



## **Group Eleven Resources Corp.**

Condensed Consolidated Interim Financial Statements

For the Three Months Ended March 31, 2019

Expressed in Canadian Dollars

(Unaudited)

**MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING  
CONDENSED CONSOLIDATED INTERIM FINANCIAL REPORTING**

The accompanying condensed consolidated interim financial statements of Group Eleven Resources Corp. ("the Company") have been prepared by management in accordance with International Financial Reporting Standards ("IFRS"). Management acknowledges responsibility for the preparation and presentation of the condensed consolidated interim financial statements, including responsibility for significant accounting estimates and the choice of accounting principles and methods that are appropriate to the Company's circumstances.

**NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS**

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

**GROUP ELEVEN RESOURCES CORP.**

## CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION

(Unaudited – Expressed in Canadian Dollars)

As at

	<b>March 31, 2019</b>	<b>December 31, 2018</b>
<b>Assets</b>		
Current Assets		
Cash	\$ 919,305	\$ 1,936,921
Prepaid expenses	56,892	84,911
Other receivables	75,827	84,816
Total Current Assets	1,052,024	2,106,648
Non-Current Assets		
Equipment (Note 4)	23,076	25,889
Exploration and evaluation assets (Note 5)	8,897,821	8,897,821
<b>Total Assets</b>	<b>\$ 9,972,921</b>	<b>\$ 11,030,358</b>
<b>Liabilities and Equity</b>		
Current Liabilities		
Accounts payable and accrued liabilities (Note 6)	\$ 275,176	\$ 557,136
Total Liabilities	275,176	557,136
Equity		
Share capital (Note 7)	13,027,584	13,027,584
Reserves (Note 7)	859,214	833,445
Deficit	(7,317,214)	(6,561,119)
Total Shareholders' Equity	6,569,584	7,299,910
Non-controlling interest (Note 8)	3,128,161	3,173,312
Total Equity	9,697,745	10,473,222
<b>Total Liabilities and Equity</b>	<b>\$ 9,972,921</b>	<b>\$ 11,030,358</b>

**Nature and continuance of operations (Note 1)****Subsequent events (Note 13)**

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

**GROUP ELEVEN RESOURCES CORP.**

## CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

(Unaudited – Expressed in Canadian Dollars, unless otherwise stated)

For the three months ended March 31

	<b>2019</b>	<b>2018</b>
<b>Operating expenses</b>		
Exploration expenditures (Note 5)	\$ 273,777	\$ 298,536
Salaries and benefits (Note 11)	207,781	134,642
Management fees (Note 11)	17,908	28,166
Marketing and investor relations	100,121	124,980
General and administrative	98,213	93,829
Professional fees (Note 11)	35,735	40,126
Depreciation (Note 4)	2,813	2,221
Foreign exchange loss (gain)	39,243	(6,597)
Interest income	(114)	(12,940)
Share-based payments (Note 7 and 11)	25,769	28,516
<b>Loss and comprehensive loss for the year</b>	<b>\$ (801,246)</b>	<b>\$ (731,479)</b>
<b>Loss attributable to:</b>		
Shareholders	\$ (756,095)	\$ (636,134)
Non-controlling interest (Note 8)	(45,151)	(95,345)
	<b>\$ (801,246)</b>	<b>\$ (731,479)</b>
<b>Basic and diluted loss per common share attributable to shareholders</b>	<b>\$ (0.01)</b>	<b>\$ (0.02)</b>
<b>Weighted average number of common shares outstanding</b>	<b>59,777,477</b>	<b>59,777,477</b>

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

**GROUP ELEVEN RESOURCES CORP.**

## CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY

For the three months ended March 31, 2019 and 2018

(Unaudited – Expressed in Canadian Dollars, unless otherwise stated)

