LUCKY MINERALS INC.

CONSOLIDATED FINANCIAL STATEMENTS

THREE AND SIX MONTHS ENDED MARCH 31, 2019 AND 2018

(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	March 31, 2019	September 30, 2018
ASSETS			
Current assets			
Cash		$ 156,826	$ 906
Subscription receivable		45,737	–
Loan receivable	**5**	–	1,157,521
Prepaid and other receivable		357,378	103,932
		559,941	1,262,359
Deposit		–	250,000
Equipment	**7**	5,427	6,382
Exploration and evaluation assets	**8**	5,597,038	868,328
TOTAL ASSETS		$ 6,162,406	$ 2,387,069
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current liabilities			
Accounts payable and accrued liabilities	**9**	$ 692,466	$ 1,033,942
Due to related parties	**14**	510,403	331,334
Loans payable	**10**	549,128	622,058
		1,751,997	1,987,334
Non-current liabilities			
Convertible debenture liability	**15**	1,017,267	–
TOTAL LIABILITIES		2,769,264	1,987,334
Shareholders' equity			
Share capital	**11**	9,966,851	4,700,215
Subscription Receipt		–	224,650
Shares to be issued		–	60,000
Other capital reserve		2,330,137	1,542,218
Deficit		(8,903,846)	(6,127,348)
TOTAL SHAREHOLDERS' EQUITY		3,393,142	399,735
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		$ 6,162,406	$ 2,387,069

Events after reporting period (Note 18)

Approved on behalf of the Board:

"Francois Perron " Director

"Robert Rosner" Director

The accompanying notes are an integral part of these financial statements

LUCKY MINERALS INC.
CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS
FOR THE THREE AND SIX MONTH ENDED MARCH 31, 2019
(Unaudited - Expressed in Canadian dollars)

		Three months ended March 31,		Six months ended March 31,	
	Note	**2019**	**2018**	**2019**	**2018**
		$	$	$	$
Expenses					
Advertising and promotion		89,394	10,031	308,032	255,717
Amortization		472	354	955	662
Bank charges and interest		4,980	1,130	8,106	5,364
Consulting		448,981	263,887	1,115,697	487,351
Directors' fees		4,500	–	48,000	–
Foreign exchange loss (gain)		714	(1,389)	1,299	(6,950)
Insurance		4,377	–	8,851	–
Stakeholder relations		–	31,060	–	130,099
Management		(7,775)	2,000	4,500	38,314
Office and administration		7,397	6,290	24,364	20,930
Rent		11,275	16,376	38,224	27,066
Professional fees		69,219	66,951	133,364	82,853
Property investigation		–	18,046	1,278	18,046
Exploration and Evaluation		90,958	–	315,283	–
Share based compensation		(79,300)	–	402,600	–
Transfer agent and regulatory fees		20,951	16,545	58,659	34,613
Travel		24,081	48,322	135,197	94,680
(Loss) before other items:		(690,224)	(479,603)	(2,604,409)	(1,188,745)
Accretion and interest expense		(77,423)	–	(209,946)	–
Interest income		–	–	3,602	–
Net loss		(767,647)	(479,603)	(2,810,753)	(1,188,745)
Other comprehensive income					
Translation adjustment		(43,260)	–	34,255	–
Net loss and comprehensive Loss		(810,907)	(479,603)	(2,776,498)	(1,188,745)
Loss per share, basic and diluted		(0.01)	(0.01)	(0.03)	(0.02)
Weighted average number of outstanding shares		117,691,898	73,499,338	110,199,676	77,403,027

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

LUCKY MINERALS INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE SIX MONTHS PERIOD ENDED MARCH 31, 2019
(Unaudited - Expressed in Canadian dollars)

