gross proceeds of $825,300 through both tranches (3,875,000 issued September 30, 2011 and 3,002,500 November 30, 2011). Each unit consists of one common share and one share purchase warrant, which entitles the holder to purchase an additional common share of the Company at a price of $0.20 until September 30, 2013 (first tranche) and November 23, 2013 (second tranche). The Company paid finder's fees in the amount of $53,688, legal fees of $8,254 and issued 246,000 broker warrants, which entitle the holder to purchase one additional common share of the Company at an exercise price of $0.20 until September 30, 2012 and 290,250 broker warrants at an exercise price of $0.20 until November 23, 2012 in connection with the private placement.

The broker warrants were valued at $25,660 using the Black-Scholes option pricing model using the following weighted average assumptions:

	2012	2011
Expected life (years)	N/A	2
Interest rate	N/A	0.91%
Volatility	N/A	79.00%
Dividend yield	N/A	0.00%

(iv) On February 11, 2011, the Company issued 300,000 shares at a price of $0.105 per share as per the option agreement with GGC for the Toiyabe claims located in Lander County, Nevada, as well as 600,000 shares at a price of $0.105 per share as per the option agreement with GGC for the ZPG claims also located in Lander County, Nevada.

7. CAPITAL STOCK (Continued)

(v) On December 30, 2010, the Company completed a private placement of 3,000,000 flow-through units at a price of $0.155 per unit for gross proceeds of $465,000. Each unit consists of one flow-through common share and one share purchase warrant. One warrant entitles the holder to purchase one non-flow-through common share at a price of $0.25 until December 30, 2011 and $0.30 until December 30, 2012. A finder's fee of $23,250 and a due diligence fee of $13,950 were incurred on the private placement. The Company also issued 300,000 agent options, which entitle the holder to purchase one unit of the Company at an exercise price of $0.155 until December 30, 2011. Each unit consists of one common share and one share purchase warrant, which entitle the holder to purchase one non-flow-through common share at a price of $0.25 until December 30, 2011 and $0.30 until December 30, 2012.

The agent options were valued at $14,602 using an option pricing model using the following weighted average assumptions:

	2012	2011
Expected life (years)	N/A	2
Interest rate	N/A	1.70%
Volatility	N/A	70.54%
Dividend yield	N/A	0.00%

(c) Stock options

During the year ended November 30, 2012, the Company approved a stock option plan under which the aggregate number of common shares to be reserved for exercise of all options granted under the plan and any other share compensation arrangement shall not exceed 10% of the issued shares of the Company at the time of granting of options. The stock option plan provides for the granting of stock options to regular employees and persons providing investor relations or consulting services up to a limit of 5% and 2%, respectively, of the Company's total number of issued and outstanding shares per year. Options granted to consultants providing investor relations services shall vest at a minimum over a period of twelve months with no more than one-quarter of such options vesting in any three-month period; options, other than options granted to consultants providing investor relations services, shall vest immediately.

Options to purchase common shares have been granted to directors, employees and consultants as follows:

		2014		2013	
Exercise Price	Expiry Date	Outstanding	Exercisable	Outstanding	Exercisable
$ 0.20	February 12, 2015	1,400,000	1,400,000	1,400,000	1,400,000
$ 0.20	September 1, 2015	50,000	50,000	50,000	50,000
		1,450,000	1,450,000	1,450,000	1,450,000

	Number of Options	Weighted Average Exercise Price
Outstanding, February 28, 2014	1,450,000	$ 0.20

7. CAPITAL STOCK (Continued)

The weighted average grant date fair value of stock options granted during the three-month period ended February 28, 2013 is $nil (2012 - $nil). The weighted average remaining contractual life of stock options outstanding at February 28, 2013 is 2.0 years.

Share-based payments

The Company applies the fair value method using the Black-Scholes option pricing model in accounting for stock options. During the three-month period ended February 28, 2013, the Company recognized stock-based compensation of $nil (2012 - $Nil). No stock options were granted during the three-month period ended February 28, 2014.

(d) Share purchase warrants

As at February 28, 2014 and 2013, the Company has share purchase warrants outstanding entitling the holders to acquire common shares as follows:

	2014		2013	
	Number of Warrants	Weighted Average Exercise Price	Number of Warrants	Weighted Average Exercise Price
Balance, beginning of period	7,540,768	$ 0.18	17,418,268	$ 0.18
Issued	-	-	-	-
Expired	-	-	(3,000,000)	($0.18)
Balance, end of year	7,540,768	$ 0.18	14,418,268	$ 0.18

As at February 28, 2014 and 2013, the following share purchase warrants were outstanding:

		Number of Warrants	
Expiry Date	Exercise Price	**2014**	2013
September 30, 2013	$ 0.20	-	3,675,000
October 25. 2013	$ 0.20	-	200,000
November 23, 2013	$ 0.20	-	3,002,500
October 5, 2014	$ 0.12	7,540,768	7,540,768
		7,540,768	14,418,268

(e) Agent warrants

As at February 28, 2014 and 2013, the Company has agent warrants outstanding entitling the holders to acquire common shares as follows:

	2014		2013	
	Number of Warrants	Weighted Average Exercise Price	Number of Warrants	Weighted Average Exercise Price
Outstanding, beginning of period	-	-	536,250	$ 0.25
Granted	-	-	-	-
Expired	-	-	-	-
Outstanding and exercisable, end of period	-	-	536,250	$ 0.25

The Company applies the fair value method using the Black-Scholes option pricing model in accounting for its agent warrants granted. Accordingly, share issue costs of $nil (2012 - $nil) were recognized during the three-month period ended February 28, 2013 and February 29, 2012.

As at February 28, 2014 and 2013, the following Agent share purchase warrants were outstanding:

		Number of Warrants	
Expiry Date	Exercise Price	**2014**	2013
September 30, 2013	$ 0.20	-	246,000
November 23, 2013	$ 0.20	-	290,250
		-	536,250

8. RELATED PARTY TRANSACTIONS

Related party transactions not otherwise described in these consolidated financial statements are shown below. These amounts of key management compensation are included in the amounts shown on the consolidated statements of comprehensive loss:

	2014	2013
Management fees (President & CEO)	$ 30,000	$ 30,000
Share-based payments	$ -	$ -

The Company shares office space with a company related by common directors and management and, as of March 2008, pays $3,000 on a month-to-month basis for shared office and administrative costs. The monthly fee is split evenly between professional fees, office expenses and rent. These transactions are in the normal course of operations.

9. SEGMENTED DISCLOSURES

The Company operates in one business segment, the acquisition and development of exploration and evaluation assets.

		2014		
		Canada	**United States**	**Total**
Exploration and evaluation assets	$	-	-	-
Reclamation bonds	$	-	15,171	15,171
Total Assets	$	-	15,171	15,171

10. EVENTS AFTER THE REPORTING DATE

There are no subsequent events to report.