	Share Capital		Reserves	Deficit	Total Shareholders' Equity	Non-controlling Interest	Total Equity
	Shares	Amount					
<b>Balance, December 31, 2017</b>	<b>59,777,477</b>	<b>\$ 13,027,584</b>	<b>\$ 680,669</b>	<b>\$ (3,202,592)</b>	<b>\$ 10,505,661</b>	<b>\$ 3,047,819</b>	<b>\$ 13,553,480</b>
Share-based payments	–	–	28,516	–	28,516	–	28,516
Loss for the period	–	–	–	(636,134)	(636,134)	(95,345)	(731,479)
<b>Balance, March 31, 2018</b>	<b>59,777,477</b>	<b>13,027,584</b>	<b>709,185</b>	<b>(3,838,726)</b>	<b>9,898,043</b>	<b>2,952,474</b>	<b>12,850,517</b>
Share-based payments	–	–	124,260	–	124,260	–	124,260
Contributions from Non-controlling interest	–	–	–	–	–	445,083	445,083
Loss for the period	–	–	–	(2,722,393)	(2,722,393)	(224,245)	(2,946,638)
<b>Balance, December 31, 2018</b>	<b>59,777,477</b>	<b>\$ 13,027,584</b>	<b>\$ 833,445</b>	<b>\$ (6,561,119)</b>	<b>\$ 7,299,910</b>	<b>\$ 3,173,312</b>	<b>\$ 10,473,222</b>
Share-based payments	–	–	25,769	–	25,769	–	25,769
Loss for the period	–	–	–	(756,095)	(756,095)	(45,151)	(801,246)
<b>Balance, December 31, 2018</b>	<b>59,777,477</b>	<b>\$ 13,027,584</b>	<b>\$ 859,214</b>	<b>\$ (7,317,214)</b>	<b>\$ 6,569,584</b>	<b>\$ 3,128,161</b>	<b>\$ 9,697,745</b>

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

**GROUP ELEVEN RESOURCES CORP.**

## CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS

(Unaudited – Expressed in Canadian Dollars)

For the three months ended March 31

	<b>2019</b>	<b>2018</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Loss for the period	\$ (801,246)	\$ (731,479)
Items not affecting cash:		
Depreciation	2,813	2,221
Share-based payments	25,769	28,516
Changes in non-cash working capital items:		
Prepaid expenses	28,019	18,371
Other receivables	8,989	(69,867)
Accounts payable and accrued liabilities	(281,960)	(212,468)
<b>Net cash used in operating activities</b>	<b>(1,017,616)</b>	<b>(964,706)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of equipment	-	(25,294)
<b>Net cash used in investing activities</b>	<b>-</b>	<b>(25,294)</b>
<b>Change in cash</b>	<b>(1,017,616)</b>	<b>(990,000)</b>
<b>Cash, beginning of the period</b>	<b>1,936,921</b>	<b>5,050,079</b>
<b>Cash, end of the period</b>	<b>\$ 919,305</b>	<b>4,060,079</b>

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

## **GROUP ELEVEN RESOURCES CORP.**

Notes to the Condensed Consolidated Interim Financial Statements

(Expressed in Canadian Dollars, unless otherwise stated)

As at March 31, 2019

### **1. NATURE AND CONTINUANCE OF OPERATIONS**

Group Eleven Resources Corp. (the "Company" or "GERC") was incorporated under the laws of the Province of British Columbia, Canada on November 25, 2016, and its principal business activity is the exploration and evaluation of mineral properties. The Company's corporate office is located at 1050 – 400 Burrard Street, Vancouver, British Columbia. The Company's common shares are listed on the TSX Venture Exchange ("TSX-V") under the symbol ZNG and on the OTCQB under the symbol GRLVF.

These condensed consolidated interim financial statements are 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. The Company has incurred ongoing losses since inception and has no source of recurring revenue. The success of the Company is dependent upon the confirmation of economically recoverable reserves, the ability of the Company to obtain necessary financing to successfully complete their exploration and development, and upon establishing future profitable production, or realization of proceeds on disposal.

