

LUCKY MINERALS INC.

Condensed Consolidated Interim Financial Statements For the Three Months Ended December 31, 2017 and 2016

Unaudited

Expressed in Canadian Dollars

NOTICE TO READER

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the interim financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim financial statements of the Company have been prepared by and are the responsibility of the Company's management. The unaudited condensed interim financial statements have been prepared using accounting policies in compliance with International Financial Reporting Standards for the preparation of the condensed interim financial statements and are in accordance with IAS 34 – *Interim Financial Reporting*.

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

LUCKY MINERALS INC.
Consolidated Statements of Financial Position
(Unaudited - Expressed in Canadian dollars)

| | Note | December 31, 2017 | September 30, 2017 (Audited) |
|---|------|----------------------|------------------------------------|
| ASSETS | | | |
| Current assets | | | |
| Cash | | \$ 1,291,528 | \$ 80,715 |
| Sales taxes receivable | | 70,203 | 12,370 |
| Prepaid | | 33,286 | 6,309 |
| | | 1,395,017 | 99,394 |
| Equipment | 4 | 6,704 | 1,142 |
| Exploration and evaluation assets | 5 | 862,758 | 666,433 |
| TOTAL ASSETS | | \$ 2,264,479 | \$ 766,969 |
| LIABILITIES AND SHAREHOLDERS' EQUITY | | | |
| Current liabilities | | | |
| Accounts payable and accrued liabilities | 6 | \$ 57,562 | \$ 60,679 |
| Due to related parties | 8 | 113,860 | 52,045 |
| Loans payable | | - | 17,446 |
| TOTAL LIABILITIES | | 171,422 | 130,170 |
| Shareholders' equity | | | |
| Share capital | 7 | 4,721,806 | 2,651,010 |
| Other capital reserve | | 1,150,546 | 1,055,942 |
| Deficit | | (3,779,295) | (3,070,153) |
| TOTAL SHAREHOLDERS' EQUITY | | 2,093,057 | 636,799 |
| TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY | | \$ 2,264,479 | \$ 766,969 |

The accompanying notes are an integrated part to the consolidated financial statements

Approved and authorized for issuance by the Board of Directors on February 28, 2018

"Robert Rosner"
Director

"Francois Perron"
Director

**CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS
FOR THE THREE-MONTH PERIOD ENDED DECEMBER 31, 2017**

(Unaudited - Expressed in Canadian dollars)

| | Note | Three months ended December 31, | |
|--|------|---------------------------------|-------------------|
| | | 2017 | 2016 |
| | | \$ | \$ |
| Expenses | | | |
| Advertising and promotion | | 245,686 | – |
| Amortization | | 308 | 93 |
| Bank charges and interest | | 4,234 | 145 |
| Consulting | | 223,464 | 2,500 |
| Foreign exchange loss (gain) | | (5,561) | (232) |
| Stakeholder relations | | 99,039 | – |
| Management | | 36,314 | 19,500 |
| Office and administration | | 14,640 | – |
| Rent | | 10,690 | 4,500 |
| Professional fees | | 15,902 | 1,300 |
| Transfer agent and regulatory fees | | 18,068 | 2,882 |
| Travel and promotion | | 46,358 | |
| Net loss and comprehensive Loss | | (709,142) | (30,688) |
| Loss per share, basic and diluted | | (0.01) | (0.00) |
| Weighted average number of outstanding shares | | 71,901,526 | 55,300,053 |

The accompanying notes are an integrated part to the consolidated financial statements

LUCKY MINERALS INC.

CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

(Unaudited - Expressed in Canadian dollars except for number of shares)

| | Note | Common shares | | Reserves | | | Shareholders' Equity |
|--|------|---------------|-----------|----------|----------|-------------|----------------------|
| | | Number | Amount | Options | Warrants | Deficit | |
| | | | \$ | \$ | \$ | \$ | \$ |
| Balance, September 30, 2016 | | 55,300,053 | 1,896,508 | – | 466,000 | (1,784,843) | 577,665 |
| Net loss and comprehensive loss | | – | – | – | – | (30,688) | (30,688) |
| Balance, December 31, 2016 | | 55,300,053 | 1,896,508 | – | 466,000 | (1,815,531) | 546,977 |
| Balance, September 30, 2017 | | 65,350,083 | 2,651,010 | 589,942 | 466,000 | (3,070,153) | 636,799 |
| Exercise of share purchase warrants | 7 | 125,000 | 12,500 | – | – | – | 12,500 |
| Shares issuance on private placement net | 7 | 17,551,700 | 2,058,296 | 94,604 | – | – | 2,152,900 |
| Net loss | | – | – | – | – | (709,142) | (709,142) |
| Balance, December 31, 2017 | | 83,026,783 | 4,721,806 | 684,546 | 466,000 | (3,779,295) | 2,093,057 |

