
ALTAIR RESOURCES INC.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED
SEPTEMBER 30, 2019

(Unaudited - Expressed in Canadian Dollars)

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

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

The accompanying unaudited condensed consolidated interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

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

ALTAIR RESOURCES INC.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION
(Unaudited - Expressed in Canadian Dollars)

| | Note | Sept 30, 2019 \$ | March 31, 2019 \$ |
|--|---------|------------------------|-------------------------|
| ASSETS | | | |
| Current assets | | | |
| Cash | | 706 | 25,131 |
| GST receivable | | 7,276 | 2,667 |
| Prepaid expenses | | <u>1,300</u> | <u>6,038</u> |
| Total current assets | | <u>9,282</u> | <u>33,836</u> |
| Non-current assets | | | |
| Property, plant and equipment | 4, 5(a) | - | 15,307 |
| Exploration and evaluation assets | 5 | 1 | 566,936 |
| Other assets | 5(a) | <u>50,001</u> | <u>-</u> |
| Total non-current assets | | <u>50,002</u> | <u>582,243</u> |
| TOTAL ASSETS | | <u>59,284</u> | <u>616,079</u> |
| LIABILITIES | | | |
| Current liabilities | | | |
| Accounts payable and accrued liabilities | 5(a), 7 | 722,284 | 1,198,938 |
| Advances payable | 5(a) | <u>35,000</u> | <u>59,432</u> |
| TOTAL LIABILITIES | | <u>757,284</u> | <u>1,258,370</u> |
| SHAREHOLDERS' (DEFICIENCY) EQUITY | | | |
| Share capital | 6 | 15,539,393 | 15,204,953 |
| Share subscriptions received | 6(b) | - | 336,367 |
| Share-based payments reserve | | 3,620,514 | 3,594,114 |
| Deficit | | <u>(19,857,907)</u> | <u>(19,777,725)</u> |
| TOTAL SHAREHOLDERS' (DEFICIENCY) EQUITY | | <u>(698,000)</u> | <u>(642,291)</u> |
| TOTAL LIABILITIES AND SHAREHOLDERS' (DEFICIENCY) EQUITY | | <u>59,284</u> | <u>616,079</u> |

Nature of Operations and Going Concern - see Note 1

These condensed interim financial statements were approved for issue by the Board of Directors on November 27, 2019 and are signed on its behalf by:

/s/ Roy Shipes
 Roy Shipes
 Director

/s/ Bruce Reid
 Bruce Reid
 Director

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

ALTAIR RESOURCES INC.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE LOSS
(Unaudited - Expressed in Canadian Dollars)