Management recognizes that the Company will need to raise additional funds to maintain its current level of operations and while it has been successful in doing so in the past, there can be no assurance that it will be able to do so in the future. A failure to raise capital when required could cause a deferral or delay in the current exploration projects, have a material adverse effect on the Company's business, financial condition and results of operations and could ultimately cast significant doubt upon the Company's ability to continue as a going concern. These condensed consolidated interim financial statements do not give effect to the adjustments that would be necessary to the carrying value and classification of assets and liabilities should the Company be unable to continue as a going concern.

### **2. SIGNIFICANT ACCOUNTING POLICIES**

#### *(a) Basis of Presentation*

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting using, except as noted below, the same accounting policies and methods of application as the audited annual consolidated financial statements for the year ended December 31, 2018, which were prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. Accordingly, certain information and footnote disclosure normally included in annual financial statements have been omitted or condensed.

These condensed consolidated interim financial statements should be read in conjunction with the audited consolidated financial statements of the Company as at and for the year ended December 31, 2018.

The Company has adopted IFRS 16 Leases ("IFRS 16") effective January 1, 2019. Changes to the Company's significant accounting policies are described in Note 3.

On May 24, 2019, the Board of Directors of the Company approved these condensed consolidated interim financial statements for the three months ended March 31, 2019 and 2018.

#### *(b) Basis of Consolidation*

These condensed consolidated interim financial statements include the accounts of the Company, its wholly owned subsidiaries, Group Eleven Resources Ltd. ("GERL") and Group Eleven Mining and Exploration Inc. ("GEME"), a 60% interest in Ballinalack Resources Limited, and a 76.56% interest in TILZ Minerals Ltd., all incorporated in Dublin, Ireland. All inter-company transactions and accounts have been eliminated upon consolidation. For partially owned subsidiaries, the interest attributable to non-controlling shareholders is reflected in non-controlling interest. Adjustments to non-controlling interest are accounted for as transactions with owners and adjustments that do not involve the loss of control are based on a proportionate amount of the net assets of the subsidiary.

## **GROUP ELEVEN RESOURCES CORP.**

Notes to the Condensed Consolidated Interim Financial Statements

(Expressed in Canadian Dollars, unless otherwise stated)

As at March 31, 2019

### **3. ADOPTION OF NEW ACCOUNTING STANDARDS**

Effective January 1, 2019, the Company adopted IFRS 16, which replaces IAS 17 Leases. IFRS 16 provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. The Company has adopted IFRS 16 using the modified retrospective application method, where the 2018 comparatives are not restated and a cumulative catch up adjustment is recorded on January 1, 2019 for any differences identified, including adjustments to opening retained earnings balance.

The Company analyzed its contracts to identify whether they contain a lease arrangement for the application of IFRS 16. No such contracts were identified, and as a result, the adoption of IFRS 16 resulted in no impact to the opening retained earnings on January 1, 2019.

The following is the Company's new accounting policy for financial instruments under IFRS 16:

#### Leases

At inception of a contract, the Company assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Leases of right-of-use assets are recognized at the lease commencement date at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined, and otherwise at the Company's incremental borrowing rate. At the commencement date, a right-of-use asset is measured at cost, which is comprised of the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any decommissioning and restoration costs, less any lease incentives received.

Each lease payment is allocated between repayment of the lease principal and interest. Interest on the lease liability in each period during the lease term is allocated to produce a constant periodic rate of interest on the remaining balance of the lease liability. Except where the costs are included in the carrying amount of another asset, the Company recognizes in profit or loss (a) the interest on a lease liability and (b) variable lease payments not included in the measurement of a lease liability in the period in which the event or condition that triggers those payments occurs. The Company subsequently measures a right-of-use asset at cost less any accumulated depreciation and any accumulated impairment losses; and adjusted for any remeasurement of the lease liability. Right-of-use assets are depreciated over the shorter of the asset's useful life and the lease term, except where the lease contains a bargain purchase option a right-of-use asset is depreciated over the asset's useful life.