	Six months ended March 31, 2019	2018
Operating activities		
Loss for the period	$ (2,810,753)	$ (1,188,745)
Adjustments for non-cash items		
Share based compensation	662,600	–
Accretion expense	194,329	–
Accrued interest expense	4,027	–
Accrued interest income	(3,602)	–
Amortization	955	662
	(1,952,444)	(1,188,083)
Changes in non-cash operating working capital		
Prepaid expenses and other receivable	(260,646)	(79,472)
Accounts payable and accrued liabilities	(513,035)	29,267
Due to related parties	178,275	(25,402)
Cash used in operating activities	(2,547,850)	(1,263,690)
Investing activities		
Purchase of equipment	–	(6,567)
Option payment for mining interests	(65,745)	(53,668)
Loan receivable	–	(707,398)
Exploration and evaluation asset expenditures	(668,936)	(99,416)
Cash used in financing activities	(734,681)	(867,049)
Financing activites		
Proceeds from common shares issuance net of issuance costs	1,025,350	2,165,523
Proceeds from convertible debentures issuance	2,500,746	–
Proceeds from share subscription received in advance	(45,737)	–
Proceeds from loan payable	530,916	–
Repayment of loan payable	(607,079)	(17,446)
Cash provided by financing activities	3,404,196	2,148,077
Effect of foreign exchange	34,255	–
Change in cash	155,920	17,338
Cash, beginning of the year	906	80,715
Cash, end of the period	$ 156,826	$ 98,053
Non-cash transaction		
Fair value of the bought-deal financing broker's compensation options capitalized as share issuance costs	$ (2,532,559)	$ -

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

LUCKY MINERALS INC.

CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

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

		Common shares		Share subscriptions Received	Shares to be issued	Reserves				
	Note	Number	Amount			Options	Warrants	Conversion Rights	Deficit	Shareholders' Equity
			$			$	$		$	$
Balance, September 30, 2017		65,350,083	2,651,010	–	–	589,942	466,000	–	(3,070,153)	636,799
Exercise of share purchase warrants		125,000	12,500	–	–	–	–	–	-	12,500
Shares issuance on private placement net		17,551,700	2,057,595	–	–	94,604	–	–	-	2,152,199
Net loss and comprehensive loss		–	–	–	–	–	–	–	(1,188,745)	(1,188,745)
Balance, March 31, 2018		83,026,783	4,721,105	–	–	684,546	466,000	–	(4,258,898)	1,612,753
Balance, September 30, 2018		83,076,783	4,700,215	224,650	60,000	1,076,218	466,000	–	(6,127,348)	399,735
Shares issuance on private placement net	**11**	8,333,300	1,250,000	(224,650)	–	–	–	–	–	1,025,350
Shares issuance for acquisition of mineral property interest	**4**	16,000,000	2,532,559	–	–	–	–	–	–	2,532,559
Fair value of broker's warrants for convertible debenture transaction costs		–	–	–	–	–	294,688	–	–	294,688
Conversion rights initial recognition upon issuance of convertible debenture	**15**	–	–	–	–	–	–	150,615	–	150,615
Shares issued on conversion of convertible debentures	**15**	9,781,332	1,224,076	–	–	–	–	(59,984)	–	1,164,092
Service paid in shares	**11**	2,000,000	260,001	–	–	–	–	–	–	260,001
Service paid in cash instead of shares issuance		–	–	–	(60,000)	–	–	–	–	(60,000)
Share-based compensations		–	–	–	–	402,600	–	–	–	402,600
Net loss and comprehensive loss		–	–	–	–	–	–	–	(2,776,498)	(2,776,498)
Balance, March 31, 2019		119,191,415	9,966,851	–	–	1,478,818	760,688	90,631	(8,903,846)	3,393,142

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 British Columbia Business Corporations Act on May 7, 2007. The Company is in the business of acquiring, exploring and evaluating mineral resource properties.

The Company's common shares are listed for trading on the TSX Venture Exchange under the symbol "LJ". 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 1015, 789 West Pender, Vancouver, British Columbia V6C 2X1.

These financial statements have been prepared using International Financial Reporting Standards ("IFRS") applicable to a going concern, which assume that the Company will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the normal course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. The Company's continuation as a going concern is dependent upon the successful identification of an exploration and evaluation asset, its ability to raise equity capital, to obtain loans from related parties, and to attain profitable operations to generate funds and meet current and future obligations. As at September 30, 2018, the Company had not advanced any exploration and evaluation assets to commercial production and is not able to finance day to day activities through operations. These factors indicate 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 over the next twelve months with cash on hand, loans from related parties and/or private placement of common shares.