The accompanying notes are an integrated part to the consolidated financial statements

LUCKY MINERALS INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE THREE-MONTH PERIOD ENDED DECEMBER 31, 2017
(Unaudited - Expressed in Canadian dollars)

| | Three months ended December 31, | |
|--|--|------------------|
| | 2017 | 2016 |
| Operating activities | | |
| Loss for the period | \$ (709,142) | \$ (30,688) |
| Adjustments for non-cash items | | |
| Amortization | 308 | 93 |
| Unrealized foreign exchange (gain) loss | (4,178) | – |
| | <u>(713,012)</u> | <u>(30,595)</u> |
| Changes in non-cash operating working capital | | |
| Sales taxes receivable | (57,833) | 7,266 |
| Prepaid expenses | (26,977) | 8,888 |
| Accounts payable and accrued liabilities | (3,117) | 36,812 |
| Due to related parties | 61,815 | – |
| Cash used in operating activities | <u>(739,124)</u> | <u>22,371</u> |
| Investing activities | | |
| Purchase of equipment | (5,870) | – |
| Option payment for mining interests | (53,668) | (6,714) |
| Exploration and evaluation asset expenditures | (142,657) | (18,822) |
| Cash provided by financing activities | <u>(202,195)</u> | <u>(25,536)</u> |
| Financing activities | | |
| Proceeds from common shares issuance net of issuance cost: | 2,165,400 | – |
| Repayment of loan payable | (17,446) | – |
| Cash provided by financing activities | <u>2,147,954</u> | <u>–</u> |
| Effect of foreign exchange | 4,178 | – |
| Change in cash | 1,210,813 | (3,165) |
| Cash, beginning of the year | 80,715 | 15,885 |
| Cash, end of the period | \$ 1,291,528 | \$ 12,720 |

The accompanying notes are an integrated part to the consolidated financial statements

1. NATURE OF OPERATIONS AND GOING CONCERN

Lucky Minerals Inc. (the “Company”) was incorporated under the Business Corporations Act of British Columbia on May 7, 2007 for the purpose of acquiring and exploring mineral property interests.

The Company’s common shares are listed for trading on the TSX Venture Exchange under the symbol “LJ”, and is a reporting issuer in the provinces of British Columbia, Alberta and Manitoba. The Company also trades on the Frankfurt Stock Exchange under symbol “8LM”, and in the United States on the OTCQB under the symbol “LKMNF”.

The Company’s head office and principal business address is Suite 202, 905 West Broadway, Vancouver, British Columbia V5Z 4M3.

These consolidated financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. As at December 31, 2017, the Company is not able to finance day to day activities through operations and incurs losses. The continuing operations of the Company are dependent upon its ability to identify a viable business opportunity and to attain profitable operations and generate funds there from. This indicates the existence of a material uncertainty that may cast significant doubt about the Company’s ability to continue as a going concern. Management intends to finance operating costs with loans from directors and companies controlled by directors and or private placement of common shares. If the Company is unable to continue as a going concern, the net realizable value of its assets may be materially less than the amounts on its statement of financial position.

2. STATEMENT OF COMPLIANCE

These condensed consolidated interim financial statements for three months ended December 31, 2017, together with the comparative figures herein have been prepared in accordance with International Accounting Standards (“IAS”) 34 “Interim Financial Reporting” (“IAS 34”) using accounting policies consistent with the International Financial Reporting Standards (“IFRS”) issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”).

These consolidated condensed interim financial statements do not include all of the information required of a full annual financial report and is intended to provide users with an update in relation to events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the end of the last annual reporting period. It is therefore recommended that these condensed interim financial statements be read in conjunction with the audited annual financial statements of the Company for the most recent year ended September 30, 2017.

3. SIGNIFICANT ACCOUNTING POLICIES

Basis of Preparation

These condensed consolidated interim financial statements have been prepared on an accrual basis and are based on historical costs, except for financial instruments measured at their fair value. These condensed consolidated interim financial statements are presented in Canadian dollars, unless otherwise noted.

Basis of Consolidation

These consolidated financial statements included the accounts of the Company and its wholly owned subsidiary, Lucky Minerals (Montana) Inc., which is a 100% owned subsidiary incorporated in the United States. The results of each subsidiary will continue to be included in the consolidated financial statements of the Company until the date that the Company's control over the subsidiary ceases. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. Inter-company balances and transactions, including unrealized income and expenses arising from inter-company transactions, are eliminated on consolidation.