| | Note | Three Months Ended September 30, | | Six Months Ended September 30, | |
|---|------|-------------------------------------|-------------------|-----------------------------------|-------------------|
| | | 2019 \$ | 2018 \$ | 2019 \$ | 2018 \$ |
| Expenses | | | | | |
| Accounting and administration | 7(b) | 18,500 | 9,377 | 28,430 | 18,557 |
| Audit | | 10,220 | 500 | 18,220 | 26,750 |
| Bank charges | | 112 | 449 | 358 | 895 |
| Consulting and professional | | 45,597 | 35,000 | 90,597 | 55,000 |
| Corporate development | | - | 2,232 | - | 7,250 |
| Depreciation | 4 | - | 1,540 | 1,566 | 3,062 |
| Director and officer compensation | 7(a) | 15,000 | 86,621 | 30,000 | 243,337 |
| Equipment rental | | - | 25 | - | 3,840 |
| Legal | | 1,010 | 5,296 | 31,465 | 13,692 |
| Office and miscellaneous | | 924 | 11,556 | 3,035 | 24,750 |
| Personnel | 7(c) | - | 18,960 | - | 141,820 |
| Regulatory and transfer agent fees | | 3,535 | 11,037 | 9,118 | 13,004 |
| Rent | | - | 11,003 | 4,252 | 25,716 |
| Repairs and maintenance | | - | - | - | - |
| Share-based compensation | 6(d) | 26,400 | - | 26,400 | - |
| Shareholder costs | | 1,014 | 1,193 | 1,014 | 1,193 |
| Travel, accommodation and meals | | 3,455 | 19,579 | 13,244 | 86,559 |
| Vehicle rentals and maintenance | | - | 2,020 | - | 5,922 |
| Website and internet | | 1,516 | 3,564 | 5,659 | 7,136 |
| | | <u>127,283</u> | <u>220,132</u> | <u>263,358</u> | <u>678,483</u> |
| Loss before other items | | <u>(127,283)</u> | <u>(220,132)</u> | <u>(263,358)</u> | <u>(678,483)</u> |
| Other items | | | | | |
| Recovery of costs from sale of subsidiary | 5 | - | - | 184,234 | - |
| Interest income | | - | 27 | - | 160 |
| Foreign exchange | | <u>(1,058)</u> | <u>7,336</u> | <u>(1,058)</u> | <u>33,385</u> |
| | | <u>(1,058)</u> | <u>7,363</u> | <u>183,176</u> | <u>33,545</u> |
| Net loss and comprehensive loss for the period | | <u>(128,341)</u> | <u>(212,769)</u> | <u>(80,182)</u> | <u>(644,938)</u> |
| Basic and diluted loss per common share | | <u>\$(0.01)</u> | <u>\$(0.02)</u> | <u>\$(0.00)</u> | <u>\$(0.05)</u> |
| Weighted average number of common shares outstanding | | <u>19,383,817</u> | <u>12,465,373</u> | <u>16,174,595</u> | <u>12,465,373</u> |

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

ALTAIR RESOURCES INC.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY
(Unaudited - Expressed in Canadian Dollars)

| Six Months Ended September 30, 2019 | | | | | | |
|--|-------------------------|-------------------|-------------------------------------|-------------------------------------|---------------------|----------------------------------|
| | Share Capital | | Share Subscriptions Received | Share-based Payments Reserve | Deficit | Total Equity (Deficiency) |
| | Number of Shares | Amount \$ | | | | |
| Balance at March 31, 2019 | 12,965,373 | 15,204,953 | 336,367 | 3,594,114 | (19,777,725) | (642,291) |
| Private placement | 6,740,000 | 337,000 | (336,367) | - | - | 633 |
| Share issue costs | - | (2,560) | - | - | - | (2,560) |
| Share-based compensation | - | - | - | 26,400 | - | 26,400 |
| Net loss for the period | - | - | - | - | (80,182) | (80,182) |
| Balance at September 30, 2019 | 19,705,373 | 15,539,393 | - | 3,620,514 | (19,857,907) | (698,000) |

| Six Months Ended September 30, 2018 | | | | | |
|--|-------------------------|-------------------|-------------------------------------|---------------------|---------------------|
| | Share Capital | | Share-based Payments Reserve | Deficit | Total Equity |
| | Number of Shares | Amount \$ | | | |
| Balance at March 31, 2018 | 12,465,373 | 15,179,953 | 3,567,378 | (17,708,244) | 1,039,087 |
| Net loss for the period | - | - | - | (644,938) | (644,938) |
| Balance at September 30, 2018 | 12,465,373 | 15,179,953 | 3,567,378 | (18,353,182) | 394,149 |

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

ALTAIR RESOURCES INC.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
(Unaudited - Expressed in Canadian Dollars)