These condensed consolidated interim financial statements for three and six months ended March 31, 2019, 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, 2018.

2. BASIS OF PREPARATION

Statement of compliance
These financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB").

The consolidated financial statements were authorized for issue by the Board of Directors on May 30, 2019.

Basis of measurement
The financial statements have been prepared on a historical cost basis. The financial statements are presented in Canadian dollars, which is also the Company's functional currency, unless otherwise indicated. The preparation of 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.

Basis of Consolidation
These consolidated financial statements included the accounts of the Company and its wholly owned subsidiary, Lucky Minerals Montana, Inc ("LMMI") and Goldmindex S.A. ("GDM"). The results of LMMI and GDM are 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.

Intercompany balances and transactions, including unrealized income and expenses arising from intercompany transactions are eliminated upon consolidation.

3. SIGNIFICANT ACCOUNTING POLICIES

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.

4. ACQUISITION OF GOLDMINDEX S.A.

On October 26, 2018, the Company issued 15,970,489 common shares and 29,511 common shares on January 18, 2019 ("Shares Consideration") to Monterra in exchange for 100% of the outstanding common shares of Goldmindex S.A. ("Goldmindex"). As a result, Goldmindex became a wholly owned subsidiary of the Company effective October 26, 2018. Goldmindex owns the rights of Fortuna Concession in Ecuador.

The fair value of the Share Consideration on October 26, 2018 was $2,532,559. The book value of Goldmindex on October 26, 2018 was $237,071. The excess of the fair value of the Share Consideration over the book value in the amount of $2,295,488 was included as the acquisition costs of the exploration and evaluation assets pertaining to Fortuna Concession in Ecuador.

5. LOANS RECEIVABLE

On February 8, 2018, the Company entered into a Letter of Intent (the "LOI") to acquire 100% of Goldmindex S.A. ("Goldmindex" referred in previous section), a private Ecuadorian company. Pursuant to the LOI, the Company will acquire the issued and outstanding shares of Goldmindex in exchange for common shares (the "Transaction").

Under the terms of the LOI, the Company agreed to advance an amount of $409,203 to Goldmindex. The Company also agreed to advance an amount of USD$558,100 (CDN$748,318) (the "Second Loan"). The Second Loan is secured by way of a pledge granted on the shares of Goldmindex. Should the Company decide not to complete the Transaction, Goldmindex will have 45 days to repay the Second Loan. Failure to do so will result in the Company receiving the Goldmindex shares that are currently being held in a trust. The Second loan bears interest at 7% and is due 12 months from the date of the loan agreement on March 27, 2018. As of September 30, 2018, the Company accrued USD$20,015 (CDN$25,179) interest income related to the advance and Second Loan.

Due to the 100% acquisition of control of Goldmindex by the Company on October 26, 2018, these loans receivable by the Company from Goldmindex, an wholly own subsidiary were eliminated upon consolidation of both the Company and GMD's results during the quarter ended December 31, 2018.

6. DEPOSIT

During the year ended September 30, 2018, the Company entered into a consulting agreement in relation to the acquisition of Goldmindex and its Fortuna concessions. The Company agreed to pay bonus of $250,000 upon approval of the acquisition of Goldmindex from TSX Venture Exchange. On September 11, 2018, the Company obtained approval from TSX Venture Exchange and paid the bonus of $250,000. On October 26, 2018, the transaction was completed and the amount were charged to the acquisition costs for Fortuna during the current quarter.