Significant estimates and assumptions

The preparation of financial statements in conformity with IFRS requires management to make certain estimates, judgments and assumptions concerning the future. The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised.

Estimates where there is significant risk of material adjustments to assets and liabilities in future accounting periods include the fair value measurements for financial instruments, the recoverability and measurement of deferred tax assets and the fair value of inventory.

Significant judgments

The preparation of financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgments in applying the Company's financial statements include:

- the assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty.

New Accounting standards issued but not yet applied

At the date of the approval of the consolidated financial statements, a number of standards and interpretations were in issue but not yet effective. The Company considers that these new standards and interpretations are either not applicable or are not expected to have a significant impact on the Company's consolidated financial statements.

LUCKY MINERALS INC.
Notes to the Consolidated Financial Statements
Three Months Ended December 31, 2017
(Expressed in Canadian Dollars)

4. EQUIPMENT

| | Computer | Vehicle | Total |
|---------------------------------|-----------------|----------------|--------------|
| Cost | | | |
| Balance at September 30, 2017 | \$ 1,896 | \$ 14,050 | \$ 15,946 |
| Additions | 5,870 | - | 5,870 |
| Balance at December 31, 2017 | 7,766 | 14,050 | 21,816 |
| Accumulated amortization | | | |
| Balance at December 31, 2017 | \$ 1,754 | \$ 13,050 | \$ 14,804 |
| Changes | 233 | 75 | 308 |
| Balance at December 31, 2017 | 1,987 | 13,125 | 15,112 |
| Net carrying amount | | | |
| Balance at December 31, 2016 | \$ 143 | \$ 999 | \$ 1,142 |
| Balance at December 31, 2017 | \$ 5,779 | \$ 925 | \$ 6,704 |

5. EXPLORATION AND EVALUATION ASSETS

| | Emigrant | St.Julian | Total |
|-------------------------------|-----------------|------------------|--------------|
| Balance at September 30, 2016 | \$ 508,735 | \$ 46,602 | \$ 555,337 |
| Acquisition | - | 40,282 | 40,282 |
| Exploration | 6,986 | 1,555 | 8,541 |
| Balance at December 31, 2016 | 515,721 | 88,439 | 604,160 |
| Balance at September 30, 2017 | \$ 575,554 | \$ 90,879 | \$ 666,433 |
| Acquisition | - | 53,668 | 53,668 |
| Exploration | 133,924 | 8,733 | 142,657 |
| Balance at December 31, 2017 | 709,478 | 153,280 | 862,758 |

Emigrant Project, USA

On June 15, 2014, the Company entered into an agreement with an arm's length party to have an option agreement assigned to the Company (the "Assignment Agreement"). Pursuant to the Assignment Agreement, the Company has an option to acquire a 100% interest in certain claims in Montana USA. On June 14, 2017, the right, title and interest to the claims in Montana USA were released to the Company, however, the option to acquire a 100% interest in the claims in Montana USA is still outstanding, for the following consideration:

LUCKY MINERALS INC.
Notes to the Consolidated Financial Statements
Three Months Ended December 31, 2017
(Expressed in Canadian Dollars)

| Due Date | Cash (USD) |
|--|---------------------------|
| | \$ |
| June 1, 2013 | 5,000 (Paid) |
| October 1, 2013 | 5,000 (Paid) |
| June 1, 2014 | 15,000 (Paid) |
| June 1, 2015 | 20,000 (Paid) |
| June 1, 2016 | 25,000 (Paid) |
| June 1, 2017 | 30,000 (10,000 were paid) |
| June 1, 2018 | 35,000 |
| June 1, 2019 | 40,000 |
| June 1, 2020 | 45,000 |
| June 1, 2021 | |
| Each subsequent year until \$1,000,000 has been paid | 50,000 |
| Total | 1,000,000 |

Emigrant Project, USA (Continued)

In May 2016, the Company negotiated with the optionor to amend the above payment schedule to USD \$10,000 per year commencing from June 1, 2016 until such time that the Company has received permission to drill and explore the property from the appropriate government authorities, after which the original payment schedule is resumed until the option price is paid in full. In accordance with the amended payment schedule, the Company paid USD \$10,000 to the optionor during the year ended September 30, 2017.

The optionor will retain a 2% net smelter royalty (“NSR”). The Company may acquire 1.8% of the NSR by paying \$1,500,000 within 9 months of commercial production.