| | Six Months Ended September 30. | |
|--|---------------------------------------|------------------|
| | 2019 | 2018 |
| | \$ | \$ |
| Operating activities | | |
| Net income (loss) for the period | (80,182) | (644,938) |
| Adjustments for: | | |
| Depreciation | 1,566 | 3,062 |
| Share-based compensation | 26,400 | - |
| Recovery of costs from sale of subsidiary | (184,234) | - |
| Changes in non-cash working capital items: | | |
| Amounts receivable | - | 4,965 |
| GST receivable | (4,609) | (9) |
| Prepaid expenses | 4,738 | 11,630 |
| Accounts payable and accrued liabilities | 178,961 | 280,733 |
| Net cash used in operating activities | (57,360) | (344,557) |
| Investing activity | | |
| Exploration and evaluation asset expenditures | (138) | (52,031) |
| Net cash used in investing activity | (138) | (52,031) |
| Financing activities | | |
| Issuance of common shares | 633 | - |
| Share issue costs | (2,560) | - |
| Advances received | 35,000 | 274,708 |
| Net cash provided by financing activities | 33,073 | 274,708 |
| Net change in cash during the period | (24,425) | (121,880) |
| Cash at beginning of period | 25,131 | 125,261 |
| Cash at end of period | 706 | 3,381 |

Supplemental cash flow information - Note 9

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

ALTAIR RESOURCES INC.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED SEPTEMBER 30, 2019
(Unaudited - Expressed in Canadian Dollars)

1. Nature of Operations and Going Concern

Altair Resources Inc. (the “Company”) was incorporated under the provisions of the Company Act (British Columbia) on November 17, 2005. The Company is a publicly listed company with its common shares listed on the TSX Venture Exchange (“TSXV”) under the symbol “AVX” and the Frankfurt Exchange under the symbol “90A”. The Company’s head office is located at #1305 - 1090 West Georgia Street, Vancouver, British Columbia, V6E 3V7, Canada.

The Company has a history of losses with no operating revenue and, as at September 30, 2019, has a working capital deficiency of \$748,002 and an accumulated deficit of \$19,857,907. On June 21, 2019 the Company completed the disposition of its remaining significant mineral property interest, as described in Note 5(a). As a result, the Company has no significant assets and is dependent on raising additional capital. Further funds will be required by the Company to fund existing levels of operations and administration, retire its indebtedness as they come due and conduct due diligence on identifying and evaluating potential mineral interest acquisitions or other business opportunities. The Company will need to raise additional capital from the sale of common shares or other equity or debt instruments. While the Company has been successful in securing financing in the past, there can be no assurance that it will be able to do so in the future. These conditions indicate the existence of material uncertainties that may cast significant doubt about the Company’s ability to continue as a going concern.

These condensed consolidated interim 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 operations for the foreseeable future. Realization values may be substantially different from carrying values as shown and these consolidated financial statements do not give effect to the adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. The Company’s ability to continue as a going concern is dependent upon the ability of the Company to obtain the necessary financing to identify, acquire and develop properties and to establish future profitable production.

2. Basis of Preparation

Statement of Compliance

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34, *Interim Financial Reporting* (“IAS 34”), as issued by the International Accounting Standards Board (“IASB”), and its interpretations, using accounting policies consistent with International Financial Reporting Standards (“IFRS”). The condensed consolidated interim financial statements should be read in conjunction with the annual financial statements for the year ended March 31, 2019, which have been prepared in accordance with IFRS as issued by the IASB and interpretations of the IFRS Interpretations Committee (“IFRIC”). The accounting policies followed in these condensed consolidated interim financial statements are consistent with those applied in the Company’s consolidated financial statements for the year ended March 31, 2019 other than the adoption of IFRS 16 - *Leases* (“IFRS 16”).

Changes in Accounting Policies - IFRS 16

The Company adopted all of the requirements of IFRS 16, effective April 1, 2019.

IFRS 16 specifies how an IFRS reporter will recognize, measure, present and disclose leases. The standard 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. Lessors continue to classify leases as operating or finance, with IFRS 16’s approach to lessor accounting substantially unchanged from its predecessor, IAS 17.

There was no impact on the Company’s condensed consolidated interim financial statements upon the adoption of this new standard.

Basis of Measurement

The condensed consolidated interim financial statements are presented in Canadian dollars unless otherwise stated.