(Unaudited - Expressed in Canadian dollars)

7. EQUIPMENT

	Computer	Vehicle	Total
Cost			
Balance, September 30, 2018	$ 8,464	$ 14,050	$ 22,514
Additions	-	-	-
Balance, March 31, 2019	8,464	14,050	22,514
Accumulated Depreciation			
Balance, September 30, 2018	2,782	13,350	16,132
Charge for the period	850	105	483
Balance, March 31, 2019	3,632	13,455	16,615
Net Carrying Amount			
March 31, 2019	**$ 4,832**	**$ 595**	**$ 5,427**
March 31, 2018	**$ 6,197**	**$ 850**	**$ 7,047**

8. MINERAL PROPERTY INTERESTS

	Fortuna	Emigrant	St. Julien	Total
Balance, September 30, 2017	**$ -**	**575,554**	**$ 90,879**	**$ 666,434**
Acquisition	-	-	53,668	53,668
Exploration	-	90,683	8,733	99,416
Balance, March 31, 2018	**-**	**666,237**	**153,280**	**819,517**
Balance, September 30, 2018	**$ -**	**717,473**	**$ 150,855**	**$ 868,328**
Acquisition	2,545,488	-	65,746	2,611,234
Exploration	1,992,075	125,401	-	2,117,476
Balance, March 31, 2019	**$ 4,537,563**	**842,874**	**$ 216,601**	**$ 5,597,038**

(Unaudited - Expressed in Canadian dollars)

Emigrant Project, USA

On June 15, 2014, the Company entered into an agreement to have an option agreement assigned (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 in order 100% acquire the claims is still outstanding, for the following consideration:

Date Due	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 (paid $10,000)
June 1, 2018	35,000 (paid $12,000)
June 1, 2019	40,000
June 1, 2020	45,000
Every year thereafter until total consideration is $1,000,000	50,000

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, 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. In June 2018, the option agreement was amended whereby the Company paid USD$12,000 to the optionor during the year ended September 30, 2018.

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:

(Unaudited - Expressed in Canadian dollars)

Date Due	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 (paid)
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
	770,000

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.

On March 8, 2017, the Company issued 50,030 common shares with a fair value of $4,502 to the optionor of the St. Julien property as consideration for an extension of the property option payment.

9. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	March 31, 2019	September 30, 2018
Accounts payable	$ 471,129	$ 738,997
Accrued liabilities	221,337	294,945
	$ 692,466	$ 1,033,942

10. LOANS PAYABLE

On October 11, 2017, the Company entered into an agreement for a $300,000 loan. The loan bore interest at 6% per annum, was unsecured and due on demand. During the year ended September 30, 2018, the Company recorded interest expense of $2,000 and repaid the principal and accrued interest in full.

On July 16, 2018, the Company entered into an agreement for a $255,205 loan. The loan bears interest at 8% per annum, is unsecured and due on the earlier date of the day the Company receives funds from next financing or 6 months. As at September 30, 2018, the principal and accrued interest is $243,644. The Company repaid the balance in full during the first quarter of fiscal 2019.

On August 21, 2018, the Company entered into an agreement for a $154,949 loan. In addition to the loan, the Company is to repay any additional expenses spent by the lender with regards to the business of the Company. The loan bears interest at 8% per annum, is unsecured and due on the earlier date of the day the Company receives funds from next financing or 6 months. As at September 30, 2018, the principal and accrued interest is $254,620. The Company repaid the balance in full during the first quarter of fiscal 2019.

On August 29, 2018, the Company entered into an agreement for a $123,794 loan. The loan bears no interest, is unsecured and due in 36 days. As at September 30, 2018, the principal and accrued interest is $123,794. On October 5, 2018, the Company repaid the principal in full.

On March 26, 2019, the Company entered into an agreement for a U$100,000 loan related to the advance made by the creditor to Goldmindex. The loan bears an interest rate of 12% per month and is unsecured. As of the date of these financial statements, the interest rate has been raised to 15% per month as the Company did not repay the loan balance 30 days after the date of advance. As at March 31, 2019, accrued interest of $2,047 was recorded.

From February 13, 2019 to March 27, 2019, an arms-length creditor advanced a total of $360,460 loan proceeds to the Company whereby $50,000 was repaid subsequent to the quarter in April 2019. These loans bear an interest rate of 12% per annum and are unsecured. As at March 31, 2019, accrued interest of $1,121 was recorded.