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Notes to the Condensed Consolidated Interim Financial Statements

(Expressed in Canadian Dollars, unless otherwise stated)

As at March 31, 2019

**4. EQUIPMENT**

	Computer Equipment	Computer Software	Exploration Equipment	Total
<b>Cost</b>				
Balance, January 1, 2018	\$ 5,410	\$ 13,190	\$ –	\$ 18,600
Additions	–	–	25,294	25,294
Balance, December 31, 2018	5,410	13,190	\$ 25,294	43,894
<b>Balance, March 31, 2019</b>	<b>\$ 5,410</b>	<b>\$ 13,190</b>	<b>\$ 25,294</b>	<b>\$ 43,894</b>
<b>Accumulated Depreciation</b>				
Balance, January 1, 2018	\$ 1,397	\$ 6,291	\$ –	\$ 7,688
Depreciation	1,804	4,397	4,116	10,317
Balance, December 31, 2018	3,201	10,688	4,116	18,005
Depreciation	449	1,099	1,265	2,813
<b>Balance, March 31, 2019</b>	<b>\$ 3,651</b>	<b>\$ 11,787</b>	<b>\$ 5,381</b>	<b>\$ 20,818</b>
<b>Net Book Value</b>				
Balance, December 31, 2018	\$ 2,209	\$ 2,502	\$ 21,728	\$ 25,889
<b>Balance, March 31, 2019</b>	<b>\$ 1,760</b>	<b>\$ 1,403</b>	<b>\$ 19,913</b>	<b>\$ 23,076</b>

**5. EXPLORATION AND EVALUATION ASSETS**

All of the Company's exploration and evaluation assets are located in Ireland.

	Cumulative to December 31, 2017	Expenditures during the year	Cumulative to December 31, 2018	Expenditures during the period	Cumulative to March 31, 2019
<b>Acquisition costs</b>					
Exploration and evaluation assets acquired	\$ 8,897,821	\$ –	\$ 8,897,821	\$ –	\$ 8,897,821
<b>Total acquisition costs</b>	<b>\$ 8,897,821</b>	<b>\$ –</b>	<b>\$ 8,897,821</b>	<b>\$ –</b>	<b>\$ 8,897,821</b>
<b>Exploration expenditures</b>					
License fees	\$ 115,718	\$ 32,250	\$ 147,968	\$ 27,743	\$ 175,711
Assays	14,004	244,326	258,330	5,214	263,544
Data compilation	206,735	164,519	371,254	67,549	438,803
Drilling	194,993	316,806	511,799	32,722	544,521
Equipment	101,414	138,884	240,298	40,375	280,673
Fieldwork	26,650	225,464	252,114	14,700	266,814
Geology consulting	43,675	51,598	95,273	26,118	121,391
Geophysical surveys	93,323	229,950	323,273	37,917	361,190
Sampling supplies	20,904	4,707	25,611	–	25,611
Technical supervision	1,340	93,511	94,851	21,439	116,290
<b>Total exploration expenditures</b>	<b>\$ 818,756</b>	<b>\$ 1,502,015</b>	<b>\$ 2,320,771</b>	<b>\$ 273,777</b>	<b>\$ 2,594,548</b>

## GROUP ELEVEN RESOURCES CORP.

Notes to the Condensed Consolidated Interim Financial Statements

(Expressed in Canadian Dollars, unless otherwise stated)

As at March 31, 2019

### 6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	March 31, 2019	December 31, 2018
Accounts payable	\$ 173,674	\$ 391,821
Accrued liabilities	101,502	165,315
<b>Accounts payable and accrued liabilities</b>	<b>\$ 275,176</b>	<b>\$ 557,136</b>

### 7. SHARE CAPITAL

#### a) Share capital

**Authorized:** an unlimited number of common shares with no par value.

**Issued:** 59,777,477 common shares.

The Company did not issue any shares during the three months ended March 31, 2019.

#### b) Escrowed Shares

As a condition to the completion of the Company's IPO in 2017, pursuant to the escrow provisions of the Canadian Securities Administrators, a total of 15,892,711 common shares held by Principals, defined as directors, officers, and MAG Silver Corp ("MAG"), were required to be held in escrow in accordance with the national escrow regime applicable to initial public distributions. An additional 4,750,000 common shares were subject to the "seed share resale restrictions" imposed by applicable policies of the TSX-V. The seed share resale restrictions required the escrow of 4,350,000 of the common shares which will vest on the same terms as the Principals and the remaining 400,000 common shares were subject to a four month hold period which expired on April 14, 2018.