ALTAIR RESOURCES INC.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED SEPTEMBER 30, 2019
(Unaudited - Expressed in Canadian Dollars)

3. Subsidiaries

On June 21, 2019 the Company completed the disposition of its wholly-owned subsidiary, Altair Mining Inc. (“Altair USA”) as described in Note 5(a). As at September 30, 2019 the subsidiaries of the Company are as follows:

| <u>Company</u> | <u>Location of Incorporation</u> | <u>Ownership Interest</u> |
|--|----------------------------------|---------------------------|
| Minera Panamericana S.A.C (“Panamericana”) | Peru | 100% |
| Epic Mining Corp. (“Epic”) (inactive) | Canada | 100% |
| Minera Altair, S.A. de C.V. (inactive) | Mexico | 100% |
| A.G.J.A. SH.P.K. (“AGJA”) (inactive) | Kosovo | 90% |

4. Property, Plant and Equipment

| | <u>Office Furniture and Equipment \$</u> | <u>Vehicle \$</u> | <u>Total \$</u> |
|------------------------------------|--|-----------------------|---------------------|
| Cost: | | | |
| Balance at March 31, 2018 and 2019 | 8,868 | 17,131 | 25,999 |
| Additions | - | - | - |
| Disposition | <u>(8,868)</u> | <u>(17,131)</u> | <u>(25,999)</u> |
| Balance at September 30, 2019 | <u>-</u> | <u>-</u> | <u>-</u> |
| Accumulated Depreciation: | | | |
| Balance at March 31, 2018 | (1,115) | (3,391) | (4,506) |
| Depreciation | <u>(1,904)</u> | <u>(4,282)</u> | <u>(6,186)</u> |
| Balance at March 31, 2019 | (3,019) | (7,673) | (10,692) |
| Depreciation | (482) | (1,084) | (1,566) |
| Disposition | <u>(3,501)</u> | <u>(8,757)</u> | <u>(12,258)</u> |
| Balance at September 30, 2019 | <u>-</u> | <u>-</u> | <u>-</u> |
| Carrying Value: | | | |
| Balance at March 31, 2019 | <u>5,849</u> | <u>9,458</u> | <u>15,307</u> |
| Balance at September 30, 2019 | <u>-</u> | <u>-</u> | <u>-</u> |

All property, plant and equipment was disposed of on the disposition of Altair USA, as described in Note 5(a).

5. Exploration and Evaluation Assets

| | <u>September 30, 2019</u> | | | <u>March 31, 2019</u> | | |
|-------------------|-------------------------------------|--|---------------------|-------------------------------------|--|---------------------|
| | <u>Acquisition Costs \$</u> | <u>Deferred Exploration Costs \$</u> | <u>Total \$</u> | <u>Acquisition Costs \$</u> | <u>Deferred Exploration Costs \$</u> | <u>Total \$</u> |
| Property | | | | | | |
| Pioche Project | - | - | - | 566,935 | - | 566,935 |
| Quebec Properties | <u>1</u> | <u>-</u> | <u>1</u> | <u>1</u> | <u>-</u> | <u>1</u> |
| | <u>1</u> | <u>-</u> | <u>1</u> | <u>566,936</u> | <u>-</u> | <u>566,936</u> |

ALTAIR RESOURCES INC.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED SEPTEMBER 30, 2019
(Unaudited - Expressed in Canadian Dollars)