On March 27, 2019, a consultant of the Company advanced $50,090 to the Company. The loan bears an interest rate of 12% per annum and is unsecured. As at March 31, 2019, accrued interest of $66 was recorded.

11. SHARE CAPITAL

Authorized

Authorized share capital consists of an unlimited number of common shares without par value.

Share Issuances

On October 16, 2018, 7,375,612 units were issued at a price of $0.15 per unit for proceeds of $1,106,342. Each unit consists of one common share and one half common share purchase warrant. Each whole warrant entitles the holder to purchase one common share at an exercise price of $0.22 for a period of 24 months following the closing date.

On October 26, 2018, 957,688 units were issued at a price of $0.15 per unit for proceeds of $143,653. Each unit consists of one common share and one half common share purchase warrant. Each whole warrant entitles the holder to purchase one common share at an exercise price of $0.22 for a period of 24 months following the closing date.

On October 26, 2018, the Company issued 15,970,489 common shares to acquire Monterra in exchange for 100% of the outstanding common shares of Goldmindex.

On December 7, 2018, the Company issued 5,966,666 common shares as a result of the conversion of $895,000 principle balance of 895 units of convertible debenture issued on October 4, 2018 with a maturity on October 4, 2021.

(Unaudited - Expressed in Canadian dollars)

On January 4, 2019, the Company issued 2,148,000 common shares to the holder of the 2018 Debentures.

On January 18, 2019, the Company issued 29,511 common shares related to the remainder of 16 million shares issuance for the acquisition of Goldmindex.

On January 25, 2019, the Company issued 2,000,000 common shares to an advisor who was the director of the former owner of Goldmindex pursuant to the Transition Agreement dated March 6, 2018 which became effective following the closing of the Transaction in the first quarter of fiscal 2019, pertaining to the Goldmindex acquisition. The Transition Agreement stipulated that further 3,000,000 common shares of the Company shall be issued (1,000,000 common shares in 8 months from the closing date on October 26, 2018; 1,000,000 common shares in 12 months from October 26, 2018 and 1,000,000 common shares in 16 months from October 26, 2018) in relation to ongoing advisory services to be rendered in Ecuador by a director of Monterra in respect to the management and development of the Fortuna Property, along with the payment of $90,000 annually over a three year period.

On January 31, 2019, the Company issued 833,333 common shares as a result of the conversion of $125,000 principle balance of 125 units of convertible debenture issued on October 4, 2018 with a maturity on October 4, 2021.

On March 1, 2019, the Company issued 833,333 common shares as a result of the conversion of $125,000 principle balance of 125 units of convertible debenture issued on October 4, 2018 with a maturity on October 4, 2021.

Options

The continuity of the number of share purchase options outstanding is as follows:

	Number		Weighted average exercise price
Outstanding, September 30, 2018	8,728,619	$	0.17
Granted	6,100,000		0.20
Cancelled	(3,200,000)		0.15
Outstanding, March 31, 2019	11,628,619	$	0.18

(Unaudited - Expressed in Canadian dollars)

As at March 31, 2019, the following options were outstanding:

Number of options		Expiry date		Exercise price	Weighted remaining contractual life (years)
Outstanding	*Exercisable*				
1,228,619	1,228,619	June 8, 2019	$	0.15	0.19
4,300,000	4,300,000	July 18, 2022	$	0.20	3.30
6,100,000	6,100,000	January 23, 2024	$	0.20	4.82
11,628,619					

Stock based payments relating to options vested during the quarter ended March 31, 2019 using the Black-Scholes option pricing model was $402,600 (December 31, 2017 - $NIL), which was recorded as reserves on the statements of financial position and as stock based compensation expense on the statement of operations and comprehensive loss. The associated share based compensation expense for the options granted during the quarter was calculated based on the following weighted average assumptions: Risk free-interest rate – 1.90%; Dividend yield – 0.00%; Expected volatility – 72.00%; Expected life – 5 years.