In the event the 4,632,950 shares are issued to MAG upon exercise of warrants held (Note 7(d)), these shares will also be subject to the escrow requirements and held in trust. As at March 31, 2019, 12,118,947 common shares were held in escrow and will be released pursuant to the schedule below:

Date	Percent	Amount
June 13, 2019	15%	3,046,412
December 13, 2019	15%	3,024,712
June 13, 2020	15%	3,023,912
December 13, 2020	15%	3,023,911
<b>Total</b>		<b>12,118,947</b>

#### c) Stock options

The Company has a stock option plan (the "Plan") that authorizes the Board of Directors to grant options to directors, officers, employees and consultants. The maximum number of common shares issuable pursuant to the exercise of outstanding options granted under the plan is 10% of the issued shares of the Company at the time of granting the options. The maximum number of stock options granted to any one individual in a 12-month period may not exceed 5% of the outstanding common shares of the Company. The maximum number of stock options granted to any one consultant or an individual providing investor relations services in a 12-month period may not exceed 2% of the outstanding common shares of the Company. Options granted to consultants or individuals providing investor relations services will vest over at least 12 months with no more than one-quarter of the options vesting in any three month period. The exercise price of each option will be determined by the Board, subject to the approval of the TSX-V if necessary. Options granted will have a term not to exceed five years and, except for where previously noted, are subject to vesting provisions as determined by the Board.

The Company did not grant any stock options during the three months ended March 31, 2019 (2018 – 330,000). Total share-based payments expense recognized for options granted and vested during the three months ended March 31, 2019 was \$25,769 (2018 - \$28,516). Stock option transactions are

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(Expressed in Canadian Dollars, unless otherwise stated)

As at March 31, 2019

summarized as follows.

	Number of Stock Options	Weighted Average Exercise Price
Balance, December 31, 2017	–	\$ –
Granted	3,505,000	0.22
Balance, December 31, 2018	3,505,000	0.22
Expired	(115,000)	0.23
Balance, March 31, 2019	3,390,000	\$ 0.22

Number of Options Outstanding	Weighted Average Remaining Life (Years)	Exercise Price (\$)	Number of Options Currently Exercisable	Expiration Date
300,000	4.14	0.40	100,000	February 19, 2023
15,000	4.20	0.40	10,000	March 13, 2023
2,525,000	4.68	0.20	875,000	September 6, 2023
350,000	4.68	0.20	–	September 6, 2023
200,000	4.68	0.20	100,000	September 6, 2023

The fair value of stock options granted were estimated using the Black-Scholes option pricing model with the following assumptions:

	December 31, 2018
Risk free interest rate	0%
Expected life of options	5 Years
Expected dividend yield	Nil
Expected stock price volatility	80%
Weighted average fair value per option granted	\$ 0.09

*d) Deferred Share Units (DSU)*

The Board adopted the DSU Plan effective as of January 1, 2018. Upon vesting, each DSU awarded entitles the DSU holder to receive, subject to adjustment as provided for in the DSU Plan, a lump sum cash payment. For the purposes of the DSU Plan, the value of the DSU on the grant date is the market price, being the five-day volume weighted average price of the common shares immediately preceding the grant date. If the common shares are not trading on the TSX-V, then the Market Value shall be determined in the same manner based on the trading price on such stock exchange or over-the-counter market on which the common shares are listed and posted for trading as may be selected for such purpose by the Board. The Company did not grant any DSU's during the three months ended March 31, 2019.