St. Julian Project, USA

The Company entered into an Option Agreement (“Option”) date effective November 1, 2015, with an arms-length party to acquire 100% interest of certain patented and unpatented mineral claims located in Montana, USA, known as “St. Julian”, on the following payment schedule:

LUCKY MINERALS INC.
Notes to the Consolidated Financial Statements
Three Months Ended December 31, 2017
(Expressed in Canadian Dollars)

| Due Date | Cash (USD) |
|------------------|----------------|
| | \$ |
| November 1, 2015 | 10,000 (Paid) |
| February 1, 2016 | 10,000 (Paid) |
| November 1, 2016 | 30,000 (Paid) |
| November 1, 2017 | 40,000 (Paid)* |
| November 1, 2018 | 50,000 |
| November 1, 2019 | 60,000 |
| November 1, 2020 | 70,000 |
| November 1, 2021 | 80,000 |
| November 1, 2022 | 90,000 |
| November 1, 2023 | 100,000 |
| November 1, 2024 | 110,000 |
| November 1, 2025 | 120,000 |
| Total | 770,000 |

St. Julian Project, USA (Continued)

* The payment of US\$ 40,000 due on November 1, 2017 was paid plus a late charge of US\$ 2,000.

The Company will pay a late charge of 5% for any payment, which is not paid within 15 days of its due date.

The optionor will retain a 3% NSR. The Company may acquire 2% of the NSR by paying a one-time sum of USD \$5,000,000 within 12 months of commercial production. The Company may acquire the remaining 1% of the NSR by paying a one-time sum of USD \$2,500,000 within 24 months of commercial production.

6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

| | December 31, 2017 | September 30, 2017 |
|---------------------|----------------------|-----------------------|
| | \$ | \$ |
| Trade payables | 47,562 | 52,179 |
| Accrued liabilities | 10,000 | 8,500 |
| | 57,562 | 60,679 |

LUCKY MINERALS INC.
Notes to the Consolidated Financial Statements
Three Months Ended December 31, 2017
(Expressed in Canadian Dollars)

7. CAPITAL STOCK

Authorized

Unlimited number of common shares without par value.

Issued and outstanding

On October 19, 2017, 50,000 share purchase warrants were exercised and 50,000 common shares were issued for gross proceeds of \$5,000.

On November 27, 2017, the Company closed a bought deal offering for an issuance of 17,551,700 common shares with 17,551,700 share purchase warrants for gross proceeds of \$2,632,755.

On November 30, 2017, 75,000 share purchase warrants were exercised and 75,000 common shares were issued for gross proceeds of \$7,500.

Warrants

A continuity of the Company's warrants is as follows:

| | Warrants | Weighted average exercise price | Weighted average number years to expiry |
|-----------------------------|------------|---------------------------------|---|
| | | \$ | |
| Balance, September 30, 2017 | 16,000,000 | 0.13 | 1.47 |
| Granted | 17,551,700 | 0.20 | 2.91 |
| Exercised | (125,000) | 0.10 | 1.44 |
| Balance, December 31, 2017 | 33,426,700 | 0.17 | 2.23 |

As at December 31, 2017, the Company had the following warrants outstanding:

| Date Issued | Expiry Date | Exercise Price | Number of Warrants Outstanding |
|-------------------|-------------------|----------------|--------------------------------|
| June 23, 2014 | June 23, 2019 | \$ 0.15 | 11,000,000 |
| June 8, 2017 | June 8, 2019 | \$ 0.10 | 4,875,000 |
| November 27, 2017 | November 27, 2020 | \$ 0.20 | 17,551,700 |
| | | | 33,426,700 |

LUCKY MINERALS INC.
Notes to the Consolidated Financial Statements
Three Months Ended December 31, 2017
(Expressed in Canadian Dollars)

A continuity of the Company's options is as follows:

| | Options | Weighted average exercise price | Weighted average number years to expiry |
|-----------------------------|-----------|---------------------------------|---|
| Balance, September 30, 2017 | 4,300,000 | 0.20 | 4.55 |
| Granted | 1,228,619 | 0.15 | 2.91 |
| Balance, December 31, 2017 | 5,528,619 | 0.19 | 4.19 |

As at December 31, 2017, the Company had the following options outstanding:

| Date Issued | Expiry Date | Exercise Price | Number of Options Outstanding | Number of options Exercisable |
|-------------------|-------------------|----------------|-------------------------------|-------------------------------|
| July 18, 2017 | July 18, 2022 | \$ 0.20 | 4,300,000 | 4,300,000 |
| November 27, 2017 | November 27, 2020 | \$ 0.15 | 1,228,619 | 1,228,619 |
| | | | 5,528,619 | 5,528,619 |

Share Options

On November 27, 2017, the Company completed a bought deal offering, raising gross proceeds of \$2,632,755 for the Company. Clarus Securities Inc. (the "Underwriter") acted as an agent for the Company with respect to the sale of 17,551,700 units of the Company (the "Shares") at a price of \$0.15 per Unit (the "Offering"). Each Unit consists of one common share of the Company and one common share purchase warrant. Each warrant will entitle the holder to acquire one common share at a price of \$0.20 at any time prior to November 27, 2020. The Shares were sold pursuant to an agency agreement dated November 8, 2017 between the Company and the Underwriter (the "Underwriting Agreement").