Warrants

The continuity of the number of share purchase warrants outstanding is as follows:

	Number		Weighted average exercise price
Outstanding, September 30, 2018	33,376,700	**$**	0.17
Issued	11,204,150		0.22
Outstanding, March 31, 2019	44,580,850		0.18

As at March 31, 2019, the following warrants were outstanding:

Number of warrants outstanding	Expiry date		Exercise price
11,000,000	June 23, 2019	$	0.15
4,825,000	June 8, 2019	$	0.10
17,551,700	November 27, 2020	$	0.20
7,187,500	October 4, 2020	$	0.22
3,537,806	October 16, 2020	$	0.22
478,844	October 26, 2020	$	0.22
44,580,850			

12. CAPITAL DISCLOSURE AND MANAGEMENT

The Company’s objectives when managing capital are to safeguard the Company’s ability to continue as a going concern and to maintain a flexible capital structure which will allow it to pursue its business objectives.

Therefore, the Company monitors the level of risk incurred in its expenditures relative to its capital structure. The Company's primary objective with respect to its capital management is to ensure that it has sufficient cash resources to fund the operation of the Company.

The Company considers its capital structure to include shareholders' equity. The Company monitors its capital structure and makes adjustments in light of changes in economic conditions and the risk characteristics of the potential underlying assets. To maintain or adjust the capital structure, the Company may issue new equity if available on favorable terms.

There have been no changes are made to the capital management policy during the quarter ended March 31, 2019.

13. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

FINANCIAL INSTRUMENTS

The Company adopted all of the requirements of IFRS 9 Financial Instruments on January 1, 2018. IFRS 9 replaces IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 utilizes a revised model for recognition and measurement of financial instruments in a single, forward-looking "expected loss" impairment model.

The following is the Company's new accounting policy for financial instruments under IFRS 9:

(i) Classification
The Company classifies its financial instruments in the following categories: at fair value through profit and loss ("FVTPL"), at fair value through other comprehensive income (loss) ("FVTOCI") or at amortized cost. The Company determines the classification of financial assets at initial

recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

The Company completed a detailed assessment of its financial assets and liabilities as at January 1, 2018. The following table shows the original classification under IAS 39 and the new classification under IFRS 9:

Financial assets/liabilities	Original Classification IAS 39	New Classification IFRS 9
Cash	FVTPL	FVTPL
Convertible Debentures	Amortized cost	Amortized cost

The adoption of IFRS 9 resulted in no impact to the opening accumulated deficit nor to the opening balance of accumulated comprehensive income on January 1, 2018.

(ii) Measurement

Financial assets and liabilities at amortized cost

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment.

Financial assets and liabilities at FVTPL

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the statements of comprehensive loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the statements of comprehensive loss in the period in which they arise.

Debt investments at FVTOCI
These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in Other Comprehensive Income ("OCI"). On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity investments at FVTOCI
These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

(iii) Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company shall recognize in the statements of comprehensive loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

(iv) Derecognition

Financial assets
The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity.

Financial liabilities
The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognizes a financial liability when the terms of the liability are modified such

(Unaudited - Expressed in Canadian dollars)

that the terms and / or cash flows of the modified instrument are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

Gains and losses on derecognition are generally recognized in profit or loss.

RISK MANAGMENET

Liquidity risk

Liquidity risk is the risk that the Company cannot meet a demand for cash or fund its obligations as they come due. As at March 31, 2019, the Company had cash of $156,826 to settle current liabilities of $1,745,267. The Company intends to finance future requirements from its existing cash reserves together with share issuances, the exercise of options and/or warrants, debt or other sources. There can be no certainty of the Company's ability to raise additional financing through these means.

Credit risk

Credit risk is the risk that the counterparty to a financial instrument will fail to meet their payment obligations, thus this risk is primarily attributable to cash. As at March 31, 2019, there were no financial instruments held by counterparties; therefore, the Company has incurred no credit risk as at that date or for the year then ended.

Interest rate risk

Interest rate risk is the risk that the fair values or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. As at March 31, 2019, the Company did have several interest-bearing loans or liabilities outstanding. All these loans are subject to fixed interest rate ranging from 12% per annum to 15% per month.