5. Exploration and Evaluation Assets (continued)

| | Pioche Project \$ | Lejin Property \$ | Quebec Properties \$ | Total \$ |
|---------------------------------------|-------------------------|-------------------------|----------------------------|--------------------|
| Balance at March 31, 2018 | <u>1,079,316</u> | <u>174,139</u> | <u>1</u> | <u>1,253,456</u> |
| Exploration costs | | | | |
| Assay | 211 | - | - | 211 |
| Consulting | 2,707 | - | - | 2,707 |
| Metallurgical | <u>303,041</u> | <u>-</u> | <u>-</u> | <u>303,041</u> |
| | <u>305,959</u> | <u>-</u> | <u>-</u> | <u>305,959</u> |
| Acquisition costs | | | | |
| Concession payments | <u>15,660</u> | <u>27,548</u> | <u>-</u> | <u>43,208</u> |
| Loss on abandonment/impairment | <u>(834,000)</u> | <u>(201,687)</u> | <u>-</u> | <u>(1,035,687)</u> |
| Balance at March 31, 2019 | <u>566,935</u> | <u>-</u> | <u>1</u> | <u>566,936</u> |
| Acquisition costs | | | | |
| Concession payments | <u>138</u> | <u>-</u> | <u>-</u> | <u>138</u> |
| Disposition | <u>(567,073)</u> | <u>-</u> | <u>-</u> | <u>(567,073)</u> |
| Balance at September 30, 2019 | <u>-</u> | <u>-</u> | <u>1</u> | <u>1</u> |

(a) ***Pioche Project, Nevada***

Through its wholly-owned subsidiary, Altair USA, the Company had entered into numerous agreements under which it had acquired or agreed to acquire a significant position in mineral leases, plant facilities and former operating mines in the Pioche, Caselton and Comet Mining Districts of Lincoln County, Nevada (the “Pioche Project”).

On February 21, 2019 the Company entered into an agreement (the “Altair USA Disposition”) with International Silver Inc. (“ISI”), a public Arizona corporation in which the Company’s President and CEO is a director, officer and shareholder of ISI, to sell all the shares of Altair USA to ISI. On June 21, 2019 the Company completed the Altair USA Disposition.

Under the terms of the agreement the Company received the following consideration:

- (i) \$237,537 of unpaid salaries owing to the Company’s President assigned and assumed by ISI;
- (ii) 5,000,000 common shares of ISI with a fair market value of \$50,000; and
- (iii) 2% net smelter royalty on production from the Pioche Project, valued at \$1.

During fiscal 2019 management determined to record an impairment provision of \$834,000 on the Pioche Project. During the six months ended September 30, 2019 the Company recognized a recovery of \$184,234 for costs incurred by Altair USA from April 1, 2019 to June 21, 2019 and other adjustments derecognized on closing of the Altair USA Disposition.

(b) ***Lejin Property, Peru***

Epic beneficially owns 100% of Panamericana which holds 100% of the rights, title and interest in the Lejin Property located in Peru. In fiscal 2019 management determined to abandon and relinquish the Lejin Property and recorded an impairment provision of \$201,687 for all costs incurred.

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5. Exploration and Evaluation Assets (continued)

(c) *Quebec Properties*

During fiscal 2017 the Company acquired mineral resource properties (the “Quebec Properties”) located in the Abitibi area of the province of Quebec. During fiscal 2018 the Company recorded an impairment of \$1,438,598 to reduce the carrying value of the Quebec Properties to a nominal amount of \$1.

6. Share Capital

(a) *Authorized Share Capital*

The Company’s authorized share capital consists of an unlimited number of common shares without par value. All issued common shares are fully paid.

(b) *Equity Financings*

On February 25, 2019 the Company announced a non-brokered private placement of units at \$0.05 per unit. Each unit consisted of one common share of the Company and one share-purchase warrant. Each warrant entitles the holder to purchase an additional common share at an exercise price of \$0.06 per share for a period of three years from the date of closing. On March 20, 2019 the Company completed the first tranche of 500,000 units for \$25,000. As at March 31, 2019 the Company had received share subscriptions for a further \$336,367.

On June 3, 2019 the Company completed the second tranche of a non-brokered private placement by issuing 140,000 units for \$7,000 and, on July 17, 2019, completed the remaining tranche by issuing 6,600,000 units for \$330,000. A significant shareholder of the Company purchased 4,700,000 units of this private placement.

The Company paid \$2,560 for filing costs incurred with the private placement.