*e) Warrants*

Warrant transactions are summarized as follows:

	Number of Warrants	Weighted Average Exercise Price
Balance, December 31, 2017	17,882,950	\$ 0.43
Expired	(12,500,000)	0.50
Balance, December 31, 2018	5,382,950	0.28
Balance, March 31, 2019	5,382,950	\$ 0.28

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

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Notes to the Condensed Consolidated Interim Financial Statements

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As at March 31, 2019

Number of Warrants	Exercise Price (\$)	Expiry Date
750,000	0.40	June 14, 2019
3,382,950	0.21	December 13, 2019
1,250,000	0.40	December 13, 2019

**8. NON-CONTROLLING INTEREST**

	Ballinalack		Total
	Resources Limited	TILZ Minerals Ltd.	
Non-controlling interest, January 1, 2018	\$ 2,396,297	\$ 651,522	\$ 3,047,819
Share of Loss	(212,397)	(107,193)	(319,590)
Contribution from non-controlling interest	249,808	195,275	445,083
<b>Non-controlling interest, December 31, 2018</b>	<b>\$ 2,433,708</b>	<b>\$ 739,604</b>	<b>\$ 3,173,312</b>
Share of loss	(14,367)	(30,784)	(45,151)
<b>Non-controlling interest, March 31, 2019</b>	<b>\$ 2,419,341</b>	<b>\$ 708,820</b>	<b>\$ 3,128,161</b>

The following table presents the non-controlling interest as at March 31, 2019 and December 31, 2018. The information below is before inter-company eliminations.

As at March 31, 2019	Ballinalack		Total
	Resources Limited	TILZ Minerals Ltd.	
Non-controlling interest percentage	40%	23.44%	
<b>Assets</b>			
Current	\$ 41,557	\$ 321,731	\$ 363,288
Non-current	6,086,296	2,811,525	8,897,821
	6,127,853	3,133,256	9,261,109
<b>Liabilities</b>			
Current	95,566	132,867	228,433
	95,566	132,867	228,433
<b>Net Assets</b>	<b>6,032,287</b>	<b>3,000,389</b>	<b>9,032,676</b>
<b>Non-controlling interest</b>	<b>\$ 2,419,341</b>	<b>\$ 708,820</b>	<b>\$ 3,128,161</b>

As at December 31, 2018	Ballinalack		Total
	Resources Limited	TILZ Minerals Ltd.	
Non-controlling interest percentage	40%	23.44%	
<b>Assets</b>			
Current	\$ 76,419	\$ 559,639	\$ 636,058
Non-current	6,086,296	2,811,525	8,897,821
	6,162,715	3,371,164	9,533,879
<b>Liabilities</b>			
Current	95,483	227,273	322,756
	95,483	227,273	322,756
<b>Net Assets</b>	<b>6,067,232</b>	<b>3,143,891</b>	<b>9,211,123</b>
<b>Non-controlling interest</b>	<b>\$ 2,433,708</b>	<b>\$ 739,604</b>	<b>\$ 3,173,312</b>

The following table presents the loss and comprehensive loss attributable to non-controlling interest:

Three months ended	March 31, 2019	March 31, 2018
<b>Loss and comprehensive loss for the year</b>	<b>\$ 801,246</b>	<b>\$ 731,479</b>
<b>Loss attributable to non-controlling interest</b>		
Ballinalack Resources Limited	14,367	78,915
TILZ Minerals Ltd.	30,784	16,430
	\$ 45,151	\$ 95,345

## **GROUP ELEVEN RESOURCES CORP.**

Notes to the Condensed Consolidated Interim Financial Statements

(Expressed in Canadian Dollars, unless otherwise stated)

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### **9. CAPITAL MANAGEMENT**

The Company's objective when managing capital is to safeguard the entity's ability to continue as a going concern. The Company monitors its adjusted capital which comprises all components of equity. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may issue common shares through private placements. The Company is not exposed to any externally imposed capital requirements. No changes were made to the Company's capital management practices during the three months ended March 31, 2019.

### **10. FINANCIAL RISK MANAGEMENT**

The Company is exposed to a variety of risks related to financial instruments. The Board approves and monitors the risk management processes. The principal types of risk exposure and the way in which they are managed are as follows:

#### *Liquidity Risk*

Liquidity risk is the risk that the Company will not be able to meet its financial obligations when they become due. As at March 31, 2019 the Company had working capital of \$776,848. Management believes that the Company has sufficient financial resources to sustain minimum operating requirements however will need to raise additional funds to meet future expenditure requirements.