14. 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 six months ended March 31, 2019 and 2018 was as follows:

		March 31, 2019		March 31, 2018
Consulting fees	$	192,269	$	118,485
Management fee		61,274		38,314
Share-based compensation		339,900		-
	$	593,443	$	156,799

For the six months ended March 31, 2019, the Company paid consulting fees of $59,621 or USD$45,000 to the CEO of the Company per a consulting service agreement effective August 1, 2018 (March 31, 2018-$NIL) with a twelve-month term with an option to renew a further twelve months term. 900,000 share purchase options were granted to the CEO of the Company on January 23, 2019 with an exercise price of $0.20 and expiry date of 5 years from date of grant. The fair value of these options is estimated at $59,400. The Company did not owe any balance (September 30, 2018 - $32,363) as at March 31, 2019.

For the six months ended March 31, 2019, the Company accrued director fee of $7,500 up to December 31, 2018 with no accrual in the three months ended March 31, 2019 (March 31, 2018 - $26,250) for the Chairman & Director of the Company. 2,000,000 share purchase options were granted to the Chairman of the Company on January 23, 2019 with an exercise price of $0.20 and expiry date of 5 years from date of grant. The fair value of these options is estimated at $132,000. On March 26, 2019, the Company entered into an agreement for a $102,000 loan related to the advance made by the Chairman to Goldmindex. The loan bears an interest rate of 12% per annum and is unsecured. As at March 31, 2019, accrued interest of $168 was recorded. The Company owed a balance including this loan and other accrued fees totalling $195,418 (September 30, 2018 - $126,250) as at March 31, 2019.

For the six months ended March 31, 2019, consulting fees and accrued director fees totalling $108,649 for the CFO of the Company were incurred. On August 1, 2018, the Company and the CFO entered into a consulting service agreement whereby the Company would pay a consulting fee of USD$8,000 per month to the CFO effective August 1, 2018 and renewable after twenty-four months. The Company accrued director fee of $7,500 up to December 31, 2018 with no accrual in the three months ended March 31, 2019 (December 31, 2017 - $NIL) for the CFO of the Company. 900,000 share purchase options were granted to the CFO of the Company on January 23, 2019 with an exercise price of $0.20 and expiry date of 5 years from date of grant. The fair value of these options is estimated at $59,400. The Company owed a balance of $96,454 to the CFO which included the $30,000 advance near end of March 2019 with 12% annual interest (September 30, 2018 - $66,774) as at March 31, 2019.

On March 22, 2019, the Company entered into an agreement for a $60,000 loan with an entity associated with the CFO for the advance made by this entity to Goldmindex. The loan bears an interest rate of 12% per annum and is unsecured. As at March 31, 2019, accrued interest of $361 was recorded on $68,000 advances made by this entity.

During the six months ended March 31, 2019, director and committee advisory fees of $29,774 for three directors of the Company were incurred with no accrual for director fees for the three months ended March 31, 2019. 1,250,000 share purchase options were granted to the three directors of the Company on January 23, 2019 with an exercise price of $0.20 and expiry date of 5 years from date of grant. The fair value of these options is estimated at $82,500. On March 25, 2019, one of the directors and the Company entered into an agreement for a $25,476 loan related to the advance made by this director to Goldmindex. The loan bears an interest rate of 12% per annum and is unsecured. As at March 31, 2019, accrued interest of $50 was recorded. The Company owed these directors a balance of $144,454 (September 30, 2018 - $99,795).

For the six months ended March 31, 2019, consulting and management fees of $26,000 for the Corporate Secretary of the Company were incurred. 100,000 share purchase options were granted to the corporate secretary of the Company on January 23, 2019 with an exercise price of $0.20 and expiry date of 5 years from date of grant. The fair value of these options is estimated at $6,600. The Company owed the Corporate Secretary a balance of $5,216 as at March 31, 2019 (September 30, 2018 - $8,400).