(c) *Warrants*

A summary of the number of common shares reserved pursuant to the Company’s outstanding warrants at September 30, 2019 and 2018 and the changes for the six months ended on those dates, is as follows:

| | 2019 | | 2018 | |
|------------------------------|-------------------|--|------------------|--|
| | Number | Weighted Average Exercise Price \$ | Number | Weighted Average Exercise Price \$ |
| Balance, beginning of period | 9,669,225 | 0.83 | 9,169,225 | 0.87 |
| Issued | 6,740,000 | 0.06 | - | - |
| Expired | <u>(493,999)</u> | 2.56 | <u>-</u> | - |
| Balance, end of period | <u>15,915,226</u> | 0.45 | <u>9,169,225</u> | 0.87 |

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NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
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6. Share Capital (continued)

The following table summarizes information about the number of common shares reserved pursuant to the Company's warrants outstanding and exercisable at September 30, 2019:

| Number | Exercise Price \$ | Expiry Date |
|-------------------|----------------------|-------------------|
| 625,000 | 1.00 | December 14, 2019 |
| 250,000 | 1.00 | January 5, 2020 |
| 187,500 | 1.00 | January 10, 2020 |
| 62,500 | 1.00 | January 16, 2020 |
| 2,795,000 | 1.04 | April 7, 2020 |
| 536,750 | 1.04 | April 18, 2020 |
| 25,000 | 1.04 | April 28, 2020 |
| 673,438 | 1.04 | May 11, 2020 |
| 267,500 | 1.04 | May 16, 2020 |
| 302,538 | 1.04 | May 19, 2020 |
| 1,425,000 | 0.28 | September 9, 2020 |
| 1,237,500 | 0.28 | October 8, 2020 |
| 287,500 | 0.28 | October 13, 2020 |
| 500,000 | 0.06 | March 20, 2022 |
| 140,000 | 0.06 | June 3, 2022 |
| <u>6,600,000</u> | 0.06 | July 17, 2022 |
| <u>15,915,226</u> | | |

(d) *Share Option Plan*

The Company has established a rolling share option plan (the "Plan") in which the maximum number of common shares which can be reserved for issuance under the Plan is 10% of the issued and outstanding shares of the Company. The minimum exercise price of the options is set at the Company's closing share price on the day before the grant date, less allowable discounts. Options granted may be subject to vesting provisions as determined by the Board of Directors and have a maximum term of five years. The number of common shares reserved for issuance to any individual director or officer will not exceed five percent (5%) of the issued and outstanding common shares and the number of common shares reserved for issuance to all technical consultants will not exceed two percent (2%) of the issued and outstanding common shares.

During the six months ended September 30, 2019 the Company granted share options to purchase 880,000 common shares and recorded compensation expense of \$26,400. The fair value of share options granted during the six months ended September 30, 2019 is estimated using the Black-Scholes Option Pricing Model using the following assumptions: risk-free interest rate of 1.33%; estimated volatility of 86%; expected life of 3 years; expected dividend yield of 0%; and expected forfeiture rate of 0%.

The weighted average measurement date fair value of all share options granted during the six months ended September 30, 2019, using the Black-Scholes Option Pricing Model, was \$0.03 per option.

Option-pricing models require the use of estimates and assumptions including the expected volatility. Changes in the underlying assumptions can materially affect the fair value estimates and, therefore, existing models do not necessarily provide reliable measure of the fair value of the Company's share options.

No share options were granted during the six months ended September 30, 2018.