#### *Foreign exchange risk*

The Company's functional currency is the Canadian dollar. There is a foreign exchange risk to the Company as its exploration and evaluation property interests and resulting future commitments are located in Ireland. The Euro translation rate has experienced volatility over the last several years as a result of monetary policies adopted by the European Central Bank. Management monitors its foreign currency balances and makes adjustments based on anticipated need for currencies. The Company has a policy of not engaging in hedging activities to address this foreign currency risk. At March 31, 2019, the Company had Euro denominated current assets of €409,939 and Euro denominated current liabilities of €88,054. Accordingly, a 10% change in the foreign exchange rate would result in a \$48,290 credit or charge to operations.

#### *Interest rate risk*

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company is currently not exposed to any interest rate risk as cash is held in a non-interest bearing account and the Company does not hold any interest bearing liabilities.

#### *Commodity price risk*

While the value of the Company's exploration and evaluation assets is related to the price of zinc and other minerals, the Company currently does not have any operating mines and hence does not have any hedging or other commodity based risks with respect to its operational activities. Zinc and other mineral prices have historically fluctuated widely and are affected by numerous factors outside of the Company's control, including, but not limited to, the perception of market participants about the price and future price prospects for zinc, changes in manufacturing and construction activity as well as other industrial demands, levels of worldwide production, and forward sales by producers and speculators.

#### *Fair value*

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;

## GROUP ELEVEN RESOURCES CORP.

Notes to the Condensed Consolidated Interim Financial Statements

(Expressed in Canadian Dollars, unless otherwise stated)

As at March 31, 2019

- 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.

The fair value of the Company's other receivables and accounts payable and accrued liabilities approximates their carrying value because of the short-term nature of the financial instruments. The Company's cash is measured at fair value using Level 1 inputs.

### 11. RELATED PARTY BALANCES AND TRANSACTIONS

The 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 executive and non-executive members of the Company's Board of Directors and corporate officers.

Their remuneration includes the following:

<b>Three Months Ended March 31</b>	<b>2019</b>	<b>2018</b>
Salaries and benefits	\$ 161,654	\$ 139,879
Management fees	27,365	28,167
Professional fees	5,250	5,250
Share-based payments	14,522	–
<b>Total</b>	<b>\$ 208,791</b>	<b>\$ 168,046</b>

For the three months ended March 31, 2019, \$12,355 (2018 - \$23,631) of salaries and benefits were recorded in exploration and evaluation expense. At March 31, 2019, accounts payable and accrued liabilities include \$11,183 (2018 - \$46,584) payable to key management personnel of the Company.

### 12. SEGMENT INFORMATION

Reportable segments are those operations whose operating results are reviewed by the chief executive officer, being the individual at the Company making decisions about resources to be allocated to a particular segment, and assessing performance provided those operations pass certain quantitative thresholds.

The Company undertakes administrative activities in Canada, and is engaged in the acquisition, exploration, and evaluation of certain mineral property interests in Ireland. Accordingly, the Company's operations are in one commercial and two geographic segments. The Company's Equipment (Note 4) and Exploration and Evaluation Assets (Note 5) are held by the Company in Ireland. The remaining assets, including cash and cash equivalents, prepaids and receivables, reside in both of the Company's two geographic locations. The Company is not exposed to significant operating risks as a consequence of the concentration of its assets in Ireland.

### 13. SUBSEQUENT EVENTS

On April 3, 2019, the Company closed an initial tranche of a non-brokered private placement (the "Financing"), issuing 3,348,965 units ("Units") at a subscription price of \$0.12 per Unit, for total proceeds of \$401,876. On April 30, 2019, the Company closed a second and final tranche of the Financing issuing a further 533,300 Units for additional proceeds of \$63,996. Each Unit consists of one common share and one half non-transferrable common share purchase warrant. Each whole warrant will entitle the holder thereof to purchase one additional common share in the capital of the Company at \$0.24 per share for two years from the date of issue.