In consideration of the services performed by the Underwriter under the Underwriting Agreement, the Company: (i) paid the Underwriting a commission of \$184,293 in cash; and (ii) issued to the Underwriter and members of its selling group an aggregate of 1,228,619 options entitling the Underwriter and members of its selling group to acquire up to an aggregate of 1,228,619 Units of the Company at a price of \$0.15 per Unit for a period of 36 months.

The fair value of each of these 1,228,619 options was calculated to be \$0.077 using the Black Scholes option pricing model with the following assumptions:

Risk free interest rate – 1.47%; Dividend yield – 0.00%; Expected volatility – 100.42%; Expected life – 3 years.

8. RELATED PARTY TRANSACTIONS

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of members of the Company's Board of Directors and corporate officers. The Company incurred the following transactions with directors and key management personnel during the three months ended December 31, 2017 and 2016 as follows:

| | Three months ended | |
|-----------------|---------------------------|--------------|
| | December 31, | |
| | 2017 | 2016 |
| | \$ | \$ |
| Consulting fees | 26,250 | 2,500 |
| Management fees | 10,064 | 4,500 |
| | 36,314 | 7,000 |

As at December 31, 2017, \$646 (September 30, 2017-\$646) was owing to the CEO of the Company.

As at December 31, 2017, \$700 (September 30, 2017-\$Nil) was owing to the CFO of the Company.

As at December 31, 2017, \$112,514 (September 30, 2017-\$51,399) was owing to a company controlled by a director of the Company.

9. FINANCIAL RISK AND CAPITAL MANAGEMENT

The Company is exposed in varying degrees to a variety of financial instrument related risks.

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its bank account. All of its cash is deposited in a bank account held with a major bank in Canada. As most of the Company's cash is held by one bank there is a concentration of credit risk. This risk is managed by using a major bank that is a high credit quality financial institution as determined by rating agencies.

The maximum exposure to credit risk is the carrying amount of the Company's financial instruments.

Foreign exchange risk

Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional

LUCKY MINERALS INC.
Notes to the Consolidated Financial Statements
Three Months Ended December 31, 2017
(Expressed in Canadian Dollars)

currency. The Company is not exposed to significant foreign exchange risk as certain of its expenditures are denominated in US dollars. At December 31, 2017, due to related parties included \$113,860 denominated in US dollars which was a trade payable to a company controlled by a director of the Company.

Liquidity risk

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements at any point in time. Historically, the Company's main source of funding has been the issuance of equity securities for cash, primarily through private placements. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding.

Capital Management

Management's objective is to manage its capital to ensure that there are adequate capital resources to safeguard the Company's ability to continue as a going concern through the optimization of its capital structure. The capital structure consists of share capital and working capital. In order to achieve this objective, management makes adjustments to it in light of changes in economic conditions and risk characteristics of the underlying assets. To maintain or adjust capital structure, management may invest its excess cash in interest bearing accounts of Canadian chartered banks and/or raise additional funds externally as needed. The Company is not subject to externally imposed capital requirements. The Company's management of capital did not change during the three months ended December 31, 2017.

Classification of financial instruments

Financial assets included in the statements of financial position are as follows:

| | December 31, 2017 | September 30, 2017 |
|------------------------|------------------------------|-------------------------------|
| | \$ | \$ |
| Loans and receivables: | | |
| Cash | 1,291,528 | 80,715 |

Financial liabilities included in the statements of financial position are as follows:

| | December 31, 2017 | September 30, 2017 |
|---------------------------------------|------------------------------|-------------------------------|
| | \$ | \$ |
| Non-derivative financial liabilities: | | |
| Trade payables | 47,562 | 52,179 |
| Due to related parties | 113,860 | 52,045 |
| Loan payable | - | 17,446 |
| | 161,422 | 121,670 |

Fair value

The fair value of the Company's financial assets and liabilities approximates the carrying amount due to its short term nature.

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

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

Financial instrument classified as Level 1 includes cash only.