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NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
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(Unaudited - Expressed in Canadian Dollars)

6. Share Capital (continued)

A summary of the Company's share options outstanding at September 30, 2019 and 2018 and the changes for the six months ended on those dates, is as follows:

| | 2019 | | 2018 | |
|------------------------------|-------------------------------|------------------------------------|-------------------------------|------------------------------------|
| | Number of Options Outstanding | Weighted Average Exercise Price \$ | Number of Options Outstanding | Weighted Average Exercise Price \$ |
| Balance, beginning of period | 1,238,750 | 0.54 | 1,045,000 | 1.11 |
| Granted | 880,000 | 0.055 | - | - |
| Expired | <u>(155,000)</u> | 0.80 | <u>(50,000)</u> | 0.80 |
| Balance, end of period | <u>1,963,750</u> | 0.30 | <u>995,000</u> | 1.13 |

The following table summarizes information about the share options outstanding and exercisable at September 30, 2019:

| Number | Exercise Price \$ | Expiry Date |
|------------------|-------------------|-------------------|
| 150,000 | 1.08 | April 1, 2020 |
| 212,500 | 1.24 | April 18, 2020 |
| 71,250 | 1.20 | June 6, 2020 |
| 650,000 | 0.055 | February 28, 2022 |
| <u>880,000</u> | 0.055 | August 9, 2022 |
| <u>1,963,750</u> | | |

7. Related Party Disclosures

Transactions made with related parties are made in the normal course of business and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties. 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 consists of members of the Company's Board of Directors and executive officers.

- (a) During the six months ended September 30, 2019 and 2018 the Company incurred the following compensation amounts to its current and former key management personnel:

| | 2019 \$ | 2018 \$ |
|-------------------------------|---------------|----------------|
| Directors and management fees | 30,000 | 243,337 |
| Share-base compensation | <u>11,400</u> | <u>-</u> |
| | <u>41,400</u> | <u>243,337</u> |

As at September 30, 2019 \$216,577 (March 31, 2019 - \$456,108) remained unpaid and has been included in accounts payable and accrued liabilities. See also Note 5(a).

- (b) During the six months ended September 30, 2019 the Company incurred a total of \$27,500 (2018 - \$18,200) to Chase Management Ltd. ("Chase"), a private corporation owned by Mr. DeMare, for accounting and administration services provided by Chase personnel. As at September 30, 2019 \$11,500 (March 31, 2019 - \$6,500) remained unpaid and has been included in accounts payable and accrued liabilities.

During the six months ended September 30, 2019 the Company also recorded \$3,000 for share-based compensation for share options granted to Chase.

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7. Related Party Disclosures (continued)

- (c) During the six months ended September 30, 2019 the Company received advances of \$35,000 from a private company affiliated with an officer of the Company and a shareholder of the Company. The advances are non-interest bearing and repayable on demand.
- (c) See also Note 5(a).

8. Financial Instruments and Risk Management

Categories of Financial Assets and Financial Liabilities

Financial instruments are classified into one of the following following categories: fair value through profit or loss ("FVTPL"); amortized cost; and fair value through other comprehensive income. The carrying values of the Company's financial instruments are classified into the following categories:

| Financial Instrument | Category | September 30, 2019 \$ | March 31, 2019 \$ |
|--|-----------------|--------------------------------------|----------------------------------|
| Cash | FVTPL | 706 | 25,131 |
| Accounts payable and accrued liabilities | Amortized cost | (722,284) | (1,198,938) |
| Advances payable | Amortized cost | (35,000) | (59,432) |

The Company's financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

Level 1 - Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and value to provide pricing information on an ongoing basis.

Level 2 - Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the market place.

Level 3 - Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

The recorded amounts for accounts payable and accrued liabilities and advances payable approximate their fair value. The Company's fair value of cash under the fair value hierarchy is measured using Level 1 inputs.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit Risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash. Management believes that the credit risk concentration with respect to financial instruments included in cash is remote.