15. CONVERTIBLE DEBENTURE

On October 4, 2018, the Company issued 2,875 units of convertible debenture (the "2018 Debentures") for gross proceeds of $2,875,000. Each unit issued consisted of $1,000 principal amount of 12% three-year convertible unsecured unsubordinated debentures and convertible at a price of $0.15 per common share, and 2,500 common share purchase warrants of the Company. Each warrant entitles the holder thereof to purchase one common share at an exercise price of $0.22 for a period of 24 months.

For accounting purposes, the 2018 Debentures are separated into their liability and equity components by first valuing the liability component. The fair value of the liability component at the time of issue was calculated as the discounted cash flows for the 2018 Debentures assuming an 15% discount rate, which was the estimated rate for a similar debenture without a conversion feature. The fair value of the equity component (conversion rights) was determined at the time of issue as the difference of $196,928 between the face value of the 2018 Debentures and the fair value of the liability component. Transaction costs consists of $381,454 paid in cash and 7,187,500 brokers' warrants with estimated fair value of $294,688 were incurred and have been recorded pro rata against the liability and equity components. The liability balance of the transaction costs will be amortized over the life of the debenture. Interest and accretion expense for the six months ended March 31, 2019 was $194,329 (March 31, 2018: $NIL).

On December 7, 2018, 875 units were converted into 5,966,666 common shares of the Company at $0.15/share. The pro rata share of the fair value at $46,887 of the conversion rights related to the converted 875 units were transfer to cost base of the common shares upon issuance of these common shares.

On January 4, 2019, 2,148,000 common shares of the Company were issued at $0.15/share pursuant to the 875 units of converted debentures on December 7, 2018. These shares were related to the Make-Whole Provision in the convertible debenture agreement whereby the debenture holders have the right to shares priced at the coupon interest on the converted units from the date the notice for conversion to the date of maturity.

On January 31, 2019, 125 units were converted into 833,333 common shares of the Company at $0.15/share. The pro rata share of the fair value at $6,548 of the conversion rights related to the converted 125 units were transfer to cost base of the common shares upon issuance of these common shares.
On March 1, 2019, 125 units were converted into 833,333 common shares of the Company at $0.15/share. The pro rata share of the fair value at $6,548 of the conversion rights related to the converted 125 units were transfer to cost base of the common shares upon issuance of these common shares.

As at the six months period ended March 31, 2019, 1,730 units out of 2,875 units remained outstanding. Subsequent to March 31, 2019, 150 units were converted into 1,000,000 common shares of the Company. The 1,580 units of the convertible debenture remained outstanding as at the date of the issuance of these financial statements.

16. CONTINGENCY

The Company has been served with a complaint in which the plaintiff has sought declaratory and injunctive relief prohibiting further exploration on the Emigrant Project. Management considers the complaint to be without merit and continues to pursue its defense in the Montana Sixth Judicial District Court.

17. COMMITMENTS

On October 1, 2018, the Company entered into a consulting services agreement with the Vice President of Exploration of the Company ("VP Exploration"). The Company will pay the VP Exploration as compensation for the Services rendered herein a monthly gross fee of USD $11,500.

18. EVENTS AFTER THE REPORTING PERIOD

Subsequent to March 31, 2019 in April 2019, 150 units were converted into 1,000,000 common shares of the Company. The 1,580 units of the convertible debenture remained outstanding as at the date of the issuance of these financial statements.

On April 23, 2019, the Company announced that it will consider its options regarding a court order for Vacatur of Exploration License at the Company's Emigrant Project in Southwestern Montana. Judge Brenda Gilbert, of Montana's Sixth District Court, recently ruled against Lucky Mineral's and Montana's Attorney General Tim Fox's requests that Montana's District Court deny the Motion for Vacatur and uphold Lucky Mineral's private property rights.

On May 7, 2019, the Company announced the resignation of John Mears as President, CEO and Director of the Company, effective immediately. The Company also announced that Robert Rosner, CFO, Executive Vice President and Director, has been appointed to take Mr. Mears' place as President & CEO effective immediately, and that he has resigned as CFO and Executive VP. He is being replaced in the capacity of CFO by Sebastian Tang.