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8. Financial Instruments and Risk Management (continued)

Liquidity Risk

Liquidity risk is the risk that the Company will not have the resources to meet its obligations as they fall due. The Company manages this risk by closely monitoring cash forecasts and managing resources to ensure that it will have sufficient liquidity to meet its obligations. All of the Company's financial liabilities are classified as current and are anticipated to mature within the next fiscal period. The following table is based on the contractual maturity dates of financial assets and the earliest date on which the Company can be required to settle financial liabilities.

| Contractual Maturity Analysis at September 30, 2019 | | | | | |
|--|--------------------------------------|---------------------------------|-------------------------------|--------------------------------|---------------------|
| | Less than 3 Months \$ | 3 - 12 Months \$ | 1 - 5 Years \$ | Over 5 Years \$ | Total \$ |
| Cash | 706 | - | - | - | 706 |
| Accounts payable and accrued liabilities | (722,284) | - | - | - | (722,284) |
| Advances payable | (35,000) | - | - | - | (35,000) |
| Contractual Maturity Analysis at March 31, 2019 | | | | | |
| | Less than 3 Months \$ | 3 - 12 Months \$ | 1 - 5 Years \$ | Over 5 Years \$ | Total \$ |
| Cash | 25,131 | - | - | - | 25,131 |
| Accounts payable and accrued liabilities | (1,198,938) | - | - | - | (1,198,938) |
| Advances payable | (59,432) | - | - | - | (59,432) |

Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. These fluctuations may be significant.

(a) Interest Rate Risk

The Company is exposed to interest rate risk to the extent that the cash bears floating rates of interest. The interest rate risk on cash and on the Company's obligations are not considered significant.

(b) Foreign Currency Risk

The Company's functional currency is the Canadian Dollar and major transactions are primarily transacted in Canadian Dollars and US Dollars. The Company maintains a US Dollar bank account with its Canadian bank to support the cash needs of its foreign operations. Management believes the foreign exchange risk related to currency conversions is minimal and therefore does not hedge its foreign exchange risk. At September 30, 2019, 1 Canadian Dollar was equal to 0.76 US Dollar.

Balances are as follows:

| | US Dollars | CDN \$ Equivalent |
|--|-----------------------|------------------------------|
| Accounts payable and accrued liabilities | <u>(5,588)</u> | <u>(7,352)</u> |

Based on the net exposures as of September 30, 2019 and, assuming that all other variables remain constant, a 10% fluctuation on the Canadian Dollar against the US Dollar would result in an increase or decrease of approximately \$800.

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8. Financial Instruments and Risk Management (continued)

(c) Commodity Price Risk

Commodity price risk is the risk of financial loss resulting from movements in the price of the Company's commodity inputs and outputs. The Company's risk relates primarily to the expected output to be produced at its exploration and evaluation assets described in Note 5 of these consolidated financial statements, which production is not expected in the near future.

Capital Management

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern such that it can provide returns for shareholders and benefits for other stakeholders. The Company considers the items included in shareholders' equity as capital. The management of the capital structure is based on the funds available to the Company in order to support the acquisition, exploration and development of mineral properties and to maintain the Company in good standing with the various regulatory authorities. In order to maintain or adjust its capital structure, the Company may issue new shares, sell assets to settle liabilities or return capital to its shareholders.

The properties in which the Company currently has an interest are in the exploration stage, as such, the Company does not recognize revenue from its exploration properties. The Company's historical sources of capital have consisted of the sale of equity securities and interest income. In order for the Company to complete its acquisitions, carry out planned exploration and development and pay for administrative costs, the Company will spend its working capital and expects to raise additional amounts externally as needed.

There were no changes in the Company's management of capital during the six months ended September 30, 2019.

9. Supplemental Cash Flow Information

During the six months ended September 30, 2019 and 2018 non-cash activities were conducted by the Company as follows:

| | 2019 \$ | 2018 \$ |
|--|------------------|------------------|
| Operating activity | | |
| Accounts payable and accrued liabilities | <u>(237,537)</u> | <u>199,770</u> |
| Investing activities | | |
| Exploration and evaluation assets | - | (199,770) |
| Consideration from Altair Disposition | 287,537 | - |
| Other assets | <u>(50,001)</u> | <u>-</u> |
| | <u>237,537</u> | <u>(199,770)</u> |
| Financing activities | | |
| Issuance of common shares | 336,367 | - |
| Share subscriptions received | <u>(336,367)</u> | <u>-</u> |
| | <u>-</u> | <u>-</u> |